

**September 04, 2021**

**To,  
BSE Limited  
P.J. Towers, Dalal Street,  
Mumbai-400 001  
Security Code: 526544**

**Sub: Submission of 29<sup>th</sup> Annual Report for the year 2020-2021 under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

We wish to inform that the 29<sup>th</sup> Annual General Meeting of the Members of the Company will be held on Tuesday, September 28, 2021 at 12:30 p.m. {IST} through Video Conferencing (VC)/Other Audio Visual Means (OAVM). Please find enclosed electronic copy of the Annual Report for the year 2020-21, being sent by email to those Members whose email addresses are registered with the Company/Depository Participant(s). The requirements of sending physical copy of the Notice of the AGM and Annual Report to the Members have been dispensed with vide MCA Circular/s and SEBI Circular. The Notice of the 29<sup>th</sup> AGM and the Annual Report are also being uploaded on the website of the Company at [www.sgligis.com](http://www.sgligis.com). The cut-off date for reckoning voting of the members is September 21, 2021. The remote e-voting will be available from Thursday, September 23, 2021 at 9:00 a.m. (IST) and ends on Monday, September 27, 2020 at 5:00 p.m. (IST). Voting at AGM is also available through e-voting.

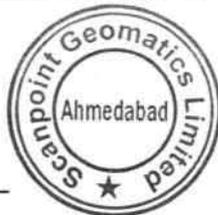
Kindly take the same on your record and oblige.

Yours Sincerely,

**For, Scanpoint Geomatics Limited**



**Shaili Mehta  
Company Secretary**



**Registered Office**

9, Mahakant Complex  
Opp. V.S. Hospital, Ashram Road  
Ahmedabad-380 006, Gujarat, India

**Corporate Office**

12, Abhishree Corporate Park  
Ambli - Bopal Road  
Ahmedabad-380 058, Gujarat, India

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**[www.sgligis.com](http://www.sgligis.com)**



# LET'S UTILISE EARTH PERFECTLY

ANNUAL REPORT  
2020-21



Scanpoint Geomatics Limited is a leader in the Indian Geomatics Industry. We pioneer the nation's geospatial domain through IGiS - an indigenous technology which brings GIS, Image Processing, Photogrammetry and CAD together on the same platform. Based out of Ahmedabad, as Team SGL, we strive to provide innovative, futuristic and cost-effective products.

IGiS caters to a multitude of solutions across industries like Agriculture, Defence, Forestry, Disaster Management, Land Information, Mining, Power, Smart City, Urban Planning, Utilities and Location Based Services.

With the vast number of possibilities and opportunities presented by the field of Geomatics, our mission is to shape the future of a "GIS-enabled India".



**MAKE IN INDIA**

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# CORPORATE INFORMATION

## Board of Directors

|                           |   |
|---------------------------|---|
| Mr. Rameshchandra Sojitra | Managing Director   |
| Mr. Chirag Soni           | Whole Time Director   |
| Mr. Kantilal Ladani       | Director & Chief Financial Officer                            |
| Mr. Mitesh Sanghvi        | Non-Executive Director  |
| Mr. Manish Dangi          | Non-Executive Director (Resigned w.e.f 01.03.2021)            |
| Mr. Dinesh Shah           | Independent Director  |
| Ms. Pooja Shah            | Independent Director  |
| Mr. Ankur Fofaria         | Independent Director (Resigned w.e.f 29.10.2020)              |
| Mr. Kalpesh Rachchh       | Independent Director  |
| Mr. Suresh Tejwani        | Independent Director  |
| Mr. Varixkumar Patel      | Additional Independent Director (Appointed w.e.f. 09.10.2020) |

## Company Secretary

Ms. Shaili Mehta

## Statutory Auditor

**Jayamal Thakore & Co.**  
Chartered Accountants  
27, Embassy Market, Near Dinesh Hall,  
Ashram Road, Ahmedabad – 380009

## Secretarial Auditor

**Harish P. Jain & Associates**  
Practising Company Secretaries  
302, Narayan Krupa Square, Behind Old Natraj  
Cinema, Ashram Road, Ahmedabad-380009

## Bankers

Axis Bank

## Registrar and Share Transfer Agent

Link Intime India Private Limited  
C- 101, 247 Park L.B.S. Marg  
Vikhroli (West), Mumbai – 400083.

## Registered Office

9, Mahakant Complex, Opp. V.S. Hospital,  
Ashram Road, Ahmedabad – 380006  
Phone: +9179 – 26575371

## Corporate Office

12, Abhishree Corporate Park,  
ISKCON-Ambli Road,  
Ahmedabad-380058  
Phone: +91 02717-297096/98  
Fax : +91 2717 297039

## Committees of the Board

### Audit Committee

Ms. Pooja Shah – Chairperson  
Mr. Dinesh Shah – Member  
Mr. Rameshchandra Sojitra – Member

### Nomination and Remuneration Committee

Ms. Pooja Shah – Chairperson  
Mr. Dinesh Shah – Member  
Mr. Mitesh Sanghvi – Member

### Stakeholder Relationship Committee

Mr. Mitesh Sanghvi – Chairman  
Ms. Pooja Shah – Member  
Mr. Rameshchandra Sojitra – Member  
Mr. Kantilal Ladani – Member  
Mr. Chirag Soni – Member

### Rights Issue Committee

Mr. Kantilal Ladani – Chairman  
Ms. Pooja Shah – Member  
Mr. Kalpesh Rachchh – Member

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# NOTICE

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NOTICE is hereby given that **29<sup>th</sup> Annual General Meeting** of the Members of Scanpoint Geomatics Limited will be held on Tuesday, **28<sup>th</sup> day of September, 2021** at **12:30 P.M.** (IST) through Video Conferencing ("VC")/Other Audio Visual Means ("OVAM"), to transact the following business:

## Ordinary Business:

- 1 To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2021 together with Reports of the Board of Directors and Auditors thereon.
- 2 To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2021 and the report of Auditors thereon.
- 3 To appoint a Director in place of Mr. Kantilal Ladani (DIN: 00016171), who retires by rotation, and being eligible, offer himself for re-appointment.

## Special Business:

- 4 **Re-appointment of Mr. Rameshchandra Sojitra (DIN: 00016149) as a Managing Director of the Company:-**

**To consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:**

**"RESOLVED THAT** pursuant to recommendation of the Nomination and Remuneration Committee and approval of the Board and subject to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof) read with Schedule V of the Companies Act, 2013 and Articles of Association of the Company, consent of the Member be and is hereby accorded for re-appointment of Mr. Rameshchandra K. Sojitra, as a Managing Director of the Company for a period of one year with effect from May 25, 2021 to May 24, 2022, as per the terms and conditions as may be mutually agreed between the Company and Mr. Rameshchandra K Sojitra as well as the payment of salary, commission and perquisites (hereinafter referred to as "remuneration"), upon the terms and conditions as detailed in the explanatory statement attached hereto, which is hereby approved and sanctioned with the authority to the Board of Directors to alter and vary the terms and conditions of the said reappointment and / or agreement in such manner as may be agreed to between the Board of Directors and Mr. Rameshchandra Sojitra.

**RESOLVED FURTHER THAT** any director of the Company be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) to give effect to the aforesaid resolution."

- 5 **Regularization of Mr. Varixkumar Patel (DIN: 08905030) as an Independent Director of the Company:-**

**To consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:-**

**"RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152 read with schedule IV and all other applicable provisions of the Companies Act, 2013 read with applicable rules made thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modifications or re-enactment thereof) Mr. Varixkumar Patel (DIN: 08905030) who was appointed as an Additional Director of the Company and who holds office upto the date of the ensuing Annual General Meeting be and is hereby appointed as an Independent Director, to hold the office for a term of Five years w.e.f October 9, 2020 to October 8, 2025.

**"RESOLVED FURTHER THAT** any director of the Company be and are hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary, desirable, proper or expedient for the purpose of giving effect to the above resolution."

## 6 To Approve Related Party Transactions:-

To consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) Rules, 2014 (including any statutory modification(s) or enactment thereof for the time being in force), and applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, subject to such approvals, consents, sanctions, and permission as may be necessary, consent of the members of the Company be and is hereby accorded to the Company to carry out the transactions with the following related parties and for the maximum amounts as mentioned herein for the year 2021-2022.

| Sr. No. | Name of the related Party                             | Nature of transaction as per section 188 of the Companies Act, 2013 | Name of the Director/ KMP who is related and nature of their relationship  | Maximum amount of Transaction to be entered into (Amt in crores) |
|---------|---|---|--|--|
| 1       | Turnrest Resources Private Limited                    | Availing/Rendering of Services                                      | Mr. Mitesh Sanghavi Director of the Company is the Director of Turnrest Resources Private Limited                            | 1.00   |
| 2       | Jyacad Solutions Private Limited (Subsidiary Company) | Advance for the Transfer of Technology                              | Mr. Rameshchandra Sojitra and Mr. Chirag Soni Directors of the Company are the Directors of Jyacad Solutions Private Limited | 1.25   |
| 3       | Prop Corporate Mentors Private Limited                | Availing/Rendering of Services                                      | Mr. Mitesh Sanghavi Director of the Company is the Director of Prop Corporate Mentors Private Limited                        | 0.15   |
| 4       | Scan Press Limited                                    | Availing/Rendering of Services                                      | Mr. Kantilal Ladani Director of the Company is Director of Scanpress Limited   | 0.10   |
| 5       | Diyatech Private Limited                              | Availing/Rendering of Services                                      | Mr. Chirag Soni Director of the Company is the Director of the Diyatech Private Limited                                      | 0.50   |
| 6       | Eques Capital Management private limited              | Availing/Rendering of Services                                      | Mr. Mitesh Sanghavi Directors of the Company is the Director of Eques Capital Management Private Limited                     | 0.75   |
| 7       | MRH Enterprise  | Availing/Rendering of Services                                      | Mr. Mitesh Soni, proprietor of MRH Enterprise is brother of Mr. Chirag Soni  | 0.15   |

**7 To approve re-issue of forfeited equity shares.**

To consider and, if thought fit, to pass with or without modification(s), the following Resolution as special resolution:

**"RESOLVED THAT** in accordance with the provisions of Regulation 41(4) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, provisions of Articles of Association of the Company and the applicable provisions of the Companies Act, 2013 and other applicable laws, consent of the members be and is hereby accorded to the Board of Directors of the company to offer and re-issue equity shares which may be forfeited by the Board on account of non-payment of the final call money in accordance with the letter of offer dated August 6, 2021 and the Articles of Association of the company, to any person/s and at such price and on such terms and conditions as the Board, in its absolute discretion and in best interest of the Company, thinks proper."

**"RESOLVED FURTHER THAT** any director of the Company (including any Committee thereof) be and are hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary, desirable, proper or expedient for the purpose of giving effect to the above resolution."

**Date: August 13, 2021**

**Place: Ahmedabad**

**By Order of the Board of Directors  
For, Scanpoint Geomatics Limited**

**Sd/-**

**Shaili Mehta**

**Company Secretary**

**Registered Office:**

**9, Mahakant Complex,**

**Opp. V. S. Hospital, Ashram Road,**

**Ahmedabad Gujarat-380006.**

**Notes:**

- 1 The Statement, pursuant to Section 102 of the Companies Act, 2013, as amended ('Act') setting out material facts concerning the business with respect to Items No. 4 to 7 forms part of this Notice. Additional information, pursuant to Regulations 26(4) and 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and Secretarial Standard 2 on General Meetings issued by The Institute of Company Secretaries of India, in respect of Directors seeking re-appointment at this Annual General Meeting ('Meeting' or 'AGM') is furnished as an annexure to this Notice
- 2 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 8, 2020 and Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 5, 2020 and Circular No. 02/2021 dated January 13, 2021 and Securities and Exchange Board of India ('SEBI') vide its Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, and SEBI/HO/CFD/ CMD2/CIR/P/2021/11 dated January 15, 2021 and all other relevant circulars issued from time to time, physical attendance of the Members to the 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.
- 3 Pursuant to the Circular No. 14/2020 dated April 8, 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 there at and cast their votes through e-voting. Hence, the proxy form, Attendance slip and Route Map of AGM are not annexed to this Notice.

- 4 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.
- 5 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.
- 6 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 8, 2020, April 13, 2020 and May 5, 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.
- 7 In accordance with the aforesaid MCA circular and SEBI Circulars, the Notice of the AGM along with the Annual Report 2020-21 are being sent only through electronic mode to those members whose e-mail address is registered with the Company/ Depositories.
- 8 In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM along with the Annual Report 2020-21 has been uploaded on the website of the Company at [www.sgligis.com](http://www.sgligis.com). The same can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and at [www.bseindia.com](http://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](http://www.evoting.nsdl.com).
- 9 The Register of Members and Share Transfer Books of the company will be closed from Thursday, September 23, 2021 to Tuesday, September 28, 2021 (Both days inclusive) for the purpose of AGM.
- 10 The Company has appointed National Securities Depository Limited ("NSDL") to provide VC/OVAM facility for the AGM of the Company.
- 11 The helpline number regarding any query/assistance for participation in the AGM through VC/OAVM is 1800-222-990 (Toll free).
- 12 The explanatory statement pursuant to Section 102 (1) of the Act, which sets out details relating to Special Businesses at the meeting, is annexed hereto.
- 13 Institutional/Corporate members are encouraged to attend and vote at the meeting through VC/OVAM. We also request them to send, a duly certified copy of the Board Resolution authorizing their representative to attend the AGM through VC/OAVM and vote through remote e-voting on its behalf at [info@sgligis.com](mailto:info@sgligis.com) pursuant to Section 113 of the Companies Act, 2013.
- 14 Only bonafide members of the Company, whose name appear first on the Register of Members, will be permitted to attend the meeting through VC/OAVM. The Company reserves its right to take all necessary steps as may be deemed necessary to restrict non-members from attending the meeting.
- 15 The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the Directors are interested maintained under Section 189 of the Act will be available for inspection by the Members in electronic mode during the AGM. Members who wish to seek inspection, may send their request through an email at [info@sgligis.com](mailto:info@sgligis.com) up to the date of AGM.
- 16 Members holding shares in physical form are advised to inform changes if any regarding the particulars of their name, bank account, postal address, telephone/ mobile number, PAN, registering of nomination, power of attorney registration, Bank Mandate details and email IDs to our RTA i.e. Link Intime India Private Limited at 5th Floor, 506 to 508, Amarnath Business Centre – 1 (ABC-1), Beside Gala Business Centre, Nr. St. Xavier's College Corner, Off C G Road, Ellisbridge, Ahmedabad - 380006 or the Secretarial Department of the Company. Further, Member's may note that

SEBI has mandated the submission of PAN by every participant in securities market. Members who have not registered their email ID with the depository participants, are requested to register their email ID with their depository participants in respect of shares held in electronic form and in respect of shares held in physical form, are requested to submit their request with their valid email ID to our RTA at [ahmedabad@linkintime.co.in](mailto:ahmedabad@linkintime.co.in) or [info@sgligis.com](mailto:info@sgligis.com) for receiving all communications including annual report, notices, letters etc., in electronic mode from the Company.

- 17 The Company has fixed Tuesday, September 21, 2021 as Cut-off date for determining the eligibility of Members entitled to vote at the AGM. The remote e-voting shall remain open from **Thursday, September 23, 2021 to Monday, September 27, 2021 (both days inclusive)**.
- 18 Members who are present in meeting through video conferencing facility and have not cast their vote on resolutions through remote e-voting, shall be allowed to vote through e-voting system during the meeting.
- 19 The Company has appointed Mr. Harish P Jain, Practicing Company Secretary, of M/s. Harish P. Jain & Associates, Company Secretary, Ahmedabad (FCS 4203; CP: 4100) as Scrutinizer to scrutinize the e-voting process in fair and transparent manner.
- 20 Information required under Regulation 36 of SEBI Listing Regulations, Directors seeking Appointment/Re-appointment at the AGM is furnished as **Annexure-I** to this Notice. The Directors have furnished consent/declarations for their appointment/re-appointment as required under the Act and rules made thereunder.
- 21 In consonance with the company's sustainability initiatives and Regulation 36 of the SEBI (LODR) Regulations, 2015, the company is sharing all documents with shareholders in the electronic mode, wherever the same has been agreed to by the Shareholders are requested to support this green initiative by registering/ updating their e-mail addresses for receiving electronic communications.
- 22 Relevant documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection by the members at the Corporate Office of the Company during the normal business hours on all working days except Saturday and Sunday up to the date of the Annual General Meeting. Members who wish to seek the inspection, may send their request under the Act and rules made thereunder.
- 23 SEBI has recently amended relevant provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to disallow listed companies from accepting request for transfer of securities which are held in physical form, with effect from April 1, 2019. The shareholders who continue to hold shares in physical form even after this date, will not be able to lodge the shares with company / its RTA for further transfer. They will need to convert them to demat form compulsorily if they wish to effect any transfer. Only the requests for transmission and transposition of securities in physical form, will be accepted by the RTA.
- 24 In case of Joint holders attending the AGM, the Shareholder whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
- 25 In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the 29<sup>th</sup> Annual General Meeting by electronic means and the business may be transacted through e-Voting Services provided by National Securities Depository Limited. (NSDL). The detailed process, instructions and manner for e-voting facility is enclosed herewith
- 26 To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.

**Date : August 13, 2021**

**Place: Ahmedabad**

**Registered Office:**

**9, Mahakant Complex,**

**Opp. V. S. Hospital, Ashram Road,**

**Ahmedabad Gujarat-380006.**

**By Order of the Board of Directors  
For, Scanpoint Geomatics Limited**

**Sd/-**

**Shaili Mehta**

**Company Secretary**

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

- 1 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 SEBI vide no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 and the Ministry of Corporate Affairs dated April 8, 2020, April 13, 2020 and May 5, 2020 and January 13, 2021 in relation to e-Voting Facility Provided by Listed Entities 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 e-Voting agency. The facility of casting votes by a member using remote e-voting as well as venue voting system on the date of the AGM will be provided by NSDL.
- 2 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.
- 3 Members of the Company holding shares either in physical form or in electronic form as on the cut-off date of **Tuesday, September 21, 2021** may cast their vote by remote e-Voting. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-Voting before the AGM as well as remote e-Voting during the AGM.
- 4 Any shareholder(s) holding shares in physical form or non-individual shareholders who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. **Tuesday, September 21, 2021**, may obtain the User ID and Password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) however, if a person is already registered with NSDL for remote e-Voting then he / she can use his / her existing User ID and password for casting the vote.
- 5 In case of Individual Shareholder who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holds shares in demat mode as on the cut-off date may follow the steps mentioned under 'Login method for e-Voting and join virtual meeting for individual shareholder holding securities in demat mode.
- 6 The remote e-Voting period commences on **Thursday, September 23, 2021 at 9.00 a.m. (IST)** and ends on **Monday, September 27, 2021 at 5.00 p.m. (IST)**. The remote e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. The voting rights of the Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. **Tuesday, September 21, 2021**.
- 7 Members will be provided with the facility for voting through electronic voting system during the VC / OAVM proceedings at the AGM and Members participating at the AGM, who have not already cast their vote on the resolution (s) by remote e-Voting, will be eligible to exercise their right to vote on such resolution (s) upon announcement by the Chairman. Members who have cast their vote on resolution (s) by remote e-Voting prior to the AGM will also be eligible to participate at the AGM through VC / OAVM but shall not be entitled to cast their vote on such resolution (s) again. The remote e-Voting module on the day of the AGM shall be disabled by NSDL for voting 15 minutes after the conclusion of the Meeting.

## THE INSTRUCTIONS FOR SHAREHOLDRES FOR REMOTE E-VOTING ARE AS UNDER:

The process of Remote E - voting is hereby explained in 2 steps as follows;

**Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>**

**Step 2: Cast your vote electronically on NSDL e-Voting system.**

**Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>**

### **1) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode:**

In terms of SEBI circular vide no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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 demat accounts in order to access e-Voting facility.

Login method for individual shareholders holding securities in demat form id given below:

| Type of shareholders   | Login Method  |
|--|---|
| Individual Shareholders holding securities in demat mode with NSDL.                                    | <ol style="list-style-type: none"> <li>1. If you are already registered for <b>NSDL IDeAS facility</b>, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <b><a href="https://eservices.nsdl.com/">https://eservices.nsdl.com/</a></b> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the <b>"Beneficial Owner"</b> icon under "Login" which is available under <b>"IDeAS"</b> section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on <b>"Access to e-Voting"</b> under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or <b>e-Voting service provider - NSDL</b> and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2. If the user is not registered for IDeAS e-Services, option to register is available at <b><a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a></b>. Select <b>"Register Online for IDeAS"</b> Portal or click at <b><a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></b></li> <li>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <b><a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a></b> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon <b>"Login"</b> which is available under <b>'Shareholder/Member'</b> section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), <b>Password/OTP and a Verification Code</b> 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 options available against company name or e-Voting service provider - NSDL and you will be redirected to <b>e-Voting website of NSDL</b> for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ol> |
| Individual Shareholders holding securities in demat mode with CDSL                                     | <ol style="list-style-type: none"> <li>1. 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 <b><a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a></b> or <b><a href="http://www.cdslindia.com">www.cdslindia.com</a></b> and click on New System Myeasi.</li> <li>2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-Voting service provider i.e. NSDL</b>. Click on <b>NSDL</b> to cast your vote.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at <b><a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></b></li> <li>4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <b><a href="http://www.cdslindia.com">www.cdslindia.com</a></b> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. <b>NSDL</b> where the e-Voting is in progress.</li> </ol>   |
| 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. Once logged in, you will be able to see e-Voting option. Once you 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 options available against company name or e-Voting service provider-NSDL and you will be redirected to <b>e-Voting website of NSDL</b> for casting your vote during the remote e-Voting period or joining virtual meeting &amp; 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 <b>evoting@nsdl.co.in</b> or call at toll free no.: <b>1800 1020 990 and 1800 22 44 30</b> |
| 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 <b>helpdesk.evoting@cdslindia.com</b> or contact at <b>022-23058738 or 022-23058542-43</b> |

### II) Login Method 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<br>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<br>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<br>For example if folio number is 001*** and EVEN is 117492 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 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](http://www.evoting.nsdl.com).
  - b) Physical User Reset Password?"(If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://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](mailto: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: How to cast your vote electronically 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 After clicking on Active Voting Cycles, Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and cast your vote during the General Meeting. The EVEN No. for Scanpoint Geomatics Limited is **117492**. 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.

## **INSTRUCTIONS FOR SHAREHOLDERS VOTING ON THE DAY OF THE AGM ON E-VOTING SYSTEM 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. Since the meeting is being held through VC/OAVM
- 2 Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not cast 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.

## **GENERAL GUIDELINES FOR SHAREHOLDERS**

- (i) Institutional / Corporate 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, through its registered Email Id to the Scrutinizer at [cs.harishjain@gmail.com](mailto:cs.harishjain@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
- (ii) 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](http://www.evoting.nsdl.com) to reset the password.
- (iii) 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](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990 or send a request at [evoting@nsdl.co.in](mailto: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 The company has made arrangements with its Registrar and Share Transfer Agent- Linkintime India Private Limited for registration of e-mail address of those members who hold the shares in physical form and wish to receive this annual report for F.Y 2020-21 and cast their votes electronically. Eligible members will have to provide their Folio No., Name , 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) to RTA via their email id [ahmedabad@linkintime.co.in](mailto:ahmedabad@linkintime.co.in) on or before Tuesday, September 21, 2021.
- 2 In case shares are held in demat mode, eligible members will have to 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 RTA via their email id [ahmedabad@linkintime.co.in](mailto:ahmedabad@linkintime.co.in) on or before Tuesday, September 21, 2021. or contact your Depository Participant (DP) and register your email address in your demat account, as per the process advised by your DP.
- 3 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.
- 4 Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
- 5 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.

- 6 After successful submission of the e-mail address, NSDL will e-mail a copy of this AGM Notice and Annual Report for FY2020-21 along with the e-voting user ID and password. In case of any queries, Members may write to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

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

- 1 Members 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 of Company will be displayed.
- 2 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.
- 3 Members are encouraged to join the Meeting through Laptops for better experience.
- 4 Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- 5 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.
- 6 Facility of Joining the AGM through VC/OAVM shall open 30 minutes before the time scheduled for the AGM and will be available for Members on first come first served basis.
- 7 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 [info@sgligis.com](mailto:info@sgligis.com). The same will be replied by the company suitably.

**ANNEXURE TO NOTICE**  
EXPLANATORY STATEMENT  
(Pursuant to Section 102 of the Companies Act, 2013)

**Item No. 4**

The Company had appointed Mr. Rameshchandra Sojitra as Managing Director of the Company for a period of one year and his current term of appointment as Managing Director has expired on May 24, 2021. Considering his knowledge in various aspects relating to the Company's affairs and long business experience, the Board of Directors is of the opinion that for smooth and efficient running of the business, the service of Mr. Rameshchandra Sojitra is required for a further period of 1 year with effect from May 25, 2021 to May 24, 2022.

The remuneration payable to Mr. Rameshchandra Sojitra as Managing Director, shall be upto Rs. 3,00,000/- (Rupees Three Lakh only) per month. In the event of absence or inadequacy of profits in any financial year during the tenure of Managing Director, salary and perquisites subject to the limits stipulated under schedule V read with section 196 and 197 of the Companies Act, 2013.

The proposed appointment and the terms of the remuneration payable to Mr. Rameshchandra Sojitra require approval of Members by passing the special resolution. Hence, the members are requested to pass the special resolution accordingly.

A brief profile of Mr. Rameshchandra Sojitra and other requisite details pursuant to provisions of the Secretarial Standard on General Meetings ("SS-2") is annexed to this statement.

Except Mr. Rameshchandra Sojitra, none of the Directors, Key Managerial Personnel of the Company or their relatives are interested or concerned in the said resolution.

The particulars of the information pursuant to the provisions of Schedule V of the Act are as under:

**1. GENERAL INFORMATION**

|   |  |                        |         |              |       |                   |         |                       |        |                  |        |
|---|--|------------------------|---------|--------------|-------|-------------------|---------|-----------------------|--------|------------------|--------|
| Nature of Business  | Engaged in business of providing IGIS technology in the domain of Geomatics to several business areas.   |                        |         |              |       |                   |         |                       |        |                  |        |
| Date or expected date of commencement of commercial production  | The Company was incorporated on February 07, 1992 and commenced the production thereafter.   |                        |         |              |       |                   |         |                       |        |                  |        |
| In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus | Not Applicable   |                        |         |              |       |                   |         |                       |        |                  |        |
| Financial performance   | Financial Performance of the Company for the year ended March 31, 2021<br>(Rs. Lakhs)<br><table border="1"> <tr> <td>Revenue from operation</td> <td>4337.61</td> </tr> <tr> <td>Other Income</td> <td>41.19</td> </tr> <tr> <td>Total Expenditure</td> <td>4103.70</td> </tr> <tr> <td>Net profit before tax</td> <td>275.09</td> </tr> <tr> <td>Profit after tax</td> <td>202.77</td> </tr> </table> | Revenue from operation | 4337.61 | Other Income | 41.19 | Total Expenditure | 4103.70 | Net profit before tax | 275.09 | Profit after tax | 202.77 |
| Revenue from operation  | 4337.61  |                        |         |              |       |                   |         |                       |        |                  |        |
| Other Income  | 41.19  |                        |         |              |       |                   |         |                       |        |                  |        |
| Total Expenditure   | 4103.70  |                        |         |              |       |                   |         |                       |        |                  |        |
| Net profit before tax   | 275.09   |                        |         |              |       |                   |         |                       |        |                  |        |
| Profit after tax  | 202.77   |                        |         |              |       |                   |         |                       |        |                  |        |
| Foreign investments or collaborations, if any   | None   |                        |         |              |       |                   |         |                       |        |                  |        |
| Export Performance  | None   |                        |         |              |       |                   |         |                       |        |                  |        |

**2. INFORMATION ABOUT THE APPOINTEE**

|                    |   |
|--------------------|---|
| Background details | Mr. Rameshchandra Sojitra, is a graduate and has been associated with the Company from the inception. He is controlling and managing day to day affairs of the Company as Managing Director. He has experience of more than 25 years in project management, target orientation tasks and client account management. |
| Past remuneration  | Remuneration paid for the financial year 2019-2020 is Rs. 24.00 Lakhs.  |

|  |  |  |
|--|--|--|
|  | Recognition or awards  | None   |
|  | <b>Job profile and his suitability</b>   | Given in the body of this statement  |
|  | Remuneration proposed  | --As Annexure to the Notice--  |
|  | Comparative remuneration profile with respect to industry size of Company profile of the position and person           | Considering the responsibility carried by him of the enhanced business activities of the Company, proposed remuneration is commensurate with the Industry standards and Board level positions held in similar sized and similarly positioned businesses. It is to be informed that there is no increase in remuneration proposed than that of his previous term. |
|  | Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any. | Apart from receiving managerial remuneration and holding 7,37,319 equity shares, he does not have any other pecuniary relationship with the Company.   |

### 3. OTHER INFORMATIONS

|  |   |   |
|--|---|---|
|  | Reasons of loss or inadequate profits                             | The Company has been making the profit since last 3 to 4 years and the profit for the same has been increasing. However due to the strain of COVID-19, and having the lockdown in various states, the business of the Company having marginal impact due to restrictions imposed by the state government. But the Company has managed and has achieved the higher profit this year. The reason for inadequate profits under section 197 is due to the uncertainty of market conditions. |
|  | Steps taken or proposed to be taken for improvement               | The Company has increased its business strategy to reach the Company's performance  |
|  | Expected increase in productivity and profit in measurable terms. | Company has proper annual and longterm business plan in place, so bearing sum unforeseen circumstances company expect to increase revenue and margin in the current year.   |

### Item No. 5

Pursuant to applicable provisions of the Companies Act, 2013 ("Act") and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with the Articles of Association of the Company, the Board of Directors of the Company ("Board") had, on recommendation of the Nomination and Remuneration Committee of the Board, appointed Mr. Varixkumar Patel as an Additional Director of the Company with effect from October 9, 2020 to hold office for a term of 5 (five) years, subject to the approval of Shareholders of the Company.

Pursuant to the provisions of Section 161 of the Act, Mr. Varixkumar Patel will hold office upto the date of the ensuing Annual General Meeting. The Company has received notice in writing as per the provisions of Section 160 of the Act, to propose the candidature of Mr. Varixkumar Patel, for the office of Independent Director, to be appointed as such under the provisions of Section 149 of the Act and Regulation 17 of SEBI Listing Regulations. Mr. Varixkumar Patel has provided (a) his consent to act as a Director in Form DIR 2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014; (b) intimation in Form DIR 8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014 to the effect that he is not disqualified under 164 (2) of the Act and (c) a declaration to the effect that he meets the criteria of independence as prescribed both under Section 149(6) of the Act and under SEBI Listing Regulations.

Considering the rich experience and vast knowledge of Mr. Varixkumar Patel in the field of Information Technology out of which 10 years in IT outsourcing operations. In the opinion of the Board, Mr. Varixkumar Patel fulfils the conditions specified in the Act, read with the rules made thereunder and SEBI Listing Regulations for being appointed as an Independent Director of the Company and he is independent director of the management. It is proposed to appoint him as an Independent Director of the Company, as per the provisions of Section 149 of the Act and SEBI Listing Regulations. Hence, the Ordinary Resolution set out in Item no. 5 of the Notice seeks approval of the Shareholders for the same. A brief resume of Mr. Varixkumar Patel is provided in the annexure to the Notice.

Except Mr. Varixkumar Patel and his relatives, none of the other Directors and/or Key Managerial Personnel of the Company and/or their relatives, are in any way concerned or interested, in the proposed Ordinary Resolution, as set out in Item No. 5. The Board recommends appointment of Mr. Varixkumar Patel as an Independent Director of the Company, as set out in Item no. 5 of the Notice, for approval of the Shareholders.

## Item No. 6

As per the provisions of Section 188 of the Companies Act, 2013 read with Companies (Meeting of Board and its Powers) Rules, 2014, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (hereinafter "Listing Regulations") except with the approval of the Shareholders by way of a resolution. The Companies Act, 2013 aims to ensure transparency in the transactions and dealings between the related parties of the Company. The provisions of section 188 of the Companies Act, 2013 that govern the Related Party Transactions and Listing Regulations, requires that for entering into any contract or arrangement with the related party, the Company must obtain the prior approval of the Audit Committee and the Board of Directors and, if required, prior approval of the shareholders by way of an ordinary Resolution must be obtained for material transactions. There is no exemption even if such transaction is in the ordinary course of business of the entity and on arm's length basis. A transaction with a related party shall be considered material if the transaction / transactions in a contract to be entered into individually or taken together with previous transaction during the financial year, exceed ten percent of the annual consolidated turnover of the Company as per the last audited financial statements of the Company. The material terms of the respective Contract or arrangements entered into or to be entered into from time to time are in the ordinary course of the business and on an arm's length basis.

In the light of the provisions of the Companies Act, 2013, the Board of Directors of your Company has approved the proposed transactions along with annual limit that your Company may enter into with the related parties (as defined under section 2(76) of the Companies Act, 2013. The material terms of the respective Contract or arrangements entered into or to be entered into from time to time in the ordinary course of the business and on an arm's length basis and all factors relevant to the respective transaction have been considered by the Board.

Except Mr. Rameshchandra Sojitra, Mr. Kantilal Ladani, Mr. Chirag Soni, Mr. Mitesh Sanghvi and his relative none of Director, key managerial personnel (KMP) and their relatives, is concerned or interested in the said resolution except to the extent of their directorship and shareholding in the Company.

## Item No. 7

The Company is proposing a Rights Issue of upto 1,99,67,482 Equity Shares of Rs. 2/- each at an issue price of Rs. 12.50/- per equity shares (including premium of Rs.10.50/- per equity share)("Rights Equity Shares") to the existing Equity Shareholders of the Company in the ratio of 40 Rights Equity Shares for every 99 Equity Shares held in the Company on the record date i.e., Tuesday, August 17, 2021 through Letter of Offer dated August 6, 2021("Letter of Offer").

In terms of the Letter of Offer, the investors are required to pay Rs. 6.25/- per Rights Equity Share (including premium of Rs. 5.25/- per Rights Equity Share) on application and the balance amount of Rs. 6.25/- per Rights Equity Share (including premium of Rs. 5.25/- per Rights Equity Share) will be payable upon the First and Final Call, as and when called by the Board at its sole discretion subject to necessary approvals. The Company will issue first and final call notice to the holders of partly paid-up equity shares, giving a specified time period to make the payment of first and final call money on partly paid-up equity shares. In accordance with the Articles of Association of the Company, the holders of partly paid-up equity shares who fails to make payment of first and final call money will be given an additional time to make the payment of first and final call money with or without interest. In the event, any such holder(s) fails to make payment of first and final call money within such additional time period, the Company will forfeit such partly paid-up equity shares in accordance with the Letter of Offer and the Articles of Association of the Company and subsequently, the partly paid-up equity shares which may be forfeited on account of non-payment of first and final call money ("Forfeited Shares") may be offered and reissued to such person(s) as the Board thinks proper.

In terms of provisions of Regulation 41(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, approval of the shareholders is required for issue and offer of any such Forfeited Shares otherwise than through pro-rata basis. Accordingly, the approval of shareholders is being sought to enable the Board of Directors of the Company to re-issue the Forfeited Shares to any person/s at such price and on such terms and conditions as it thinks proper.

The proposed resolution is in the interest of the Company and the Board recommends the Resolution for your approval.

None of the directors, KMPs or any of their relatives is, directly or indirectly, concerned or interested in the proposed resolution except to the extent of their shareholding, if any in the Company and to the extent of offer of Forfeited Shares, if any to any of them.

**Date: August 13, 2021**

**Place: Ahmedabad**

**By Order of the Board of Directors  
For, Scanpoint Geomatics Limited**

**Sd/-**

**Shaili Mehta**

**Company Secretary**

**Registered Office:**

**9, Mahakant Complex,**

**Opp. V. S. Hospital, Ashram Road,**

**Ahmedabad Gujarat-380006.**

## ANNEXURE-I

**Details of the Directors seeking Re-appointment in the forthcoming Annual General Meeting (in Compliance of Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the Secretarial Standard 2 on General Meeting:**

| <b>Name of Directors</b>  | <b>Kantilal Ladani (Director)<br/>Retire by Rotation</b>                                     | <b>Rameshchandra Sojitra<br/>(Managing Director) -<br/>Reappointment</b>  | <b>Varixkumar Patel<br/>(Additional Independent<br/>Director)</b>  |
|---|--|---|--|
| Date of Birth   | July 18, 1967  | January 18, 1964  | January 2, 1977  |
| Date of Appointment   | September 9, 2016  | February 7, 1992  | October 9, 2020  |
| Qualification   | Bachelor of Commerce   | Bachelor of Commerce  | Bachelor of Commerce,<br>LLB and PG Diploma in<br>Information Technology   |
| Nature of Expertise<br>& Experience   | He has more than 20<br>years of experience in<br>the field of Finance and<br>Account         | He has more than 25 years<br>of experience in overall<br>project management,<br>target orientation tasks<br>and client account<br>management. | He holds more than 2<br>decades of experience in<br>the field of Information<br>Technology out of which a<br>10 years in IT outsourcing<br>operations. |
| Names of listed<br>entities in which the<br>person also holds the<br>directorship | None   | None  | None   |
| Membership/Chairma<br>nship of Committees<br>of listed entities                   | Member in Stakeholder<br>Relationship Committee<br>and Chairman in Rights<br>Issue Committee | Member in Stakeholder<br>Relationship Committee<br>and Audit Committee  | None   |
| Number of Shares<br>held in the Company   | 2,70,810   | 7,37,319  | None   |
| Relationship with any<br>Director(s) of the<br>Company                            | None   | None  | None   |

## FOREWORD

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Dear Stakeholders,

It gives me immense pleasure to present the 29<sup>th</sup> Annual Report and the performance of the Company.

The past decade has seen an increase in use of Geo Spatial data in daily life. Data usually involves information of public interest such as rail lines, roads, localities, water bodies etc. Thus, Indian Geospatial market is witnessing a rampant growth. This data is paramount for the government in planning for infrastructure, development, social analysis, natural calamity management etc. with more and more sector such as communication, power sector, water transportation, agriculture, health environment etc. Moreover, The Ministry of Science and Technology has come up with new guidelines for Geospatial Sector, which liberalizes the system by deregularisation of existing protocol.

The financial year 2020-2021 has presented both challenges and opportunities to your Company. During this year, your Company has delivered revenue of ₹ 4337.60 Lakhs and Company's net profit has increased to ₹ 202.77 Lakhs from ₹ 174.29 Lakhs in previous year.

Further, Company is delighted to inform you that, your Company is working on various prestigious Government projects and many such upcoming projects are in the process. Your Company has continued with its research and development activities with regard to its softwares and developed enhanced versions of the software which can be more useful to its users.

Finally, I would like to convey my most sincere gratitude to all the Board Members, Employees, Customers, Business Associates, Bankers, Shareholders, and Government Authorities with whom we have built a kinship relationship, for their continued support in our journey towards creating state-of-the-art value offerings in India.

Warm Regards,

**Rameshchandra Sojitra**  
**Managing Director**

## DIRECTORS' REPORT

To,  
The Members,  
Scanpoint Geomatics Limited

Your Directors' are pleased to present the 29<sup>th</sup> Annual Report on the business and operations together with the Audited Financial Statements for the year ended on March 31, 2021.

### Financial Results

The Company's financial performance for the Year ended on March 31, 2021 is summarized below:

(₹ in Lakhs')

| Sr. No. | Particulars  | Standalone |            | Consolidated |            |
|---------|--|------------|------------|--------------|------------|
|         |  | 31.03.2021 | 31.03.2020 | 31.03.2021   | 31.03.2020 |
| 1.      | Total Revenue  | 4378.80    | 5299.55    | 4378.80      | 5299.57    |
| 2.      | Profit before Finance Cost, Depreciation & amortization Expense and Tax Expense (Operating Profit) | 547.37     | 516.33     | 547.05       | 515.71     |
| 3.      | Finance costs  | 177.69     | 178.14     | 177.69       | 178.14     |
| 4.      | Depreciation and Amortisation  | 94.59      | 87.75      | 94.59        | 87.75      |
| 5.      | Profit before Taxation (PBT)   | 275.09     | 250.44     | 274.77       | 249.82     |
| 6.      | Tax expense  |            |            |              |            |
|         | Current Tax  | 81.13      | 70.48      | 81.13        | 70.48      |
|         | Deferred Tax   | (8.80)     | 5.67       | (8.80)       | 5.67       |
| 7.      | Net Profit   | 202.77     | 174.29     | 202.44       | 173.67     |
| 8.      | Total comprehensive income (after tax)   | 212.50     | 187.86     | 212.17       | 187.24     |

### Business Overview

#### Standalone Basis

The total revenue during the year under review was ₹ 4378.80 Lakhs as against ₹ 5299.57 Lakhs in the previous year, Operating Profit for the year under review was ₹ 547.37 Lakhs as against ₹ 516.33 Lakhs in previous year thereby an increase of 6.01%. Net Profit after tax amounted to ₹ 202.77 Lakhs as against ₹ 174.29 Lakhs in previous year an increase of 16.34%.

#### Consolidated Basis

The total revenue during the year under review was ₹ 4378.80 Lakhs as against ₹ 5299.57 Lakhs in the previous year, Operating Profit for the year under review is ₹ 547.05 Lakhs as against ₹ 515.71 Lakhs in previous year thereby an increase of 6.08%. Net Profit after tax amounted to ₹ 202.44 Lakhs as against ₹ 173.67 Lakhs in previous year an increase of 16.57%.

Financial statements are in compliance with the applicable provisions of Companies Act, 2013 including the Indian Accounting Standard (Ind AS) 33 on Consolidated Financial Statements, this Annual Report also includes Consolidated Financial Statements for the financial year 2019-2020.

#### COVID-19

COVID-19 pandemic is redefining global health crisis in recent times and has spread rapidly across the globe. The Company has taken the necessary steps to mitigate the impact of challenges faced by the business due to COVID-19 pandemic. Due to the emergence of COVID-19 pandemic has put the focus back on effectiveness of Geospatial technology for targeted response. During the year under review, the Company has been able to achieve the higher profit compared to the previous year. We remain focused for executing our strategy and increasing momentum of our business across the key sector for long term sustainable growth.

## Dividend

In order to conserve the resources and to strengthen the financial position of the company and to meet long term fund requirement, your Directors do not recommend any dividend for the year under review.

## Transfer to General Reserve

The Board of Directors of your company has decided not to transfer any amount to the General Reserve for the year under review.

## Share Capital

The paid up Equity Share Capital as on March 31, 2021 was ₹ 988.39 Lakhs. During the Year under review the Company has increased the Authorised Share Capital from Rs. 13 crores (Rupees Thirteen Crores Only) to Rs. 15 crores (Rupees Fifteen Crores Only) in the Annual General Meeting dated September 28, 2020.

## Material Changes and Commitments Affecting Financial Position between end of the Financial Year and Date of Report

There are no material changes and commitment affecting the Financial position between end of the Financial year and Date of Report.

## Subsidiary Company

Pursuant to Section 134 of the Companies Act, 2013 and Rule 8 (1) of the Companies (Accounts) Rules, 2014 the report on performance and financial position of subsidiary company is attached as **ANNEXURE II** in Form AOC-1 prepared under section 129(3) of the Companies Act, 2013 to the consolidated Financial Statements of the Company.

The Company has kept the separate audited financial statements in respect of subsidiary at the Registered Office of the Company and available upon the request by any shareholder of Company. The said financial statements are also available on the website of your Company at [www.sgligis.com](http://www.sgligis.com).

## Board of Directors and Key Managerial Personnel

### Retire by Rotation

Mr. Kantilal Ladani is liable to retire by rotation at the Annual General Meeting and being eligible, offers himself for re-appointment. The Board recommends his appointment for your approval.

### Resignation

Mr. Ankur Fofaria has resigned as an Independent Director of the Company w.e.f October 29, 2020. Due to some personal reasons he is unable to discharge his duties. The Company has also received the confirmation that there are no other material reasons for his resignation.

Mr. Manish Dangi has resigned as Non-Executive Director of the Company w.e.f. March 1, 2021.

### Appointment

Mr. Varixkumar Patel has been appointed as an Additional Director (Non-Executive and Independent) on the Board w.e.f October 9, 2020 for a term of five consecutive year upto October 8, 2025 subject to the approval in the forthcoming Annual General Meeting.

### Re-appointment

Mr. Rameshchandra Sojitra (DIN: 00016149) has been re-appointed as the Managing Director of the Company w.e.f May 25, 2021 for term of 1 year, subject to the approval in the forthcoming Annual General Meeting.

Considering his knowledge, expertise and experience in various field and the substantial contribution made by him during his tenure as a Managing Director since his appointment, the Nomination & Remuneration Committee and the Board has recommended the re-appointment of Mr. Rameshchandra Sojitra as the Managing Director on the Board of the Company, for term of 1(One) year commencing from May 25, 2021.

The Board seeks approval of Members of the Company to confirm the above re-appointment in the forthcoming Annual General Meeting.

## Criteria of Independence as mentioned under Section 149 (6) of the Companies Act, 2013

The Independent Directors of your Company have given the certificate of independence to your Company stating that they meet the criteria of independence as mentioned under Section 149 (6) of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

## Familiarization Programme for Independent Directors

The Company keeps its Directors informed of all the activities of the Company, its management and operations and provides an overall industry perspective as well as issues being faced by the industry in a proactive manner. The details of various familiarization programs provided to the Directors of the Company is available on the Company's website on <https://www.sgligis.com/wp-content/uploads/Familiarisation-Programme.pdf>

## Meetings of Board

During the year under review (10) Ten Board Meetings were held. The Details of the Board Meetings and the attendance of the Directors are given in the Corporate Governance Report.

## Audit Committee

The Audit Committee comprises of directors namely Ms. Pooja Shah, Chairperson, Mr. Dinesh Shah and Mr. Rameshchandra Sojitra as Members of the Audit Committee.

In accordance with the provisions of section 177 (8) of the Companies Act, 2013 and Listing Regulations, the Board has accepted all the recommendations of the Audit Committee during the financial year 2020-21.

The details of term of reference of the Audit Committee member, dates of meeting held and attendance of the Directors are given separately in the Corporate Governance Report.

## Nomination and Remuneration Policy

The policy on Director's appointment and remuneration including criteria for determining qualifications, positive attributes, independence of Director, and remuneration for Key Managerial Personnel and other employees can be viewed at the Company's website at [www.sgligis.com](http://www.sgligis.com).

## Committees of Board

The following Committees constituted by the Board, functions according to their respective roles and scope:

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholder and Relationship Committee
- Rights Issue Committee

## Directors' Responsibility Statement

Pursuant to the requirement in section 134 (5) of the Companies Act, 2013, the Directors state that:

- a) in the preparation of the annual financial statements for the year ended March 31, 2021, the applicable Indian accounting standards have been followed along with proper explanation relating to material departures;
- b) such accounting policies as mentioned in the notes to the Financial Statements have been selected and applied consistently and judgments and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as March 31, 2021 and of the profit of the Company for the year ended on that date;
- c) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the annual financial statements have been prepared on a going concern basis;
- e) proper internal financial controls are in place and that the financial controls are adequate and are operating effectively
- f) a proper system was devised to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

## Evaluation of Board Performance

In compliance to the provisions of the Companies Act, 2013 and Regulation 27 of SEBI (LODR) Regulations, 2015 the annual performance evaluation of Board and its Committee was carried out during the year under review, details on the same are given in the Corporate Governance Report.

## Auditors

### • Statutory Auditor

M/s. Jayamal Thakore & Co., Chartered Accountants (FRN: 104098W) were appointed as Statutory Auditors of the Company, for a term of 5 (five) consecutive years, at the Annual General Meeting held on September 28, 2017. They have confirmed that they are not disqualified from continuing as Auditors of the Company.

The Auditors' Report on the accounts of the Company for the financial year ended March 31, 2021 is self-explanatory and does not call for any further explanations or comments that may be treated as adequate compliance of provisions of the Companies Act, 2013. The Auditors' Report does not contain any qualification, reservation, adverse remark or disclaimer.

Details in respect of frauds reported by auditors under sub-section (12) of Section 143 other than those which are reported to the central government:-

During the year under consideration, there were no such instances.

### • Secretarial Auditor

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s. Harish P. Jain & Associates, Practicing Company Secretary, Ahmedabad to undertake the Secretarial Audit of the Company for the financial year 2020-2021.

The Report of the Secretarial Audit is annexed herewith as **ANNEXURE-III**. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

- **Cost Auditor**

Pursuant to provisions of Section 148 of the Companies Act, 2013 and rules made thereunder, Cost Audit is not applicable to the Company for Financial year 2020-2021.

- **Internal Auditor**

The Company has appointed M/s. Parikh Shah Chotalia & Associates, Chartered Accountants as an Internal Auditors of the Company.

## Compliance with Secretarial Standards

The Company has complied with all Secretarial Standards issued by the Institute of Company Secretaries of India from time to time.

## Management Discussion and Analysis

As stipulated in Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Management Discussion and Analysis Report forms an integral part of annual report.

## Corporate Governance Report

As per Regulation 27 of SEBI (LODR) Regulations, 2015, a separate section on corporate governance practices followed by the Company, together with a certificate from the Practicing Company Secretary confirming compliance forms an integral part of this Report.

## Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo

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

## Loans, Guarantees or Investments under Section 186 of the Companies Act, 2013

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

## Contracts and Arrangements with Related Parties

The Company has entered into Related Party Transactions during the financial year. All Related Party Transactions were placed before the Audit Committee of the Board for their approval. The Audit Committee has granted omnibus approval for Related Party Transactions as per the provisions and restrictions mentioned in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). There were no material related party transactions entered by the Company during the year under review. Accordingly, there are no transactions that are required to be reported in Form AOC-2.

Your Directors draw attention of the members to Notes to the financial statement which sets out related party disclosures.

The Company has formulated a policy on materiality of Related Party Transactions and also on dealing with Related Party Transactions. The policy is available on the Company's website on <https://www.sgligis.com/investors/>

## Extract of Annual Return

In accordance with Sec 134 (3)(a) and section 92 (3) of the Companies Act, 2013 the Annual Return of the Company has been placed on the company's website [https://www.sgligis.com/wp-content/uploads/Draft-MGT-7\\_2020-2021.pdf](https://www.sgligis.com/wp-content/uploads/Draft-MGT-7_2020-2021.pdf)

## Particulars of Employees and Related Disclosures

Disclosures pertaining to remuneration and other details as required under Section 197 (12) of the Act read with Rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is attached as **ANNEXURE-V** which forms part of this report.

In terms of the provisions of Section 197 (12) of the Companies Act, 2013 read with Rules 5 (2) and 5 (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules is attached as **ANNEXURE-VI** which forms part of this report.

## Internal Financial Controls

The Company has in place adequate internal financial controls with reference to Financial Statements. During the year no reportable material weakness in the design or operation were observed.

The internal audit covers a wide variety of operational matters and ensures compliance with specific standard with regards to availability and suitability of policies and procedures.

## Development and Implementation of Risk Management Policy

Business Risk Evaluation and Management is an ongoing process within the Organization. The Company has a robust risk management framework to identify, monitor and minimize risks as also identify business opportunities.

Further, the Company identifies risks with its degree and control systems are instituted to ensure that the risks in business process is mitigated. The Board provides oversight and reviews the Risk Management Policy periodically. In the opinion of the Board there has been no identification of elements of risk that may threaten the existence of the Company.

## Whistle Blower Policy

The Company has a vigil mechanism named whistle blower policy for directors and employees to report to the management instances of unethical behavior, actual or suspected, fraud or violation of the Company's code of conduct or ethics policy. The said Policy is available on the website of the Company on [www.sgligis.com](http://www.sgligis.com).

## Significant and Material Orders by the Regulators or Courts or Tribunals which impact the going concern status and the Company's Future Operations.

No such orders have been passed by the Regulators/Courts or Tribunal which can impact the going concern status and Company's operation in future.

## Public Deposits

Your Company has not accepted any deposits falling within the meaning of section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 during the financial year under review.

## Corporate Social Responsibility

The disclosures as per Rule 9 of Companies (Corporate Social Responsibility Policy) Rules, 2014 are not applicable to the Company.

## Disclosure as Per Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has zero tolerance for sexual harassment at workplace and has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules. No complaint has been received on sexual harassment during the financial year 2020-2021.

## Industrial Relations

The Company enjoyed cordial relations with the employees during the year under review and the Management appreciates the employees of all cadres for their dedicated services to the Company.

## Acknowledgement

The Board of Directors express their sincere thanks and wishes to place on record its deep appreciation for the continued support, confidence and co-operation that the company has received from SAC-ISRO, ANTRIX, customers, suppliers, investors, bankers, government agencies and other associates. Your Directors also place on record their deep appreciation of the employees for the valued and continuous support at all levels for their services and commitment during the year.

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

**Date: August 13, 2021**  
**Place: Ahmedabad**

**Sd/-**  
**Rameshchandra Sojitra**  
**Managing Director**  
**DIN 00016149**

**Sd/-**  
**Chirag Soni**  
**CTO & Whole Time Director**  
**DIN 01684683**

## Form AOC-1

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

**Statement containing salient features of the financial statements of Subsidiary Company**

| Sr. No. | Name of Subsidiary               | Reporting Currency | Exchange rate | Share Capital | Reserve & Surplus | Total Assets | Total Liabilities | Investments | Turnover | Profit before taxation | Provision for Taxation | Profit after Taxation |
|---------|----------------------------------|--------------------|---------------|---------------|-------------------|--------------|-------------------|-------------|----------|------------------------|------------------------|-----------------------|
| 1.      | Jyacad Solutions Private Limited | INR                | NA            | 1,00,000      | Nil               | 1,02,09,469  | 1,04,70,005       | NIL         | NIL      | (32,638)               | NIL                    | (32,638)              |

## ANNEXURE - III

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**Form No. MR-3**  
**SECRETARIAL AUDIT REPORT**  
**For The Financial Year Ended March 31, 2021**  
**[Pursuant To Section 204(1) of the Companies Act, 2013 and Rule No.9 of the**  
**Companies (Appointment and Remuneration Personnel) Rules, 2014.]**

**To,**  
**The Members,**  
**Scanpoint Geomatics Limited,**

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Scanpoint Geomatics 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 my 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 on March 31, 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 hereinafter.

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 March 31, 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 there under;
- 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;
- 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 (Prohibition Of Insider Trading) Regulations, 1992; as amended on even date;
  - b) The Securities and Exchange Board of India (Issue Of Capital And Disclosure Requirements) Regulations, 2009;
  - c) The Securities and Exchange Board of India (Registrars To An Issue And Share Transfer Agents) Regulations, 1993; as amended on even date;
  - d) The Securities And Exchange Board Of India (Substantial Acquisition Of Shares And Takeovers) Regulations, 2011;
  - e) The Securities and Exchanges Board Of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 ;( Not applicable as the Company has not issued any such shares during the year under review.
  - f) The Securities and Exchanges Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable as the Company has not issued any such Securities during the year under review).

- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not applicable as the Company has not de-listed any such Securities during the year under review).
- h) The Securities and Exchanges Board of India (Buyback of Securities) Regulations, 1998; (Not applicable as the Company has not bought back any such Securities during the year under review).

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

- i) Secretarial Standards issued by The Institute of Company Secretaries of India, to the extent applicable under the companies Act, 2013 Regarding Convening of Meeting of the Board of Director and the Shareholders of the Company.
- ii) The provisions of Listing Obligation and Disclosure Requirements (LODR) Regulations, 2015.

**WE FURTHER REPORT THAT**

- i) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Director the changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- ii) 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 the agenda items before the meeting and for meaningful participation at the meeting.
- iii) Majority decision is 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.

**Date: August 9, 2021**  
**Place: Ahmedabad**

**For Harish P. Jain & Associates**  
**Practicing Company Secretaries**  
**Sd/-**  
**Harish Jain**  
**(Proprietor)**  
**Membership No. 4203**  
**CP No.: 4100**  
**UDIN: F004203C00755580**

## ANNEXURE TO THE SECRETARIAL AUDIT REPORT

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To,  
The Board of Directors,  
**SCANPOINT GEOMATICS LIMITED**  
9, MAHAKANT COMPLEX,  
OPP. V. S. HOSPITAL,  
ASHRAM ROAD,  
AHMEDABAD – 380006,  
GUJARAT, INDIA.

Our report of even date is subject to the followings:

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 based on our audit.
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 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 laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

**Date: August 9, 2021**  
**Place: Ahmedabad**

**For Harish P. Jain & Associates**  
**Practicing Company Secretaries**

**Sd/-**  
**Harish Jain**  
**(Proprietor)**  
**Membership No. 4203**  
**CP No.: 4100**

## ANNEXURE - IV

Information as per Section 134 (3) (m) of the Companies Act, 2013 and forming part of the Directors Report for the year ended March 31, 2021

### A) Conservation of energy:

Energy conservation is an ongoing process within the Organisation. Being a software Company energy use is limited to running computer, air conditioning etc. Active measures are being adopted by upgrading/replacing the present system with energy efficient system. Your company also facilitates WFH (Work from Home) in some cases based on merit which effectively contributes to reduced carbon footprint by reduction in energy consumption and commute requirement.

### B) Technology absorption, Adoption and Innovation:

Efforts made towards technology absorption and the benefit derived like product improvement, cost reduction, product development or import substitution

Your company has invested in state-of-the-art tools to manage end to end product development cycle and enhanced security of developed assets.

As your Company has not entered into the technical collaboration with any entity, there are no particulars relating to technology absorption.

With respect to the technology innovation the Company has developed the IGIS-CAD Software for providing the services to various professional i.e. architect, interior designer, civil, mechanical and electrical engineers etc.

### C) Foreign exchange earnings and Outgo:

(Figures in Rupees)

| Particulars               | 2020-2021 | 2019-2020 |
|---------------------------|-----------|-----------|
| Foreign Exchange earnings | NIL       | NIL       |
| Foreign Exchange outgo    | NIL       | NIL       |

### D) Research and Development (R&D):

Your company being in software product development, research and development is an ongoing and core activity. A sustained effort is put in so as to engage with the intellectual capital available with product development partner ISRO for exchange of technology know how and trends to enhance the product. Apart from this your company continues to carry out research and development in the field of Geo-spatial as well as in IT as a part of routine product development journey, however there was no specific expenditure incurred on it.

## ANNEXURE - V

Details under Section 197 (12) of the Companies Act, 2013 read with Rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

- (i) The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year and the percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:

| Name of the Directors and KMP                             | Remuneration of the directors (Rs. in Lakhs) |           | % increase in remuneration | Ratio to median Remuneration |
|---|--|-----------|----------------------------|------------------------------|
|   | 2020-2021                                    | 2019-2020 |                            |                              |
| Mr. Rameshchandra Sojitra, Chairman and Managing Director | 24.00  | 24.00     | -                          | -                            |
| Mr. Chirag Soni, CTO and Whole Time Director              | 21.00  | 21.00     | -                          | -                            |
| Ms. Pooja Shah, Independent Director*                     | 0.50   | 0.55      | -                          | -                            |
| Mr. Kantilal Ladani, Director and CFO                     | 5.25   | 3.00      | -                          | -                            |
| Ms. Shaili Mehta, Company Secretary                       | 4.56   | 0.57      | -                          | -                            |

\*Non-executive Independent Directors are paid only sitting fees for attending the Board and Audit Committee hence not Comparable.

- (ii) The median remuneration of employees during the financial year under review was Rs. 5,04,000/-.

- (iii) The percentage increase in the median remuneration of employees in the financial year 2020-2021;

The median remuneration of employee in the financial year 2020-2021 was Rs. 5.04 Lakhs (Rs. 4.8 Lakhs in financial year 2019-20). There was Increase of 5.00% in median remuneration of employee.

- (iv) There were 171 numbers of employees on the rolls of company as on March 31, 2021.

- (v) Average percentile increase 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, point out if there are any exceptional circumstances for increase in the managerial remuneration:

Average percentile increase made in the salaries of employees other than the managerial personnel was 5.00% and Average Increase in the managerial remuneration for the same financial year was Nil. The criteria for increase in remuneration of employees is based on performance evaluation carried out by the Management annually.

- (vi) It is hereby affirmed that the remuneration is paid as per the Remuneration Policy for Directors, Key Managerial Personnel and other employees.

**Note:** Managerial Remuneration includes Chairman and Managing Director and Whole Time Director.

## ANNEXURE -VI

Statement of particulars of employees pursuant to the provisions of Section 197(12) of the Companies Act, 2013 read with Rule 5(2)& (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 for the year ended March 31, 2021.

### A) Top 10 employees in terms of remuneration drawn during the year:

| Employee Name & Qualification           | Age in Years | Designation              | Date of Employment | Gross Remuneration p.a. (₹ in Lakhs) | Total Exp. (In Year) | Last Employment                       | % age of equity shares held by employee |
|---|--------------|--------------------------|--------------------|--------------------------------------|----------------------|---------------------------------------|---|
| Deven Laheru, Bachelor of Engineering   | 48           | President                | 01-May-18          | 40.80                                | 20+ Years            | Oracle India Private Limited          | -                                       |
| Narendra Patel, Bachelor of Engineering | 54           | Executive Vice President | 10-Oct-18          | 30.00                                | 30+ Years            | HITACHI Systems Micro Clinic Pvt Ltd  | -                                       |
| Pratik Machchar, M.Tech                 | 45           | Sr. Vice President       | 09-Sept-19         | 30.00                                | 20+ Years            | Vyap Technologies                     | -                                       |
| Anand R, MBA                            | 50           | Sr. Vice President       | 01-July-20         | 29.40                                | 30+ Years            | Aforeserve.com Ltd                    | -                                       |
| Vinod Mishra, Diploma & PGDBM           | 41           | Vice President           | 02-Jul-18          | 24.00                                | 13+ Years            | MAPMYINDIA (CE Info Systems Pvt. Ltd) | -                                       |
| Rajbir Singh, MBA                       | 42           | Vice President           | 07-Nov-16          | 23.40                                | 25+ Years            | Nasent Info Technologies              | -                                       |
| Ashish Makati, CA and CS                | 46           | Vice President           | 02-Feb-21          | 22.80                                | 17.6+ Years          | Reliance Industries Limited           | -                                       |
| Rakesh Patel, MSW                       | 43           | Vice President           | 22-March-19        | 21.00                                | 20+ Years            | Rain Group                            | -                                       |
| Krishnkant Kumar M.Tech                 | 45           | Assistant Vice President | 14-Feb-11          | 16.80                                | 20+ Years            | IL & FS Environment, Noida, UP        | -                                       |
| Mukesh Kumar, Diploma, BE, BTech        | 47           | Vice President           | 01-Sep-20          | 18.60                                | 19.9+ Years          | Rolta India Limited                   | -                                       |

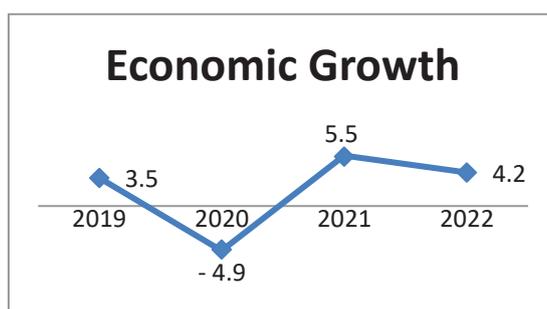
B) Employees who are employed throughout the year and in receipt of remuneration aggregating Rs. 1.02 Crore (One crore and two lacs rupees) or more per annum: NIL

C) Employees who are employed part of the year and in receipt of remuneration aggregating Rs. 8.50 Lakhs (Eight lacs and fifty thousand rupees per month) or more per month: NIL

# MANAGEMENT DISCUSSION AND ANALYSIS

## GLOBAL OUTLOOK

Devastating impact of COVID -19, induced economic downturn, has tapered global economic growth significantly in FY 20-21. Uncertainty remained throughout the year and continues to remain in the current fiscal year as well due to emergence of new variant adversely affecting the anticipated economic recovery. However, with mass vaccination drives and improved clarity to deal with the virus in terms of effective cure and preventive measures, have raised hopes for an economic turnaround in this fiscal year. An upward trend in economic recovery is expected, going forward however scale of recovery may vary for different countries and sectors.



Imposition of strict lockdown and restriction on the movement domestically as well as across international borders posed a serious challenge for all kind of businesses but digital technology played an important role to come around these challenges posed by pandemic.

Geo-analytics and location based intelligence is used heavily in planning, monitoring and tracking the response to pandemic by various government and health care authorities across the globe. GIS based decision support system has enabled administration to plan and execute the interventions like augmentation of health care infrastructure, planning of micro-containment zones etc. using COVID - 19 outbreak data along with its trend analysis. This has further helped authorities to have targeted mechanism to trace, track, test, isolate and treat the patients and suspects to rein in the dispersion and community spread.

Just like any other sector, Geo-spatial industry has not been impacted much by COVID - 19, under the ripple effects on overall economy. In fact, opportunities to implement Geo-analytics and location-based system has opened and multiply manifolds due to the role it can play in simultaneous economic turnaround as well as in managing the response to disaster of this scale. Sense of urgency by various governments across globe to create the resilient system and infrastructure to minimize the effect of such catastrophe in future and is likely to fuel the demand for GIS based solution in many forms.

## INDIAN GEOSPATIAL INDUSTRY

The Indian geospatial economy was valued at 20,629 Crore (US\$ 3.07 billion) in FY 2017-18 employing over 2,51,000 people across the country and estimated to be valued at ₹99,000 Crore by FY 2029-30 employing around 22,00,000 people across the country. The domestic geospatial market was valued at ₹7,679 Crore in FY 2017-18 and is estimated to be valued at ₹36,000 Crore by FY 2029-30. The export market was valued at ₹6,659 Crore in FY 2017-18 and is estimated to be valued at ₹32,000 Crore by FY 2029-30 (Source: Geospatial Reports).

India's focus on some key initiatives like, creating the resilient, inclusive and sustainable cities, digitisation on rural assets (land & properties), equitable access of food, drinking water, health care facilities to its citizen, doubling of farm income etc. opens up certain opportunities which enhances the prospects for this industry manifold. GIS is widely used for urban planning and administration, developing smart cities, asset management, agriculture and forest, disaster management, water resource management, Defense, home land security and law enforcement agencies, land records management, geology and mining, health care, utilities like power, gas, telecommunication, water etc. It is also used in monitoring the changes in rural/urban habitats, impact of climate change, changes in green covers, water bodies along with forecasting its trends and patterns among others. The relevance of geospatial information and technology continues to build on its growth momentum, adding spatial dimensions to all business processes.

Geographic Information System (GIS), has proven to be the backbone for cities to respond to Covid-19 pandemic. Enterprise GIS implemented by Municipal Corporations and Smart Cities across country has swiftly metamorphosed into the much-needed platforms that enable cities to

generate actionable information to respond to the unprecedented emergencies caused by the novel coronavirus using geoprocessing tools and predictive analytics.

Government of India has introduced two very important policy level changes recently in form of "Revised guidelines to liberalize the field of Geo-Spatial sector in the Country for acquiring and producing Geospatial Data, Maps and related services and solutions" & "space based remote sensing policy of India". Both these initiatives are likely to be a game changer for Geospatial industry of India as liberalized data acquisition process will open up many use cases for industry players to increase its reach and penetration across diverse verticals.

In every major national program, including Digital India, Smart Cities, Logistics and Infrastructure development, river linking, industrial corridors, smart power, agriculture and tapped drinking water to each household, geospatial technologies play a critical role. Digitalization presents India with a rare opportunity to make swift economic progress across the globe. Integration of geospatial technology and information with new-age technologies like Internet of Things, Artificial Intelligence, Cloud, Wireless and Broadband and Big Data is empowering modern digital ecosystem for businesses across the spectrum.

## Company Overview

Your Company is a Geospatial software technology platform provider. It is engaged in providing its flagship technology product IGiS and solution build on it for various industrial segment. Your Company has developed verticalized product and solution, based on IGiS, for segments which include agriculture, defense, land information, smart cities, urban planning, utilities, retail and location based services, and caters to the specific business need of such respective segments using integrated GIS and remote sensing technology.

Your Company has collaborated with Space Application Centre, the premiere R&D laboratory of the Indian Space Research Organisation, Government of India for the development of IGiS platform. SAC-ISRO has a deep domain know - how of image processing and GIS application, which has been leveraged by the company to create 1<sup>st</sup> Indigenous COTS (Commercially off The Shelf) geospatial technology platform- IGiS.

IGiS is a unique technology which brings GIS, Image Processing, Photogrammetry and CAD together on a single platform. Our integrated technology platform and solutions enables us to provide comprehensive geomatics solutions to our clients and customers. Our solution allows customers to get quick, effective and meaningful insights from the complex geospatial data to help solve their business problem using complex geospatial data. Backed on the domain knowledge and know-how provided by ISRO, we continue to innovate and enhance our products and solutions in line with technological trends and market needs.

Your Company is an ISO 9001:2015 certified company for providing geomatics solutions in the area of GIS, IP, CAD, LBS and surveys. Your Company's information security management system is ISO certified 27001:2013. Our products and processes are compliant of OGC and CMMi3 quality and capability maturity standards.

## PERFORMANCE SNAPSHOT

Your company has stayed true to the spirit of "Make in India" campaign of the Government of India, by effectively contributing with implementation based in Indigenous technology in the field of GIS and Image Processing. In joint development partnership with Indian Space Research Organisation (ISRO), Government of India, Your Company has continued with its research and development activities with regard to its product.

The Company has been able to manage the higher profit as compared to previous financial year. The current period of review for the Company is 1st April, 2020 to 31st March, 2021.

The Company has progressed to strengthen its overall position in the market.

During the year under review the Financial Snapshot is mentioned below:

(Rs. in Lakhs)

| Particular              | 2020-2021     | 2019-2020     |
|-------------------------|---------------|---------------|
| Revenue from operations | 4337.61       | 5252.26       |
| Depreciation            | 94.59         | 87.75         |
| Profit before tax       | 275.09        | 250.44        |
| (-)Tax                  | (72.330)      | (25.07)       |
| <b>Profit After tax</b> | <b>212.49</b> | <b>187.86</b> |

Your company's customer centric approach to provide comprehensive solution for customer's business challenge has helped in acquiring many turnkey enterprise GIS solution in the domain of smart cities, urban planning, spatial data registry, land records etc. Partnership with large MSIs (Master System Integrator) and GIS service providers has further enhanced the reach of your company. To boost its product license your company has added IGiS CAD as standalone product for target segment of AEC, mechanical and electrical engineering in this financial year.

## FUTURE OUTLOOK

As described in **Global Outlook and Indian Geospatial Industry section**, new business models and collaborations are emerging, which provide new opportunities for the GIS industry. As the demand for GIS software increases in the Indian Market due to many flagship initiatives of Government of India, the software industry feels that the next wave of growth for the software sales will mainly be driven by domestic projects in addition to the International project.

The management is zeroing in solution vertical like Smart City, Urban Planning and Infrastructure, Defense and Security, law enforcement agencies, forest and Agriculture, land records, disaster management and utilities. In **smart city domain** your organization has emerged as key GIS players by bagging orders of Enterprise GIS for multiple cities. With solid pipeline as well as expected investment in more cities beyond currently identified 100 cities, we expect this momentum to continue and moreover, we see exponential growth in this domain on the back of innovative solutions like 3D city, smart utility administration, Smart solid waste management & pollution control etc.

With government's focus on digitizing rural assets across country, we expect robust growth for our solution business in land records and rural development. Apart from it, agriculture sector, which has by far remained insulated from the COVID induced shock in FY20-21 also offers big opportunity on the back of impetus on programs like Doubling farm income, farmer welfare schemes & irrigation to each farmland etc. We see many states looking to implement GIS & Remote Sensing technology based intervention to achieve the objective in this area to further expand addressable market for our products and solution.

As Make in India product, **defense** has consistently been a next enormous thing for us. Having demonstrated our product capability and through various engagements with armed forces and DRDRO labs, your organization is very much positioned to expand infiltration in defence area. Solid push for native innovation under Atmanirbhar Bharat would just speed up this further.

Since long, **utility industry** has seen the strong ROI for investment in GIS. We see a huge jump in need for GIS implementation in verticals like gas, telecom, power and water due to various government initiatives. Apart from this, Government of India's commitment for reform in **space technology**, new geo spatial and remote sensing policy can be a game changer to unlock the value for geo-spatial industry at a large in near future. Your company is monitoring the development and is ready to seize the opportunity on back of its existing partnership with ISRO. With increased reach in market through direct sales team as well as partners, we are well placed in market to explore and tap into the opportunities in GIS.

## Details of Significant Changes in the Key Financial Ratios and Return on Net Worth

Pursuant to amendment made in Schedule V to the SEBI Listing Regulations, details of significant changes (i.e. change of 25% or more as compared to the immediately previous financial year) in Key Financial Ratios is as below and since there were no changes above 25% as compared to immediately previous financial year, the explanation for the change in financial ratios is not required. However, ratios mentioned below has improved with better operational management.

| Particular                         | FY ended<br>March 31, 2021 | FY ended<br>March 31, 2020 | Change between current<br>FY and previous FY |
|------------------------------------|----------------------------|----------------------------|--|
| <b>Debtor Turnover</b>             | 2.68                       | 3.69                       | (1.01)                                       |
| <b>Current Ratio</b>               | 1.69                       | 1.61                       | 0.08   |
| <b>Debt Equity Ratio</b>           | 0.99                       | 0.62                       | 0.37   |
| <b>Interest Coverage Ratio</b>     | 1.55                       | 2.41                       | (0.86)                                       |
| <b>Operating Profit Margin (%)</b> | 10.44                      | 8.16                       | 2.28   |
| <b>Net Profit Margin</b>           | 4.63                       | 3.54                       | 1.09   |

## RISKS AND CONCERNS

As it is normal and prevalent for any business, the Company also is likely to face competition from existing companies. There can be risks inherent in meeting unforeseen situations, not common in the industry. Your Company also recognizes the risks associated with business and takes adequate measures to address the associated risks and concern.

Except as otherwise stated and the Risk factors mentioned here, the following important factors could also cause the actual results to differ materially from the expectations:

- Changes in domestic laws, regulations and taxes.
- Failure to obtain and retain certain approvals and licenses.
- Risk in realization of Contingent Liabilities.
- Termination of customer contracts.
- Occurrence of natural disasters or calamities, pandemic or socio-political unrest affecting the areas in which we have operations.
- Disruption in sources of funding could adversely affect the liquidity and financial position of the Company however, the Company meets its funding requirements from diverse sources i.e. Shareholder funding, secured and unsecured loan and several other credit facilities.

The Company has laid down a well defined risk management mechanism covering the risk mapping, risk exposure, potential impact and risk mitigation process. The Board periodically reviews the risk and suggests the steps to be taken to control and mitigate the same through properly defined framework.

## INTERNAL CONTROL SYSTEMS AND ADEQUACY

Your company has 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 transactions are authorized, recorded and reported correctly.

The internal control systems are supplemented by an extensive programme of internal audits, reviews by management, and documented policies, guidelines and procedures. The internal control systems are designed to ensure that the financial and other records are reliable for preparing financial statements and other data, and for maintaining accountability of assets.

## HUMAN RESOURCES

In line with the Organisation Objectives and HR philosophy to build high performing Organisation with motivated employees, this year, irrespective of the Pandemic situation, your Company has been able to optimize the Potential of all of its 170 employees, keeping its human capital at the centre and initiating multiple steps for the overall development and making significant investments in our Talent Acquisition and Training initiative.

As an organisation, we have derived success in moving from “Recruitment” to “Talent Acquisition” in its true spirit of work by virtue of Candidate Assessment and their enablement in the role.

Your Company is investing efficiently in training and developing the resources in several areas of technology development and GIS at an application level to enhance the customer experience and improve our process efficiency through rapid technology developments, while operating at an increasing scale and recognising employees who walk the extra mile in attaining the objective.

The Pandemic situation was an unexpected situation for the Country but your Company reacted fast to tide over by virtue of Flexi work schedules and shift timings, quickly moving to Work from Home facilities, building in Dual Attendance mechanism, flexibility in Leave Policy and salary loans / advances to tide over the individual exigencies of employees.

Over the years the company has been focusing in transforming itself from being a Founder-driven to a Management-driven organisation. Company has succeeded in building professional team which has its own power to work. As a team we are continuously engaging with our customers, external and internal, learning about their latest requirements and upgrading our skill set to service them properly. Focus will continue to strengthen HR practices and leverage strategic initiatives to drive Organisation and business objective.

## CAUTIONARY STATEMENT

Statements in the Management Discussion and Analysis describing the Company's objectives, projections estimates, and exceptions may be "forward looking statements" within the meaning of applicable laws and regulations. These statements are based on certain assumptions and expectations of future events. Actual results may differ materially from those expressed or implied. Important factor that could make a difference to the Company's operations include economic conditions affecting demand/ supply and price conditions in the domestic and overseas markets in which the Company operates, changes in the Government regulations, tax laws and other statutes and other incidental factor. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent developments, information or events.

# CORPORATE GOVERNANCE REPORT

## CORPORATE GOVERNANCE REPORT

(As required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time)

### COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE

Your Director presents the Company's Corporate Governance Report for the year ended March 31, 2021 in terms of Regulation 34 (3) read with schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as "Listing Regulation.")

SGL's Corporate Governance philosophy is about intellectual honesty whereby the governance is not just about encompassing regulatory and legal requirements but also strives to enhance stakeholders' value as a whole. Your Company belongs to a legacy where the visionary founders laid the stone for good governance. Your company's philosophy includes protection and facilitation of shareholder's rights, provide adequate and timely information, opportunity to participate effectively in general meeting and ensure equitable treatment to all shareholders.

Your company also ensures timely and accurate disclosure on all the material matters including the financial situation, performance, ownership and governance of the Company. The Company views corporate governance in its widest sense, almost like trusteeship, integrity, transparency, accountability and compliance with laws which are the columns of good governance and are reflected in the Company's business practices to ensure ethical and responsible leadership both at the Board and at the Management Level.

The Company's philosophy on Corporate Governance is to enhance the long-term economic value of the Company and give sustainable return to its stakeholders i.e. the society at large by adopting best corporate practices in fair and transparent manner by aligning interest of the Company with that of its shareholders / other key stakeholders. Corporate Governance is not merely compliance and not simply creating checks and balances, it is an ongoing measure of superior delivery of Company's objects with a view to translate opportunities into reality. This, together with sustainable development attributes followed by the Company, has enabled your Company to earn trust and goodwill of its investors, business partners, employees and the communities in which it operates. The Company places emphasis on integrity of internal control systems and accountability and total compliance with all statutory and / or regulatory requirements.

## 1 BOARD OF DIRECTORS

Composition and Category of Board of Directors as on March 31, 2021:

The Board of Directors of the Company have an optimum combination of Executive and Non-Executive Directors and in conformity with the provisions of Regulation 17 of Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015. The Board of Directors of the Company comprises of nine (9) Directors – 3 Executive Directors and Six (6) Non-Executive Directors, of whom Five (5) are Independent Directors including One (1) Independent Women Director. The Board does not have any nominee director as on March 31, 2021.

The maximum tenure of the Independent Directors is in compliance with the Companies Act, 2013 and Listing Regulations. All the Independent Directors have confirmed that they meet the criteria as mentioned under the Regulation 16(1)(b) of the Listing Regulations and Section 149(6) of the Companies Act, 2013.

### 1.1 Brief Profile of Directors

The Board of Directors comprises of Professionals from the diverse fields. They bring to the force a wide range of skills and experience to the Board which make the Board's decision effective.

The following is the list of core skills/expertise/competencies identified by the Board of Directors as required in the context of its business(es) and sector(s) for it to function effectively and those actually available with the Board

- 1) **Nature of Industry:** Knowledge of industry / sector, policies, major risks / threats and potential opportunities in which the Company operates;
- 2) **Financial Management:** Experience in accounting / finance/ Government or public policy / economy / strategy development and implementation;

- 3) **Governance:** Governance competencies like compliance focus, risk management experience, building long term effective stakeholder engagements and driving corporate ethics and value.
- 4) **Strategic Planning:** Evaluating long term projections, experience in guiding and leading management teams to make decision in uncertain conditions.
- 5) **Technology:** Anticipating in Technological trends, developing the software programs Quality assurance and design software.

The table below expresses the specific areas of focus or expertise of individual Board members. However, absence of a tick mark does not necessarily mean the member does not possess the corresponding skills/expertise.

| Name of Directors         | Nature of Industry | Financial Management | Governance | Strategic | Technology |
|---------------------------|--------------------|----------------------|------------|-----------|------------|
| Mr. Rameshchandra Sojitra | ✓                  | ✓                    | ✓          | ✓         | ✓          |
| Mr. Chirag Soni           | ✓                  | -                    | ✓          | ✓         | ✓          |
| Mr. Kantilal Ladani       | ✓                  | ✓                    | ✓          | ✓         | -          |
| Mr. Mitesh Sanghavi       | ✓                  | ✓                    | ✓          | ✓         | -          |
| Mr. Manish Dangi*         | ✓                  | ✓                    | ✓          | ✓         | ✓          |
| Mr. Dinesh Shah           | ✓                  | ✓                    | ✓          | ✓         | -          |
| Mr. Suresh Tejwani        | ✓                  | ✓                    | ✓          | ✓         | -          |
| Mr. Ankur Forfaria**      | ✓                  | ✓                    | ✓          | ✓         | -          |
| Mr. Varixkumar Patel ***  | ✓                  | -                    | ✓          | ✓         | ✓          |
| Mr. Kalpesh Rachchh       | ✓                  | ✓                    | ✓          | ✓         | -          |
| Ms. Pooja Shah            | ✓                  | ✓                    | ✓          | ✓         | -          |

\*Mr. Manish Dangi has resigned from the post of Director w.e.f March 1, 2021.

\*\*Mr. Ankur Fofaria has resigned from the post of Director w.e.f October 29, 2021.

\*\*\*Mr. Varixkumar Patel was appointed as Additional Independent Director w.e.f October 9, 2021.

## 2 Details of Listed Entity where the person is Director and Category of Directorship as on March 31, 2021.

| Name of Director          | Name of Listed Entities where the person is Director | Category of Directorship                        |
|---------------------------|--|---|
| Mr. Rameshchandra Sojitra | Scanpoint Geomatics Limited                          | Chairman and Managing Director                  |
| Mr. Chirag Soni           | Scanpoint Geomatics Limited                          | Chief Technical Officer and Whole Time Director |
| Mr. Kantilal Ladani       | Scanpoint Geomatics Limited                          | Executive Director                              |
| Mr. Mitesh Sanghavi       | Scanpoint Geomatics Limited                          | Non-Executive Director                          |

|                      |                                 |                                 |
|----------------------|---------------------------------|---------------------------------|
| Mr. Dinesh Shah      | Scanpoint Geomatics Limited     | Independent Director            |
|                      | Nivaka Fashions Limited         |                                 |
| Mr. Suresh Tejwani   | Scanpoint Geomatics Limited     | Independent Director            |
| Mr. Varixkumar Patel | Scanpoint Geomatics Limited     | Additional Independent Director |
| Mr. Kalpesh Rachchh  | Scanpoint Geomatics Limited     | Independent Director            |
| Ms. Pooja Shah       | Scanpoint Geomatics Limited     | Independent Director            |
|                      | CIL Nova Petrochemicals Limited |                                 |

**3 Names and categories of Directors, number of Board Meetings held and attended by Directors, number of Directorship held in other public companies, attendance of last annual general meeting and number of shares held as on March 31, 2021 are given below:**

| Name of Director                   | Category                                | No. of Board Meetings Held during the year | No. of Board Meetings attend during the year | Attended last AGM | No. of Directorship in other Indian Public Limited Companies | No. of committee/chairmanship/ membership held in public companies (including Scanpoint Geomatics Limited) | No. of Shares held as on March 31, 2021 |
|------------------------------------|---|--|--|-------------------|--|--|---|
| Mr. Rameshchandra Sojitra          | Chairman and Managing Director          | 10   | 10   | Yes               | Nil  | 2  | 7,37,319                                |
| Mr. Chirag Soni                    | CTO and Whole Time Director             | 10   | 10   | Yes               | Nil  | 1  | 5,00,000                                |
| Mr. Kantilal Ladani                | CFO and Director                        | 10   | 10   | Yes               | 1  | 1  | 2,70,810                                |
| Mr. Mitesh Sanghvi                 | Non-Independent, Non-Executive Director | 10   | 6  | Yes               | Nil  | 2  | Nil                                     |
| Mr. Manish Dang <sup>i</sup> *     | Non-Independent, Non-Executive Director | 10   | 10   | Yes               | Nil  | Nil  | Nil                                     |
| Mr. Dinesh J. Shah                 | Independent, Non-Executive Director     | 10   | 6  | No                | 1  | 4  | Nil                                     |
| Mr. Suresh Tejwani                 | Independent, Non-Executive Director     | 10   | 6  | No                | Nil  | Nil  | Nil                                     |
| Mr. Varixkumar Patel <sup>**</sup> | Independent, Non-Executive Director     | 10   | 3  | No                | Nil  | Nil  | Nil                                     |
| Mr. Ankur Fofaria <sup>***</sup>   | Independent, Non-Executive Director     | 10   | 2  | No                | Nil  | Nil  | Nil                                     |

|                     |                                     |    |    |     |     |     |     |
|---------------------|-------------------------------------|----|----|-----|-----|-----|-----|
| Mr. Kalpesh Rachchh | Independent, Non-Executive Director | 10 | 6  | Yes | Nil | Nil | Nil |
| Ms. Pooja Shah      | Independent, Non-Executive Director | 10 | 10 | Yes | 1   | 3   | Nil |

\*Mr. Manish Dangi has resigned from the post of Director w.e.f March 1, 2021.

\*\*Mr. Varixkumar Patel has been appointed on Board as Additional Independent Director of the Company w.e.f. October 9, 2020.

\*\*\*Mr. Ankur Fofaria has resigned from the post of Independent Director w.e.f. October 29, 2020.

Mr. Ankur Fofaria was unable to discharge his duties as the Independent director of the company due to some personal reasons. Further, the company had received confirmation from Mr. Ankur Fofaria that there are no other material reasons for his resignation other than those which is provided in his resignation letter dated October 29, 2020.

As required under Regulation 26 (b) of SEBI (LODR), 2015 ("Listing Regulations") the Chairmanship and Memberships in Audit Committee and Stakeholders' Relationship Committee, Nomination and Remuneration Committee are only considered. Other directorships do not include directorships held in private limited companies. The Company is in compliance with the composition of Board of Directors in terms of the Listing Regulations. None of the Non-Executive Directors held shares in the Company.

#### 4 Material Information

The Company has a system to circulate and provide adequate information to the Board, including minimum information to be placed before the Board as required under Part- A of Schedule II of Listing Regulations to enable the Board to take informed decisions. As required under Regulation 17 (3) of the Listing Regulations, the Board periodically reviews compliances of various laws applicable to the Company.

#### 5 Date and Number of Board Meetings Held:

During the year 2020-21, 10 (Ten) Board Meetings were held on the following dates: 05/05/2020, 28/05/2020, 25/06/2020, 29/06/2020, 28/07/2020, 25/08/2020, 09/10/2020, 03/11/2020, 14/12/2020, and 12/02/2021. The Company has observed the provisions of Listing Regulations regarding meeting of Board of Directors and that the time gap between two consecutive board meetings was not more than one hundred and twenty days. The necessary quorum was present for all the meetings.

#### 6 Performance Evaluation of Directors:

The Board of directors have approved and laid down the criteria for performance evaluation of all Directors by the Nomination and Remuneration Committee. The performance evaluation has been done by the entire Board of Directors, except the Director concerned being evaluated at the separate meetings of Independent Directors and Non-Independent Directors held. The criteria for performance evaluation are as follows:

- To understand the nature and role of Independent Director's position.
- Understand the risks associated with the business.
- Application of knowledge for rendering advice to the Management for resolution of business issues.
- Offer constructive challenge to management strategies and proposals.
- Non-partisan appraisal of issues.
- Give own recommendations professionally without tending to majority or popular views.
- Handling issues as Chairman of Board and other committees.
- Driving any function or initiative based on domain knowledge and experience.
- Level of commitment to roles and fiduciary responsibilities as a Board Member.

- Attendance and active participation.
- Ability to think proactive, strategic and laterally.

## **7 Separate Meeting of Independent Directors:-**

As stipulated by the Code of Independent Directors under the Companies Act, 2013 and with Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, a separate meeting of the Independent Directors of the Company was held on March 25, 2021 in which majority Independent Directors were present and they have discussed and evaluated:

- Performance of Non- Independent Directors and the Board of Directors as a whole;
- Performance of the Chairperson of the Company, taking into account the views of Executive Directors and Non-Executive Directors.
- Quality, quantity content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

### **7.1 Familiarization Programme for Directors**

Your company follows a structured familiarization programme through various reports and internal policies for all the Directors with a view to update them on the Company's policies on a regular basis. A detailed Familiarization programme as followed by the Company is available at <https://www.sgligis.com/wp-content/uploads/Familiarisation-Programme.pdf>

### **7.2 Confirmation as regards to the independence of Independent Directors**

In the opinion of the Board, both the existing Independent Directors and those who are proposed to be re-appointed at the Annual General Meeting, fulfill the conditions specified in the Listing Regulations and are independent of the Management.

### **7.3 Criteria for Evaluation of Independent Directors**

Performance of evaluation of Independent Directors shall be done by the entire Board of Directors, excluding the director being evaluated.

Independent Director shall be evaluated on the basis of Role and Functions performed and duties discharged by him during the year. Their role, functions and duties are evaluated on the basis of criteria such as attendance and contribution in the meeting, exercise of Independent Judgment, Managing Relationship with fellow Board Members, their knowledge and skill, assist the Company in implementing best corporate governance practices and its monitor, level of confidentiality and ethical standards of integrity and probity.

## **8 Code of Conduct**

The Board has laid down a Code of Conduct for Board of Directors and senior management Personnel which is posted on the website of the Company. All Board members have affirmed the compliance with this Code of Conduct. Consequently Chairman and Managing Director has signed a declaration stating that the member of Board of Directors and Senior Management Personnel have affirmed Compliance with the Code of Conduct. The declaration signed by the Managing Director and Chief Executive Officer on the compliance declarations received from the members of the Board and Senior Management is herewith attached.

## **9 Audit Committee**

The audit committee of the company consists of 3 directors with independent director forming majority. All members of the Audit Committee have accounting and financial management expertise. Four Audit Committee Meetings were held during the period under review viz., 28/07/2020, 25/08/2020, 03/11/2020 and 12/02/2021. The Company Secretary acts as the Secretary to the Audit Committee.

The Audit Committee reviews the matters falling in its terms of reference and addresses larger issues and examines those facts that could be of vital concerns to the Company. The terms of reference of the Audit Committee constituted by the Board in terms of Section 177 of the Companies Act, 2013, broadly includes matters pertaining to adequacy of internal control systems, review of financial reporting process, discussion of financial results, interaction with auditors, appointment and remuneration of auditors, adequacy of disclosures and other relevant matters.

**The role of Audit Committee shall include the following:**

- The recommendation of appointment, remuneration and terms of appointment of auditors of the Company.
- Review and monitor the auditors' independence, their performance and effectiveness of audit process.
- Reviewing with the management, the annual financial statements before submission to the Board for approval.
- Review the matters required to be included in the Directors Responsibility Statement to be included in the Board Report in terms of Section 134 of the Act.
- To intimate the board regarding the changes, if any, in accounting policies and practices and reason for the same.
- Compliance with listing and other legal requirements relating to financial statements.
- Disclosure of any related party transactions.
- Reviewing, with the management, the quarterly financial statements before submission to the board for approval.
- Approval or subsequent modification of transactions of the listed entity with related parties.
- Evaluation of internal financial controls and risk management systems.
- Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems.
- Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
- To review the functioning of the whistle blower mechanism.
- Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
- Oversight of the entity's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- Identifying and managing risks to the company.
- Reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.
- Other as per Companies Act, 2013 and SEBI (LODR), 2015.

**Composition of Audit Committee**

The composition of the audit committee as on March 31, 2021 is as under:

| Name                      | Designation | Meetings entitled to attend | Number of Meetings attended |
|---------------------------|-------------|-----------------------------|-----------------------------|
| Ms. Pooja Shah            | Chairperson | 4                           | 4                           |
| Mr. Dinesh Shah           | Member      | 4                           | 4                           |
| Mr. Rameshchandra Sojitra | Member      | 4                           | 4                           |

## 10 Nomination and Remuneration Committee

The terms of reference of the Nomination and Remuneration Committee cover all applicable matters specified under SEBI Listing regulation and Section 178 of the Companies Act, 2013.

The Committee comprises of 3 members consisting of Independent Director and Non-Executive Director. During the year two (2) meeting of Nomination and Remuneration Committee were held i.e. 28/07/2020 and 09/10/2020.

Company Secretary acts as the Secretary to the Committee.

### The role of Nomination and Remuneration Committee shall include the following:

- Identify persons qualified to become directors or hold senior management positions and advise the Board for such appointments / removals whenever necessary.
- Formulate criteria for determining qualifications, positive attributes and independence of director and recommend to the Board a policy relating to the remuneration of directors, Key Managerial Personnel and other employees.
- Evaluate the performance of every director.
- Devising a policy on Board diversity.
- Whether to extend or continue the term of appointment of the independent directors, on the basis of the report of their performance evaluation.
- Recommend to the board, all remuneration, in whatever form, payable to senior management.
- Other as per Companies Act, 2013 and SEBI (LODR), 2015.

### Composition of Nomination and Remuneration Committee (NRC)

As on March 31, 2021, the following Directors were members of the Nomination & Remuneration Committee:

| Name               | Designation | Meetings entitled to attend | Number of Meetings attended |
|--------------------|-------------|-----------------------------|-----------------------------|
| Ms. Pooja Shah     | Chairperson | 2                           | 2                           |
| Mr. Dinesh Shah    | Member      | 2                           | 2                           |
| Mr. Mitesh Sanghvi | Member      | 2                           | 2                           |

### Remuneration Policy

Company's remuneration policy is based on the principles of pay for growth. Keeping in view of the same, the Remuneration Committee is being vested with all the necessary powers and authorities to ensure appropriate disclosures on remuneration to the Executive Directors and senior management personnel / KMP. The remuneration policy is directed towards rewarding performance, based on review of achievements on a periodical basis. The remuneration policy is in consonance with the existing industry practice.

Remuneration of Directors, Key Managerial Personnel and Senior Employees Policy is available on the website of the Company at <https://www.sgligis.com/wp-content/uploads/2018/07/Remuneration-of-Directors-Key-Managerial-Personnel-and-Senior-Employees-Policy.pdf>

As for the Non-executive Directors, their appointment on the Board is for the benefit of the Company due to their vast professional expertise in their individual capacity.

## Remuneration to Directors

The details of remuneration and sitting fees paid to each of the Directors during the year ended March 31, 2021 are given below:

(Amount in Rs.)

| Sr. No. | Name of Director             | Salary    | Sitting Fees |
|---------|------------------------------|-----------|--------------|
| 1.      | Mr. Rameshchandra K. Sojitra | 24,00,000 | NIL          |
| 2.      | Mr. Kantilal V. Ladani       | 5,25,000  | NIL          |
| 3.      | Mr. Chirag Soni              | 21,00,000 | NIL          |
| 4.      | Mr. Mitesh Sanghvi           | NIL       | NIL          |
| 5.      | Mr. Dinesh Shah              | NIL       | NIL          |
| 6.      | Mr. Suresh Tejwani           | NIL       | NIL          |
| 7.      | Mr. Varixkumar Patel         | NIL       | NIL          |
| 8.      | Mr. Kalpesh Rachchh          | NIL       | NIL          |
| 9.      | Ms. Pooja Shah               | NIL       | 50,000       |

### Note:

- Salary includes Basic Salary, Allowances, Perquisites (including monetary value of taxable perquisites), etc.
- The Non - Executive Directors are not paid any remuneration.
- None of the Non - executive Director or Independent directors hold any shares in the Company.

## 11 Stakeholder Relationship Committee

The Company has a structured system of reviewing Shareholder's/ Investors' complaints. A Committee of Directors designated as "Stakeholder Relationship Committee" is constituted to review the status of investors' grievances and effective redressal of the complaints of the shareholders.

The Stakeholders Relationship Committee looks after the complaints made by any shareholder of the company and prompt redressal of complaint is made. Majority of complaints received are relating to share transfers/ transmission/ duplicate shares, non-receipt of Annual report. The committee also recommends steps to be taken for future improvement in the quality of service to the investors. As on March 31, 2021, the Committee consists of 5 Directors with an optimum mix of Independent, Non-executive and Executive directors. During the year 4 (four) Stakeholder Relationship Committee were held i.e 28/07/2020, 25/08/2020, 03/11/2020 and 12/02/2021. Company Secretary to acts as the Secretary to the Committee.

As on March 31, 2021 (One) Investor complaint remain unresolved.

| No of Complaint received in the beginning of the year | No of Complaint received during the year | No of Complaint pending at the end of the year |
|---|--|--|
| NIL   | 1  | 1  |

### The role of Stakeholder and Relationship Committee shall include the following:

- Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
- Review of measures taken for effective exercise of voting rights by shareholders.
- Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
- Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.
- Other as per Companies Act, 2013 and SEBI (LODR), 2015.

## Composition

As on March 31, 2021 Stakeholder Relationship Committee consists of following Directors:

| Name                      | Designation | Meetings entitled to attend | Number of Meetings attended |
|---------------------------|-------------|-----------------------------|-----------------------------|
| Mr. Mitesh Sanghvi        | Chairman    | 4                           | 4                           |
| Ms. Pooja Shah            | Member      | 4                           | 4                           |
| Mr. Rameshchandra Sojitra | Member      | 4                           | 4                           |
| Mr. Kantilal Ladani       | Member      | 4                           | 4                           |
| Mr. Chirag Soni           | Member      | 4                           | 4                           |

## 12 Risk Management Policy

The Board of Directors has framed, approved and implemented risk management policy of the Company including identification and elimination of risk. The Primary purpose of policy is to review the major risks identified by the Management along with mitigation plan, Monitoring and reviewing the Company's Risk Management plan and to apprise the Board on the risk assessment and minimization process. The risk management policy is available on the website of the Company <https://www.sgligis.com/wp-content/uploads/2018/07/Risk-Management-Policy.pdf>

## 13 Code of Fair Disclosure

The Company's Code of Conduct has been complied with by all the members of the Board/Employees and senior management personnel of the Company. The Company has in place a preservation of Insider Trading Code based on SEBI (Insider Trading Regulations) 2018. This code is applicable to all the Directors and designated employees and senior management personnel / KMP of the Company. The code ensures prevention of dealing in shares by persons having access to the unpublished price sensitive information.

The Code of Conduct is made available on the website of the Company <https://www.sgligis.com/investors/#governance>.

## 14 General Meetings:

Details of Location and time for the last three Annual General Meetings (AGM) of the Company are as under:

| Year    | Venue  | Date       | Time       |
|---------|--|------------|------------|
| 2017-18 | K.K. House, S.P. Ring Road, Ambli-Bopal, Ahmedabad - 380058      | 29.09.2018 | 10:30 A.M. |
| 2018-19 | K.K. House, S.P. Ring Road, Ambli-Bopal, Ahmedabad - 380058      | 30.09.2019 | 10:30 A.M. |
| 2019-20 | Meeting conducted through VC / OAVM pursuant to the MCA Circular | 28.09.2020 | 12:30 P.M. |

### a. Extra Ordinary General Meeting

No Extraordinary General Meeting of the Members was held during FY 2020-2021.

## **b. Special Resolution**

Special Resolution passed in the previous AGM are as follows:

- i) For Re-appointment of Mr. Dinesh Shah as an Independent Director of the Company and
- ii) Issue of Equity Shares against the outstanding loan or borrowings availed by the Company and no special resolution was passed in the AGMs held in 2019 and 2018.

## **15 DISCLOSURES:**

### **A) Related Party Transaction:**

Pursuant to provisions of regulation 23 (2) read with schedule V of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, all the related party transaction are approved by the Audit Committee as per the terms and conditions of the Listing Regulations. The details showing the related party transaction are provided in the Note No. 34 of notes forming part of the standalone financial statements for the financial year ended on March 31, 2021 in accordance with the provisions of prescribed Indian Accounting Standard. The Policy on materiality and dealing with related party transactions have been placed on the website of the Company <https://www.sgligis.com/wp-content/uploads/2018/07/Related-Party-Transaction-Policy.pdf>

### **B) Compliance with Mandatory Requirements**

The Company has complied with the requirements of the provisions of Corporate Governance specified under the Listing Regulations, as well as with the Regulations of the Securities Exchange Board of India and such other authority relating to the Capital Markets.

There has been no instance of non compliance by Company on any matter related to Capital Markets during the last three years and no penalty has been imposed on the Company by the Stock Exchange or SEBI or any other Statutory Authority.

### **C) Disclosure of Accounting Treatment**

In preparation of the Financial Statements, the Company has followed the applicable Indian Accounting Standards. The Significant Accounting policies applied in the preparation and presentation of financial statements have been set in notes forming part of the Financial Statements for the Financial Year ended on March 31, 2021.

## **16 Vigil Mechanism/Whistle Blower Policy**

Pursuant to Section 177(9) and (10) of the Companies Act, 2013 and Regulation 22 of the Listing Regulations, the Company has formulated Whistle Blower Policy for Vigil Mechanism of Directors and employees to report to the management about the unethical behavior, fraud or violation of Company's code of conduct. The mechanism provides for adequate safeguards against victimization of employees and directors who use such mechanism and makes provision for direct access to the chairperson of the Audit Committee in exceptional cases. None of the personnel of the Company has been denied access to the Audit Committee. The Vigil Mechanism policy has been placed on the website of the Company <https://www.sgligis.com/wp-content/uploads/2018/07/Vigil-Mechanism-OR-Whistle-Blower-Policy.pdf>

## **17 Subsidiaries Companies**

During the year, none of the subsidiaries of the Company comes under the purview of the material non-listed subsidiary as per criteria given in Regulation 16 (1)(C) of the Listing Regulations.

The policy for determining the material subsidiaries has been posted on the website of the Company. <https://www.sgligis.com/wp-content/uploads/Policy-for-Determining-Material-Subsidiary.pdf>

## **18 Means of Communication**

The Company has published its Quarterly / Half yearly / Annual Financial Results in a daily newspaper "Financial Express" both English and in principle vernacular language of the district where the registered office of the Company is situated.

These results are not sent individually to the shareholders but are displayed on the Company's website at [https://www-w.sgligis.com/investors/#bsefilings](https://www.w.sgligis.com/investors/#bsefilings) The result was also submitted to Stock Exchanges as per Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. No presentations were made to the institutional investors or to the analysts.

## 19 Green Initiative

The Company's philosophy focuses on making the environment greener for the benefit of prosperity. To support the Green Initiative, members (holding shares in electronic form) who have not registered their email addresses, are requested to register the same with their Depository Participants. Members holding shares in physical mode are requested to register their email ID with Link Intime India Private Limited, Registrar and Share Transfer Agent of the Company.

## 20 GENERAL SHAREHOLDERS' INFORMATION:

### 20.1 Annual General Meeting

As indicated in the notice accompanying this Annual Report, the 29<sup>th</sup> AGM of the Company will be held on the date and place mentioned herein below:

- Day, Date and Time: Tuesday, September 28, 2021 at 12:30 P.M.
- Venue: AGM will be held through video conferencing (VC) or other audio-Visual means (OAVM).

### 20.2 Book Closure

The Transfer books will remain closed from Thursday, September 23, 2021 to Tuesday, September 28, 2021 (both days inclusive).

### 20.3 Financial Year: April 1, 2020 to March 31, 2021

### 20.4 Stock Exchange where Equity Shares of the Company are listed and scrip code for the Company's are as follow

| Name of Stock Exchange  | Scrip Code |
|---|------------|
| BSE Limited<br>Add: Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400001 | 526544     |

**20.5 Payment of Listing Fees:** The Company has paid the Listing Fees for the year 2020-2021 and 2021-2022.

**20.6 CIN: L22219GJ1992PLC017073**

### 20.7 Address for Correspondence for Shares and Related Matters

- **Secretarial Department:**  
Scanpoint Geomatics Limited  
12, Abhishree Corporate Park, Iskcon-Ambli Road, Ahmedabad - 380058  
Phone: 02717-297096 Website: [www.sgligis.com](http://www.sgligis.com) Email: [info@sgligis.com](mailto:info@sgligis.com)
- **Registrar & Share Transfer Agents:** (Investor Relation office at Ahmedabad)  
Link Intime India Private Limited  
5th Floor, 506 to 508, Amarnath Business Centre - 1(ABC-1)  
Nr. St. Xavier's College Corner, Off C G Road, Ahmedabad - 380006  
Phone: 079 - 2646 5179/86/87 Website: [www.linkintime.co.in](http://www.linkintime.co.in)  
Email: [ahmedabad@linkintime.co.in](mailto:ahmedabad@linkintime.co.in)

## 20.8 Dematerialized Mode

The company had signed agreements with both the depositories namely NSDL and CDSL. The shareholders may therefore hold company's shares in electronic mode. The company's ISIN No. for both the depositories is INE967B01028.

**Details of Equity Shares of the Company held in demat form as on March 31, 2021 is as under:-**

| Particulars  | No. of Equity shares | % to Share Capital |
|--------------|----------------------|--------------------|
| NSDL         | 3,25,36,725          | 65.84%             |
| CDSL         | 1,53,83,002          | 31.13%             |
| Physical     | 14,99,791            | 3.03%              |
| <b>Total</b> | <b>4,94,19,518</b>   | <b>100.00</b>      |

The Company has not issued any GDR's/ADR's warrants or any other convertible instruments.

## 20.9 Distribution of Shareholding as on March 31, 2021

| No. of Equity Share held | No. of Share Holder | % of Share Holder | No. of Shares      | % to Share Capital |
|--------------------------|---------------------|-------------------|--------------------|--------------------|
| Up to 500                | 6800                | 79.47             | 13,34,395          | 2.70               |
| 501-1000                 | 716                 | 8.37              | 5,90,758           | 1.20               |
| 1001-2000                | 404                 | 4.72              | 6,35,809           | 1.29               |
| 2001-3000                | 131                 | 1.53              | 3,38,951           | 0.69               |
| 3001-4000                | 99                  | 1.16              | 3,49,966           | 0.71               |
| 4001-5000                | 85                  | 0.99              | 3,99,267           | 0.81               |
| 5001-10000               | 131                 | 1.53              | 9,68,570           | 1.96               |
| 10001 & above            | 191                 | 2.23              | 4,48,01,802        | 90.66              |
| <b>Total</b>             | <b>8557</b>         | <b>100.00</b>     | <b>4,94,19,518</b> | <b>100.00</b>      |

## 20.9 Categories of Shareholders as on March 31, 2021

| Category                       | No. of share Held  | % Issued Capital |
|--------------------------------|--------------------|------------------|
| Corporate Bodies (Promoter Co) | 1,10,59,203        | 22.38            |
| Central Government             | 100                | 0.00             |
| Clearing Members               | 77,060             | 0.16             |
| Other Bodies Corporate         | 80,15,605          | 16.22            |
| Hindu Undivided Family         | 6,831,975          | 13.82            |
| Mutual Funds                   | 20,200             | 0.04             |
| Non Resident Indians           | 3,43,157           | 0.69             |
| Non Resident (Non Repatriable) | 36,720             | 0.07             |
| Public                         | 1,94,96,172        | 39.45            |
| Promoters                      | 19,27,361          | 3.90             |
| Trusts                         | 5,000              | 0.01             |
| G I C & Its Subsidiaries       | 27,100             | 0.05             |
| Promoters - HUF                | 1,12,074           | 0.23             |
| <b>Total</b>                   | <b>4,94,19,518</b> | <b>100.00</b>    |

## SHARE TRANSFER SYSTEM

### 20.11 Equity Shares in the suspense account

In accordance with the requirement of Regulation 34 (3) and Part F of Schedule V to the SEBI Listing Regulations, details of equity shares in the suspense account are as follows:

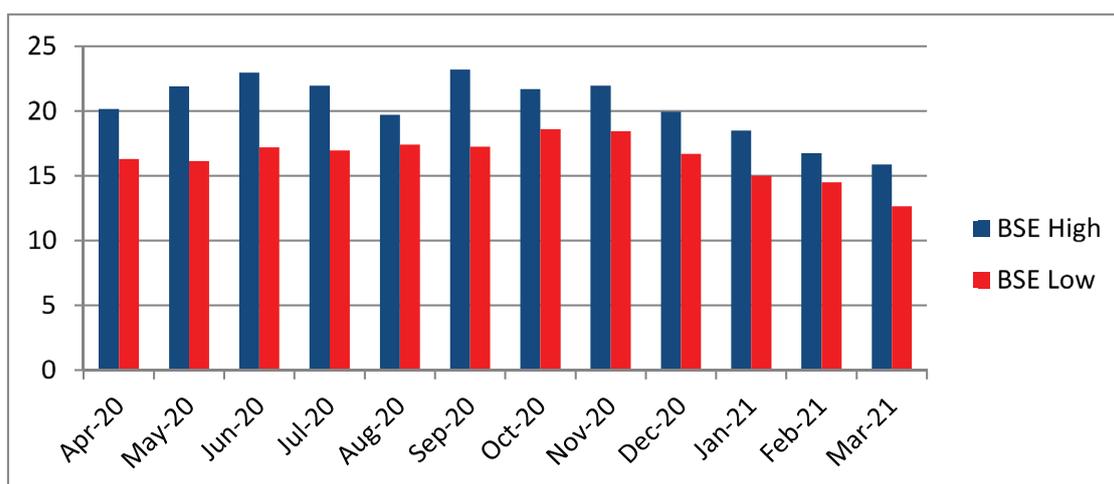
| Particulars   | Number of Shareholders | Number of Equity Shares |
|---|------------------------|-------------------------|
| Aggregate number of shareholders and the outstanding shares in the suspense account lying as on April 1, 2020 | NIL                    | NIL                     |
| Shareholders who approached the Company for transfer of shares from suspense account during the year          | None                   | None                    |

|  |        |        |
|--|--------|--------|
| Shareholders to whom shares were transferred from the suspense account during the year                             | None   | None   |
| Shareholders whose shares are transferred to the demat account of the IEPF Authority as per Section 124 of the Act | None   | None   |
| Aggregate number of shareholders and the outstanding shares in the suspense account lying as on March 31, 2021     | 14,400 | 14,400 |

## 20.12 Stock Market Data

Monthly High and Low quotations of share traded on the BSE Limited is as follows:

| Month           | High (Rs.) | Low (Rs.) |
|-----------------|------------|-----------|
| April, 2020     | 20.15      | 16.3      |
| May, 2020       | 21.9       | 16.15     |
| June, 2020      | 22.95      | 17.2      |
| July, 2020      | 21.95      | 16.95     |
| August, 2020    | 19.7       | 17.4      |
| September, 2020 | 23.2       | 17.25     |
| October, 2020   | 21.7       | 18.6      |
| November, 2020  | 21.95      | 18.45     |
| December, 2020  | 19.95      | 16.7      |
| January, 2021   | 18.5       | 15        |
| February, 2021  | 16.75      | 14.5      |
| March, 2021     | 15.88      | 12.66     |



## 21 OTHER DISCLOSURES

### 21.1 Statutory Compliance, Penalties and Structures

During the year, there were no strikes or penalties imposed by SEBI or Stock Exchanges or any statutory authority, for non-compliance of any matter related to the capital markets.

### 21.2 Code of Conduct for Prohibition of Insider Trading

Your company had adopted a Code of conduct as per SEBI (Prohibition of Insider Trading) Regulations, 2018 as amended from time to time. All Directors, Designated Employees who could have access to the Unpublished Price Sensitive Information of the Company are governed by this Code. During the year under review, the Company had made due compliance with SEBI (Prohibition of Insider trading) Regulations, 2018.

### 21.3 Proceeds From Public Issues, Rights Issues, Preferential Issues Etc.

The Company discloses to the Audit Committee, the uses / application of proceeds / funds raised from Rights Issue, Preferential Issue as part of the quarterly review of financial results whenever applicable.

### 21.4 Certificate of Non-Disqualification of Directors

The Company has obtained certificate from CS Harish Jain, Practicing Company Secretary confirming that none of the Directors of the Company is debarred or disqualified by the Securities and Exchange Board of India / Ministry of Corporate Affairs or any such authority from being appointed or continuing as Director of the Company and the same is also attached to this Report.

### 21.5 Total Fees for all Services paid by the Listed Entity and its Subsidiaries, on a Consolidated basis, to the Statutory auditor

(Amount in Rs.)

| Payment to Statutory Auditors | FY 2020-2021    |
|-------------------------------|-----------------|
| Audit Fees                    | 4,50,000        |
| Other Services                | 96,490          |
| <b>Total</b>                  | <b>5,46,490</b> |

**21.6 Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013**

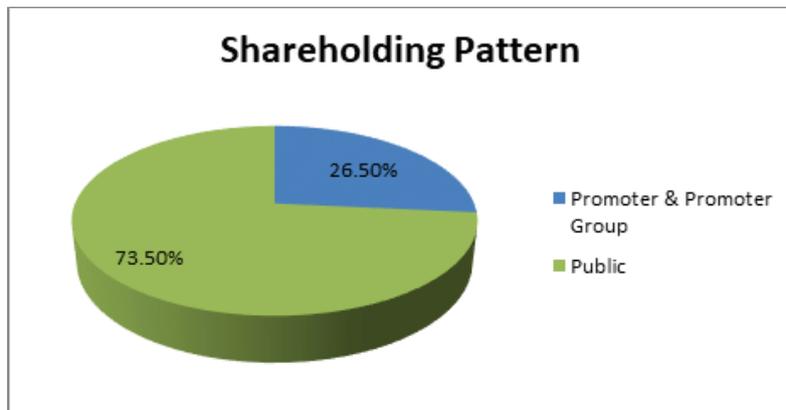
As per the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and rules made thereunder, the Company has constituted Internal Complaints Committee which is responsible for redressal of complaints related to sexual harassment. During the year under review, there were no complaints pertaining to sexual harassment.

**21.7 Details of Compliance with Mandatory Requirements**

The Company has complied with all mandatory requirements laid down under the provision of Listing Regulations.

**21.8 Shareholding Pattern as on March 31, 2021**

| Sr. No. | Payment to Statutory Auditors | No. of Shares      | Percentage  |
|---------|-------------------------------|--------------------|-------------|
| 1       | Promoter & Promoter Group     | 1,30,98,638        | 26.50%      |
| 2       | Public                        | 3,63,20,880        | 73.50%      |
|         | <b>Total</b>                  | <b>4,94,19,518</b> | <b>100%</b> |



**21.9 Reconciliation of Share Capital Audit**

As stipulated by SEBI, Practicing Chartered Accountant carry out Secretarial Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. This audit is carried out every quarter. The audit confirms that the total listed and paid-up capital is in agreement with the aggregate of the total number of shares in dematerialized form (held with NSDL and CDSL) and total number of shares in physical form.

**21.10 CEO/CFD Certification**

The CEO / CFO of the company have given certification on the financial reporting and internal controls to the Board in terms of SEBI (Listing Obligations and disclosure Requirements) Regulations, 2015. The CEO/CFO has also given quarterly certification on financial results to the Board in terms of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company has complied with major provisions specified in the Regulation 17 to 27 and Clause (b) to (i) of Sub-Regulation (2) of Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**For And On Behalf Of The Board  
For Scanpoint Geomatics Limited**

**Date: August 13, 2021  
Place: Ahmedabad**

**Sd/-  
Rameshchandra Sojitra  
Director  
DIN : 00016149**

**Sd/-  
Chirag Soni  
Director  
DIN : 01684683**

## CORPORATE GOVERNANCE COMPLIANCE CERTIFICATE

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To,  
The Members of  
**Scanpoint Geomatics Limited**

We have examined the compliance of conditions of Corporate Governance by **SCANPOINT GEOMATICS LIMITED** for the year ended March 31 2021, as stipulated in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of the said Company with Stock Exchange(s).

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to procedures and implementation thereof, adopted by the Company, for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, the Company has generally complied with the mandatory conditions of Corporate Governance as stipulated in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We state that no investor grievance(s) is/are pending for a period exceeding for one month against the Company as per the records maintained by the Stakeholders Relationship Committee.

We further state that such compliance is neither an assurance as to the future viability of the Company nor efficiency or effectiveness with which the management has conducted the affairs of the Company.

**Date: August 13, 2021**  
**Place: Ahmedabad**

**For Harish P. Jain & Associates**  
**Practicing Company Secretaries**  
**Sd/-**  
**Harish Jain**  
**(Proprietor)**  
**FCS.: 4203 CP No.: 4100**

# CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

To,  
The Members of  
**SCANPOINT GEOMATICS LIMITED**  
9, MAHAKANT COMPLEX,  
OPP. V. S. HOSPITAL,  
ASHRAM ROAD,  
AHMEDABAD – 380006  
GUJARAT, INDIA.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **SCANPOINT GEOMATICS LIMITED** having **CIN L22219GJ1992PLC017073** and having registered office at **9, MAHAKANT COMPLEX, OPP. V. S. HOSPITAL, ASHRAM ROAD, AHMEDABAD- 380006 GUJARAT, INDIA.** (hereinafter referred to as 'the Company'), produced before me/us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(l) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2021 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

| Sr. No. | Name of Director              | DIN      | Date of Appointment in Company |
|---------|-------------------------------|----------|--------------------------------|
| 1       | RAMESHCHANDRA SOJITRA         | 00016149 | 07/02/1992                     |
| 2       | KANTILAL VRAJLAL LADANI       | 00016171 | 19/10/2002                     |
| 3       | CHIRAG JAYANTILAL SONI        | 01684683 | 31/07/2007                     |
| 4       | MITESH KIRITIKUMAR SANGHVI    | 07403394 | 09/09/2016                     |
| 5       | POOJA SMIT SHAH               | 07441428 | 14/03/2017                     |
| 6       | DINESH JAMNADAS SHAH          | 02377709 | 13/08/1994                     |
| 7       | VARIKKUMAR PATEL              | 08905030 | 09/10/2020                     |
| 8       | SURESH TEJWANI                | 08437794 | 03/05/2019                     |
| 9       | KALPESH PRABHUDASBHAI RACHCHH | 03363315 | 03/05/2019                     |

Ensuring the eligibility of for the appointment / continuity of every Director on the Board it is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**Date : August 9, 2021**  
**Place: Ahmedabad**

**For Harish P. Jain & Associates**  
**Practicing Company Secretaries**  
Sd/-  
**Harish Jain**  
**(Proprietor)**  
FCS.: 4203 CP No.: 4100

## CERTIFICATION BY CHIEF EXECUTIVE OFFICER (CEO) AND CHIEF FINANCIAL OFFICER (CFO)

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We have reviewed the financial statements and the cash flow statements for the year ended March 31, 2021 and that to the best of our knowledge and belief:

- 1) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
- 2) 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.
- 3) To the best of our knowledge and belief, no transactions entered into by the Company during the year ended 31st March, 2021 which are fraudulent, illegal or violation of the Company's Code of Conduct.
- 4) We accept responsibility for establishing and maintaining internal control system and that we have evaluated the effectiveness of the internal control system of the Company and we have disclosed to the auditors and the Audit Committee, efficiencies in the design or operation of internal control system, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- 5) We further certify that we have indicated to the auditors and the Audit Committee:
  - a) There have been no significant changes in internal control system during the year;
  - b) There have been no significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - c) There have been no instances of significant fraud of which we have become aware, involving management or an employee having a significant role in the Company's internal control system.

**For Scanpoint Geomatics Limited**

**Date : August 13, 2021**  
**Place: Ahmedabad**

**Sd/-**  
**Rameshchandra Sojitra**  
**Managing Director**  
**DIN: 00016149**

**Sd/-**  
**Kantilal Ladani**  
**Chief Financial Officer**  
**DIN: 00016171**

## DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE CODE OF CONDUCT

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This is to confirm that the Company has adopted the Code of Conduct for its employees including the Managing Director and the Whole-time Directors. The Code is available on the Company's website. I confirm that the Company has in respect of the financial year ended March 31, 2021, received from the Senior Management Team of the Company and the Members of the Board, a declaration of compliance with the Code of Conduct as applicable to them.

**For, Scanpoint Geomatics Limited**

**Date : August 13, 2021**  
**Place: Ahmedabad**

**Sd/-**  
**Rameshchandra Sojitra**  
**Managing Director**  
**DIN: 00016149**

**Sd/-**  
**Kantilal Ladani**  
**Chief Financial Officer**  
**DIN: 00016171**

# INDEPENDENT AUDITOR'S REPORT

## TO THE MEMBERS OF SCANPOINT GEOMATICS LIMITED

### Report on the Audit of the Standalone Financial Statements

#### Opinion

We have audited the accompanying standalone financial statements of **Scanpoint Geomatics Ltd.** ("the company"), which comprise the Balance Sheet as at March 31 2021, and the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Change in Equity for the year then ended, and 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, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

#### Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing specified under Section 143 (10) of the Act (SAs). Our responsibilities under those standards are further described in the Auditor's Responsibility for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

#### Key Audit Matters

1. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone 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 the matters described below to be the key audit matters to be communicated in our report.

| Key Audit Matters   | How our auditor addressed the key audit matter  |
|---|---|
| <p><b>1. Recoverability of Loans to Subsidiary Company</b></p> <p>The Company has advanced a sum of Rs. 104.96 Lakhs as on March 31, 2021. The company had given the advance to its subsidiary during the previous financial year as well as during the current financial year.</p> <p>The aggregate of advance as on 31<sup>st</sup> March, 2020 was Rs. 78.45 Lakhs which has increased to Rs. 104.96 Lakhs as on 31<sup>st</sup> March, 2021.</p> <p>This payment is in nature for technology transfer to Holding Company. When the technology is ready for transfer, the said will be asset of Holding Company.</p> | <p>We reviewed management's rational and objective for providing advance to subsidiary. We reviewed management's assessment of recoverability advances to subsidiary and corroborated the same with the financials of subsidiary. We reviewed the Company's internal control system for advancing the money to suppliers and subsidiary and carried out a combination of procedures involving enquiry and observation and inspection of evidence in respect of these loans and advances. Our audit approach consisted testing of design and operating effectiveness of internal controls and substantive testing as follows:</p> <ul style="list-style-type: none"><li>• Review of complete details of advance given to subsidiary and corroborating the same with of ledger Accounts and confirmation of subsidiary.</li></ul> |

|  |   |
|--|---|
|  | <ul style="list-style-type: none"> <li>• Review of onward payment by subsidiary to various parties and with the supporting documents / Purchase Orders / Invoices etc.</li> <li>• Reviewed the procedures followed by Scanpoint and subsidiary for selection of vendors and justification of terms of payments, delivery, warranties/Guarantees etc.</li> <li>• Assessed present status of Advance, receipt / availability of material/services.</li> <li>• Obtained explanation from the management and went through the report obtained by the company from external independent expert on fund utilization. Based on our procedures, we found management's judgment around the recovery of the Advance to be appropriate.</li> </ul> |
|--|---|

## Information other than the Financial Statements and Auditor's Report thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's Report, Management discussion and Analysis and Report on corporate governance but does not include the consolidated financial statements, standalone 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 standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

## Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134 (5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including Other Comprehensive Income, cash flows and changes in equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

## Auditor's Responsibility for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes 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 standalone financial statements.

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. 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 standalone 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 standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone 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 standalone 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 standalone 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 Section 143(3) of the Act, based on our audit, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required bylaw have been kept by the Company so far as it appears from our examination of those books.
  - c) The Balance Sheet, the Statement of Profit and Loss including other comprehensive income, the Cash Flow Statement and the Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
  - e) On the basis of the written representations received from the directors as on March 31, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
  - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
  - g) With respect to the other matters to be included in the Auditor's Report in accordance with 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/ provided 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, as amended, in our opinion and to the best of our information and according to the explanations given to us:
    - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements.
    - ii. The company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
    - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection fund by the company.
2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

Place: Ahmedabad  
Date: 30<sup>th</sup> June, 2021

**For Jayamal Thakore & Co.**  
**Chartered Accountants**  
**Firm's Registration Number: 104098W**  
**Sd/-**  
**Anup Kumar Bhattacharjee**  
**Partner**  
**Membership number: 082184**  
**UDIN: 21082184AAAAAJ2133**

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

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(Referred to in paragraph 1 (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

### Report on the Internal Financial Controls Over Financial Reporting 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 **Scanpoint Geomatics Limited** ("the Company") as of March 31, 2021 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

#### Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal Control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. 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") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that 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 judgment, 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 (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized 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

1. In our opinion, to the best of our information and according to the explanations given to us, 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 Internal Control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Place: Ahmedabad  
Date: 30<sup>th</sup> June, 2021

**For Jayamal Thakore & Co.**  
**Chartered Accountants**  
**Firm's Registration Number: 104098W**  
Sd/-  
**Anup Kumar Bhattacharjee**  
**Partner**  
**Membership number: 082184**  
**UDIN: 21082184AAAAAJ2133**

## ANNEXURE "B" TO THE INDEPENDENT AUDITORS REPORT

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

1. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) According to information and explanation given to us, during the year, the management conducted physical verification of certain fixed assets in accordance with its policy of physical verification in a phased manner. In our opinion, such frequency is reasonable having regard to the size of the Company and the nature of its fixed assets. As explained to us, the discrepancies noticed on physical verification as compared to book records maintained, were not material and have been properly dealt with in the books of account.
- (c) According to information and explanation given to us and the records examined by us and based on the examination of the registered conveyance deed provided to us, we report that, the title deeds, comprising all the immovable properties of buildings which are freehold as at the balance sheet date, are held in the name of the Company. In respect of immovable properties of land that have been taken on lease, the lease agreements are in the name of the Company, where the Company is the lessee in the agreement.
2. As per information and explanation given to us, this paragraph 3 (ii) of the Order is not applicable being company is a service provider and it has not made any inventory transaction during year.
3. According to the information and explanations given to us, during the year the Company has granted advance of Rs. 104.96 lakhs as on 31/03/2021 to its subsidiary company covered in the register maintained under section 189 of companies Act, 2013. The terms are not prejudicial to the Company's interest.
4. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of grant of loans, making investments and providing guarantees and securities, as applicable.
5. According to the information and explanations given to us, the Company has not accepted any deposit during the year and does not have any unclaimed deposits and hence reporting under clause 3(v) of the Order is not applicable.
6. The maintenance of cost records has not been specified by the Central Government under section 148 (1) of the Companies Act, 2013 for the business activities carried out by the Company. Thus reporting under clause 3 (vi) of the Order is not applicable to the Company.
7. According to the information and explanations given to us, in respect of statutory due:
  - (a) The company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employee's State Insurance, Income-tax, Goods and Service Tax, Customs Duty, cess and other material Statutory Dues applicable to it with the appropriate authorities.
  - (b) There were no undisputed amounts payable in respect of Provident fund, Employees' State Insurance, Goods and Service Tax, Customs Duty, cess and other material statutory dues in arrears except for TDS applicable under Income tax Act, 1961 as at March 31, 2021 for a period of more than six months from the date they became payable. Details of dues of TDS are as under:

| Name of the statute | Nature of Dues                              | Amount unpaid as on 30/09/2020 (in Rs.) | Amount unpaid as on 31/03/2021 (in Rs.) |
|---------------------|---|---|---|
| Income Tax Act      | Tax deducted at source on Rent              | 3,29,120                                | 1,01,724                                |
| Income Tax Act      | Tax deducted at source on Professional Fees | 16,58,401                               | 2,20,723                                |
| Income Tax Act      | Tax deducted at source on Salary            | 33,39,351                               | 7,12,152                                |

- (c) According to the records of the Company, except Income Tax dues no dues of Service tax, Duty of Customs, Excise Duty, Value Added tax, Goods and Service tax, cess which have not been deposited on account of disputes.

The particulars of dues of Income Tax outstanding as at March 31,2021 which have not been deposited on account of a dispute, are as follows:

| Name of the statute | Nature of Dues | Amount unpaid (in Rs.) | Period to which the amount relate | Forum where dispute is pending |
|---------------------|----------------|------------------------|-----------------------------------|--------------------------------|
| Income Tax Act      | Income Tax     | 1,04,86,430            | A.Y 2016-17                       | CIT (A)-8, Ahmedabad           |

8. According to the information and explanations given to us, the Company has not committed any default in repayment of dues to banks and financial institutions. The Company has not borrowed any funds by way of issue of debentures.
9. The Company has not raised any moneys by ways of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under Clause 3 (ix) of the Order is not applicable.
10. To the best of our knowledge and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the Management.
11. According to the information and explanations given to us, the Company has paid / provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.
12. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it, the provisions of 3 (xii) of the Order are not applicable to the Company.
13. In our opinion and according to the information and explanations given to us the Company is in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable 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 under review. Accordingly, the provisions of clause 3 (xiv) of the order are not applicable to the company.
15. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into non-cash transactions with its directors or persons connected with him and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
16. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act 1934.

Place: Ahmedabad  
Date: 30<sup>th</sup> June, 2021

**For Jayamal Thakore & Co.**  
**Chartered Accountants**  
**Firm's Registration Number: 104098W**  
**Sd/-**  
**Anup Kumar Bhattacharjee**  
**Partner**  
**Membership number: 082184**  
**UDIN: 21082184AAAAAJ2133**

# STANDALONE BALANCE SHEET AS AT MARCH 31, 2021

(Amount in Rs.)

| PARTICULARS                                       | Note No. | As At<br>March 31, 2021 | As At<br>March 31, 2020 |
|---|----------|-------------------------|-------------------------|
| <b>I. ASSETS</b>                                  |          |                         |                         |
| <b>Non-current assets</b>                         |          |                         |                         |
| Property, plant and equipment                     | 4        | 1,75,05,096             | 1,80,80,579             |
| Intangible asset under development                | 5        | 45,55,67,095            | 32,20,48,025            |
| Intangible Assets                                 | 5        | 3,34,45,955             | 3,70,37,781             |
| Financial Assets                                  |          |                         |                         |
| Investments                                       | 6        | 1,70,63,100             | 1,55,06,900             |
| Loans   | 7        | 44,00,000               | 44,00,000               |
| Other financial assets                            |          | -                       | -                       |
| Other non-current assets                          | 9        | 3,73,15,083             | 3,73,15,082             |
| <b>Total non-current assets</b>                   |          | <b>56,52,96,329</b>     | <b>43,43,88,367</b>     |
| <b>Current assets</b>                             |          |                         |                         |
| Financial assets                                  |          |                         |                         |
| Trade Receivables                                 | 10       | 16,16,71,161            | 11,94,09,615            |
| Cash and cash equivalents                         | 11       | 11,66,673               | 13,53,252               |
| Bank Balance other than Cash & Cash<br>Equivalent | 11       | 5,52,445                | 1,05,038                |
| Loans   | 7        | 1,26,66,065             | 94,80,511               |
| Other financial assets                            | 8        | 38,34,77,485            | 28,75,13,868            |
| Other current assets                              | 9        | 2,87,21,842             | 5,25,82,360             |
| <b>Total current assets</b>                       |          | <b>58,82,55,671</b>     | <b>47,04,44,644</b>     |
| <b>Total Assets</b>                               |          | <b>1,15,35,52,000</b>   | <b>90,48,33,011</b>     |
| <b>II. EQUITY AND LIABILITIES</b>                 |          |                         |                         |
| <b>Equity</b>                                     |          |                         |                         |
| Equity Share Capital                              | 12       | 9,88,39,036             | 9,88,39,036             |
| Other Equity                                      |          | 47,84,31,298            | 45,81,90,144            |
| <b>Total Equity</b>                               |          | <b>57,72,70,334</b>     | <b>55,70,29,180</b>     |
| <b>Liabilities</b>                                |          |                         |                         |
| Non Current Liabilities                           |          |                         |                         |
| Financial liabilities                             |          |                         |                         |
| (i) Borrowings                                    | 13       | 20,60,41,650            | 6,59,90,475             |
| Provisions  | 14       | 48,10,078               | 33,76,288               |
| <b>Total non-current liabilities</b>              |          | <b>21,08,51,728</b>     | <b>6,93,66,763</b>      |
| Current Liabilities                               |          |                         |                         |
| Trade payables                                    | 15       | 4,40,50,067             | 1,14,58,535             |
| Other financial liabilities                       | 16       | 19,62,56,280            | 14,55,59,948            |
| Borrowings  | 13       | 10,81,01,781            | 10,97,99,673            |
| Other Current liabilities                         | 17       | 1,11,22,156             | 49,27,858               |
| Provisions  | 14       | 2,37,809                | 1,49,408                |
| Deferred tax liabilities (net)                    | 18       | 56,61,845               | 65,41,646               |
| <b>Total current liabilities</b>                  |          | <b>36,54,29,938</b>     | <b>27,84,37,068</b>     |
| <b>Total Equity and Liabilities</b>               |          | <b>1,15,35,52,000</b>   | <b>90,48,33,011</b>     |

Significant accounting policies and notes to accounts 2  
The accompanying notes are an integral part of the financial statements

As per our report of even date

**For Jayamal Thakore & Co.**  
Chartered Accountants

Sd/-  
**Anup Kumar Bhattacharjee**  
(Partner)  
M. No: 082184  
Ahmedabad, June 30, 2021

Sd/-  
**Ramesh Sojitra**  
Managing Director  
DIN: 00016149

Sd/-  
**Kantilal V. Ladani**  
Director & CFO  
DIN: 00016171

**For and on behalf of the Board of Directors of**  
**Scanpoint Geomatics Limited**  
Sd/-  
**Chirag Soni**  
Whole Time Director  
DIN: 01684683

Sd/-  
**Shaili Mehta**  
Company Secretary  
M. NO: 42440  
Ahmedabad, June 30, 2021

# STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE PERIOD ENDED MARCH 31, 2021

(Amount in Rs.)

| PARTICULARS   | Note No. | 2020-2021           | 2019-2020           |
|---|----------|---------------------|---------------------|
| Revenue from operations   | 19       | 43,37,60,825        | 52,52,26,401        |
| Other Income  | 20       | 41,18,924           | 47,27,889           |
| <b>Total Income</b>   |          | <b>43,78,79,749</b> | <b>52,99,54,290</b> |
| Expenses  |          |                     |                     |
| Cost of Materials Consumed  | 21       | 16,66,02,703        | 23,57,97,966        |
| Employee benefits expense   | 22       | 7,71,31,466         | 8,26,25,250         |
| Finance Costs   | 23       | 1,77,68,895         | 1,78,14,443         |
| Travel Expenses   | 24       | 31,90,644           | 1,05,49,696         |
| Depreciation and amortization expense                                     | 4 & 5    | 94,58,783           | 87,75,339           |
| Other expense   | 24       | 13,62,17,834        | 14,93,47,647        |
| <b>Total Expense</b>  |          | <b>41,03,70,325</b> | <b>50,49,10,341</b> |
| <b>Profit before tax</b>  |          | <b>2,75,09,424</b>  | <b>2,50,43,949</b>  |
| Tax expense:  |          |                     |                     |
| Current tax   |          | 81,12,697           | 70,47,628           |
| Deferred tax  |          | (8,79,801)          | 5,66,872            |
| <b>Profit for the period</b>  |          | <b>2,02,76,528</b>  | <b>1,74,29,449</b>  |
| <b>Other Comprehensive Income</b>   |          |                     |                     |
| Items that will not be reclassified subsequently to profit or loss        |          |                     |                     |
| Remeasurement of the net defined liability/assets                         |          | (2,59,906)          | 2,64,499            |
| Equity instruments through other comprehensive income                     |          | 12,32,510           | 10,92,564           |
| Items that will be reclassified subsequently to profit or loss            |          | -                   | -                   |
| <b>Total Comprehensive income, net of tax</b>                             |          | <b>9,72,604</b>     | <b>13,57,063</b>    |
| <b>Total Comprehensive income for the period</b>                          |          | <b>2,12,49,132</b>  | <b>1,87,86,512</b>  |
| <b>Earning per equity share</b>   |          |                     |                     |
| Equity shares of par value Rs.2 each                                      |          | 4,94,19,518         | 4,94,19,518         |
| Basic (Rs.)   |          | 0.41                | 0.35                |
| Diluted (Rs.)   |          | 0.41                | 0.35                |
| Weighted average equity shares used in computing earning per equity share |          | 4,94,19,518         | 4,94,19,518         |
| significant accounting policies and notes to accounts                     | 2        |                     |                     |

The accompanying notes forms an integral part of the standalone financial statements

As per our report of even date

For and on behalf of the Board of Directors of  
Scanpoint Geomatics Limited

For Jayamal Thakore & Co.  
Chartered Accountants

Sd/-

Anup Kumar Bhattacharjee  
(Partner)  
M. No: 082184  
Ahmedabad, June 30, 2021

Sd/-

Ramesh Sojitra  
Managing Director  
DIN:00016149

Sd/-

Kantilal V. Ladani  
Director & CFO  
DIN: 00016171

Sd/-

Chirag Soni  
Whole Time Director  
DIN: 01684683

Sd/-

Shaili Mehta  
Company Secretary  
M. NO: 42440  
Ahmedabad, June 30, 2021

# STANDALONE CASH FLOW STATEMENT FOR THE PERIOD ENDED MARCH 31, 2021

(Amount in Rs.)

| PARTICULARS   | 2020-2021             | 2019-2020             |
|---|-----------------------|-----------------------|
| <b>A. Cash Flow from Operating Activities</b>                   |                       |                       |
| Net Profit/(Loss) before Tax                                    | <b>2,75,09,424</b>    | <b>2,50,43,949</b>    |
| <b>Adjustments for:</b>   |                       |                       |
| <b>Add:</b>   |                       |                       |
| Depreciation  | 94,58,783             | 87,75,339             |
| Interest Paid   | 1,77,68,895           | 1,78,14,443           |
| <b>Less:</b>  |                       |                       |
| Interest Received   | 37,74,006             | 26,64,684             |
| <b>Operating Profit/(Loss) before Working Capital Changes</b>   | <b>5,09,63,096</b>    | <b>4,89,69,047</b>    |
| <b>Adjustments for:</b>   |                       |                       |
| Trade Receivable  | (4,22,61,546)         | 2,54,52,826           |
| Loans   | (5,34,630)            | 2,22,94,813           |
| Other financial assets  | (9,59,63,617)         | 91,35,065             |
| Other non current assets  | (1)                   | 5,78,72,758           |
| Other Current Assets  | 2,43,26,031           | (19,16,04,880)        |
| Provisions  | 11,62,111             | 13,68,371             |
| Trade payables  | 3,25,91,532           | (2,43,81,504)         |
| Other financial liabilities                                     | 4,25,83,635           | 2,20,82,713           |
| Other current liabilities                                       | 61,94,298             | (30,63,315)           |
| <b>Cash Generated from Operation</b>                            | <b>1,90,60,910</b>    | <b>(3,18,74,106)</b>  |
| <b>Income tax Paid</b>  |                       |                       |
| <b>Net Cash Generated by operating activities</b>               | <b>1,90,60,910</b>    | <b>(3,18,74,106)</b>  |
| <b>B. Cash Flow from Investing Activities</b>                   |                       |                       |
| Intangible Asset under development                              | (13,35,19,070)        | (11,34,76,936)        |
| Acquisition of property, plant and equipment                    | (52,91,474)           | (67,69,883)           |
| <b>Net Cash used in Investing Activities</b>                    | <b>(13,88,10,544)</b> | <b>(12,02,46,819)</b> |
| <b>C. Cash Flow from Financing Activities</b>                   |                       |                       |
| Interest Received   | 37,74,006             | 26,64,684             |
| Proceeds from issue of share capital (incl. securities premium) | (16,97,007)           | 9,67,23,724           |
| Borrowing   | 13,83,53,283          | 7,41,06,055           |
| <b>Less:</b>  |                       |                       |
| Loan to subsidiary  | 26,50,924             | 25,64,500             |
| Interest paid   | 1,77,68,895           | 1,78,14,443           |
| <b>Net Cash used in Financing Activities</b>                    | <b>12,00,10,463</b>   | <b>15,31,15,520</b>   |
| <b>Net Increase in Cash and Cash Equivalents</b>                | <b>2,60,828</b>       | <b>9,94,595</b>       |
| <b>Cash and Cash Equivalent as at 31-3-2020</b>                 | <b>14,58,290</b>      | <b>4,63,695</b>       |
| <b>Cash and Cash Equivalent as at 31-3-2021</b>                 | <b>17,19,118</b>      | <b>14,58,290</b>      |

## NOTES

Previous year's figure has been regrouped/rearranged wherever necessary to conform to current year's classification.  
As per our attached report of even date

For and on behalf of the Board of Directors of  
Scanpoint Geomatics Limited

For Jayamal Thakore & Co.  
Chartered Accountants

Sd/-  
Ramesh Sojitra  
Managing Director  
DIN:00016149

Sd/-  
Chirag Soni  
Whole Time Director  
DIN: 01684683

Sd/-  
Anup Kumar Bhattacharjee  
(Partner)  
M. No: 082184  
Ahmedabad, June 30, 2021

Sd/-  
Kantilal V. Ladani  
Director & CFO  
DIN: 00016171

Sd/-  
Shaili Mehta  
Company Secretary  
M. NO: 42440  
Ahmedabad, June 30, 2021

**Statement of Changes in Equity**

**F.Y. 2019-20**

**(Amount in Rs.)**

| Particulars  | Equity Share Capital | OTHER EQUITY               |                    |                            |                  |   | Total equity attributable to equity holders of the company |   |             |
|--|----------------------|----------------------------|--------------------|----------------------------|------------------|---|--|---|-------------|
|  |                      | Reserves and Surplus       |                    | Other Comprehensive Income |                  |   |  |   |             |
|  |                      | Securities Premium Reserve | Retained Earnings  | Capital Reserve            | General Reserve  | Equity instruments through other comprehensive income |  | Other items of other comprehensive income |             |
| Balance as on April 1, 2019  | 9,01,71,398          | 25,95,63,884               | 7,85,57,376        | 1,65,44,664                | 11,63,292        | (36,21,420)   | 995  | 44,23,90,189                              |             |
| Changes in the equity for the year ended March 31, 2020                  |                      |                            |                    |                            |                  |   |  |   |             |
| Increase in share capital/Securities Premium on account of Rights issue  | 86,67,638            | 9,10,10,199                | -                  | -                          | -                | -   | -  | -   | 9,96,77,837 |
| Pre-operative issue expenses   | -                    | (29,54,113)                | -                  | -                          | -                | -   | -  | -   | (29,54,113) |
| Equity instruments through other comprehensive income, net of tax effect | -                    | -                          | -                  | -                          | -                | 10,92,564   | -  | -   | 10,92,564   |
| Prior Period Item Adjustments  | -                    | -                          | (8,61,245)         | -                          | -                | -   | -  | -   | (8,61,245)  |
| Remeasurement of the net defined benefit liability, net of tax effect    | -                    | -                          | -                  | -                          | -                | -   | -  | 2,64,499                                  | 2,64,499    |
| Profit for the period  | -                    | -                          | 1,74,29,449        | -                          | -                | -   | -  | -   | 1,74,29,449 |
| <b>Balance as on March 31, 2020</b>                                      | <b>9,88,39,036</b>   | <b>34,76,19,970</b>        | <b>9,51,25,580</b> | <b>1,65,44,664</b>         | <b>11,63,292</b> | <b>(25,28,856)</b>                                    | <b>2,65,494</b>  | <b>55,70,29,180</b>                       |             |

**Statement of Changes in Equity**

**F.Y. 2020-21**

**(Amount in Rs.)**

| Particulars  | Equity Share Capital | OTHER EQUITY               |                     |                            |                  |   | Total equity attributable to equity holders of the company |   |             |
|--|----------------------|----------------------------|---------------------|----------------------------|------------------|---|--|---|-------------|
|  |                      | Reserves and Surplus       |                     | Other Comprehensive Income |                  |   |  |   |             |
|  |                      | Securities Premium Reserve | Retained Earnings   | Capital Reserve            | General Reserve  | Equity instruments through other comprehensive income |  | Other items of other comprehensive income |             |
| Balance as on April 1, 2020  | 9,88,39,036          | 34,76,19,970               | 9,51,25,580         | 1,65,44,664                | 11,63,292        | (25,28,856)   | 2,65,494   | 55,70,29,180                              |             |
| Changes in the equity for the year ended March 31, 2021                  |                      |                            |                     |                            |                  |   |  |   |             |
| Increase in share capital/Securities Premium on account of Rights issue  | -                    | -                          | -                   | -                          | -                | -   | -  | -   | -           |
| Pre-operative issue expenses   | -                    | (16,97,007)                | -                   | -                          | -                | -   | -  | -   | (16,97,007) |
| Equity instruments through other comprehensive income, net of tax effect | -                    | -                          | -                   | -                          | -                | 12,32,510   | -  | -   | 12,32,510   |
| Prior Period Item Adjustments  | -                    | -                          | 6,89,029            | -                          | -                | -   | -  | -   | 6,89,029    |
| Remeasurement of the net defined benefit liability, net of tax effect    | -                    | -                          | -                   | -                          | -                | -   | -  | (2,59,906)                                | (2,59,906)  |
| Profit for the period  | -                    | -                          | 2,02,76,528         | -                          | -                | -   | -  | -   | 2,02,76,528 |
| <b>Balance as on March 31, 2021</b>                                      | <b>9,88,39,036</b>   | <b>34,59,22,963</b>        | <b>11,60,91,137</b> | <b>1,65,44,664</b>         | <b>11,63,292</b> | <b>(12,96,346)</b>                                    | <b>5,588</b>   | <b>57,72,70,334</b>                       |             |

# NOTES FORMING PART OF FINANCIAL STATEMENTS

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## 1. **CORPORATE INFORMATION**

The Scanpoint Geomatics Limited is a public company incorporated under the provisions of the Companies Act, 1956. Its shares are listed on Bombay Stock Exchange. The Company is engaged in the business of GIS based software development and sales.

## 2. **SIGNIFICANT ACCOUNTING POLICIES**

### 2.1 BASIS OF PREPARATION & PRESENTATION OF FINANCIAL STATEMENTS

#### a) **Statement of Compliance**

These standalone financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") as prescribed under section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules as amended from time to time.

#### b) **Basis of measurement**

The financial statements have been prepared on a historical cost convention and on an accrual basis, except for certain financial instruments which are measured at fair value at end of the each reporting period, as explained in the accounting policies below.

#### c) **Use of judgment, estimates and assumptions**

The preparation of the financial statements in conformity with Ind AS requires the management to make judgments, estimates and assumptions considered in the reported amounts of assets and liabilities and disclosure relating to contingent liabilities as at the date of financial statement and the reported amounts of income and expenditure during the reported year. Estimates and underlying assumptions are reviewed on a periodic basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

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

#### i) **Income taxes**

The Company's major tax jurisdiction is India. Significant judgments are involved in determining the provision for income taxes, including amount expected to be paid/recovered for uncertain tax positions. In assessing the reliability of deferred income tax assets, management considers whether some portion or all of the deferred income tax assets will not be realized. The realization of deferred income tax assets is dependent upon the generation of future taxable income during the periods in which the temporary differences become deductible. Management considers the scheduled reversals of deferred income tax liabilities, projected future taxable income and tax planning strategies in making this assessment. Based on the level of historical taxable income and projections for future taxable income over the periods in which the deferred income tax assets are deductible, management believes that the company will realize the benefits of those deductible differences. The amount of the deferred income tax assets considered realizable, however, could be reduced in the near term if estimates of future taxable income during the carry forward period are reduced.

#### ii) **Impairment testing**

Investments in subsidiaries, goodwill and intangible assets are tested for impairment annually and when events occur or changes in circumstances indicate that the recoverable amount of the asset or cash generating units to which these pertain is less than its carrying value. The recoverable amount of cash generating units is higher of value-in-use and fair value less cost to dispose. The calculation of value in use of a cash generating unit involves use of significant estimates and assumptions which includes turnover and earnings multiples, growth rates and net margins used to calculate projected future cash flows, risk-adjusted discount rate, future economic and market conditions.

iii) **Depreciation and amortisation**

Depreciation and amortization is based on management estimates of the future useful lives of certain class of property, plant and equipment and intangible assets. Estimates may change due to technological developments, competition, changes in market conditions and other factors and may result in changes in the estimated useful life and in the depreciation and amortization charges.

iv) **Other estimates**

The preparation of financial statements involves estimates and assumptions that affect the reported amount of assets, liabilities, disclosure of contingent liabilities at the date of financial statements and the reported amount of revenues and expenses for the reporting period. Specifically, the Company estimates the probability of collection of accounts receivable by analyzing historical payment patterns, customer concentrations, customer credit worthiness and current economic trends. If the financial condition of a customer deteriorates, additional allowances may be required.

The stock compensation expense is determined based on the Company's estimate of equity instruments that will eventually vest.

Fair valuation of derivative hedging instruments designated as cash flow hedges involves significant estimates relating to the occurrence of forecast transaction.

v) **Estimation of uncertainties relating to the global health pandemic COVID-19:**

The management has considered the possible effects, if any, that may result from the pandemic relating to Covid 19 on the carrying amounts of receivables. In making the assumptions and estimates relating to the uncertainties as at the Balance sheet date in relation to recoverable amounts of these assets, the management has considered the global economic conditions prevailing at the date of approval of these financial statements and has used internal and external sources of Information to the extent determined by it. The actual outcome of these assumptions and estimates may vary in the future due to the impact of the pandemic.

## 2.2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

a) **Functional and presentation currency**

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates (i.e. the "functional currency"). The financial statements are presented in Indian Rupee, the national currency of India, which is the functional currency of the Company.

b) **Investment In Subsidiaries, Associate And Joint Venture**

Investment in subsidiary companies, associate and joint venture companies are carried at cost less accumulated impairment losses, if any. Where an indication of Impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in subsidiary companies, associate and joint venture companies, the difference between net disposal of proceeds and the carrying amounts are recognized in the statement of Profit and Loss.

c) **Property, plant and equipment**

Property, plant and equipment are measured at historical cost or its deemed cost less accumulated depreciation and impairment losses, if any. Historical Cost includes expenditures directly attributable to the acquisition of the asset.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment. Subsequent expenditure relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the Company and the cost of the item can

be measured reliably. Repairs and maintenance costs are recognized in the statement of profit and loss when incurred.

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 the 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 recognized in the Statement of Profit and Loss.

**d) Capital work-in-progress**

Amounts paid towards the acquisition of property, plant and equipment outstanding as of each reporting date and the cost of property, plant and equipment not ready for intended use before such date are disclosed under capital advances and capital work-in-progress respectively.

**e) Depreciation/ Amortisation**

Depreciable amount for assets is the cost of asset less its estimated residual value.

Depreciation has been provided on all assets on the straight line method, as per the useful life prescribed in Schedule II of the Companies Act, 2013.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate. The Company assesses at each Balance Sheet date whether there is objective evidence that an asset or a group of assets is impaired. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

The residual values are not more than 5% of the original cost of assets.

**f) Leases**

From April 1, 2019, Ind AS 116 'Leases' is applicable to all the listed companies. Ind AS 116 has certain exemptions from the application of Ind AS - 116:

**i) Short Term Leases**

A lease that at the commencement date, has a lease term of 12 months or less. However, a lease that contains an option to purchase the asset is not a short-term lease.

- 1) The election for short-term leases shall be made by class of underlying asset to which the right of use relates and can be made on a lease-by-lease basis.

**ii) Leases for low value assets**

An underlying asset can be of low value only if:

- 1) The lessee can benefit from use of the underlying asset on its own or together with other resources that are readily available to the lessee; and
- 2) The underlying asset is not highly dependent on, or highly interrelated with, other assets.
  - Examples of low-value underlying assets can include tablet and personal computers, small items of office furniture and telephones.
  - When new, if the asset is typically not of low value, the lease of such asset does not qualify as a lease of a low-value asset.
  - If a lessee subleases an asset, or expects to sublease an asset, the head lease does not qualify as a lease of a low-value asset.

- The assessment of whether an underlying asset is of low value is performed on an absolute basis. Leases of low-value assets qualify for recognition exemption regardless of whether those leases are material to the lessee. The assessment is not affected by the size, nature or circumstances of the lessee.

#### **Accounting for short term and low value asset leases**

If a lessee elects to opt for the recognition exemption for either short-term leases or leases for which the underlying asset is of low value, the lessee shall recognize the lease payments associated with those leases as an expense on either a straight-line basis over the lease term or another systematic basis.

According to information and explanation provided to us, all the lease agreements of company are short term lease agreements so application of new Ind AS – 116 ‘Leases’ is not applicable to us.

#### **g) Financial Instruments**

All financial instruments are recognized initially at fair value. Transaction costs that are attributable to the acquisition of the financial asset (other than financial assets recorded at fair value through profit or loss) are included in the fair value of the financial assets. Purchase or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trade) are recognized on trade date. While, loans and borrowings and payables are recognized as net cost of directly attributable transaction costs.

For the purpose of subsequent measurement, financial instruments of the Company are classified in the following categories: non-derivative financial assets comprising amortized cost, debt instruments at fair value through other comprehensive income (FVTOCI), equity instruments at FVTOCI or fair value through profit and loss account (FVTPL), non-derivative financial liabilities at amortized cost or FVTPL and derivative financial instruments (under the category of financial assets or financial liabilities) at FVTPL.

The classification of financial instruments depends on the objective of the business model for which it is held. Management determines the classification of its financial instruments at initial recognition.

#### **Non-derivative financial assets**

##### **i) Financial assets at amortised cost**

A financial asset shall be measured at amortized cost if both of the following conditions are met:

- The financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

They are presented as current assets, except for those maturing later than 12 months after the reporting date which are presented as non-current assets. Financial assets are measured initially at fair value plus transaction costs and subsequently carried at amortized cost using the effective interest rate method, less any impairment loss.

Financial assets at amortized cost are represented by trade receivables, security deposits, cash and cash equivalents, employee and other advances and eligible current and non-current assets.

Cash and cash equivalents comprise cash on hand and in banks and demand deposits with banks which can be withdrawn at any time without prior notice or penalty on the principal.

For the purposes of the cash flow statement, cash and cash equivalents include cash on hand, in banks and demand deposits with banks, net of outstanding bank overdrafts that are repayable on demand, book overdraft and are considered part of the Company’s cash management system.

ii) **Financial Assets at Fair Value through Other Comprehensive Income (FVTOCI)**

For assets, if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and where the company has exercised the option to classify the equity investment as at FVTOCI, all fair value changes on the investment are recognized in OCI. The accumulated gains or losses on such investments are not recycled to the Statement of Profit and Loss even on sale of such investment.

iii) **Financial assets at Fair Value through Profit and loss (FVTPL)**

A financial asset which is not classified in any of the above category is measured at FVTPL. These include surplus funds invested in mutual funds etc.

Financial assets included within the FVTPL category are measured at fair values with all changes recorded in the statement of profit and loss.

**Non-derivative financial liabilities**

i) **Financial liabilities at amortized cost.**

Financial liabilities at amortized cost represented by borrowings, trade and other payables are initially recognized at fair value, and subsequently carried at amortized cost using the effective interest rate method. For trade and other payable maturing within one year from the Balance Sheet date, the carrying value approximates fair value due to short maturity.

ii) **Financial liabilities at Fair Value through Profit and loss (FVTPL)**

Financial liabilities at FVTPL represented by contingent consideration are measured at fair value with all changes recognized in the statement of profit and loss.

iii) **Derivative financial instruments and hedging activities**

A derivative is a financial instrument which changes value in response to changes in an underlying asset and is settled at a future date. Derivatives are initially recognized at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. The method of recognizing the resulting gain or loss depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged.

The Company enters into derivative contracts to hedge the risks asserted with currency fluctuations relating to firm commitments and highly probable transactions. The Company does not use derivative instruments for speculative purposes.

The Company documents, at the inception of the transaction, the relationship between hedging instruments and hedged items, as well as its risk management objectives and strategy for undertaking various hedging transactions. The Company also documents its assessment, both at hedge inception and on an on-going basis, of whether the derivatives that are used in hedging transactions are effective in offsetting changes in cash flows of hedged items.

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognized in Other Comprehensive Income. The ineffective portion of changes in the fair value of the derivative is recognized in the Statement of Profit and Loss.

Amounts accumulated in hedging reserve are reclassified to the Statement of Profit and Loss in the periods when the hedged item affects the Statement of Profit and Loss.

The full fair value of a hedging derivative is classified as a current/ non-current, asset or liability based on the remaining maturity of the hedged item.

When a hedging instrument expires, swapped or unwound, or when a hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss existing in Statement of Changes in Equity is recognized in the Statement of Profit and Loss.

iv) **Offsetting financial instruments**

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

v) **Fair value measurement**

The Company classifies the fair value of its financial instruments in the following hierarchy, based on the inputs used in their valuation:

- i) Level 1 - The fair value of financial instruments quoted in active markets is based on their quoted closing price at the Balance Sheet date.
- ii) Level 2 - The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques using observable market data. Such valuation techniques include discounted cash flows, standard valuation models based on market parameters for interest rates, yield curves or foreign exchange rates, dealer quotes for similar instruments and use of comparable arm's length transactions.
- iii) Level 3 - The fair value of financial instruments that are measured on the basis of entity specific valuations using inputs that are not based on observable market data (unobservable inputs). When the fair value of unquoted instruments cannot be measured with sufficient reliability, the Company carries such instruments at cost less impairment, if applicable.

h) **Employee Benefits**

i) **Short term employee benefits:**

Short Term benefits are recognized as an expense at the undiscounted amounts in the Statement of Profit and Loss of the year in which the related service is rendered.

ii) **Post employment benefits:**

• **Defined contribution plan:**

The Employee and Company make monthly fixed Contribution to Government of India Employee's Provident Fund equal to a specified percentage of the Cover employee's salary, Provision for the same is made in the year in which service are render by employee.

• **Defined benefit plans:**

The Liability for Gratuity to employees, which is a defined benefit plan, as at Balance Sheet date determined on the basis of actuarial Valuation based on Projected Unit Credit method and the contribution thereof paid/payable is absorbed in the accounts.

The present value of the defined benefit obligations is determined by discounting the estimated future cash flows at a predetermined rate of interest, taking into account the probability of payment. This cost is included in employee benefit expenses in the statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in balance sheet. Changes in present value of the defined benefit obligation resulting from plan amendment or curtailments are recognized immediately in profit or loss as past service cost.

iii) **Other long term employee benefits:**

Other long term employee benefits comprises of leave encashment towards un-availed leave and compensated absences, these are recognized based on the present value of defined obligation which is computed using the project unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. These are accounted either as current employee cost or included in cost of assets as permitted.

Remeasurement of leave encashment towards un-availed leave and compensated absences are recognized in the statement of profit and loss except those included in cost of assets as permitted in the period which they occur.

i) **Provisions**

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

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

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

j) **Income Taxes**

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

i) **Current income tax** -Current income tax liability/ (asset) for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities based on the taxable income for the year. The tax rates and tax laws used to compute the current tax amount are those that are enacted or substantively enacted by the reporting date and applicable for the year. The Company off sets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis or to realize the asset and liability simultaneously.

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

Deferred income tax asset is recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilized. Deferred income tax liabilities are recognized for all taxable temporary differences.

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

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

## INCOME TAX

**A) Major Components of Deferred Tax Liabilities /(Assets) arriving on account of timing difference are as follow:**

| As at 31st March 2021   |                        |                         |                               |                   |                        | (Rs.) |
|---|------------------------|-------------------------|-------------------------------|-------------------|------------------------|-------|
| Particulars   | As at 31st March, 2020 | Availment of MAT Credit | Recognised in profit and loss | Recognised in OCI | As at 31st March, 2021 |       |
| Fixed assets :- Impact of difference between WDV as per Income Tax Act and as per books of accounts | 56,03,988              | -                       | (97,505)                      | -                 | 55,06,483              |       |
| Fair Value on Unquoted Investment   | -                      | -                       | -                             | -                 | -                      |       |
| Pre- Operative Right Issue Exp  | -                      | -                       | (10,84,486)                   | -                 | (10,84,486)            |       |
| Expense Allowable for Tax on payment  | 9,37,658               | -                       | 3,02,190                      | -                 | 12,39,848              |       |
| Carried Forward Capital Loss FY 2018-19   | -                      | -                       | -                             | -                 | -                      |       |
| <b>Total</b>  | <b>65,41,646</b>       | <b>-</b>                | <b>(8,79,801)</b>             | <b>-</b>          | <b>56,61,845</b>       |       |
| As at 31st March 2020   |                        |                         |                               |                   |                        | (Rs.) |
| Particulars   | As at 31st March, 2019 | Availment of MAT Credit | Recognized in profit and loss | Recognized in OCI | As at 31st March, 2020 |       |
| Fixed assets :- Impact of difference between WDV as per Income Tax Act and as per books of accounts | 52,82,597              | -                       | 3,21,391                      | -                 | 56,03,988              |       |
| Fair Value on Unquoted Investment   | -                      | -                       | -                             | -                 | -                      |       |
| MAT Credit Entitlement  | -                      | -                       | -                             | -                 | -                      |       |
| Expense Allowable for Tax on payment  | 6,92,177.              | -                       | 2,45,481.                     | -                 | 9,37,658.              |       |
| Carry Forward Capital Losses  | -                      | -                       | -                             | -                 | -                      |       |
| <b>Total</b>  | <b>59,74,774.</b>      | <b>-</b>                | <b>5,66,872</b>               | <b>-</b>          | <b>65,41,646.</b>      |       |

| Particulars   | Amount as at 31st March, 2021<br>(in Rs.) | Amount as at 31st March, 2020<br>(in Rs.) |
|---|---|---|
| <b>(B) Income Taxes</b>   |   |   |
| <b>Major component of Tax expenses for the year are as under</b>                              |   |   |
| <b>(i) Income tax recognized in the Statement of Profit and Loss</b>                          |   |   |
| Current Tax   | 81,12,697                                 | 70,47,628                                 |
| Income Tax for Prior years  |   | -   |
| Deferred Tax  | (8,79,801)                                | 5,66,872                                  |
|   | <b>72,32,896</b>                          | <b>76,14,500</b>                          |
| <b>(ii) Income tax recognised in OCI</b>  |   |   |
| Income tax expenses on remeasurement of defined employee benefits plans                       | 1,00,174                                  | 1,01,945                                  |
| Income Tax expenses on remeasurement of financial instruments                                 | (3,23,690)                                | 2,86,936                                  |
|   | <b>(2,23,516)</b>                         | <b>3,88,881</b>                           |
|   | <b>70,09,380</b>                          | <b>80,03,381</b>                          |
| <b>C) Reconciliation of Tax expenses and the accounting profit for the year is as under :</b> |   |   |
| Profit before tax   | <b>2,75,09,424</b>                        | <b>2,50,43,949</b>                        |
| Income Tax exp  | <b>81,12,697</b>                          | <b>70,47,628</b>                          |
| <b>Total</b>  | <b>81,12,697</b>                          | <b>70,47,628</b>                          |

k) **Cash flow Statement**

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

## **i) Revenue Recognition**

The Company derives revenue primarily from software development and from the licensing of software products. The Company recognizes revenue when it transfers control over a product or a service to a customer. The method for recognizing revenues and costs depends on the nature of the services rendered.

The timing of revenue recognition, billings and cash collections results in receivables, unbilled revenue, and unearned revenue on the Company's Balance Sheet. Amounts are billed as work progresses in accordance with agreed-upon contractual terms, either at periodic intervals (e.g., monthly or quarterly) or upon achievement of contractual milestones.

The Company's receivables are rights to consideration that are unconditional. Unbilled revenues comprising revenues in excess of billings from time and material contracts and fixed-price maintenance contracts are classified as financial asset when the right to consideration is unconditional and is due only after a passage of time.

Invoicing to the clients for other fixed-price contracts is based on milestones as defined in the contract and therefore the timing of revenue recognition is different from the timing of invoicing to the customers. Therefore unbilled revenues for other fixed-price contracts (contract asset) are classified as "non-financial asset" because the right to consideration is dependent on completion of contractual milestones. Invoicing in excess of earnings is classified as "unearned revenue".

During the current financial year, unbilled revenues worth Rs. 76.27 lakhs has been reversed which have been shown as sales during previous financial years.

Trade receivables and unbilled revenues are presented net of impairment in the Balance Sheet. During the years ended March 31, 2021 and March 31, 2020, Rs. 5.73 crore and Rs. 4.15 crores of unbilled revenue pertaining to other fixed price and fixed time frame contracts as of April 1, 2020 and April 1, 2019, respectively has been reclassified to "trade receivables" upon billing to customers on completion of milestones.

### **Remaining performance obligation disclosure:**

The remaining performance obligation disclosure provides the aggregate amount of the transaction price yet to be recognized as at the end of the reporting period and an explanation as to when the Company expects to recognize these amounts in revenue. Applying the practical expedient as given in Ind AS 115, the Company has not disclosed the remaining performance obligation-related disclosures for contracts where the revenue recognized corresponds directly with the value to the customer of the entity's performance completed to date, typically those contracts where invoicing is on time and material and unit of work-based contracts. Remaining performance obligation estimates are subject to change and are affected by several factors, including terminations, changes in the scope of contracts, periodic revalidations, and adjustment for revenue that has not materialized and adjustments for currency.

#### **i) Time and materials contracts**

Revenues from contracts priced on a time and material basis are recognized as the related services are performed and related costs are incurred.

#### **ii) Fixed-price contracts**

Revenues from fixed-price contracts are recognized using the "percentage-of-completion" method. Percentage of completion is determined based on project costs incurred to date as a percentage of total estimated project costs required to complete the project. The cost expended (or input) method has been used to measure progress towards completion as there is a direct relationship between input and productivity.

If the Company does not have a sufficient basis to measure the progress of completion or to estimate the total contract revenues and costs, revenue is recognized only to the extent of contract cost incurred for which recoverability is probable.

When total cost estimates exceed revenues in an arrangement, the estimated losses are recognized in the statement of profit and loss in the period in which such losses become probable based on the current contract estimates.

ii) **Maintenance Contracts**

Revenue from maintenance contracts is recognized ratably over the period of the contract using the "percentage-of-completion" method. When services are performed through an indefinite number of repetitive acts over a specified period of time, revenue is recognized on a straight line basis over the specified period or under some other method that better represents the stage of completion.

'Unbilled revenues' represent cost and earnings in excess of billings as at the end of the reporting period.

'Unearned revenues' represent billing in excess of revenue recognized. Advance payments received from customers for whom no services are rendered are presented as 'Advance from customers'.

During the current financial year, Unbilled revenues worth Rs. 76.27 lakhs has been reversed which have been shown as sales during previous financial years.

Revenues are reported net of Sales returns, GST and applicable discounts and allowances.

(Amount in Rs.)

| REVENUE FROM OPERATIONS   |                     |                     |
|---|---------------------|---------------------|
| Particulars   | Year<br>2020-2021   | Year<br>2019-2020   |
| <b>(a) Sale of products</b>   |                     |                     |
| GiS Product and Other Ancillary   | 17,15,33,564        | 23,74,66,181        |
|   | <b>17,15,33,564</b> | <b>23,74,66,181</b> |
| <b>(b) Sale of Services</b>   |                     | -                   |
| Gis Software Solutions and Customization                                      | 26,22,27,261        | 28,77,60,220        |
|   | <b>26,22,27,261</b> | <b>28,77,60,220</b> |
|   | <b>43,37,60,825</b> | <b>52,52,26,401</b> |
| Particulars   | Year<br>2020-2021   | Year<br>2019-2020   |
| <b>Revenue from contracts with customers disaggregated based on geography</b> |                     |                     |
| a. Domestic   | 43,37,60,825        | 52,52,26,401        |
| b. Exports  | -                   | -                   |
| <b>Total Revenue from Operation</b>   | <b>43,37,60,825</b> | <b>52,52,26,401</b> |
| <b>(c) Reconciliation of gross revenue from contracts with customers</b>      | -                   | -                   |
| <b>Gross Revenue</b>  | <b>43,37,60,825</b> | <b>52,52,26,401</b> |

|  |                           |                           |
|--|---------------------------|---------------------------|
| <b>Less : Commission&amp; Discount</b>                           | -                         | -                         |
| <b>Less : Return/Rejection/Shortage/Deduction</b>                | -                         | -                         |
| <b>Less: Deduction for Rework/Rectification/Price Difference</b> | -                         | -                         |
| <b>Net revenue recognized from contracts with customers</b>      | <b>43,37,60,825</b>       | <b>52,52,26,401</b>       |
| <b>(b) Sale of Services</b>                                      |                           | -                         |
| <b>OTHER INCOME</b>  |                           |                           |
| <b>Particulars</b>   | <b>Year<br/>2020-2021</b> | <b>Year<br/>2019-2020</b> |
| <b>a) Interest income</b>  |                           |                           |
| i. On Deposit with Banks   | 37,74,006                 | 26,64,684                 |
| <b>c) Other Receipts</b>   |                           |                           |
| i. Others  | 3,44,919                  | 5,81,148                  |
| <b>d) Other gain and losses</b>                                  | -                         |                           |
| i. Net gain on foreign currency transaction                      | -                         | 14,82,056                 |
|  | <b>41,18,925</b>          | <b>47,27,888</b>          |

**m) Dividend and dividend distribution tax**

Final dividends on shares are recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors. The Company declares and pays dividends in Indian rupees and is subject to applicable distribution taxes. The applicable distribution taxes are treated as an appropriation of profits.

**n) Foreign Currency transactions and translations**

Transactions in foreign currency are translated into the respective functional currencies using the exchange rates prevailing at the dates of the respective transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at the exchange rates prevailing at reporting date of monetary assets and liabilities denominated in foreign currencies are recognized in the Statement of Profit and Loss and reported within foreign exchange gains/ (losses).

Non-monetary assets and liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of transaction.

Foreign currency gains and losses are reported on a net basis. This includes changes in the fair value of foreign exchange derivative instruments, which are accounted at fair value through profit or loss.

**o) Finance Income and expense**

Finance income consists of interest income on funds invested, dividend income and fair value gains on the FVTPL financial assets. Interest income is recognized as it accrues in the statement of profit and loss, using the effective interest method.

Dividend income is recognized in the statement of profit and loss on the date that the Company's right to receive payment is established.

Finance expenses consist of interest expense on loans and borrowings. Borrowing costs are recognized in the Statement of Profit and Loss using the effective interest method.

**p) Impairment**

**i) Financial assets**

In accordance with Ind AS 109, the Company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss.

The Company assesses at each Balance Sheet date whether a financial asset or a group of financial assets is impaired. The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivable and unbilled revenue. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. The Company recognizes lifetime expected credit losses for all trade receivables and/or other contract assets that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the 12 month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

ECL allowance (or reversal) is recognized as income / expense in the Statement of Profit and Loss.

**ii) Non-financial assets**

The Company assesses at each reporting date whether there is any objective evidence that a non-financial asset or a group of non financial assets is impaired. If any such indication exists, the Company estimates the amount of impairment loss.

An impairment loss is calculated as the difference between an asset's carrying amount and recoverable amount. Losses are recognized in Statement of Profit and Loss and reflected in an allowance account. If the amount of impairment loss subsequently decreases and the decrease can be related objectively to an event occurring after the impairment was recognized, then the previously recognized impairment loss is reversed through Statement of Profit and Loss.

The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net off any accumulated depreciation/amortization) had no impairment loss been recognized for the asset in prior years.

The recoverable amount of an asset or cash-generating unit (as defined below) is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assessor groups of assets (the "cash-generating unit").

**q) Earnings per share**

Basic earnings per equity share are computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares outstanding during the period.

Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares). Dilutive potential equity shares are deemed converted as at the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

**r) Contingent Liabilities**

Contingent liabilities exist when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company, or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required or the amount cannot be reliably estimated. Contingent liabilities are appropriately disclosed unless the possibility of an outflow of resources embodying economic benefits is remote.

**s) Contingent Assets**

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity. The Company does not recognize a contingent asset.

**t) Events after the reporting period**

Adjusting events are events that provide further evidence of conditions that existed at the end of the reporting period. The financial statements are adjusted for such events before authorization for issue. Non-adjusting events are events that are indicative of conditions that arose after the end of the reporting period. Non-adjusting events after the reporting date are not accounted, but disclosed.

**u) Intangible Assets**

Intangible assets are measured on initial recognition at cost (net of recoverable taxes, if any). Subsequently, intangible assets are carried out at cost less any accumulated amortization and accumulated impairment losses, if any.

The gain or loss arising on the disposal or retirement of an intangible asset is determined as the difference between net disposal proceeds and the carrying amount of the asset and is recognized as income or expenses in the Statement of Profit and Loss in the year of disposal.

**v) Borrowing Costs**

Borrowing costs include interest and amortization of ancillary costs incurred to the extent they are regarded as an adjustment to the interest cost. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the Statement of Profit and Loss over the tenure of the loan. Borrowing costs, allocated to and utilized for qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset up to the date of capitalization of such asset is added to the cost of the assets. Capitalizations of borrowing costs is suspended and charged to the Statement of Profit and Loss during extended periods when active development activity on the qualifying assets is interrupted. During the year company has not capitalized any borrowing cost.

**w) Rounding of amounts**

All amounts disclosed in the financial statements and notes have been rounded off to the nearest rupees as per the requirement of Schedule III, unless otherwise stated.

**x) Goods & Service Tax**

GST credit on materials purchased for production / service availed for production / input service are taken into account at the time of purchase and GST credit on purchase of capital items wherever applicable are taken into account as and when the assets are acquired.

The GST credits so taken are utilized for payment of excise duty/GST on sales. The unutilized GST credit is carried forward in the books. The GST credits so taken are utilized for payment of tax on goods sold. The unutilized GST credit is carried forward in the books.

**3. Equity shares movement during the year ended March 31, 2021**

The Company has not issued any equity shares during the current financial year.

**NOTE 4 PROPERTY PLANT AND EQUIPMENT**

(Amount in Rs.)

| Particulars                             | Building         | Plant and Equipment | Furniture and Fixtures | Vehicles         | Office Equipment | Computer and Peripheral | Electric Installation | Total              |
|---|------------------|---------------------|------------------------|------------------|------------------|-------------------------|-----------------------|--------------------|
| <b>Year Ended March 31, 2020</b>        |                  |                     |                        |                  |                  |                         |                       |                    |
| Gross Carrying amount                   | 13,40,578        | 51,24,809           | 59,78,564              | 11,94,843        | 10,34,508        | 55,06,430               | 12,74,688             | 2,14,54,420        |
| Additions                               | -                | 4,35,641            | 2,07,211               | -                | 1,06,064         | 53,94,647               | 3,82,642              | 65,26,204          |
| Disposals                               | -                | -                   | -                      | -                | -                | -                       | -                     | -                  |
| <b>Closing Gross Carrying Amount</b>    | <b>13,40,578</b> | <b>55,60,450</b>    | <b>61,85,775</b>       | <b>11,94,843</b> | <b>11,40,572</b> | <b>1,09,01,077</b>      | <b>16,57,330</b>      | <b>2,79,80,624</b> |
| <b>Accumulated Depreciation</b>         |                  |                     |                        |                  |                  |                         |                       |                    |
| Depreciated during the year             | 2,25,169         | 19,92,277           | 21,40,003              | 6,04,477         | 3,97,282         | 11,59,948               | 3,17,357              | 68,36,513          |
|   | 75,344           | 3,99,491            | 7,65,377               | 1,91,041         | 2,20,630         | 12,55,824               | 1,55,825              | 30,63,532          |
| <b>Closing Accumulated Depreciation</b> | <b>3,00,513</b>  | <b>23,91,768</b>    | <b>29,05,380</b>       | <b>7,95,518</b>  | <b>6,17,912</b>  | <b>24,15,772</b>        | <b>4,73,182</b>       | <b>99,00,045</b>   |
| <b>Net carrying amount</b>              | <b>10,40,065</b> | <b>31,68,682</b>    | <b>32,80,395</b>       | <b>3,99,325</b>  | <b>5,22,660</b>  | <b>84,85,305</b>        | <b>11,84,148</b>      | <b>1,80,80,579</b> |

(Amount in Rs.)

| Particulars                             | Building         | Plant and Equipment | Furniture and Fixtures | Vehicles         | Office Equipment | Computer and Peripheral | Electric Installation | Total              |
|---|------------------|---------------------|------------------------|------------------|------------------|-------------------------|-----------------------|--------------------|
| <b>Year Ended March 31, 2021</b>        |                  |                     |                        |                  |                  |                         |                       |                    |
| Gross Carrying amount                   | 13,40,578        | 55,60,450           | 61,85,775              | 11,94,843        | 11,40,572        | 1,09,01,077             | 16,57,330             | 2,79,80,624        |
| Additions                               | -                | 1,45,641            | 45,960                 | -                | 10,500           | 26,47,733               | 771,700               | 29,27,534          |
| Disposals                               | -                | -                   | -                      | -                | -                | -                       | -                     | -                  |
| <b>Closing Gross Carrying Amount</b>    | <b>13,40,578</b> | <b>57,06,090</b>    | <b>62,31,735</b>       | <b>11,94,843</b> | <b>11,51,072</b> | <b>1,35,48,810</b>      | <b>17,35,030</b>      | <b>3,09,08,158</b> |
| <b>Accumulated Depreciation</b>         |                  |                     |                        |                  |                  |                         |                       |                    |
| Depreciated during the year             | 3,00,513         | 23,91,768           | 29,05,380              | 7,95,518         | 6,17,912         | 24,15,772               | 4,73,182              | 99,00,045          |
|   | 75,369           | 4,10,125            | 7,74,163               | 1,91,278         | 1,26,674         | 17,51,626               | 1,73,782              | 35,03,017          |
| Disposals                               | -                | -                   | -                      | -                | -                | -                       | -                     | -                  |
| <b>Closing Accumulated Depreciation</b> | <b>3,75,882</b>  | <b>28,01,893</b>    | <b>36,79,543</b>       | <b>9,86,796</b>  | <b>7,44,586</b>  | <b>41,67,398</b>        | <b>6,46,964</b>       | <b>1,34,03,062</b> |
| <b>Net carrying amount</b>              | <b>9,64,696</b>  | <b>29,04,197</b>    | <b>25,52,191</b>       | <b>2,08,047</b>  | <b>4,06,486</b>  | <b>93,81,412</b>        | <b>10,88,066</b>      | <b>1,75,05,096</b> |

## NOTE 5 INTANGIBLE ASSETS AND INTANGIBLE ASSETS UNDER DEVELOPMENT

(Amount in Rs.)

| Particulars                             | IGIS Software Ver. 2.0 | Software         | Intangible Assets Under Development | Total               |
|---|------------------------|------------------|-------------------------------------|---------------------|
| <b>Year Ended March 31,2020</b>         |                        |                  |                                     |                     |
| Gross Carrying amount                   | 5,54,34,677            | 8,91,666         | 20,85,71,089                        | 26,48,97,432        |
| Additions                               | -                      | 2,43,679         | 11,34,76,936                        | 11,37,20,615        |
| Disposals                               | -                      | -                | -                                   | -                   |
| <b>Closing Gross Carrying Amount</b>    | <b>5,54,34,677</b>     | <b>11,35,345</b> | <b>32,20,48,025</b>                 | <b>37,86,18,047</b> |
| Accumulated Depreciation                | 1,36,98,811            | 1,21,623         | -                                   | 1,38,20,434         |
| Depreciated during the year             | 55,23,640              | 1,88,167         | -                                   | 57,11,807           |
|   |                        |                  |                                     | -                   |
| <b>Closing Accumulated Depreciation</b> | <b>1,92,22,451</b>     | <b>3,09,790</b>  | <b>-</b>                            | <b>1,95,32,241</b>  |
| <b>Net carrying amount</b>              | <b>3,62,12,226</b>     | <b>8,25,555</b>  | <b>32,20,48,025</b>                 | <b>35,90,85,806</b> |

(Amount in Rs.)

| Particulars                             | IGIS Software Ver. 2.0 | Software         | Intangible Assets Under Development | Total               |
|---|------------------------|------------------|-------------------------------------|---------------------|
| <b>Year Ended March 31,2021</b>         |                        |                  |                                     |                     |
| Gross Carrying amount                   | 5,54,34,677            | 11,35,345        | 32,20,48,025                        | 37,86,18,047        |
| Additions                               | -                      | 23,63,940        | 13,35,19,070                        | 13,58,83,010        |
| Disposals                               | -                      | -                | -                                   | -                   |
| <b>Closing Gross Carrying Amount</b>    | <b>5,54,34,677</b>     | <b>34,99,285</b> | <b>45,55,67,095</b>                 | <b>51,45,01,057</b> |
| <b>Accumulated Depreciation</b>         | <b>1,92,22,451</b>     | <b>3,09,790</b>  | <b>-</b>                            | <b>1,95,32,241</b>  |
| Depreciated during the year             | 55,25,530              | 4,30,236         | -                                   | 59,55,766           |
| Disposals                               |                        |                  | -                                   | -                   |
| <b>Closing Accumulated Depreciation</b> | <b>2,47,47,981</b>     | <b>7,40,026</b>  | <b>-</b>                            | <b>2,54,88,007</b>  |
| <b>Net carrying amount</b>              | <b>3,06,86,696</b>     | <b>27,59,259</b> | <b>45,55,67,095</b>                 | <b>48,90,13,050</b> |

| Particulars  | As at March 31, 2021<br>(Amount in Rs.) | As at March 31, 2020<br>(Amount in Rs.) |
|--|---|---|
| <b>NOTE 6</b>  |   |   |
| <b>Financial Assets</b>  |   |   |
| <b>Investments</b>   |   |   |
| <b>Non-current investment</b>  |   |   |
| Unquoted   |   |   |
| <b>Investment carried at fair value through other comprehensive income</b> |   |   |
| Shreejkrupa Buildcon Ltd   |   |   |
| 310000 Equity Shares   | 1,69,63,200                             | 1,54,07,000                             |
| <b>Investment carried at cost</b>  |   |   |
| Investment in Equity Shares of Subsidiary                                  |   |   |
| Jyacad Solutions Pvt Ltd   |   |   |
| 9990 Equity Shares of Rs.10 each fully paid                                | 99,900                                  | 99,900                                  |
|  | <u>1,70,63,100</u>                      | <u>1,55,06,900</u>                      |
| Aggregate amount of unquoted investments                                   | 1,70,63,100                             | 1,55,06,900                             |
| Investment carried at fair value through other comprehensive income        | 1,69,63,200                             | 1,54,07,000                             |
| Investment carried at cost   | 99,900                                  | 99,900                                  |
| <b>NOTE 7</b>  |   |   |
| <b>Financial Assets</b>  |   |   |
| <b>LOANS</b>   |   |   |
| <b>Non-current</b>   |   |   |
| <b>Loan receivables considered good- Unsecured</b>                         |   |   |
| Other Loans  | 44,00,000                               | 44,00,000                               |
|  | <u>44,00,000</u>                        | <u>44,00,000</u>                        |
| <b>Current</b>   |   |   |
| <b>Loan receivables considered good- Unsecured</b>                         |   |   |
| Advance to subsidiary for technology transfer                              | 1,04,95,684                             | 78,44,760                               |
| Loan to employees  | 1,13,000                                | 53,150                                  |
| Intercompany Loan  | 19,13,063                               | 15,11,870                               |
| Other loans & Advances   | 1,44,318                                | 70,730                                  |
|  | <u>1,26,66,065</u>                      | <u>94,80,511</u>                        |
|  | <u>1,70,66,065</u>                      | <u>1,38,80,511</u>                      |
| <b>NOTE 8</b>  |   |   |
| <b>Other Financial Assets</b>  |   |   |
| <b>Current</b>   |   |   |
| Security Deposits*   | 50,09,975                               | 67,36,806                               |
| Rental Deposits*   | 18,50,200                               | 18,41,700                               |
| Margin Money for Bank Guarantee  | 1,10,50,340                             | 1,20,15,460                             |
| Fixed Deposit in Lien of Axis Bank   | 5,25,00,000                             | 5,25,00,000                             |
| Interest receivable  | 1,20,822                                | 1,91,877                                |
| Unbilled Revenue   | 31,29,46,148                            | 21,42,28,026                            |
|  | <u>38,34,77,485</u>                     | <u>28,75,13,868</u>                     |

| Particulars  | As at March 31, 2021<br>(Amount in Rs.) | As at March 31, 2020<br>(Amount in Rs.) |
|--|---|---|
| <b>NOTE 9</b>  |   |   |
| <b>Other Assets</b>  |   |   |
| <b>Non-current</b>   |   |   |
| <b>Others</b>  |   |   |
| Long Term Trade Receivable, unsecured considered good            | 3,73,15,083                             | 3,73,15,082                             |
|  | <b>3,73,15,083</b>                      | <b>3,73,15,082</b>                      |
| <b>Other Current Assets</b>                                      |   |   |
| Contract Assets  | 1,38,42,300                             | 3,74,92,559                             |
| Pre-paid expenses  | 7,97,846                                | 20,97,292                               |
| Balance with Government Authority                                | 1,40,81,696                             | 1,29,92,509                             |
|  | <b>2,87,21,842</b>                      | <b>5,25,82,360</b>                      |
|  | <b>6,60,36,925</b>                      | <b>8,98,97,442</b>                      |
| <b>NOTE 10</b>   |   |   |
| <b>TRADE RECEIVABLES</b>   |   |   |
| Trade Receivables  | 16,16,71,161                            | 11,94,09,615                            |
| Trade Receivables which have significant increase in credit risk | -                                       | -                                       |
| Trade Receivables- Credit Impaired                               | -                                       | -                                       |
| Less: Allowance for doubtful trade receivables                   | -                                       | -                                       |
| <b>Total Receivables</b>   | <b>16,16,71,161</b>                     | <b>11,94,09,615</b>                     |
| Secured, considered good   | -                                       | -                                       |
| Unsecured, considered good                                       | 16,16,71,161                            | 11,94,09,615                            |
| Doubtful   | -                                       | -                                       |
|  | <b>16,16,71,161</b>                     | <b>11,94,09,615</b>                     |
| <b>NOTE 11</b>   |   |   |
| <b>Cash and Cash Equivalents</b>                                 |   |   |
| <b>Cash on Hand</b>  | 11,66,673                               | 13,53,252                               |
| <b>Balance with Banks</b>  |   |   |
| -In Current Accounts   | 5,52,445                                | 1,05,038                                |
| -In CC Account   | -                                       | -                                       |
|  | <b>17,19,118</b>                        | <b>14,58,290</b>                        |
| <b>NOTE 12</b>   |   |   |
| <b>SHARE CAPITAL</b>   |   |   |
| <b>-Authorised</b>   |   |   |
| 75000000 Equity Shares of Rs. 2/- each(2020-21)                  | 15,00,00,000                            | 13,00,00,000                            |
| 65000000 Equity Shares of Rs. 2/- each(2019-20)                  |   |   |
| <b>-Issued, Subscribed and Paid up</b>                           |   |   |
| * 4,94,19,518 Equity Shares of Rs.2/- each fully paid-up.        | 9,88,39,036                             | 9,88,39,036                             |
|  | <b>9,88,39,036</b>                      | <b>9,88,39,036</b>                      |

| - Reconciliation of Shares:                            | Number             | Amt (Rs)           | Number             | Amt (Rs)           |
|--|--------------------|--------------------|--------------------|--------------------|
| <b>Shares Outstanding at the beginning of the year</b> | 4,94,19,518        | 9,88,39,036        | 45085699           | 9,01,71,398        |
| Add: Shares issued During the year                     | -                  | -                  | -                  | -                  |
| Add: Rights/Bonus Shares Issued                        | -                  | -                  | 43,33,819          | 86,67,638          |
|  | <b>4,94,19,518</b> | <b>9,88,39,036</b> | <b>4,94,19,518</b> | <b>9,88,39,036</b> |
| Less: Buy back of Shares                               | -                  | -                  | -                  | -                  |
| Less Reduction in Capital                              | -                  | -                  | -                  | -                  |
| <b>Shares Outstanding at the end of the year</b>       | <b>4,94,19,518</b> | <b>9,88,39,036</b> | <b>49419518</b>    | <b>9,88,39,036</b> |
| <b>Terms and rights attached to equity shares</b>      |                    |                    |                    |                    |

The company has only one class of equity shares having the par value of Rs. 2/- per share. Each holder of equity share is entitled to one vote per share

**List of Share holders having 5% or more Shares (In Nos)**

| Name of Shareholders                      | Number of shares held | % of Holding | Number of shares held | % of Holding |
|---|-----------------------|--------------|-----------------------|--------------|
| Karnavati Infrastructure Projects Limited | 1,10,59,203           | 22.38%       | 1,10,59,203           | 22.38%       |
| Rajesh Chandubhai Thakkar                 | 48,18,680             | 9.80%        | 31,00,000             | 6.27%        |
| Theeta Trading LLP                        | 41,75,693             | 8.45%        | 41,65,693             | 8.43%        |
| SMC Global Securities Limited             | -                     | -            | 38,16,006             | 7.72%        |
| Upsilon Trading LLP                       | 26,51,263             | 5.36%        | 26,51,263             | 5.36%        |
| Rajesh Chandubhai Thakkar HUF             | 44,70,712             | 9.05%        | 24,70,712             | 4.99%        |

| Particulars  | As at March 31, 2021<br>(Amount in Rs.) | As at March 31, 2020<br>(Amount in Rs.) |
|--|---|---|
| <b>NOTE 13</b>   |   |   |
| <b>Financial Liabilities</b>   |   |   |
| <b>Long Term Borrowings</b>  |   |   |
| <b>Secured</b>   |   |   |
| <b>From Bank</b>   | 1,61,24,993                             | -                                       |
| <b>Unsecured</b>   |   |   |
| From NBFC  | 67,01,790                               | 73,30,193                               |
| From Bank  | 31,20,705                               | 48,18,750                               |
| <b>Intercompany Deposits</b>   |   |   |
| From Shareholders  | -                                       | -                                       |
| From others  | 17,88,38,795                            | 5,17,58,795                             |
| <b>Loans and advances from Related Parties</b>   |   |   |
| From Directors   | 10,00,000                               | 10,00,000                               |
| <b>Intercompany Deposits</b>   |   |   |
| From Related Parties   | 2,55,367                                | 10,82,737                               |
|  | <u>20,60,41,650</u>                     | <u>6,59,90,475</u>                      |
| <b>Short Term Borrowings</b>   |   |   |
| <b>Secured</b>   |   |   |
| Working Capital Loans repayable on demand from banks   | <u>10,81,01,781</u>                     | <u>10,97,99,673</u>                     |
|  | <u>10,81,01,781</u>                     | <u>10,97,99,673</u>                     |
| <b>A) For Working Capital Loans</b>  |   |   |
| 1) Nature of Security:- Secured by way of hypothecation of book debts and collateral Security of extension of mortgage of Residential Flat and Fixed Deposit in lien |   |   |
| 2) Rate of Interest :- Working Capital Loan from banks carry interest rate of 9.25% Per annum (For previous year the rate was 9.8%)                                  |   |   |
| <b>B) For Intercompany Deposits</b>  |   |   |
| 1) Inter company deposits carry interest @5.34% and is in the course of business   |   |   |
| <b>C) For Business Loans: It is Unsecured Loan</b>   |   |   |
| 1) Nature of Security:- It is Unsecured Loan   |   |   |
| 2) Rate of Interest :-   |   |   |
| Loan from Bajaj Finance Limited carry interest rate of @ 18.5% per annum.  |   |   |
| Loan from ECL Finance LTD carry interest rate of @ 18.5% per annum   |   |   |
| Loan from ECL Finance LTD carry interest rate of @ 14% per annum   |   |   |
| Loan from ICICI BANK carry interest rate of @ 17% per annum  |   |   |
| Loan from India Infoline Finance Limited carry interest rate of @ 19% per annum  |   |   |
| Loan from KOTAK MAHINDRA BANK LIMITED carry interest rate of @ 19.43% per annum  |   |   |
| Loan from KOTAK MAHINDRA BANK LIMITED carry interest rate of @ 9.43% per annum   |   |   |
| Loan from Magma Fincorp Limited carry interest rate of @ 18.50% per annum  |   |   |
| Loan from Magma Fincorp Limited carry interest rate of @ 14% per annum   |   |   |
| Loan from Tata Capital interest rate of @ 18.25% per annum   |   |   |
|  | <u>31,41,43,431</u>                     | <u>17,57,90,148</u>                     |
| <b>NOTE 14</b>   |   |   |
| <b>Provisions</b>  |   |   |
| <b>Long Term</b>   |   |   |
| <b>Provision for Employee Benefits</b>   |   |   |
| Gratuity   | 35,36,898                               | 25,28,444                               |
| Leave Encashment   | 12,73,180                               | 8,47,844                                |
|  | <u>48,10,078</u>                        | <u>33,76,288</u>                        |
| <b>Short Term</b>  |   |   |
| <b>Provision for Employee Benefits</b>   |   |   |
| Gratuity   | 57,972                                  | 50,005                                  |
| Leave Encashment   | 1,79,837                                | 99,403                                  |
|  | <u>2,37,809</u>                         | <u>1,49,408</u>                         |
|  | <u>50,47,887</u>                        | <u>35,25,696</u>                        |

| Particulars | As at March 31, 2021<br>(Amount in Rs.) | As at March 31, 2020<br>(Amount in Rs.) |
|-------------|---|---|
|-------------|---|---|

**NOTE 15**

**Trade Payables**

|   |                    |                    |
|---|--------------------|--------------------|
| Total outstanding dues of micro and small enterprises | 3,76,59,611        | 5,00,53,301        |
| Others  | 63,90,456          | (3,85,94,766)      |
|   | <u>4,40,50,067</u> | <u>1,14,58,535</u> |

**Note:**

**Dues to Micro and Small Enterprise**

The Company has certain dues to suppliers under Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act).

The disclosures pursuant to the said MSMED Act are as follows:

|  | As at<br>31st March, 2021 | As at<br>31st March, 2020 |
|--|---------------------------|---------------------------|
| a) The principal amount remaining unpaid to any supplier at the end of the year  | 3,76,59,611               | 5,00,53,301               |
| b) Interest due remaining unpaid to any supplier at the end of the year  | -                         | -                         |
| c) The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during the year  | -                         | -                         |
| d) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006  | -                         | -                         |
| e) The amount of Interest accrued and remaining unpaid at the end of each accounting year  | -                         | -                         |
| f) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprises, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act, 2006 | -                         | -                         |

Disclosure of payable to vendors as defined under the "Micro, Small and Medium Enterprise Development Act, 2006" is based on the information available with the Company regarding the status of registration of such vendors under the said Act, as per the intimation received from them on requests made by the Company. There are no overdue principle amounts/interest payable amounts for delayed payments to such vendors at the Balance Sheet date. The payment is made to vendors according to terms and conditions mutually agreed to both parties and accordingly there is no delay in payment to these vendors and no interest liability therefore.

**NOTE 16**

**Other Financial Liabilities**

**Current**

|                           |              |              |
|---------------------------|--------------|--------------|
| Employee Benefits payable | 1,58,89,717  | 79,09,618    |
| Provision for Expenses    | 15,62,92,466 | 12,06,96,202 |
| Income Tax Provision      | 81,12,697    | 44,37,511    |
| Advance from customers    | -            | -            |
| Other payables            | 4,17,729     | 4,75,061     |

**Current maturities of long term borrowings**

**Secured**

|                  |           |   |
|------------------|-----------|---|
| <b>From Bank</b> | 55,43,915 | - |
|------------------|-----------|---|

**Unsecured**

|                   |           |           |
|-------------------|-----------|-----------|
| <b>From NBFC</b>  | 49,06,166 | 71,70,628 |
| <b>From Bank</b>  | 37,36,216 | 33,27,000 |
| <b>From Other</b> | 13,57,375 | 15,43,929 |

**Terms and conditions of the above financial liabilities:**

- Other payables include fees payable which are normally settled on quarterly basis
- Employee benefits payables are normally settled on monthly basis

|                     |                     |
|---------------------|---------------------|
| <u>19,62,56,280</u> | <u>14,55,59,948</u> |
|---------------------|---------------------|

**NOTE 17**

**Other Liabilities**

**Current**

|                |                    |                  |
|----------------|--------------------|------------------|
| Statutory Dues | 1,11,22,156        | 49,27,858        |
|                | <u>1,11,22,156</u> | <u>49,27,858</u> |

| Particulars  | As at March 31, 2021<br>(Amount in Rs.) | As at March 31, 2020<br>(Amount in Rs.) |
|--|---|---|
| <b>NOTE 18</b>                                       |   |   |
| <b>Income Taxes</b>                                  |   |   |
| <b>Deferred Income Tax Liability</b>                 |   |   |
| Intangible Assets                                    | 55,92,334                               | 60,40,930                               |
| Employee Benefits                                    | 12,39,848                               | 9,37,658                                |
| Deferred Expenditures                                | -                                       | -                                       |
| Other Equity   | -                                       | -                                       |
|  | <u>68,32,182</u>                        | <u>69,78,588</u>                        |
| <b>Deferred Income Tax Assets</b>                    |   |   |
| Property, plant and equipment                        | 85,851                                  | 4,36,942                                |
| Pre- Operative Right Issue Exp                       | 10,84,486                               | -                                       |
| <b>Deferred Income Tax Liabilities after set off</b> | <u>56,61,845</u>                        | <u>65,41,646</u>                        |
| <b>NOTE 19</b>                                       |   |   |
| <b>REVENUE FROM OPERATIONS</b>                       |   |   |
| <b>Indigenous Sales</b>                              |   |   |
| Sales of Products                                    | 17,15,33,564                            | 23,74,66,181                            |
| Services Sales                                       | 26,22,27,261                            | 28,77,60,220                            |
|  | <u>43,37,60,825</u>                     | <u>52,52,26,401</u>                     |
| <b>NOTE 20</b>                                       |   |   |
| <b>OTHER INCOME</b>                                  |   |   |
| Interest On Fixed Deposit                            | 37,74,006                               | 26,64,684                               |
| Foreign Exchange Fluctuation                         | -                                       | 14,82,056                               |
| Creditors Written Back                               | 1,71,363                                | 1,91,400                                |
| Discount Received                                    | 10,078                                  | -                                       |
| Other non-operating income                           | 1,63,478                                | 3,89,749                                |
|  | <u>41,18,924</u>                        | <u>47,27,889</u>                        |
| <b>NOTE 21</b>                                       |   |   |
| <b>COST OF RAW MATERIAL CONSUMED</b>                 |   |   |
| <b>Raw Materials' Consumption</b>                    |   |   |
| Inventory at the beginning of the year               | -                                       | -                                       |
| Add: Purchases during the year                       | 16,66,02,703                            | 23,57,97,966                            |
| Less : Inventory at the beginning end of the year    | -                                       | -                                       |
| <b>Cost of Raw material consumed</b>                 | <u>16,66,02,703</u>                     | <u>23,57,97,966</u>                     |
| <b>NOTE 22</b>                                       |   |   |
| <b>EMPLOYEE BENEFITS EXPENSES</b>                    |   |   |
| Salaries, Wages, Bonus etc.                          | 7,34,75,608                             | 7,98,80,304                             |
| Contribution to P.F, E.S.I and Other Statutory Funds | 10,67,237                               | 1,80,514                                |
| Workmen and Staff Welfare Expenses                   | 8,35,301                                | 10,85,210                               |
| Leave encashment allowance                           | 6,61,343                                | 6,43,380                                |
| Provision of Gratuity                                | 10,91,977                               | 8,35,842                                |
|  | <u>7,71,31,466</u>                      | <u>8,26,25,250</u>                      |
| <b>NOTE 23</b>                                       |   |   |
| <b>FINANCE COSTS</b>                                 |   |   |
| <b>Interest Expense</b>                              |   |   |
| Interest on Working Capital Loan                     | 1,54,29,562                             | 83,86,099                               |
| Bank & Other Charges                                 | 8,66,833                                | 43,96,305                               |
| <b>Other Borrowing Costs</b>                         |   |   |
| Interest to others                                   | 14,72,500                               | 50,32,039                               |
|  | <u>1,77,68,895</u>                      | <u>1,78,14,443</u>                      |

| Particulars  | As at March 31, 2021<br>Amount in Rs. | As at March 31, 2020<br>Amount in Rs. |
|--|---------------------------------------|---------------------------------------|
| <b>NOTE 24</b>                                       |                                       |                                       |
| <b>OTHER EXPENSES</b>                                |                                       |                                       |
| Survey Expenses                                      | 9,82,57,272                           | 11,44,47,829                          |
| Base Map Creation, Digitisation & Satellite Image    | 44,55,757                             | 66,53,754                             |
| IGIS Software License Exp                            | 1,76,975                              | 1,54,300                              |
| Store and Spares                                     | 74,942                                | 94,202                                |
| Repairs & Maintenance Exp.                           | 4,39,926                              | 5,15,889                              |
| Electricity  | 11,24,689                             | 10,37,259                             |
| Insurance  | 1,01,601                              | 40,807                                |
| Audit Fees   | 4,50,000                              | 4,50,000                              |
| Legal and Professional Fees                          | 1,17,91,897                           | 97,51,785                             |
| Printing, Stationery, Postage and Telephone Expenses | 7,45,965                              | 10,67,747                             |
| Travelling and Conveyance Expenses                   | 31,90,644                             | 1,05,49,696                           |
| Rent, Rates and Taxes                                | 51,66,071                             | 44,47,499                             |
| Advertisement & Business Promotion Expenses          | 7,20,885                              | 15,41,350                             |
| Computer & Software Expenses                         | 9,09,902                              | 4,75,094                              |
| Office Expenses                                      | 43,035                                | 1,04,717                              |
| Interest and Penalty Expenses                        | 17,62,369                             | 18,12,688                             |
| Bank Guarantee Charges                               | 12,98,092                             | 12,40,312                             |
| Royalty-Space Application Centre                     | 2,96,803                              | 11,29,965                             |
| Other Expenses                                       | 84,01,652                             | 43,82,450                             |
|  | <b>13,94,08,478</b>                   | <b>15,98,97,343</b>                   |

**25. Segment reporting:**

The company is engaged in the business of providing Information Technology Software services and GIS products. The company is therefore having one business segment, only.

**26. Contingent Liabilities**

| Particulars  | As at March 31, 2021 |
|--|----------------------|
| Claims against the Company not acknowledged as debts |                      |
| a. Income Tax Matters                                | 1,04,86,430/-        |

- a) **Income Tax Matters** – There is only one particular disputed demand in relation to A.Y. 2016-17 as disclosed above. The recovery of demand has been stayed and appeal is pending at CIT level. The said assessment was completed in haste and inconclusively by the A.O. u/s 143(3) without considering the submission placed. The CIT has already heard the matter and the demand is surely going to be deleted as invalid. So the management and tax advocates expect this matter to be resolved soon and will not have a material adverse effect on the company's financial position and results of operations. Originally, the tax demand was raised for Rs. 2,08,74,300, but Rs. 1,03,87,870 is adjusted from previous years refund and company has also paid an amount of Rs. 7, 50,000 against pending demand.
- b) A petition has been filed by the Shareholder against the Company in NCLT to restore their name in the Registers of Members, ideally matters relate to share transfer, transmission, maintaining registers, etc. are dealt by RTA & depository participants. Any grievances in this matter are to be directly addressed to the RTA, eventhough the Company has been made party to the case. Our advocate for NCLT has confidently advised that when the matter will be heard by NCLT, Company would be removed from the list of defendant.

**27. Details of dues to Micro and Small Enterprises as defined under the Micro, Small and Medium Enterprises Development Act, 2006.**

Dues to Micro and Small Enterprises as defined under the Micro, Small and Medium Enterprises Development Act, 2006 as on 31.03.2021 is Rs. 3,76,59,611/-.

**28. Directors Remuneration:**

The Profit and Loss Account includes payments and provisions of remuneration to the Managing Director and Whole Time Directors as under:

**(Amount in Rs.)**

| Particulars        | FY 2020-2021      | FY 2019-2020      |
|--------------------|-------------------|-------------------|
| Salary & Allowance | 44, 19,032        | 45, 00,000        |
| Perquisites        | NIL               | NIL               |
| <b>Total</b>       | <b>44, 19,032</b> | <b>45, 00,000</b> |

## 29. Costs of Materials consumed

### a. Particulars of Materials consumed:

| Particulars         | FY 2010-2021<br>(Rs) | FY 2019-2020<br>(Rs) |
|---------------------|----------------------|----------------------|
| Opening Stock       | -                    | -                    |
| Purchases           | 16,66,02,703         | 23,57,97,966         |
| Less: Closing stock | -                    | -                    |
| <b>Total</b>        | <b>16,66,02,703</b>  | <b>23,57,97,966</b>  |

### b. Break up of Raw Material consumed:

| Particulars  | FY 2010-2021 |                     | FY 2019-2020 |                     |
|--------------|--------------|---------------------|--------------|---------------------|
|              | %            | Rupees              | %            | Rupees              |
| Imported     | NIL          | NIL                 | NIL          | NIL                 |
| Indigenous   | 100          | 16,66,02,703        | 100          | 23,57,97,966        |
| <b>Total</b> | <b>100</b>   | <b>16,66,02,703</b> | <b>100</b>   | <b>23,57,97,966</b> |

30. In the opinion of Management, any of the assets other than items of property, plant and equipment, intangible assets and Non-Current Investments have a value on realization in the ordinary course of business at least equal to the amount at which they are stated, unless otherwise stated.

31. On periodical basis and as and when required, the Company reviews the carrying amounts of its assets and found that there is no indication that those assets have suffered any impairment loss. Hence, no such impairment loss have been provided in the Financial Year 2020-21 (Previous Year Rs. Nil).

## 32. Defined Benefit Plans

### 32.1. Risk exposure to defined benefit plans

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

Investment risk: the present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on Indian government securities; if the return on plan asset is below this rate, it will create a plan deficit.

Interest risk: a decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's debt investment.

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

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

The most recent actuarial valuation of the plan assets and the defined benefit obligation were carried out at March 31, 2021. The present value of the defined benefit obligation, and the related current service cost and past service cost, were measured using the projected unit credit method.

**32.2. Gratuity Disclosure Statement (Ref: 512210) as Per Indian Accounting Standard 19 (Ind AS 19) For The Period 01-04-2020 to 31-03-2021**

**(Amount in Rs.)**

| Particular          | 2020-21                 | 2019-20                 |
|---------------------|-------------------------|-------------------------|
| Type of Benefit     | Gratuity                | Gratuity                |
| Country             | India                   | India                   |
| Reporting Currency  | INR                     | INR                     |
| Reporting Standard  | Standard 19 (Ind AS 19) | Standard 19 (Ind AS 19) |
| Funding Status      | Unfunded                | Unfunded                |
| Starting Period     | 01-Apr-20               | 01-Apr-19               |
| Date of Reporting   | 31-Mar-21               | 31-Mar-20               |
| Period of Reporting | 12 Months               | 12 Months               |
| Reference ID        | 512210                  | 411523                  |

**(Amount in Rs.)**

| Assumptions (Previous Period)    |   |   |
|----------------------------------|---|---|
| Expected Return on Plan Assets   | N.A   | 7.72%   |
| Rate of Discounting              | 6.89%   | 7.72%   |
| Rate of Salary Increase          | 5.00%   | 5.00%   |
| Rate of Employee Turnover        | For service 4 years and below 10.00% p.a.<br>For service 5 years and above 2.00% p.a. | 2% to 10%   |
| Mortality Rate During Employment | Indian Assured Lives Mortality (2006-08)<br>Ultimate                                  | Indian Assured Lives<br>Mortality (2006-08)<br>Ultimate |

**(Amount in Rs.)**

| Assumptions (Current Period)     |  |   |
|----------------------------------|--|---|
| Expected Return on Plan Assets   | N.A.   | N.A.  |
| Rate of Discounting              | 6.87%  | 6.89%   |
| Rate of Salary Increase          | 5.00%  | 5.00%   |
| Rate of Employee Turnover        | For service 4 years and below<br>10.00% p.a. For service 5 years and<br>above 2.00% p.a. | For service 4 years<br>and below 10.00% p.a.<br>For service 5 years<br>and above 2.00% p.a. |
| Mortality Rate During Employment | Indian Assured Lives Mortality<br>(2006-08) Ultimate                                     | Indian Assured Lives<br>Mortality (2006-08)<br>Ultimate                                     |

(Amount in Rs.)

| <b>Table Showing Change in the Present Value of Projected Benefit Obligation</b>  |                  |                  |
|---|------------------|------------------|
| <b>Particular</b>   | <b>2020-21</b>   | <b>2019-20</b>   |
| <b>Present Value of Benefit Obligation at the Beginning of the Period</b>         | <b>25,78,450</b> | <b>21,49,673</b> |
| Interest Cost   | 1,77,655         | 1,65,955         |
| Current Service Cost  | 9,14,322         | 6,69,887         |
| Past Service Cost   | -                | -                |
| Liability Transferred In/ Acquisitions  | -                | -                |
| (Liability Transferred Out/ Divestments)  | -                | -                |
| (Gains)/ Losses on Curtailment  | -                | -                |
| (Liabilities Extinguished on Settlement)  | -                | -                |
| (Benefit Paid Directly by the Employer)   | (4,35,636)       | (40,621)         |
| (Benefit Paid From the Fund)  | -                | -                |
| The Effect Of Changes in Foreign Exchange Rates                                   | -                | -                |
| Actuarial(Gains)/Losses on Obligations-Due to Change in Demographic Assumptions   | -                | (3,71,102)       |
| Actuarial (Gains)/Losses on Obligations - Due to Experience Financial Assumptions | 9,281            | 2,58,834         |
| Actuarial(Gains)/Losses on Obligations-Due to Experience                          | 3,50,799         | (2,54,176)       |
| <b>Present Value of Benefit Obligation at the End of the Period</b>               | <b>35,94,871</b> | <b>25,78,450</b> |

(Amount in Rs.)

| <b>Amount Recognized in the Balance Sheet</b>                  |                |                |
|--|----------------|----------------|
| <b>Particular</b>  | <b>2020-21</b> | <b>2019-20</b> |
| (Present Value of Benefit Obligation at the end of the Period) | (35,94,871)    | (25,78,450)    |
| Fair Value of Plan Assets at the end of the Period             | -              | -              |
| Funded Status (Surplus/ (Deficit)                              | (35,94,871)    | (25,78,450)    |
| Net (Liability)/Asset Recognized in the Balance Sheet          | (35,94,871)    | (25,78,450)    |

(Amount in Rs.)

| Net Interest Cost for Current Period                               |                 |                 |
|--|-----------------|-----------------|
| Particular   | 2020-21         | 2019-20         |
| Present Value of Benefit Obligation at the Beginning of the Period | 25,78,450       | 21,49,673       |
| (Fair Value of Plan Assets at the Beginning of the Period)         | -               | -               |
| Net Liability/(Asset) at the Beginning                             | 25,78,450       | 21,49,673       |
| Interest Cost  | 1,77,655        | 1,65,955        |
| (Interest Income)  | -               | -               |
| <b>Net Interest Cost for Current Period</b>                        | <b>1,77,655</b> | <b>1,65,955</b> |

(Amount in Rs.)

| Expenses Recognized in the Statement of Profit or Loss for Current Period |                  |                 |
|---|------------------|-----------------|
| Current Service Cost  | 9,14,322         | 6,69,887        |
| Net Interest Cost   | 1,77,655         | 1,65,955        |
| Past Service Cost   | -                | -               |
| (Expected Contributions by the Employees)                                 | -                | -               |
| (Gains)/Losses on Curtailments And Settlements                            | -                | -               |
| Net Effect of Changes in Foreign Exchange Rates                           | -                | -               |
| <b>Expenses Recognized</b>  | <b>10,91,977</b> | <b>8,35,842</b> |

(Amount in Rs.)

| Recognized in the Other Comprehensive Income (OCI) for Current Period |                 |                   |
|---|-----------------|-------------------|
| Actuarial (Gains)/Losses on Obligation For the Period                 | 3,60,080        | (3,66,444)        |
| Return on Plan Assets, Excluding Interest Income                      | -               | -                 |
| Change in Asset Ceiling   | -               | -                 |
| <b>Net (Income)/Expense For the Period Recognized in OCI</b>          | <b>3,60,080</b> | <b>(3,66,444)</b> |

(Amount in Rs.)

| Balance Sheet Reconciliation                                 |                  |                  |
|--|------------------|------------------|
| Particular   | 2020-21          | 2019-20          |
| <b>Opening Net Liability</b>                                 | <b>2,578,450</b> | <b>2,149,673</b> |
| Expenses Recognized in Statement of Profit or Loss           | 10,91,977        | 8,35,842         |
| Expenses Recognized in OCI                                   | 3,60,080         | (3,66,444)       |
| Net Liability/(Asset) Transfer In                            | -                | -                |
| Net(Liability)/Asset Transfer Out                            | -                | -                |
| (Benefit Paid Directly by the Employer)                      | (4,35,636)       | (40,621)         |
| (Employer's Contribution)                                    | -                | -                |
| <b>Net Liability/(Asset) Recognized in the Balance Sheet</b> | <b>35,94,871</b> | <b>25,78,450</b> |

| Other Details   |               |               |
|---|---------------|---------------|
| No of Active Members  | 171           | 146           |
| Per Month Salary For Active Members                           | Rs. 37,16,630 | Rs. 31,34,314 |
| Weighted Average Duration of the Projected Benefit Obligation | 15            | 15            |
| Average Expected Future Service                               | 15            | 15            |
| Projected Benefit Obligation                                  | Rs. 35,94,871 | Rs. 25,78,450 |
| Expected Contribution in the Next Year                        | -             | -             |

(Amount in Rs.)

| Net Interest Cost for Next Year                              |                 |                 |
|--|-----------------|-----------------|
| Particular   | 2020-21         | 2019-20         |
| Present Value of Benefit Obligation at the End of the Period | 35,94,871       | 25,78,450       |
| (Fair Value of Plan Assets at the End of the Period)         | -               | -               |
| Net Liability/ (Asset) at the End of the Period              | 35,94,871       | 25,78,450       |
| Interest Cost  | 2,46,968        | 1,77,655        |
| (Interest Income)  | -               | -               |
| <b>Net Interest Cost for Next Year</b>                       | <b>2,46,968</b> | <b>1,77,655</b> |

(Amount in Rs.)

| Expenses Recognized in the Statement of Profit or Loss for Next Year |                  |                  |
|--|------------------|------------------|
| Particular   | 2020-21          | 2019-20          |
| Current Service Cost   | 11,43,148        | 9,14,322         |
| Net Interest Cost  | 2,46,968         | 1,77,655         |
| (Expected Contributions by the Employees)                            | -                | -                |
| <b>Expenses Recognized</b>   | <b>13,90,116</b> | <b>10,91,977</b> |

| Maturity Analysis of the Benefit Payments                             |           |           |
|---|-----------|-----------|
| Projected Benefits Payable in Future Years From the Date of Reporting | 2020-21   | 2019-20   |
| 1st Following Year  | 57,972    | 50,005    |
| 2nd Following Year  | 66,849    | 51,807    |
| 3rd Following Year  | 85,454    | 58,867    |
| 4th Following Year  | 1,08,201  | 73,614    |
| 5th Following Year  | 1,93,506  | 88,013    |
| Sum of Years 6 To 10  | 9,87,676  | 6,88,875  |
| Sum of Years 11 and above   | 90,18,942 | 64,93,666 |

(Amount in Rs.)

| Sensitivity Analysis                                       |                  |                  |
|--|------------------|------------------|
| Particular   | 2020-21          | 2019-20          |
| <b>Projected Benefit Obligation on Current Assumptions</b> | <b>35,94,871</b> | <b>25,78,450</b> |
| Delta Effect of +1% Change in Rate of Discounting          | (4,25,495)       | (3,07,350)       |
| Delta Effect of -1% Change in Rate of Discounting          | 5,10,694         | 3,67,856         |
| Delta Effect of +1% Change in Rate of Salary Increase      | 5,15,294         | 3,71,241         |
| Delta Effect of -1% Change in Rate of Salary Increase      | (4,36,201)       | (3,15,146)       |
| Delta Effect of +1% Change in Rate of Employee Turnover    | 28,826           | 24,863           |
| Delta Effect of -1% Change in Rate of Employee Turnover    | (41,619)         | (33,605)         |

- The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.
- The sensitivity analysis presented above may not be representative of the actual change in the projected benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.
- Furthermore, in presenting the above sensitivity analysis, the present value of the projected benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the projected benefit obligation as recognized in the balance sheet.
- There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

## NOTES

- Gratuity is payable as per entity's scheme as detailed in the report.
- Actuarial gains/losses are recognized in the period of occurrence under Other Comprehensive Income (OCI). All above reported figures of OCI are gross of taxation.
- Salary escalation & attrition rate are considered as advised by the entity; they appear to be in line with the industry practice considering promotion and demand & supply of the employees.
- Maturity Analysis of Benefit Payments is undiscounted cash flows considering future salary, attrition & death in respective year for members as mentioned above.
- Average Expected Future Service represents Estimated Term of Post - Employment Benefit Obligation.
- Any benefit payment and contribution to plan assets is considered to occur end of the year to depict liability and fund movement in the disclosures.

## Qualitative Disclosures

### Para 139 (a) Characteristics of defined benefit plan

- The entity has a defined benefit gratuity planing India (unfunded).The entity's defined benefit gratuity plan is a final salary plan for employees.
- Gratuity is paid from entity as and when it becomes due and is paid as per entity scheme for Gratuity.

#### **Para 139 (b) Risks associated with defined benefit plant**

- Gratuity is a defined benefit plan and entity is exposed to the Following Risks
- Interest rate risk: A fall in the discount rate which is linked to the G.Sec. Rate will increase the present value of the liability requiring higher provision.
- Salary Risk: The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.
- Asset Liability Matching Risk: The plan faces the ALM risk as to the matching cash flow. Entity has to manage pay-out based on pay as you go basis from own funds.
- Mortality risk: Since the benefits under the plan are not payable for lifetime and payable till retirement age only, plan does not have any longevity risk.

### **33. Financial Instruments and Risk Management**

#### **Risk Management Framework**

The Company's risk management is governed by policies and approved by the board of directors. Company identifies, evaluates and hedges financial risks in close co-operation with the Company's operating units. The company has policies for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk, use of derivative financial instruments and non-derivative financial instruments.

The audit committee oversees how management monitors compliance with the company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

#### **33.1. Credit Risk**

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. The Company maintains its cash and cash equivalents and bank deposits with banks having good reputation, good past track record and high quality credit rating and also reviews their credit-worthiness on an on-going basis. The maximum exposure to credit risk at the reporting date is primarily from trade receivables. Credit risk has always been managed by the company through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the company grants credit terms in the normal course of business. On account of the adoption of Ind AS 109, the company uses ECL model to assess the impairment loss or gain. The company uses a provision matrix to compute the ECL allowance for trade receivables and unbilled revenues. The provision matrix takes into account available external and internal credit risk factors and the company's experience for customers.

The Company reviews trade receivables on periodic basis and charges to profit and loss account when management feels the amount will not be receivable in future. The Company also calculates the expected credit loss (ECL) for non-collection of receivables.

#### **33.2. Liquid Risk**

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

Management regularly monitors the position of cash and cash equivalents vis-à-vis projections. Assessment of maturity profiles of financial assets and liabilities including debt financing plans and maintenance of balance sheet liquidity ratios are considered while reviewing the liquidity position.

### Exposure to Liquid Risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments and exclude the impact of netting agreements

(Amount in Rs.)

| 31.3.2021                     | Carrying Amount     | Contractual Cash Flow |                     |                    |                   |                     |
|-------------------------------|---------------------|-----------------------|---------------------|--------------------|-------------------|---------------------|
|                               |                     | < 1year               | 1-2 Year            | 3-5 Year           | More than 5 Years | Total               |
| Financial Liabilities         | -                   |                       | -                   | -                  | -                 |                     |
| Non-Current Borrowings        | 20,60,41,650        | -                     | 18,89,16,657        | 1,71,24,993        | -                 | 20,60,41,650        |
| Current Borrowings            | 10,81,01,781        | 10,81,01,781          | -                   | -                  | -                 | 10,81,01,781        |
| Trade Payables                | 4,40,50,067         | 4,40,50,067           | -                   | -                  | -                 | 4,40,50,067         |
| Current Financial Liabilities | 19,62,56,280        | 19,62,56,280          | -                   | -                  | -                 | 19,62,56,280        |
| <b>Total</b>                  | <b>55,44,49,778</b> | <b>34,84,08,128</b>   | <b>18,89,16,657</b> | <b>1,71,24,993</b> | <b>-</b>          | <b>55,44,49,778</b> |

(Amount in Rs.)

| 31.3.2021                     | Carrying Amount     | Contractual Cash Flow |                    |                    |                   |                     |
|-------------------------------|---------------------|-----------------------|--------------------|--------------------|-------------------|---------------------|
|                               |                     | < 1year               | 1-2 Year           | 3-5 Year           | More than 5 Years | Total               |
| Financial Liabilities         | -                   |                       | -                  | -                  | -                 |                     |
| Non-Current Borrowings        | 6,59,90,475         | -                     | 3,80,42,846        | 2,79,47,629        | -                 | 6,59,90,475         |
| Current Borrowings            | 10,97,99,673        | 10,97,99,673          | -                  | -                  | -                 | 10,97,99,673        |
| Trade Payables                | 1,14,58,535         | 1,14,58,535           | -                  | -                  | -                 | 1,14,58,535         |
| Current Financial Liabilities | 14,55,59,948        | 14,55,59,948          | -                  | -                  | -                 | 14,55,59,948        |
| <b>Total</b>                  | <b>33,28,08,631</b> | <b>26,68,18,156</b>   | <b>3,80,42,846</b> | <b>2,79,47,629</b> | <b>-</b>          | <b>33,28,08,631</b> |

### 33.3. Market Risk

Market risk is the risk that the fair value or future cash flow of a financial instrument will fluctuate because of changes in market factors. Market risk comprises three types of risks:

#### a. Currency Risk

The functional currency of the Company is Indian Rupee. The Company is exposed to currency risk on account of receivables in foreign currency. Company is exposed to currency risk on account of receivables in foreign currency.

**I. Particulars of unhedged foreign currency exposures at the reporting date****(Amount in Rs.)**

| Particulars       | Currency | As at 31/03/2021 | As at 31/03/2020 |
|-------------------|----------|------------------|------------------|
| Trade Receivables | USD      | 1,55,469         | 1,55,469         |
|                   | INR      | *98,50,031       | *98,50,031       |

\* The trade receivable mentioned above is non-current in nature so exchange rate prevailing at 31/03/2021 is not considered, due to which foreign exchange gain/ loss is not recognized on non-current receivables.

**II. Foreign Currency Risk Sensitivity**

A change of 3% in foreign currency would have following Impact on profit before tax.

| Particulars  | 2020-21         |                   | 2019-20         |                   |
|--------------|-----------------|-------------------|-----------------|-------------------|
|              | 3% Increase     | 3% Increase       | 3% Increase     | 3% Increase       |
| INR          | 2,95,501        | (2,95,501)        | 2,95,501        | (2,95,501)        |
| <b>Total</b> | <b>2,95,501</b> | <b>(2,95,501)</b> | <b>2,95,501</b> | <b>(2,95,501)</b> |

**b. Price Risk**

As of 31st March 2021, the company has nil exposure on security price risks.

**33.4. Fair value measurement**

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 under current market conditions.

The Company categorizes assets and liabilities measured at fair value into one of three levels depending on the ability to observe inputs employed in their measurement which are described as follows

- (a) Level 1 inputs quoted prices (unadjusted) in active markets for identical assets or liabilities.
- (b) Level 2 inputs are inputs that are observable, either directly or indirectly, other than quoted prices included within level 1 for the asset or liability.
- (c) Level 3 inputs are unobservable inputs for the asset or liability reflecting significant modifications to observable related market data or Company's assumptions about pricing by market participants

(Amount in Rs.)

| Measured at Amortized Cost         | As at March 31,2021 | As at March 31,2020 |
|------------------------------------|---------------------|---------------------|
| <b>Financial Assets</b>            |                     |                     |
| Trade Receivables                  | 16,16,71,161        | 11,94,09,615        |
| Cash and Cash Equivalents          | 17,19,118           | 14,58,190           |
| Loans                              | -                   | -                   |
| Non Current                        | 44,00,000           | 44,00,000           |
| Current                            | 1,26,66,065         | 94,80,611           |
| Other Financial Assets             | -                   | -                   |
| Non Current                        | 3,73,15,082         | 3,73,15,082         |
| Current                            | 38,34,77,485        | 28,75,13,868        |
| <b>Total Financial Assets</b>      | <b>60,12,48,912</b> | <b>45,95,77,366</b> |
| <b>Financial Liabilities</b>       |                     |                     |
| Non Current                        | 20,60,41,650        | 6,59,90,475         |
| Current                            | -                   | -                   |
| Trade Payables                     | 4,40,50,067         | 1,14,58,535         |
| Other Financial Liabilities        | -                   | -                   |
| Current                            | 19,62,56,280        | 14,55,59,948        |
| Borrowings                         | 10,81,01,781        | 10,97,99,673        |
| <b>Total Financial Liabilities</b> | <b>55,44,49,778</b> | <b>33,28,08,631</b> |

The carrying amount of cash and cash equivalents, trade receivables, trade payables considered to be the same as their values due to their short term nature.

### 34. Related Party Transactions

Following are the name and relationship of related parties with which company have transactions/balances:

#### Associate/Subsidiary/Related Company/Enterprise/Firms

- Karnavati Infrastructure Projects Ltd
- Scanpress Ltd
- Diyatec Pvt Ltd
- Prop Corporate Mentors Pvt Ltd
- Jyacad Solutions Pvt Ltd
- Turnrest Resources Pvt Ltd
- Arth Geospatial Pvt. Ltd
- Eques Capital Management Private Limited
- Beta Resources Private Limited
- MRH Enterprise

#### Key Management Personnel along with their relatives having significant influence:

##### a) Key Management Personnel

- Rameshchandra Sojitra
- Chirag Soni
- Kantilal Ladani

##### b) Relatives of KMP

- Minal Soni
- Vishwas Sojitra
- Leelavanti Sojitra
- Vaacha Sojitra

c) Disclosures in respect of significant transactions with related parties during the year:

(Amount in Rs.)

| Transactions                           | Year Ended<br>March 31, 2021 | Year Ended<br>March 31, 2020 |
|--|------------------------------|------------------------------|
| <b>Remuneration</b>                    |                              |                              |
| Rameshchandra K Sojitra                | 24,00,000                    | 24,00,000                    |
| Chirag Soni                            | 20,19,032                    | 21,00,000                    |
| <b>Salary</b>                          |                              |                              |
| Vishwas R Sojitra                      | 4,88,760                     | 5,04,000                     |
| Vaacha Sojitra                         | 3,00,000                     | 2,91,760                     |
|  |                              |                              |
| <b>Professional Fees</b>               |                              |                              |
| Diya Tech Pvt Ltd                      | 21,00,000                    | 19,25,000                    |
| Kanti Ladani                           | 5,25,000                     | 3,00,000                     |
| Chirag Soni HUF                        | -                            | 1,75,000                     |
| Prop Corporate Mentors Pvt. Ltd.       | -                            | 11,80,000                    |
| Turnrest Resources Pvt. Ltd.           | 60,00,000                    | 45,00,000                    |
| MRH Enterprise                         | 7,22,500                     | -                            |
| <b>Software Purchase</b>               |                              |                              |
| Turnrest Resources Pvt. Ltd.           | 8,30,667                     | -                            |
|  |                              |                              |
| <b>Interest Paid</b>                   |                              |                              |
| Prop Corporate Mentors Pvt. Ltd.       | -                            | 2,83,742                     |
| Turnrest Resources Pvt. Ltd.           | -                            | 9,19,300                     |
|  |                              |                              |
| <b>Investment in Subsidiary Shares</b> |                              |                              |
| Jyacad Solutions Pvt Ltd               | 99,900                       | 99,900                       |
|  |                              |                              |
| <b>Loan given to</b>                   |                              |                              |
| Jyacad Solutions Pvt Ltd               | 28,30,924                    | 25,64,500                    |
|  |                              |                              |
| <b>Repayment of Loan from</b>          |                              |                              |
| Jyacad Solutions Pvt Ltd               | 1,80,000                     | -                            |
|  |                              |                              |
| <b>Receipt of Loan</b>                 |                              |                              |
| Turnrest Resources Pvt Ltd             | 5,00,000                     | 6,36,75,250                  |
| Prop Corporate Mentors Pvt. Ltd.       | -                            | 52,00,375                    |

|                                       |             |             |
|---------------------------------------|-------------|-------------|
| <b>Repayment of Loan</b>              |             |             |
| Turnest Resources Pvt Ltd             | 13,27,370   | 9,11,59,667 |
| Prop Corporate Mentors Pvt. Ltd.      | -           | 1,98,41,287 |
| Karnavati Infrastructure Projects Ltd | -           | 1,50,17,380 |
|                                       |             |             |
| <b>Disclosure of closing balances</b> |             |             |
|                                       |             |             |
| <b>Amount Due to</b>                  |             |             |
| Kantilal V Ladani_Loan A/c            | 10,00,000   | 10,00,000   |
| Prop Corporate Mentors Pvt. Ltd.      | 2,55,367    | 2,55,367    |
| Turnrest Resources Pvt Ltd_Loan A/c   | -           | 8,27,370    |
| Chirag Soni                           | -           | 3,930       |
|                                       |             |             |
| <b>Amount Due From</b>                |             |             |
| Karnavati Infrastructure Projects Ltd | 19,13,063   | 15,11,870   |
| JyaCad Solutions Pvt Ltd              | 1,04,95,684 | 78,44,760   |
|                                       |             |             |
| <b>Trade Payables</b>                 |             |             |
| Diyatec Pvt Ltd                       | 1,61,875    | 5,04,000    |
| Kantilal V Ladani                     | 46,247      | 15,842      |
| Chirag Soni Huf                       | 1,57,500    | 1,57,500    |
| Turnrest Resources Pvt Ltd            | 12,08,000   | 6,06,775    |

35. Previous year's figures have been regrouped and rearranged wherever necessary, to make them comparable with those of current year.

As per our report of even date

**For, Jayamal Thakore & Co.  
Chartered Accountants**

Sd/-

**Anup Kumar Bhattacharjee  
(Partner)  
M. No.:082184  
Ahmedabad, June 30, 2021  
UDIN: 21082184AAAAAJ2133**

**For and on behalf of the Board of Directors of  
Scanpoint Geomatics Limited**

Sd/-

**Rameshchandra Sojitra  
Managing Director  
DIN: 00016149**

Sd/-

**Chirag Soni  
Whole Time Director  
DIN: 01684683**

Sd/-

**Kantilal .V. Ladani  
Director & CFO  
DIN: 00016171**

Sd/-

**Shaili Mehta  
Company Secretary  
M. No: 42440**

**Ahmedabad, June 30, 2021**

# INDEPENDENT AUDITOR'S REPORT

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**TO  
THE MEMBERS OF  
SCANPOINT GEOMATICS LIMITED**

## **Report on the Audit of the Consolidated Financial Statements**

### **Opinion**

We have audited the accompanying consolidated financial statements of **Scanpoint Geomatics Ltd.** ("the company") and its subsidiaries, (the company and its subsidiaries together referred to as "the Group"), which comprise the Consolidated Balance Sheet as at March 31 2021, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement and the Consolidated Statement of Change in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

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

### **Basis for Opinion**

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing specified under Section 143 (10) of the Act (SAs). Our responsibilities under those standards are further described in the Auditor's Responsibility for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated 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 the matters described below to be the key audit matters to be communicated in our report.

| Key Audit Matters   | How our auditor addressed the key audit matter   |
|---|--|
| <p><b><u>1. Recoverability of Loans to Subsidiary Company</u></b></p> <p>The Company has advanced a sum of Rs. 104.96 Lakhs as on March 31, 2021. The company had given the advance to its subsidiary during the previous financial year as well as during the current financial year.</p> <p>The aggregate of advance as on 31st March, 2020 was Rs. 78.45 Lakhs which has increased to Rs. 104.96 Lakhs as on 31st March, 2021</p> <p>This payment is in nature for technology transfer to Holding Company. When the technology is ready for transfer, the said will be asset of Holding Company.</p> | <p>We reviewed management's rational and objective for providing advance to subsidiary. We reviewed management's assessment of recoverability advances to subsidiary and corroborated the same with the financials of subsidiary. We reviewed the Company's internal control system for advancing the money to suppliers and subsidiary and carried out a combination of procedures involving enquiry and observation and inspection of evidence in respect of these loans and advances. Our audit approach consisted testing of design and operating effectiveness of internal controls and substantive testing as follows:</p> <ul style="list-style-type: none"> <li>• Review of complete details of advance given to subsidiary and corroborating the same with of ledger Accounts and confirmation of subsidiary.</li> <li>• Review of onward payment by subsidiary to various parties and with the supporting documents / Purchase Orders / Invoices etc.</li> <li>• Reviewed the procedures followed by Scanpoint and subsidiary for selection of vendors and justification of terms of payments, delivery, warranties/Guarantees etc.</li> <li>• Assessed present status of Advance, receipt / availability of material/services.</li> <li>• Obtained explanation from the management and went through the report obtained by the company from external independent expert on fund utilization. Based on our procedures, we found management's judgment around the recovery of the Advance to be appropriate.</li> </ul> |

#### Information other than the Financial Statements and Auditor's Report thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's Report, Management discussion and Analysis and Report on corporate governance but does not include the consolidated financial statements, standalone 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.

## Management's Responsibility 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 consolidated financial position, consolidated financial performance including Other Comprehensive Income, consolidated cash flows and consolidated changes in equity of the Group in accordance with the Ind AS and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate their respective entities or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

## Auditor's Responsibility 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 Standards on Auditing, 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls 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 Group 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 Group 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.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors.

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 of the Company and such other entities included in the consolidated financial statements of which we are the independent auditors 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. As required by Section 143 (3) of the Act, based on our audit, we report that:

- We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
- In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books.
- The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including other comprehensive income, the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated financial statements.
- In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.
- On the basis of the written representations received from the directors of the Company as on March 31, 2021 taken on record by the Board of Directors of the Company, none of the directors of the Group companies incorporated in India is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
- With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our separate report in "Annexure A" which is based on the auditor's reports of the Company and its subsidiary company incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the internal financial controls over financial reporting of those companies.

g) With respect to the other matters to be included in the Auditor's Report in accordance with 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/ provided 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, as amended, in our opinion and to the best of our information and according to the explanations given to us:

- i. The Consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group.
- ii. The Group 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 and its subsidiary company incorporated in India.

For Jayamal Thakore & Co.  
Chartered Accountants  
Firm's Registration Number: 104098W

Sd/-

Anup Kumar Bhattacharjee  
Partner  
Membership number: 082184  
UDIN: 21082184AAAAAK5192

Place: Ahmedabad  
Date: 30<sup>th</sup> June, 2021

## ANNEXURE "A" TO THE INDEPENDENT AUDITORS REPORT

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**(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

### **Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

In conjunction with our audit of the consolidated Ind AS financial statements of the Company as of and for the year ended March 31, 2021, we have audited the internal financial controls over financial reporting of Scanpoint Geomatics Limited (hereinafter referred to as "the Company") and its subsidiary company, which is a company incorporated in India, as of that date.

#### **Management's Responsibility for Internal Financial Controls**

The respective Board of Directors of the Company and its subsidiary company, which is incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies considering the essential components of internal Control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. 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 the respective 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 internal financial controls over financial reporting of the Company and its subsidiary company, which is a company incorporated in India, 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") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that 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 judgment, 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 internal financial controls system over financial reporting of the Company and its subsidiary company which is a company incorporated in India.

## 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 (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized 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, to the best of our information and according to the explanations given to us, the Company and its subsidiary Company which is a company incorporated in India, have, 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 criteria for Internal financial Control over financial reporting established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Jayamal Thakore & Co.  
Chartered Accountants  
Firm's Registration Number: 104098W

Sd/-

Anup Kumar Bhattacharjee  
Partner

Membership number: 082184  
UDIN: 21082184AAAAAK5192

Place: Ahmedabad  
Date: 30<sup>th</sup> June, 2021

# CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2021

(Amount in Rs.)

| PARTICULARS   | Note No. | 2020-21               | 2019-20             |
|---|----------|-----------------------|---------------------|
| <b>I. ASSETS</b>  |          |                       |                     |
| <b>Non-current assets</b>   |          |                       |                     |
| Property, plant and equipment   | 4        | 1,75,05,096           | 1,80,80,579         |
| Intangible asset under development                                      | 5        | 46,57,60,937          | 32,96,71,617        |
| Intangible Assets   | 5        | 3,34,45,955           | 3,70,37,781         |
| Financial Assets  |          |                       |                     |
| Investments   | 6        | 1,69,63,200           | 1,54,07,000         |
| Loans   | 7        | 44,00,000             | 44,00,000           |
| Other financial assets  |          | -                     | -                   |
| Other non-current assets  | 9        | 3,73,15,083           | 3,73,15,082         |
| <b>Total non-current assets</b>   |          | <b>57,53,90,271</b>   | <b>44,19,12,059</b> |
| <b>Current assets</b>   |          |                       |                     |
| Financial assets  |          |                       |                     |
| Trade Receivables   | 10       | 16,16,71,161          | 11,94,09,615        |
| Cash and cash equivalents   | 11       | 11,73,730             | 13,60,309           |
| Bank Balance other than Cash & Cash Equivalent                          | 11       | 5,61,014              | 1,09,321            |
| Loans   | 7        | 21,70,381             | 16,35,750           |
| Other financial assets  | 8        | 38,34,77,485          | 28,75,13,869        |
| Other current assets  | 9        | 2,87,21,842           | 5,25,82,360         |
| <b>Total current assets</b>   |          | <b>57,77,75,613</b>   | <b>46,26,11,224</b> |
| <b>Total Assets</b>   |          | <b>1,15,31,65,884</b> | <b>90,45,23,283</b> |
| <b>II. EQUITY AND LIABILITIES</b>                                       |          |                       |                     |
| <b>Equity</b>   |          |                       |                     |
| Equity Share Capital  | 12       | 9,88,39,036           | 9,88,39,036         |
| Other Equity  |          | 47,80,71,124          | 45,78,62,575        |
| Non-Controlling Interest  |          | (262)                 | (229)               |
| <b>Total Equity</b>   |          | <b>57,69,09,898</b>   | <b>55,67,01,382</b> |
| <b>Liabilities</b>  |          |                       |                     |
| Non Current Liabilities   |          |                       |                     |
| Financial liabilities   |          |                       |                     |
| (i) Borrowings  | 13       | 20,60,41,650          | 6,59,90,475         |
| Provisions  | 14       | 48,10,078             | 33,76,288           |
| <b>Total non-current liabilities</b>                                    |          | <b>21,08,51,728</b>   | <b>6,93,66,763</b>  |
| Current Liabilities   |          |                       |                     |
| Trade payables  | 15       | 4,40,14,387           | 1,14,23,612         |
| Other financial liabilities   | 16       | 19,62,66,280          | 14,55,69,948        |
| Borrowings  | 13       | 10,81,01,781          | 10,97,99,673        |
| Other Current liabilities   | 17       | 1,11,22,156           | 49,70,851           |
| Provisions  | 14       | 2,37,809              | 1,49,408            |
| Deferred tax liabilities (net)  | 18       | 56,61,845             | 65,41,646           |
| <b>Total current liabilities</b>  |          | <b>36,54,04,258</b>   | <b>27,84,55,138</b> |
| <b>Total Equity and Liabilities</b>                                     |          | <b>1,15,31,65,884</b> | <b>90,45,23,283</b> |
| Significant accounting policies and notes to accounts                   | 2        |                       |                     |
| The accompanying notes are an integral part of the financial statements |          |                       |                     |

As per our report of even date

For, Jayamal Thakore & Co.  
Chartered Accountants

Sd/-

Anup Kumar Bhattacharjee  
(Partner)  
M. No.:082184  
Ahmedabad, June 30, 2021

For and on behalf of the Board of  
Directors of Scanpoint Geomatics Limited

Sd/-

Ramesh Sojitra  
Managing Director  
DIN: 00016149

Sd/-

Kantilal .V. Ladani  
Director & CFO  
DIN: 00016171

Sd/-

Chirag Soni  
Whole Time Director  
DIN: 01684683

Sd/-

Shaili Mehta  
Company Secretary  
M. No: 42440

Ahmedabad, June 30, 2021

# CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE PERIOD ENDED MARCH 31, 2021

(Amount in Rs.)

| PARTICULARS  | Note No. | 2020-2021           | 2019-2020           |
|--|----------|---------------------|---------------------|
| Revenue from operations  | 19       | 43,37,60,825        | 52,52,26,401        |
| Other Income   | 20       | 41,18,924           | 47,30,389           |
| <b>Total Income</b>  |          | <b>43,78,79,749</b> | <b>52,99,56,790</b> |
| Expenses   |          |                     |                     |
| Cost of Materials Consumed   | 21       | 16,66,02,703        | 23,57,97,966        |
| Employee benefits expense  | 22       | 7,71,31,466         | 8,26,25,250         |
| Finance Costs  | 23       | 1,77,68,895         | 1,78,14,443         |
| Travel Expenses  | 24       | 31,90,644           | 1,05,49,696         |
| Depreciation and amortization expense  | 4 & 5    | 94,58,783           | 87,75,339           |
| Other expense  | 24       | 13,62,50,472        | 14,94,13,079        |
| <b>Total Expense</b>   |          | <b>41,04,02,963</b> | <b>50,49,75,773</b> |
| <b>Profit before tax</b>   |          | <b>2,74,76,786</b>  | <b>2,49,81,017</b>  |
| Tax expense:   |          |                     |                     |
| Current tax  |          | 81,12,697           | 70,47,628           |
| Deferred tax   |          | (8,79,801)          | 5,66,872            |
| <b>Profit for the period</b>   |          | <b>2,02,43,890</b>  | <b>1,73,66,517</b>  |
| <b>Other Comprehensive Income</b>  |          |                     |                     |
| Items that will not be reclassified subsequently to profit or loss                     |          |                     |                     |
| Remeasurement of the net defined liability/asset                                       |          | (2,59,906)          | 2,64,499            |
| Equity instruments through other comprehensive income                                  |          | 12,32,510           | 10,92,564           |
| Items that will be reclassified subsequently to profit or loss                         |          | -                   | -                   |
| <b>Total Comprehensive income, net of tax</b>  |          | <b>9,72,604</b>     | <b>13,57,063</b>    |
| <b>Total Comprehensive income for the period</b>                                       |          | <b>2,12,16,494</b>  | <b>1,87,23,580</b>  |
| <b>Earning per equity share</b>  |          |                     |                     |
| Equity shares of par value Rs.2 each   |          | 4,94,19,518         | 4,94,19,518         |
| Basic (Rs.)  |          | 0.41                | 0.35                |
| Diluted (Rs.)  |          | 0.41                | 0.35                |
| Weighted average equity shares used in computing earning per equity share              |          | 4,94,19,518         | 4,94,19,518         |
| Significant accounting policies and notes to accounts                                  | 2        |                     |                     |
| The accompanying notes forms an integral part of the consolidated financial statements |          |                     |                     |

As per our report of even date

**For, Jayamal Thakore & Co.**  
Chartered Accountants

Sd/-  
**Anup Kumar Bhattacharjee**  
(Partner)  
M. No.:082184  
Ahmedabad, June 30, 2021

**For and on behalf of the Board of Directors of**  
**Scanpoint Geomatics Limited**

Sd/-  
**Ramesh Sojitra**  
Managing Director  
DIN: 00016149

Sd/-  
**Chirag Soni**  
Whole Time Director  
DIN: 01684683

Sd/-  
**Kantilal .V. Ladani**  
Director & CFO  
DIN: 00016171

Sd/-  
**Shaili Mehta**  
Company Secretary  
M. No: 42440

Ahmedabad, June 30, 2021

# CONSOLIDATED CASH FLOW STATEMENT FOR THE PERIOD ENDED MARCH 31, 2021

(Amount in Rs.)

| PARTICULARS  | 2020-21               | 2019-20               |
|--|-----------------------|-----------------------|
| <b>A. Cash Flow from Operating Activities</b>                  |                       |                       |
| Net Profit/(Loss) before Tax                                   | <b>2,74,76,786</b>    | <b>2,49,81,017</b>    |
| <b>Adjustments for:</b>  |                       |                       |
| <b>Add:</b>  |                       |                       |
| Depreciation   | 94,58,783             | 87,75,339             |
| Interest Paid  | 1,77,68,895           | 1,78,14,443           |
| <b>Less:</b>   |                       |                       |
| Interest Received  | 37,74,006             | 26,64,684             |
| <b>Operating Profit/(Loss) before Working Capital Changes</b>  | <b>5,09,30,458</b>    | <b>4,89,06,115</b>    |
| <b>Adjustments for:</b>  |                       |                       |
| Trade Receivable   | (4,22,61,546)         | 2,54,52,826           |
| Loans  | (5,34,531)            | 2,22,94,713           |
| Other financial assets   | (9,59,63,616)         | 91,35,065             |
| Other non current assets                                       | (1)                   | 5,78,72,758           |
| Other Current Assets   | 2,43,26,031           | (19,16,04,879)        |
| Provisions   | 11,62,111             | 13,78,371             |
| Trade payables   | 3,25,90,775           | (2,44,20,253)         |
| Other financial liabilities                                    | 4,25,83,635           | 1,95,04,236           |
| Other current liabilities                                      | 61,51,305             | (30,28,256)           |
| <b>Cash Generated from Operation</b>                           | <b>1,89,84,622</b>    | <b>(3,45,09,304)</b>  |
| <b>Income tax Paid</b>   | <b>-</b>              | <b>-</b>              |
| <b>Net Cash Generated by operating activities</b>              | <b>1,89,84,622</b>    | <b>(3,45,09,304)</b>  |
| <b>B. Cash Flow from Investing Activities</b>                  |                       |                       |
| Intangible Asset under development                             | (13,60,89,320)        | (11,59,79,436)        |
| Acquisition of property, plant and equipment                   | (52,91,474)           | (67,69,883)           |
| <b>Net Cash used in Investing Activities</b>                   | <b>(14,13,80,794)</b> | <b>(12,27,49,319)</b> |
| <b>C. Cash Flow from Financing Activities</b>                  |                       |                       |
| Interest Recieved  | 37,74,006             | 26,64,684             |
| Proceeds from issue of share capital (incl.securities premium) | (16,97,007)           | 9,67,23,721           |
| Borrowing  | 13,83,53,283          | 7,66,74,532           |
| <b>Less:</b>   |                       |                       |
| Interest paid  | 1,77,68,895           | 1,78,14,443           |
| <b>Net Cash used in Financing Activities</b>                   | <b>12,26,61,387</b>   | <b>15,82,48,494</b>   |
| <b>Net Increase in Cash and Cash Equivalent</b>                | <b>2,65,214</b>       | <b>9,89,871</b>       |
| <b>Cash and Cash Equivalent as at 31-3-2020</b>                | <b>14,69,530</b>      | <b>4,79,659</b>       |
| <b>Cash and Cash Equivalent as at 31-3-2021</b>                | <b>17,34,744</b>      | <b>14,69,530</b>      |

## NOTES

Previous year's figure has been regrouped/rearranged wherever necessary to conform to current year's classification.

As per our report of even date

For and on behalf of the Board of Directors of  
Scanpoint Geomatics Limited

For, Jayamal Thakore & Co.  
Chartered Accountants

Sd/-

Ramesh Sojitra  
Managing Director  
DIN: 00016149

Sd/-

Chirag Soni  
Whole Time Director  
DIN: 01684683

Sd/-

Anup Kumar Bhattacharjee  
(Partner)  
M. No.:082184  
Ahmedabad, June 30, 2021

Sd/-

Kantilal .V. Ladani  
Director & CFO  
DIN: 00016171

Sd/-

Shaili Mehta  
Company Secretary  
M. No: 42440

Ahmedabad, June 30, 2021

**Statement of Changes in Equity**

F.Y. 2019-20

(Amount in Rs.)

| Particulars  | OTHER EQUITY         |                            |                    |                    |                            |   |  | Total equity attributable to equity holders of the company |
|--|----------------------|----------------------------|--------------------|--------------------|----------------------------|---|--|--|
|  | Equity Share Capital | Reserves and Surplus       |                    |                    | Other Comprehensive Income |   | Total equity attributable to equity holders of the company |  |
|  |                      | Securities Premium Reserve | Retained Earnings  | Capital Reserve    | General Reserve            | Equity instruments through other comprehensive income |  |  |
| Balance as on April 1, 2019  | 9,01,71,398          | 25,95,63,884               | 7,82,92,679        | 1,65,44,664        | 11,63,292                  | (36,21,420)   | 995  | 44,21,15,491   |
| Changes in the equity for the year ended March 31, 2020                  |                      |                            |                    |                    |                            |   |  |  |
| Increase in share capital/Securities Premium on account of Rights issue  | 86,67,638            | 9,10,10,199                | -                  | -                  | -                          | -   | -  | 9,96,77,837  |
| Pre-operative issue expenses   | -                    | (29,54,113)                | -                  | -                  | -                          | -   | -  | (29,54,113)  |
| Equity instruments through other comprehensive income, net of tax effect | -                    | -                          | -                  | -                  | -                          | 10,92,564   | -  | 10,92,564  |
| Prior Period Item Adjustments  | -                    | -                          | (8,61,245)         | -                  | -                          | -   | -  | (8,61,245)   |
| Remeasurement of the net defined benefit liability, net of tax effect    | -                    | -                          | -                  | -                  | -                          | -   | 2,64,499   | 2,64,499   |
| Profit for the period  | -                    | -                          | 1,73,66,578        | -                  | -                          | -   | -  | 1,73,66,578  |
| <b>Balance as on March 31, 2020</b>                                      | <b>9,88,39,036</b>   | <b>34,76,19,970</b>        | <b>9,47,98,012</b> | <b>1,65,44,664</b> | <b>11,63,292</b>           | <b>(25,28,856)</b>                                    | <b>2,65,494</b>  | <b>55,67,01,611</b>  |

**Statement of Changes in Equity**

F.Y. 2020-21

(Amount in Rs.)

| Particulars  | OTHER EQUITY         |                            |                     |                    |                            |   |  | Total equity attributable to equity holders of the company |
|--|----------------------|----------------------------|---------------------|--------------------|----------------------------|---|--|--|
|  | Equity Share Capital | Reserves and Surplus       |                     |                    | Other Comprehensive Income |   | Total equity attributable to equity holders of the company |  |
|  |                      | Securities Premium Reserve | Retained Earnings   | Capital Reserve    | General Reserve            | Equity instruments through other comprehensive income |  |  |
| Balance as on April 1, 2020  | 9,88,39,036          | 34,76,19,970               | 9,47,98,012         | 1,65,44,664        | 11,63,292                  | (25,28,856)   | 2,65,494   | 55,67,01,611   |
| Changes in the equity for the year ended March 31, 2021                  |                      |                            |                     |                    |                            |   |  |  |
| Increase in share capital/Securities Premium on account of Rights issue  | -                    | -                          | -                   | -                  | -                          | -   | -  | -  |
| Pre-operative issue expenses   | -                    | (16,97,007)                | -                   | -                  | -                          | -   | -  | (16,97,007)  |
| Equity instruments through other comprehensive income, net of tax effect | -                    | -                          | -                   | -                  | -                          | 12,32,510   | -  | 12,32,510  |
| Prior Period Item Adjustments  | -                    | -                          | 6,89,029            | -                  | -                          | -   | -  | 6,89,029   |
| Remeasurement of the net defined benefit liability, net of tax effect    | -                    | -                          | -                   | -                  | -                          | -   | (2,59,906)   | (2,59,906)   |
| Profit for the period  | -                    | -                          | 2,02,43,923         | -                  | -                          | -   | -  | 2,02,43,923  |
| <b>Balance as on March 31, 2021</b>                                      | <b>9,88,39,036</b>   | <b>34,59,22,963</b>        | <b>11,57,30,964</b> | <b>1,65,44,664</b> | <b>11,63,292</b>           | <b>(12,96,346)</b>                                    | <b>5,588</b>   | <b>57,69,10,160</b>  |

# NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

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## 1. CORPORATE INFORMATION

The Consolidated financial statements of Scanpoint Geomatics Limited are made up of the Scanpoint Geomatics Limited together with its subsidiaries Jyacad Solutions Pvt Ltd. (collectively referred to as the "Group").

The Company is engaged in the business of GIS based software development and sales.

The Scanpoint Geomatics Limited is a public company incorporated under the provisions of the Companies Act, 1956. Its shares are listed on Bombay Stock Exchange.

The principal accounting policies applied in the preparation of the consolidated financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

## 2. SIGNIFICANT ACCOUNTING POLICIES

### 2.1 BASIS OF PREPARATION & PRESENTATION OF FINANCIAL STATEMENTS

#### a. Statement of Compliance

These consolidated statements have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") as prescribed under section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules as amended from time to time.

#### b. Basis of measurement

The consolidated financial statements have been prepared on a historical cost convention and on an accrual basis, except for certain financial instruments which are measured at fair value at end of the each reporting period, as explained in the accounting policies below.

#### c. Use of judgment, estimates and assumptions

The preparation of the consolidated financial statements in conformity with Ind AS requires the management to make judgments, estimates and assumptions considered in the reported amounts of assets and liabilities and disclosure relating to contingent liabilities as at the date of consolidated financial statement and the reported amounts of income and expenditure during the reported year. Estimates and underlying assumptions are reviewed on a periodic basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

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

#### i. Income taxes

The Company's major tax jurisdiction is India. Significant judgments are involved in determining the provision for income taxes, including amount expected to be paid/recovered for uncertain tax positions. In assessing the reliability of deferred income tax assets, management considers whether some portion or all of the deferred income tax assets will not be realized. The realization of deferred income tax assets is dependent upon the generation of future taxable income during the periods in which the temporary differences become deductible. Management considers the scheduled reversals of deferred income tax liabilities, projected future taxable income and tax planning strategies in making this assessment. Based on the level of historical taxable income and projections for future taxable income over the periods in which the deferred income tax assets are deductible, management believes that the company will realize the benefits of those deductible

differences. The amount of the deferred income tax assets considered realizable, however, could be reduced in the near term if estimates of future taxable income during the carry forward period are reduced.

## ii. Impairment testing

Investments in goodwill and intangible assets are tested for impairment annually and when events occur or changes in circumstances indicate that the recoverable amount of the asset or cash generating units to which these pertain is less than its carrying value. The recoverable amount of cash generating units is higher of value-in-use and fair value less cost to dispose. The calculation of value in use of a cash generating unit involves use of significant estimates and assumptions which includes turnover and earnings multiples, growth rates and net margins used to calculate projected future cash flows, risk-adjusted discount rate, future economic and market conditions.

## iii. Depreciation and amortisation

Depreciation and amortization is based on management estimates of the future useful lives of certain class of property, plant and equipment and intangible assets. Estimates may change due to technological developments, competition, changes in market conditions and other factors and may result in changes in the estimated useful life and in the depreciation and amortization charges.

## iv. Other estimates

The preparation of consolidated financial statements involves estimates and assumptions that affect the reported amount of assets, liabilities, disclosure of contingent liabilities at the date of consolidated financial statements and the reported amount of revenues and expenses for the reporting period. Specifically, the Company estimates the probability of collection of accounts receivable by analyzing historical payment patterns, customer concentrations, customer credit worthiness and current economic trends. If the financial condition of a customer deteriorates, additional allowances may be required.

The stock compensation expense is determined based on the Company's estimate of equity instruments that will eventually vest.

Fair valuation of derivative hedging instruments designated as cash flow hedges involves significant estimates relating to the occurrence of forecast transaction.

## v. Estimation of uncertainties relating to the global health pandemic COVID-19:

The management has considered the possible effects, if any, that may result from the pandemic relating to Covid 19 on the carrying amounts of receivables. In making the assumptions and estimates relating to the uncertainties as at the Balance sheet date in relation to recoverable amounts of these assets, the management has considered the global economic conditions prevailing at the date of approval of these consolidated financial statements and has used internal and external sources of Information to the extent determined by it. The actual outcome of these assumptions and estimates may vary in the future due to the impact of the pandemic.

## 2.2 Basis of Consolidation

| Name of the Company        | Country of Incorporation | Proportion of Ownership as on March 31, 2021 | Proportion of Ownership as on March 31, 2020 |
|----------------------------|--------------------------|--|--|
| Jyacad Solutions Pvt. Ltd. | India                    | 99.9%  | 99.9%  |

## Principles of Consolidation and equity accounting

### • **Subsidiary companies**

Subsidiary companies are all entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiary companies are fully consolidated from the date on which control is obtained by the Group. They are deconsolidated from the date that control ceases.

The acquisition method of accounting is used to account for business combinations by the Group.

The Group combines the Consolidated Financial Statements of the parent and its subsidiary companies line by line adding together like items of assets, liabilities, equity, income and expenses. Intercompany transactions, balances and unrealized gains on transactions between Group companies are eliminated. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting Policies of subsidiary companies have been changed where necessary to ensure consistency with the policies adopted by the Group.

Non-controlling interests in the results and equity of subsidiary companies are shown separately in the Consolidated Statement of Profit and Loss, Consolidated Statement of changes in equity and Consolidated Balance Sheet respectively.

### • **Equity Method**

Under the equity method of accounting, the investments are initially recognized at cost and adjusted thereafter to recognize share of the Group in post-acquisition profit and loss of the investee in profit and loss, and share of the Group in Other Comprehensive Income of the investee in Other Comprehensive Income. Dividends received or receivable from subsidiary Company are recognized as a reduction in the carrying amount of the investment.

When the Group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the Group does not recognize further losses, unless it has incurred obligations or made payments on behalf of the other entity.

Unrealized gains on transactions between the Group and its subsidiary Company are eliminated to the extent of the Group interest in these entities. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting Policies of equity accounted investees have been changed where necessary to ensure consistency with the policies adopted by the Group.

The carrying amount of equity accounted investments are tested for impairment in accordance with the policy described in (ix) below.

### • **Change in ownership interest**

The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the Group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interest in the subsidiary companies. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognized within equity.

When the Group ceases to consolidate or equity account for an investment because of a loss of control, joint control or significant influence, any retained interest in the entity is remeasured to its fair value with the change in carrying amount recognized in the Consolidated Statement of Profit and Loss. This fair value becomes the initial carrying amount for the purpose of subsequent accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amount previously recognized in Other Comprehensive Income in respect of that entity is accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognized in Other Comprehensive Income are reclassified to the Consolidated Statement of Profit and Loss.

If the ownership interest in a joint venture Company or an associate is reduced but joint control or significant influence is retained, only a proportionate share of the amounts previously recognized in Other Comprehensive Income are reclassified to the Consolidated Statement of Profit and Loss where appropriate.

## 2.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

### a. Functional and presentation currency

Items included in the consolidated financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates (i.e. the “functional currency”). The financial statements are presented in Indian Rupee, the national currency of India, which is the functional currency of the Company. The functional currency of its subsidiary is also in Indian rupee.

### b. Property, plant and equipment

Property, plant and equipment are measured at historical cost or its deemed cost less accumulated depreciation and impairment losses, if any. Historical Cost includes expenditures directly attributable to the acquisition of the asset.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment. Subsequent expenditure relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the Company and the cost of the item can be measured reliably. Repairs and maintenance costs are recognized in the statement of profit and loss when incurred.

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 the 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 recognized in the Statement of Profit and Loss.

### c. Capital work-in-progress

Amounts paid towards the acquisition of property, plant and equipment outstanding as of each reporting date and the cost of property, plant and equipment not ready for intended use before such date are disclosed under capital advances and capital work-in-progress respectively.

### d. Depreciation/ Amortisation

Depreciable amount for assets is the cost of asset less its estimated residual value.

Depreciation has been provided on all assets on the straight line method, as per the useful life prescribed in Schedule II of the Companies Act, 2013.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate. The Company assesses at each Balance Sheet date whether there is objective evidence that an asset or a group of assets is impaired. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

The residual values are not more than 5% of the original cost of assets.

### e. Leases

From April 1, 2019, Ind AS 116 'Leases' is applicable to all the listed companies. Ind AS 116 has certain exemptions from the application of Ind AS - 116:

#### i. Short Term Leases

A lease that, at the commencement date, has a lease term of 12 months or less. However, a lease that contains an option to purchase the asset is not a short-term lease.

1. The election for short-term leases shall be made by class of underlying asset to which the right of use relates and can be made on a lease-by-lease basis.

## ii. Leases for low value assets

An underlying asset can be of low value only if:

1. The lessee can benefit from use of the underlying asset on its own or together with other resources that are readily available to the lessee; and
2. The underlying asset is not highly dependent on, or highly interrelated with, other assets.
  - Examples of low-value underlying assets can include tablet and personal computers, small items of office furniture and telephones.
  - When new, if the asset is typically not of low value, the lease of such asset does not qualify as a lease of a low-value asset.
  - If a lessee subleases an asset, or expects to sublease an asset, the head lease does not qualify as a lease of a low-value asset.
  - The assessment of whether an underlying asset is of low value is performed on an absolute basis. Leases of low-value assets qualify for recognition exemption regardless of whether those leases are material to the lessee. The assessment is not affected by the size, nature or circumstances of the lessee.

### Accounting for short term and low value asset leases

If a lessee elects to opt for the recognition exemption for either short-term leases or leases for which the underlying asset is of low value, the lessee shall recognize the lease payments associated with those leases as an expense on either a straight-line basis over the lease term or another systematic basis.

According to information and explanation provided to us, all the lease agreements of company are short term lease agreements so application of new Ind AS - 116 'Leases' is not applicable to us.

## f. Financial Instruments

All financial instruments are recognized initially at fair value. Transaction costs that are attributable to the acquisition of the financial asset (other than financial assets recorded at fair value through profit or loss) are included in the fair value of the financial assets. Purchase or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trade) are recognized on trade date. While, loans and borrowings and payables are recognized as net cost of directly attributable transaction costs.

For the purpose of subsequent measurement, financial instruments of the Company are classified in the following categories: non-derivative financial assets comprising amortized cost, debt instruments at fair value through other comprehensive income (FVTOCI), equity instruments at FVTOCI or fair value through profit and loss account (FVTPL), non-derivative financial liabilities at amortized cost or FVTPL and derivative financial instruments (under the category of financial assets or financial liabilities) at FVTPL.

The classification of financial instruments depends on the objective of the business model for which it is held. Management determines the classification of its financial instruments at initial recognition.

### Non-derivative financial assets

#### i. Financial assets at amortised cost

A financial asset shall be measured at amortized cost if both of the following conditions are met:

- The financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

They are presented as current assets, except for those maturing later than 12 months after the reporting date which are presented as non-current assets. Financial assets are measured initially at fair value plus transaction costs and subsequently carried at amortized cost using the effective interest rate method, less any impairment loss.

Financial assets at amortized cost are represented by trade receivables, security deposits, cash and cash equivalents, employee and other advances and eligible current and non-current assets.

Cash and cash equivalents comprise cash on hand and in banks and demand deposits with banks which can be withdrawn at any time without prior notice or penalty on the principal.

For the purposes of the cash flow statement, cash and cash equivalents include cash on hand, in banks and demand deposits with banks, net of outstanding bank overdrafts that are repayable on demand, book overdraft and are considered part of the Company's cash management system.

#### **ii. Financial Assets at Fair Value through Other Comprehensive Income (FVTOCI)**

For assets, if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and where the company has exercised the option to classify the equity investment as at FVTOCI, all fair value changes on the investment are recognized in OCI. The accumulated gains or losses on such investments are not recycled to the Statement of Profit and Loss even on sale of such investment.

#### **iii. Financial assets at Fair Value through Profit and loss (FVTPL)**

A financial asset which is not classified in any of the above category is measured at FVTPL. These include surplus funds invested in mutual funds etc.

Financial assets included within the FVTPL category are measured at fair values with all changes recorded in the statement of profit and loss.

### **Non-derivative financial liabilities**

#### **i. Financial liabilities at amortized cost.**

Financial liabilities at amortized cost represented by borrowings, trade and other payables are initially recognized at fair value, and subsequently carried at amortized cost using the effective interest rate method. For trade and other payable maturing within one year from the Balance Sheet date, the carrying value approximates fair value due to short maturity.

#### **ii. Financial liabilities at Fair Value through Profit and loss (FVTPL)**

Financial liabilities at FVTPL represented by contingent consideration are measured at fair value with all changes recognized in the statement of profit and loss.

#### **iii. Derivative financial instruments and hedging activities**

A derivative is a financial instrument which changes value in response to changes in an underlying asset and is settled at a future date. Derivatives are initially recognized at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. The method of recognizing the resulting gain or loss depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged.

The Group enters into derivative contracts to hedge the risks asserted with currency fluctuations relating to firm commitments and highly probable transactions. The Company does not use derivative instruments for speculative purposes.

The Group documents, at the inception of the transaction, the relationship between hedging instruments and hedged items, as well as its risk management objectives and strategy for undertaking various hedging transactions. The Group also documents its assessment, both at hedge inception and on an on-going basis, of whether the derivatives that are used in hedging transactions are effective in offsetting changes in cash flows of hedged items.

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognized in Other Comprehensive Income. The ineffective portion of changes in the fair value of the derivative is recognized in the Consolidated Statement of Profit and Loss.

Amounts accumulated in hedging reserve are reclassified to the Consolidated Statement of Profit and Loss in the periods when the hedged item affects the Consolidated Statement of Profit and Loss.

The full fair value of a hedging derivative is classified as a current/ non-current, asset or liability based on the remaining maturity of the hedged item.

When a hedging instrument expires, swapped or unwound, or when a hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss existing in Consolidated Statement of Changes in Equity is recognized in the Consolidated Statement of Profit and Loss.

#### **iv. Offsetting financial instruments**

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

#### **v. Fair value measurement**

The Group classifies the fair value of its financial instruments in the following hierarchy, based on the inputs used in their valuation:

- i.** Level 1 - The fair value of financial instruments quoted in active markets is based on their quoted closing price at the Balance Sheet date.
- ii.** Level 2 - The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques using observable market data. Such valuation techniques include discounted cash flows, standard valuation models based on market parameters for interest rates, yield curves or foreign exchange rates, dealer quotes for similar instruments and use of comparable arm's length transactions.
- iii.** Level 3 - The fair value of financial instruments that are measured on the basis of entity specific valuations using inputs that are not based on observable market data (unobservable inputs). When the fair value of unquoted instruments cannot be measured with sufficient reliability, the Company carries such instruments at cost less impairment, if applicable.

#### **g. Employee Benefits**

##### **i. Short term employee benefits:**

Short Term benefits are recognized as an expense at the undiscounted amounts in the Statement of Profit and Loss of the year in which the related service is rendered.

##### **ii. Post employment benefits:**

###### **• Defined contribution plan:**

The Employee and Company make monthly fixed Contribution to Government of India Employee's Provident Fund equal to a specified percentage of the Cover employee's salary, Provision for the same is made in the year in which service are render by employee.

###### **• Defined benefit plans:**

The Liability for Gratuity to employees, which is a defined benefit plan, as at Balance Sheet date determined on the basis of actuarial Valuation based on Projected Unit Credit method and the contribution thereof paid/payable is absorbed in the accounts.

The present value of the defined benefit obligations is determined by discounting the estimated future cash flows at a predetermined rate of interest, taking into account the probability of payment. This cost is included in employee benefit expenses in the statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in balance sheet. Changes in present value of the defined benefit obligation resulting from plan amendment or curtailments are recognized immediately in profit or loss as past service cost.

### **iii. Other long term employee benefits:**

Other long term employee benefits comprises of leave encashment towards un-availed leave and compensated absences, these are recognized based on the present value of defined obligation which is computed using the project unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. These are accounted either as current employee cost or included in cost of assets as permitted.

Remeasurement of leave encashment towards un-availed leave and compensated absences are recognized in the statement of profit and loss except those included in cost of assets as permitted in the period which they occur.

## **h. Provisions**

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

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

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

## **i. Income Taxes**

Income tax comprises current and deferred tax. Income tax expense is recognized in the Consolidated Statement of Profit and Loss except to the extent it relates to items directly recognized in equity or in other comprehensive income.

### **i. Current income tax**

Current income tax liability/ (asset) for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities based on the taxable income for the year. The tax rates and tax laws used to compute the current tax amount are those that are enacted or substantively enacted by the reporting date and applicable for the year. The Group off sets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis or to realize the asset and liability simultaneously.

### **ii. Deferred tax**

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

Deferred income tax asset is recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilized. Deferred income tax liabilities are recognized for all taxable temporary differences.

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

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

| <b>INCOME TAX</b>  |  |                                |                                      |                          |  |
|--|--|--------------------------------|--------------------------------------|--------------------------|--|
| <b>A) Major Components of Deferred Tax Liabilities /(Assets) arriving on account of timing difference are as follow:</b> |  |                                |                                      |                          |  |
| <b>As at 31st March 2021</b>   |  |                                |                                      |                          | <b>(Rs.)</b>                             |
| <b>Particulars</b>   | <b>As at 31<sup>st</sup> March, 2020</b> | <b>Availment of MAT Credit</b> | <b>Recognized in profit and loss</b> | <b>Recognised in OCI</b> | <b>As at 31<sup>st</sup> March, 2021</b> |
| Fixed assets :- Impact of difference between WDV as per Income Tax Act and as per books of accounts                      | 56,03,988                                | —                              | (97,505)                             | —                        | 55,06,483                                |
| Fair Value on Unquoted Investment  | —  | —                              | —                                    | —                        | —  |
| Pre- Operative Right Issue Exp   | —  | —                              | (10,84,486)                          | —                        | (10,84,486)                              |
| Expense Allowable for Tax on payment   | 9,37,658                                 | —                              | 3,02,190                             | —                        | 12,39,848                                |
| <b>Carried Forward Capital Loss FY 2018-19</b>   | —  | —                              | —                                    | —                        | —  |
| <b>Total</b>   | <b>65,41,646</b>                         | <b>—</b>                       | <b>(8,79,801)</b>                    | <b>—</b>                 | <b>56,61,845</b>                         |
| <b>As at 31<sup>st</sup> March 2020</b>  |  |                                |                                      |                          | <b>(Rs.)</b>                             |
| <b>Particulars</b>   | <b>As at 31<sup>st</sup> March, 2019</b> | <b>Availment of MAT Credit</b> | <b>Recognized in profit and loss</b> | <b>Recognised in OCI</b> | <b>As at 31<sup>st</sup> March, 2020</b> |
| Fixed assets :- Impact of difference between WDV as per Income Tax Act and as per books of accounts                      | 52,82,597                                | —                              | 3,21,391                             | —                        | 56,03,988                                |
| Fair Value on Unquoted Investment  | —  | —                              | —                                    | —                        | —  |
| MAT Credit Entitlement   | —  | —                              | —                                    | —                        | —  |
| Expense Allowable for Tax on payment   | 6,92,177                                 | —                              | 2,45,481                             | —                        | 9,37,658                                 |
| Carry Forward Capital Losses   | —  | —                              | —                                    | —                        | —  |
| <b>Total</b>   | <b>59,74,774</b>                         | <b>—</b>                       | <b>5,66,872</b>                      | <b>—</b>                 | <b>65,41,646</b>                         |

(Amount in Rs.)

| Particulars   | As at 31 <sup>st</sup> Mar 2021 | As at 31 <sup>st</sup> Mar 2020 |
|---|---------------------------------|---------------------------------|
| <b>(B) Income Taxes</b>   |                                 |                                 |
| <b>Major component of Tax expenses for the year are as under</b>                              |                                 |                                 |
| <b>(i) Income tax recognized in the Statement of Profit and Loss</b>                          |                                 |                                 |
| Current Tax   | 81,12,697                       | 70,47,628                       |
| Income Tax for Prior years  |                                 |                                 |
| Deferred Tax  | (8,79,801)                      | 5,66,872                        |
|   | <b>72,32,896</b>                | <b>76,14,500</b>                |
| <b>(ii) Income tax recognized in OCI</b>  |                                 |                                 |
| Income tax expenses on remeasurement of defined employee benefits plans                       | 1,00,174                        | 1,01,945                        |
| Income Tax expenses on remeasurement of financial instruments                                 | (3,23,690)                      | 2,86,936                        |
|   | (2,253,516)                     | 3,88,881                        |
|   | 70,09,380                       | 80,03,381                       |
|   |                                 |                                 |
| <b>C) Reconciliation of Tax expenses and the accounting profit for the year is as under :</b> |                                 |                                 |
| Profit before tax   | 2,74,76,786                     | 2,49,81,017                     |
| Income Tax exp  | 81,12,697                       | 70,47,628                       |
| <b>TOTAL</b>  | <b>81,12,697</b>                | <b>70,47,628</b>                |

**j. Cash flow Statement:**

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

**k. Revenue Recognition**

The Company derives revenue primarily from software development and from the licensing of software products. The Company recognizes revenue when it transfers control over a product or a service to a customer. The method for recognizing revenues and costs depends on the nature of the services rendered.

The timing of revenue recognition, billings and cash collections results in receivables, unbilled revenue, and unearned revenue on the Company's Balance Sheet. Amounts are billed as work progresses in accordance with agreed-upon contractual terms, either at periodic intervals (e.g., monthly or quarterly) or upon achievement of contractual milestones.

The Group's receivables are rights to consideration that are unconditional. Unbilled revenues comprising revenues in excess of billings from time and material contracts and fixed-price maintenance contracts are classified as financial asset when the right to consideration is unconditional and is due only after a passage of time.

Invoicing to the clients for other fixed-price contracts is based on milestones as defined in the contract and therefore the timing of revenue recognition is different from the timing of invoicing to the customers. Therefore unbilled revenues for other fixed-price contracts (contract asset) are classified as "non-financial asset" because the right to consideration is dependent on completion of contractual milestones. Invoicing in excess of earnings is classified as "unearned revenue".

During the current financial year, unbilled revenues worth Rs. 76.27 lakhs has been reversed which have been shown as sales during previous financial years.

Trade receivables and unbilled revenues are presented net of impairment in the Balance Sheet. During the years ended March 31, 2021 and March 31, 2020, Rs. 5.73 crores and Rs. 4.15 crores of unbilled revenue pertaining to other fixed price and fixed time frame contracts as of April 1, 2020 and April 1, 2019, respectively has been reclassified to "trade receivables" upon billing to customers on completion of milestones.

### **Remaining performance obligation disclosure**

The remaining performance obligation disclosure provides the aggregate amount of the transaction price yet to be recognized as at the end of the reporting period and an explanation as to when the Company expects to recognize these amounts in revenue. Applying the practical expedient as given in Ind AS 115, the Company has not disclosed the remaining performance obligation-related disclosures for contracts where the revenue recognized corresponds directly with the value to the customer of the entity's performance completed to date, typically those contracts where invoicing is on time and material and unit of work-based contracts. Remaining performance obligation estimates are subject to change and are affected by several factors, including terminations, changes in the scope of contracts, periodic revaluations, and adjustment for revenue that has not materialized and adjustments for currency.

#### **i. Time and materials contracts**

Revenues from contracts priced on a time and material basis are recognized as the related services are performed and related costs are incurred.

#### **ii. Fixed-price contracts**

Revenues from fixed-price contracts are recognized using the "percentage-of-completion" method. Percentage of completion is determined based on project costs incurred to date as a percentage of total estimated project costs required to complete the project. The cost expended (or input) method has been used to measure progress towards completion as there is a direct relationship between input and productivity.

If the Company does not have a sufficient basis to measure the progress of completion or to estimate the total contract revenues and costs, revenue is recognized only to the extent of contract cost incurred for which recoverability is probable.

When total cost estimates exceed revenues in an arrangement, the estimated losses are recognized in the statement of profit and loss in the period in which such losses become probable based on the current contract estimates.

#### **iii. Maintenance Contracts**

Revenue from maintenance contracts is recognized ratably over the period of the contract using the "percentage-of-completion" method. When services are performed through an indefinite number of repetitive acts over a specified period of time, revenue is recognized on a straight line basis over the specified period or under some other method that better represents the stage of completion.

'Unbilled revenues' represent cost and earnings in excess of billings as at the end of the reporting period.

'Unearned revenues' represent billing in excess of revenue recognized. Advance payments received from customers for whom no services are rendered are presented as 'Advance from customers.'

During the current financial year, unbilled revenues worth Rs. 76.27 lakhs has been reversed which have been shown as sales during previous financial years.

Revenues are reported net of GST and applicable discounts and allowances.

## REVENUE FROM OPERATIONS

(Amount in Rs.)

| Particulars  | Year 2020-2021      | Year 2019-2020      |
|--|---------------------|---------------------|
| (a) Sale of products   |                     |                     |
| <b>GiS Product and Other Ancillary</b>                                 | 17,15,33,564        | 23,74,66,181        |
|  | <b>17,15,33,564</b> | <b>23,74,66,181</b> |
| (b) Sale of Services   |                     |                     |
| Gis Software Solutions and Customization                               | 26,22,27,261        | 28,77,60,220        |
|  | <b>26,22,27,261</b> | <b>28,77,60,220</b> |
| <b>Total</b>   | <b>43,37,60,825</b> | <b>52,52,26,401</b> |
|  |                     |                     |
| Particulars  | Year 2020-2021      | Year 2019-2020      |
| Revenue from contracts with customers disaggregated based on geography |                     |                     |
| <b>a. Domestic</b>   | 43,37,60,825        | 52,52,26,401        |
| <b>b. Exports</b>  | —                   | —                   |
| <b>Total Revenue from Operation</b>                                    | <b>43,37,60,825</b> | <b>52,52,26,401</b> |
| (c) Reconciliation of gross revenue from contracts with customers      |                     |                     |
| Gross Revenue  | 43,37,60,825        | 52,52,26,401        |
| Less : Commission & Discount   | —                   | —                   |
| Less : Return/Rejection/Shortage/Deduction                             | —                   | —                   |
| Less: Deduction for Rework/Rectification/Price Difference              | —                   | —                   |
| <b>Net revenue recognized from contracts with customers</b>            | <b>43,37,60,825</b> | <b>52,52,26,401</b> |

| <b>OTHER INCOME</b>                         |                       | <b>(Amount in Rs.)</b> |  |
|---|-----------------------|------------------------|--|
| <b>Particulars</b>                          | <b>Year 2020-2021</b> | <b>Year 2019-2020</b>  |  |
| <b>a) Interest income</b>                   |                       |                        |  |
| i. On Deposit with Banks                    | 37,74,006             | 26,64,684              |  |
| <b>b) Other Receipts</b>                    |                       |                        |  |
| i. Others                                   | 3,44,919              | 5,83,648               |  |
| <b>c) Other gain and losses</b>             |                       |                        |  |
| i. Net gain on foreign currency transaction | —                     | 14,82,056              |  |
| <b>Total</b>                                | <b>41,18,925</b>      | <b>47,30,389</b>       |  |

#### **I. Dividend and dividend distribution tax**

Final dividends on shares are recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors. The Company declares and pays dividends in Indian rupees and is subject to applicable distribution taxes. The applicable distribution taxes are treated as an appropriation of profits.

#### **m. Foreign Currency transactions and translations**

Transactions in foreign currency are translated into the respective functional currencies using the exchange rates prevailing at the dates of the respective transactions.

Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at the exchange rates prevailing at reporting date of monetary assets and liabilities denominated in foreign currencies are recognized in the Statement of Profit and Loss and reported within foreign exchange gains/ (losses).

Non-monetary assets and liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of transaction.

Foreign currency gains and losses are reported on a net basis. This includes changes in the fair value of foreign exchange derivative instruments, which are accounted at fair value through profit or loss.

#### **n. Finance Income and expense**

Finance income consists of interest income on funds invested, dividend income and fair value gains on the FVTPL financial assets. Interest income is recognized as it accrues in the statement of profit and loss, using the effective interest method.

Dividend income is recognized in the statement of profit and loss on the date that the Company's right to receive payment is established.

Finance expenses consist of interest expense on loans and borrowings. Borrowing costs are recognized in the Statement of Profit and Loss using the effective interest method.

## **o. Impairment**

### **i. Financial assets**

In accordance with Ind AS 109, the Company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss.

The Group assesses at each Balance Sheet date whether a financial asset or a group of financial assets is impaired. The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivable and unbilled revenue. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. The Company recognizes lifetime expected credit losses for all trade receivables and/or other contract assets that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the 12 month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

ECL allowance (or reversal) is recognized as income / expense in the Statement of Profit and Loss.

### **ii. Non-financial assets**

The Group assesses at each reporting date whether there is any objective evidence that a non-financial asset or a group of non financial assets is impaired. If any such indication exists, the Company estimates the amount of impairment loss.

An impairment loss is calculated as the difference between an asset's carrying amount and recoverable amount. Losses are recognized in Statement of Profit and Loss and reflected in an allowance account. If the amount of impairment loss subsequently decreases and the decrease can be related objectively to an event occurring after the impairment was recognized, then the previously recognized impairment loss is reversed through Statement of Profit and Loss.

The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net off any accumulated depreciation/amortization) had no impairment loss been recognized for the asset in prior years.

The recoverable amount of an asset or cash-generating unit (as defined below) is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assessor groups of assets (the "cash-generating unit").

## **p. Earnings per share**

Basic earnings per equity share are computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares outstanding during the period.

Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares). Dilutive potential equity shares are deemed converted as at the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

## **q. Contingent Liabilities**

Contingent liabilities exist when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or nonoccurrence of one or more uncertain future events not wholly within the control of the Group, or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required or the amount cannot be reliably estimated. Contingent liabilities are appropriately disclosed unless the possibility of an outflow of resources embodying economic benefits is remote.

**r. Contingent Assets**

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity. The Group does not recognize a contingent asset.

**s. Events after the reporting period**

Adjusting events are events that provide further evidence of conditions that existed at the end of the reporting period. The financial statements are adjusted for such events before authorization for issue. Non-adjusting events are events that are indicative of conditions that arose after the end of the reporting period. Non-adjusting events after the reporting date are not accounted, but disclosed.

**t. Intangible Assets**

Intangible assets are measured on initial recognition at cost (net of recoverable taxes, if any). Subsequently, intangible assets are carried out at cost less any accumulated amortization and accumulated impairment losses, if any.

The gain or loss arising on the disposal or retirement of an intangible asset is determined as the difference between net disposal proceeds and the carrying amount of the asset and is recognized as income or expenses in the Statement of Profit and Loss in the year or disposal.

**u. Borrowing Costs**

Borrowing costs include interest and amortization of ancillary costs incurred to the extent they are regarded as an adjustment to the interest cost. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the Statement of Profit and Loss over the tenure of the loan. Borrowing costs, allocated to and utilized for qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset up to the date of capitalization of such asset is added to the cost of the assets. Capitalizations of borrowing costs is suspended and charged to the Statement of Profit and Loss during extended periods when active development activity on the qualifying assets is interrupted.

During the year company has not capitalized any borrowing cost.

**v. Rounding of amounts**

All amounts disclosed in the financial statements and notes have been rounded off to the nearest rupees as per the requirement of Schedule III, unless otherwise stated.

**w. Goods & Service Tax:**

GST credit on materials purchased for production / service availed for production / input service are taken into account at the time of purchase and GST credit on purchase of capital items wherever applicable are taken into account as and when the assets are acquired.

The GST credits so taken are utilized for payment of excise duty/GST on sales. The unutilized GST credit is carried forward in the books. The GST credits so taken are utilized for payment of tax on goods sold. The unutilized GST credit is carried forward in the books.

### **3. Equity shares movement during the year ended March 31, 2021**

The Company has not issued any equity shares during the current financial year.

**NOTE 4 PROPERTY PLANT AND EQUIPMENT**

(Amount in Rs.)

| Particulars                             | Building         | Plant and Equipment | Furniture and Fixtures | Vehicles         | Office Equipment | Computer and Peripheral | Electric Installation | Total              |
|---|------------------|---------------------|------------------------|------------------|------------------|-------------------------|-----------------------|--------------------|
| <b>Year Ended March 31, 2020</b>        |                  |                     |                        |                  |                  |                         |                       |                    |
| Gross Carrying amount                   | 13,40,578        | 51,24,809           | 59,78,564              | 11,94,843        | 10,34,508        | 55,06,430               | 12,74,688             | 2,14,54,420        |
| Additions                               | -                | 4,35,641            | 2,07,211               | -                | 1,06,064         | 53,94,647               | 3,82,642              | 65,26,204          |
| Disposals                               | -                | -                   | -                      | -                | -                | -                       | -                     | -                  |
| <b>Closing Gross Carrying Amount</b>    | <b>13,40,578</b> | <b>55,60,450</b>    | <b>61,85,775</b>       | <b>11,94,843</b> | <b>11,40,572</b> | <b>1,09,01,077</b>      | <b>16,57,330</b>      | <b>2,79,80,624</b> |
| <b>Accumulated Depreciation</b>         |                  |                     |                        |                  |                  |                         |                       |                    |
| Depreciated during the year             | 2,25,169         | 19,92,277           | 21,40,003              | 6,04,477         | 3,97,282         | 11,59,948               | 3,17,357              | 68,36,513          |
|   | 75,344           | 3,99,491            | 7,65,377               | 1,91,041         | 2,20,630         | 12,55,824               | 1,55,825              | 30,63,532          |
| <b>Closing Accumulated Depreciation</b> | <b>3,00,513</b>  | <b>23,91,768</b>    | <b>29,05,380</b>       | <b>7,95,518</b>  | <b>6,17,912</b>  | <b>24,15,772</b>        | <b>4,73,182</b>       | <b>99,00,045</b>   |
| <b>Net carrying amount</b>              | <b>10,40,065</b> | <b>31,68,682</b>    | <b>32,80,395</b>       | <b>3,99,325</b>  | <b>5,22,660</b>  | <b>84,85,305</b>        | <b>11,84,148</b>      | <b>1,80,80,579</b> |

(Amount in Rs.)

| Particulars                             | Building         | Plant and Equipment | Furniture and Fixtures | Vehicles         | Office Equipment | Computer and Peripheral | Electric Installation | Total              |
|---|------------------|---------------------|------------------------|------------------|------------------|-------------------------|-----------------------|--------------------|
| <b>Year Ended March 31, 2021</b>        |                  |                     |                        |                  |                  |                         |                       |                    |
| Gross Carrying amount                   | 13,40,578        | 55,60,450           | 61,85,775              | 11,94,843        | 11,40,572        | 1,09,01,077             | 16,57,330             | 2,79,80,624        |
| Additions                               | -                | 1,45,641            | 45,960                 | -                | 10,500           | 26,47,733               | 771,700               | 29,27,534          |
| Disposals                               | -                | -                   | -                      | -                | -                | -                       | -                     | -                  |
| <b>Closing Gross Carrying Amount</b>    | <b>13,40,578</b> | <b>57,06,090</b>    | <b>62,31,735</b>       | <b>11,94,843</b> | <b>11,51,072</b> | <b>1,35,48,810</b>      | <b>17,35,030</b>      | <b>3,09,08,158</b> |
| <b>Accumulated Depreciation</b>         |                  |                     |                        |                  |                  |                         |                       |                    |
| Depreciated during the year             | 3,00,513         | 23,91,768           | 29,05,380              | 7,95,518         | 6,17,912         | 24,15,772               | 4,73,182              | 99,00,045          |
| Disposals                               | 75,369           | 4,10,125            | 7,74,163               | 1,91,278         | 1,26,674         | 17,51,626               | 1,73,782              | 35,03,017          |
| <b>Closing Accumulated Depreciation</b> | <b>3,75,882</b>  | <b>28,01,893</b>    | <b>36,79,543</b>       | <b>9,86,796</b>  | <b>7,44,586</b>  | <b>41,67,398</b>        | <b>6,46,964</b>       | <b>1,34,03,062</b> |
| <b>Net carrying amount</b>              | <b>9,64,696</b>  | <b>29,04,197</b>    | <b>25,52,191</b>       | <b>2,08,047</b>  | <b>4,06,486</b>  | <b>93,81,412</b>        | <b>10,88,066</b>      | <b>1,75,05,096</b> |

NOTE 5 INTANGIBLE ASSETS AND INTANGIBLE ASSETS UNDER DEVELOPMENT

(Amount in Rs.)

| Particulars                             | IGIS Software Ver. 2.0 | Software         | Intangible Assets Under Development | Total               |
|---|------------------------|------------------|-------------------------------------|---------------------|
| <b>Year Ended March 31,2020</b>         |                        |                  |                                     |                     |
| Gross Carrying amount                   | 5,54,34,677            | 8,91,666         | 21,36,92,181                        | 27,00,18,524        |
| Additions                               | -                      | 2,43,679         | 11,59,79,436                        | 11,62,23,115        |
| Disposals                               | -                      | -                | -                                   | -                   |
| <b>Closing Gross Carrying Amount</b>    | <b>5,54,34,677</b>     | <b>11,35,345</b> | <b>32,96,71,617</b>                 | <b>38,62,41,639</b> |
| Accumulated Depreciation                | 1,36,98,811            | 1,21,623         | -                                   | 1,38,20,434         |
| Depreciated during the year             | 55,23,640              | 1,88,167         | -                                   | 57,11,807           |
|   |                        |                  |                                     | -                   |
| <b>Closing Accumulated Depreciation</b> | <b>1,92,22,451</b>     | <b>3,09,790</b>  | <b>-</b>                            | <b>1,95,32,241</b>  |
| <b>Net carrying amount</b>              | <b>3,62,12,226</b>     | <b>8,25,555</b>  | <b>32,96,71,617</b>                 | <b>36,67,09,398</b> |

(Amount in Rs.)

| Particulars                             | IGIS Software Ver. 2.0 | Software         | Intangible Assets Under Development | Total               |
|---|------------------------|------------------|-------------------------------------|---------------------|
| <b>Year Ended March 31,2021</b>         |                        |                  |                                     |                     |
| Gross Carrying amount                   | 5,54,34,677            | 11,35,345        | 32,96,71,617                        | 38,62,41,639        |
| Additions                               | -                      | 23,63,940        | 13,60,89,320                        | 13,84,53,260        |
| Disposals                               | -                      | -                | -                                   | -                   |
| <b>Closing Gross Carrying Amount</b>    | <b>5,54,34,677</b>     | <b>34,99,285</b> | <b>46,57,60,937</b>                 | <b>52,46,94,899</b> |
| Accumulated Depreciation                | 1,92,22,451            | 3,09,790         | -                                   | 1,95,32,241         |
| Depreciated during the year             | 55,25,530              | 4,30,236         | -                                   | 59,55,766           |
| Disposals                               |                        |                  | -                                   | -                   |
| <b>Closing Accumulated Depreciation</b> | <b>2,47,47,981</b>     | <b>7,40,026</b>  | <b>-</b>                            | <b>2,54,88,007</b>  |
| <b>Net carrying amount</b>              | <b>3,06,86,696</b>     | <b>27,59,259</b> | <b>46,57,60,937</b>                 | <b>49,92,06,892</b> |

## NOTES ON ACCOUNTS FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

| Particulars  | As at March 31,<br>2021<br>(Amount in Rs.) | As at March 31,<br>2020<br>(Amount in Rs.) |
|--|--|--|
| <b>NOTE 6</b>  |  |  |
| <b>Financial Assets</b>  |  |  |
| <b>Investments</b>   |  |  |
| <b>non-current investment</b>  |  |  |
| unquoted   |  |  |
| <b>Investment carried at fair value through other comprehensive income</b> |  |  |
| Shreejirupa Buildcon Ltd   |  |  |
| 310000 Equity Shares   | 1,69,63,200                                | 1,54,07,000                                |
| <b>Total Investment</b>  | <b>1,69,63,200</b>                         | <b>1,54,07,000</b>                         |
| Aggregate amount of unquoted investments                                   | 1,69,63,200                                | 1,54,07,000                                |
| Investment carried at fair value through other comprehensive income        | 1,69,63,200                                | 1,54,07,000                                |
| <b>NOTE 7</b>  |  |  |
| <b>Financial Assets</b>  |  |  |
| <b>LOANS</b>   |  |  |
| <b>Non-current</b>   |  |  |
| <b>Loan receivables considered good- Unsecured</b>                         |  |  |
| Other Loans  | 44,00,000                                  | 44,00,000                                  |
|  | <b>44,00,000</b>                           | <b>44,00,000</b>                           |
| <b>Current</b>   |  |  |
| <b>Loan receivables considered good- Unsecured</b>                         |  |  |
| Loan to employees  | 1,13,000                                   | 53,150                                     |
| Intercorporate Loan  | 19,13,063                                  | 15,11,870                                  |
| Other loans & Advances   | 1,44,318                                   | 70,730                                     |
|  | <b>21,70,381</b>                           | <b>16,35,750</b>                           |
|  | <b>65,70,381</b>                           | <b>60,35,750</b>                           |
| <b>NOTE 8</b>  |  |  |
| <b>Other Financial Assets</b>  |  |  |
| <b>Current</b>   |  |  |
| Security Deposits  | 50,09,975                                  | 67,36,806                                  |
| Rental Deposits  | 18,50,200                                  | 18,41,700                                  |
| Margin Money for Bank Gurantee   | 1,10,50,340                                | 1,20,15,460                                |
| Fixed Deposit in Lien of Axis Bank   | 5,25,00,000                                | 5,25,00,000                                |
| Interest receivable  | 1,20,822                                   | 1,91,877                                   |
| Unbilled Revenue   | 31,29,46,148                               | 21,42,28,026                               |
|  | <b>38,34,77,485</b>                        | <b>28,75,13,869</b>                        |
| <b>NOTE 9</b>  |  |  |
| <b>Other Assets</b>  |  |  |
| <b>Non-current</b>   |  |  |
| <b>Others</b>  |  |  |
| Long Term Trade Receivable, unsecured considered good                      | 3,73,15,083                                | 3,73,15,082                                |
|  | <b>3,73,15,083</b>                         | <b>3,73,15,082</b>                         |
| <b>Other Current Assets</b>  |  |  |
| Contract Assets  | 1,38,42,300                                | 3,74,92,559                                |
| Pre-paid expenses  | 7,97,846                                   | 20,97,292                                  |
| Balance with Government Authority  | 1,40,81,696                                | 1,29,92,509                                |
|  | <b>2,87,21,842</b>                         | <b>5,25,82,360</b>                         |
|  | <b>6,60,36,925</b>                         | <b>8,98,97,442</b>                         |
| <b>NOTE 10</b>   |  |  |
| <b>TRADE RECEIVABLES</b>   |  |  |
| Trade Receivables  | 16,16,71,161                               | 11,94,09,615                               |
| Trade Receivables which have significant increase in credit risk           | -  | -  |
| Trade Receivables- Credit Impaired   | -  | -  |
| Less: Allowance for doubtful trade receivables                             | -  | -  |
| <b>Total Receivables</b>   | <b>16,16,71,161</b>                        | <b>11,94,09,615</b>                        |
| Secured, considered good   | -  | -  |
| Unsecured, considered good   | 16,16,71,161                               | 11,94,09,615                               |
| Doubtful   | -  | -  |
|  | <b>16,16,71,161</b>                        | <b>11,94,09,615</b>                        |

| Particulars | As at March 31,<br>2021<br>(Amount in Rs.) | As at March 31,<br>2020<br>(Amount in Rs.) |
|-------------|--|--|
|-------------|--|--|

**NOTE 11**

**Cash and Cash Equivalents**

|                           |                  |                  |
|---------------------------|------------------|------------------|
| <b>Cash on Hand</b>       | 11,73,730        | 13,60,309        |
| <b>Balance with Banks</b> |                  |                  |
| -In Current Accounts      | 5,61,014         | 1,09,321         |
| -In CC Account            | -                | -                |
|                           | <b>17,34,744</b> | <b>14,69,630</b> |

**NOTE 12**

**SHARE CAPITAL**

**-Authorised**

75000000 Equity shares of Rs. 2/- each (2020-21)

65000000 Equity Shares of Rs. 2/- each (2019-20)

15,00,00,000

13,00,00,000

**-Issued, Subscribed and Paid up**

\* 4,94,19,518 Equity Shares of Rs.2/- each fully paid-up.

9,88,39,036

9,88,39,036

**9,88,39,036**

**9,88,39,036**

| <b>- Reconciliation of Shares:</b>                     | <b>Number</b>      | <b>Amt (Rs)</b>    | <b>Number</b>      | <b>Amt (Rs)</b>    |
|--|--------------------|--------------------|--------------------|--------------------|
| <b>Shares Outstanding at the beginning of the year</b> | 4,94,19,518        | 9,88,39,036        | 45085699           | 9,01,71,398        |
| Add: Shares issued During the year                     | -                  | -                  | -                  | -                  |
| Add: Rights/Bonus Shares Issued                        | -                  | -                  | 43,33,819          | 86,67,638          |
|  | <b>4,94,19,518</b> | <b>9,88,39,036</b> | <b>4,94,19,518</b> | <b>9,88,39,036</b> |
| Less: Buy back of Shares                               | -                  | -                  | -                  | -                  |
| Less Reduction in Capital                              | -                  | -                  | -                  | -                  |
| <b>Shares Outstanding at the end of the year</b>       | 4,94,19,518        | 9,88,39,036        | 49419518           | 9,88,39,036        |

**Terms and rights attached to equity shares**

The company has only one class of equity shares having the par value of Rs. 2/- per share. Each holder of equity share is entitled to one vote per share

**List of Share holders having 5% or more Shares (In Nos)**

| <b>Name of Shareholders</b>               | <b>Number of shares held</b> | <b>% of Holding</b> | <b>Number of shares held</b> | <b>% of Holding</b> |
|---|------------------------------|---------------------|------------------------------|---------------------|
| Karnavati Infrastructure Projects Limited | 1,10,59,203                  | 22.38%              | 1,10,59,203                  | 22.38%              |
| Rajesh Chandubhai Thakkar                 | 48,18,680                    | 9.80%               | 31,00,000                    | 6.27%               |
| Theeta Trading LLP                        | 41,75,693                    | 8.45%               | 41,65,693                    | 8.43%               |
| SMC Global Securities Limited             | -                            | -                   | 38,16,006                    | 7.72%               |
| Upsilon Trading LLP                       | 26,51,263                    | 5.36%               | 26,51,263                    | 5.36%               |
| Rajesh Chandubhai Thakkar HUF             | 44,70,712                    | 9.05%               | 24,70,712                    | 4.99%               |

| Particulars  | As at March 31,<br>2021<br>(Amount in Rs.) | As at March 31,<br>2020<br>(Amount in Rs.) |
|--|--|--|
| <b>NOTE 13</b>   |  |  |
| <b>Financial Liabilities</b>   |  |  |
| <b>Long Term Borrowings</b>  |  |  |
| <b>Secured</b>   |  |  |
| <b>From Bank</b>   | 1,61,24,993                                | -  |
| <b>Unsecured</b>   |  |  |
| From NBFC  | 67,01,790                                  | 73,30,193                                  |
| From Bank  | 31,20,705                                  | 48,18,750                                  |
| <b>Intercompany Deposits</b>   |  |  |
| From Shareholders  | -  | -  |
| From others  | 17,88,38,795                               | 5,17,58,795                                |
| <b>Loans and advances from Related Parties</b>   |  |  |
| From Directors   | 10,00,000                                  | 10,00,000                                  |
| <b>Intercompany Deposits</b>   |  |  |
| From Related Parties   | 2,55,367                                   | 10,82,737                                  |
|  | <b>20,60,41,650</b>                        | <b>6,59,90,475</b>                         |
| <b>Short Term Borrowings</b>   |  |  |
| <b>Secured</b>   |  |  |
| Working Capital Loans repayable on demand from banks   | 10,81,01,781                               | 10,97,99,673                               |
|  | <b>10,81,01,781</b>                        | <b>10,97,99,673</b>                        |
| <b>A) For Working Capital Loans</b>  |  |  |
| 1) Nature of Security:- Secured by way of hypothecation of book debts and collateral Security of extension of mortgage of Residential Flat and Fixed Deposit in lien |  |  |
| 2) Rate of Interest :- Working Capital Loan from banks carry interest rate of 9.25% Per annum (For previous year the rate was 9.8%)                                  |  |  |
| <b>B) For Intercompany Deposits</b>  |  |  |
| 1) Inter company deposits carry interest @ 5.34% and is in the course of business  |  |  |
| <b>C) For Business Loans: It is Unsecured Loan</b>   |  |  |
| 1) Nature of Security:- It is Unsecured Loan   |  |  |
| 2) Rate of Interest :-   |  |  |
| Loan from Bajaj Finance Limited carry interest rate of @ 18.5% per annum.  |  |  |
| Loan from ECL Finance LTD carry interest rate of @ 18.5% per annum   |  |  |
| Loan from ECL Finance LTD carry interest rate of @ 14% per annum   |  |  |
| Loan from ICICI BANK carry interest rate of @ 17% per annum  |  |  |
| Loan from India Infoline Finance Limited carry interest rate of @ 19% per annum  |  |  |
| Loan from KOTAK MAHINDRA BANK LIMITED carry interest rate of @ 19.43% per annum  |  |  |
| Loan from KOTAK MAHINDRA BANK LIMITED carry interest rate of @ 9.43% per annum   |  |  |
| Loan from Magma Fincorp Limited carry interest rate of @ 18.50% per annum  |  |  |
| Loan from Magma Fincorp Limited carry interest rate of @ 14% per annum   |  |  |
| Loan from Tata Capital interest rate of @ 18.25% per annum   |  |  |
|  | <b>31,41,43,431</b>                        | <b>17,57,90,148</b>                        |
| <b>NOTE 14</b>   |  |  |
| <b>Provisions</b>  |  |  |
| <b>Long Term</b>   |  |  |
| <b>Provision for Employee Benefits</b>   |  |  |
| Gratuity   | 35,36,898                                  | 25,28,444                                  |
| Leave Encashment   | 12,73,180                                  | 8,47,844                                   |
|  | <b>48,10,078</b>                           | <b>33,76,288</b>                           |
| <b>Short Term</b>  |  |  |
| <b>Provision for Employee Benefits</b>   |  |  |
| Gratuity   | 57,972                                     | 50,005                                     |
| Leave Encashment   | 1,79,837                                   | 99,403                                     |
|  | <b>2,37,809</b>                            | <b>1,49,408</b>                            |
|  | <b>50,47,887</b>                           | <b>35,25,696</b>                           |

| Particulars | As at March 31,<br>2021<br>(Amount in Rs.) | As at March 31,<br>2020<br>(Amount in Rs.) |
|-------------|--|--|
|-------------|--|--|

**NOTE 15**

**Trade Payables**

|   |                    |                    |
|---|--------------------|--------------------|
| Total outstanding dues of micro and small enterprises | 3,76,95,291        | 5,00,18,378        |
| Others  | 63,19,096          | (3,85,94,766)      |
|   | <u>4,40,14,387</u> | <u>1,14,23,612</u> |

**Note:**

**Dues to Micro and Small Enterprise**

The Company has certain dues to suppliers under Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act).

The disclosures pursuant to the said MSMED Act are as follows:

|  | As at<br>31st March, 2021 | As at<br>31st March, 2020 |
|--|---------------------------|---------------------------|
| a) The principal amount remaining unpaid to any supplier at the end of the year  | 3,76,95,291               | 5,00,53,301               |
| b) Interest due remaining unpaid to any supplier at the end of the year  | -                         | -                         |
| c) The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during the year  | -                         | -                         |
| d) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006  | -                         | -                         |
| e) The amount of Interest accrued and remaining unpaid at the end of each accounting year  | -                         | -                         |
| f) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprises, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act, 2006 | -                         | -                         |

Disclosure of payable to vendors as defined under the "Micro, Small and Medium Enterprise Development Act, 2006" is based on the information available with the Company regarding the status of registration of such vendors under the said Act, as per the intimation received from them on requests made by the Company. There are no overdue principle amounts/interest payable amounts for delayed payments to such vendors at the Balance Sheet date. The payment is made to vendors according to terms and conditions mutually agreed to both parties and accordingly there is no delay in payment to these vendors and no interest liability therefore.

**NOTE 16**

**Other Financial Liabilities**

**Current**

|                           |              |              |
|---------------------------|--------------|--------------|
| Employee Benefits payable | 1,58,89,717  | 79,09,618    |
| Provision for Expenses    | 15,63,02,466 | 12,07,06,202 |
| Income Tax Provision      | 81,12,697    | 44,37,511    |
| Advance from customers    | -            | -            |
| Other payables            | 4,17,729     | 4,75,061     |

**Current maturities of long term borrowings**

**Secured**

**From Bank**

55,43,915

-

**Unsecured:**

**From NBFC**

49,06,166

71,70,628

**From Bank**

37,36,216

33,27,000

**From Other**

13,57,375

15,43,929

**Terms and conditions of the above financial liabilities:**

- Other payables include fees payable which are normally settled on quarterly basis
- Employee benefits payables are normally settled on monthly basis
- Provision for expenses are settled as and when invoices are received by the company

19,62,66,280

14,55,69,948

**NOTE 17**

**Other Liabilities**

**Current**

|                |                    |                  |
|----------------|--------------------|------------------|
| Statutory Dues | 1,11,22,156        | 49,70,851        |
|                | <u>1,11,22,156</u> | <u>49,70,851</u> |

| Particulars  | As at March 31,<br>2021<br>(Amount in Rs.) | As at March 31,<br>2020<br>(Amount in Rs.) |
|--|--|--|
| <b>NOTE 18</b>                                       |  |  |
| <b>Income Taxes</b>                                  |  |  |
| <b>Deferred Income Tax Liability</b>                 |  |  |
| Intangible Assets                                    | 55,92,334                                  | 60,40,930                                  |
| Employee Benefits                                    | 12,39,848                                  | 9,37,658                                   |
| Deferred Expenditures                                | -  | -  |
| Other Equity   | -  | -  |
|  | <b>68,32,182</b>                           | <b>69,78,588</b>                           |
| <b>Deferred Income Tax Assets</b>                    |  |  |
| Property, plant and equipment                        | 85,851                                     | 4,36,942                                   |
| Pre- Operative Right Issue Exp                       | 10,84,486                                  | -  |
| <b>Deferred Income Tax Liabilities after set off</b> | <b>56,61,845</b>                           | <b>65,41,646</b>                           |
| <b>NOTE 19</b>                                       |  |  |
| <b>REVENUE FROM OPERATIONS</b>                       |  |  |
| <b>Indigenous Sales</b>                              |  |  |
| Sales of Products                                    | 17,15,33,564                               | 23,74,66,181                               |
| Services Sales                                       | 26,22,27,261                               | 28,77,60,220                               |
|  | <b>43,37,60,825</b>                        | <b>52,52,26,401</b>                        |
| <b>NOTE 20</b>                                       |  |  |
| <b>OTHER INCOME</b>                                  |  |  |
| Interest On Fixed Deposit                            | 37,74,006                                  | 26,64,684                                  |
| Foreign Exchange Fluctuation                         | -  | 14,82,056                                  |
| Creditors Written Back                               | 1,71,363                                   | 1,91,400                                   |
| Discount Received                                    | 10,078                                     | 2,500                                      |
| Other non-operating income                           | 1,63,478                                   | 3,89,749                                   |
|  | <b>41,18,924</b>                           | <b>47,30,389</b>                           |
| <b>NOTE 21</b>                                       |  |  |
| <b>COST OF RAW MATERIAL CONSUMED</b>                 |  |  |
| <b>Raw Materials' Consumption</b>                    |  |  |
| Inventory at the beginning of the year               | -  | -  |
| Add: Purchases during the year                       | 16,66,02,703                               | 23,57,97,966                               |
| Less : Inventory at the beginning/ end of the year   | -  | -  |
| <b>Cost of Raw material consumed</b>                 | <b>16,66,02,703</b>                        | <b>23,57,97,966</b>                        |
| <b>NOTE 22</b>                                       |  |  |
| <b>EMPLOYEE BENEFITS EXPENSES</b>                    |  |  |
| Salaries, Wages, Bonus etc.                          | 7,34,75,608                                | 7,98,80,304                                |
| Contribution to P.F, E.S.I and Other Statutory Funds | 10,67,237                                  | 1,80,514                                   |
| Workmen and Staff Welfare Expenses                   | 8,35,301                                   | 10,85,210                                  |
| Leave Encase Allowance                               | 6,61,343                                   | 6,43,380                                   |
| Provision of Gratuity                                | 10,91,977                                  | 8,35,842                                   |
|  | <b>7,71,31,466</b>                         | <b>8,26,25,250</b>                         |
| <b>NOTE 23</b>                                       |  |  |
| <b>FINANCE COSTS</b>                                 |  |  |
| <b>Interest Expense</b>                              |  |  |
| Interest on Working Capital Loan                     | 1,54,29,562                                | 83,86,099                                  |
| Bank & Other Charges                                 | 8,66,833                                   | 43,96,305                                  |
| <b>Other Borrowing Costs</b>                         |  |  |
| Interest to others                                   | 14,72,500                                  | 50,32,039                                  |
|  | <b>1,77,68,895</b>                         | <b>1,78,14,443</b>                         |

| Particulars  | As at March 31,<br>2021<br>(Amount in Rs.) | As at March 31,<br>2020<br>(Amount in Rs.) |
|--|--|--|
| <b>NOTE 24</b>                                       |  |  |
| <b>OTHER EXPENSES</b>                                |  |  |
| Survey Expenses                                      | 9,82,57,272                                | 11,44,47,829                               |
| Base Map Creation, Digitisation & Satellite Image    | 44,55,757                                  | 66,53,754                                  |
| IGIS Software License Exp                            | 1,76,975                                   | 1,54,300                                   |
| Store and Spares                                     | 74,942                                     | 94,202                                     |
| Repairs & Maintenance Exp.                           | 4,39,926                                   | 5,15,889                                   |
| Electricity  | 11,24,689                                  | 10,37,259                                  |
| Insurance  | 1,01,601                                   | 40,807                                     |
| Audit Fees   | 4,62,500                                   | 4,60,000                                   |
| Legal and Professional Fees                          | 1,18,06,649                                | 97,72,595                                  |
| Printing, Stationery, Postage and Telephone Expenses | 7,45,965                                   | 10,67,747                                  |
| Travelling and Conveyance Expenses                   | 31,90,644                                  | 1,05,49,696                                |
| Rent, Rates and Taxes                                | 51,66,071                                  | 44,47,499                                  |
| Advertisement & Business Promotion Expenses          | 7,20,885                                   | 15,41,350                                  |
| Computer & Software Expenses                         | 9,09,902                                   | 4,75,094                                   |
| Office Expenses                                      | 44,261                                     | 1,23,384                                   |
| Interest and Penalty Expenses                        | 17,66,529                                  | 18,28,643                                  |
| Bank Guarantee Charges                               | 12,98,092                                  | 12,40,312                                  |
| Royalty-Space Application Centre                     | 2,96,803                                   | 11,29,965                                  |
| Other Expenses                                       | 84,01,652                                  | 43,82,450                                  |
|  | <b>13,94,41,116</b>                        | <b>15,99,62,775</b>                        |

## 25. Segment reporting:

The company is engaged in the business of providing Information Technology Software services and GIS products. The company is therefore having one business segment only.

## 26. Contingent Liabilities

(Amount in Rs.)

| Particulars  | As at March 31, 2021 |
|--|----------------------|
| Claims against the Company not acknowledged as debts |                      |
| a. Income Tax Matters                                | 1,04,86,430/-        |

- a) **Income Tax Matters** – There is only one particular disputed demand in relation to A.Y. 2016-17 as disclosed above. The recovery of demand has been stayed and appeal is pending at CIT level. The said assessment was completed in haste and inconclusively by the A.O. u/s 143(3) without considering the submission placed. The CIT has already heard the matter and the demand is surely going to be deleted as invalid. So the management and tax advocates expect this matter to be resolved soon and will not have a material adverse effect on the company's financial position and results of operations.

Originally, the tax demand was raised for Rs. 2,08,74,300, but Rs. 1,03,87,870 is adjusted from previous years refund and company has also paid an amount of Rs. 7,50,000 against pending demand.

- b) A petition has been filed by the Shareholder against the Company in NCLT to restore their name in the Registers of Members, ideally matters relate to share transfer, Transmission, maintaining registers, etc. are dealt by RTA & depository participants. Any grievances in this matter are to be directly addressed to the RTA, though the Company has been made party to the case. Our advocate for NCLT has confidently advised that when the matter will be heard by NCLT, Company would be removed from the list of defendant.

## 27. Details of dues to Micro and Small Enterprises as defined under the Micro, Small and Medium Enterprises Development Act, 2006.

Dues to Micro and Small Enterprises as defined under the Micro, Small and Medium Enterprises Development Act, 2006 as on 31.03.2021 is Rs. 3,76,59,611/-.

## 28. Directors Remuneration

The Profit and Loss Account includes payments and provisions of remuneration to the Managing Director and Whole Time Directors as under:

(Amount in Rs.)

| Particulars        | FY 2020-2021     | FY 2019-2020     |
|--------------------|------------------|------------------|
| Salary & Allowance | 44,19,032        | 45,00,000        |
| Perquisites        | NIL              | NIL              |
| <b>Total</b>       | <b>44,19,032</b> | <b>45,00,000</b> |

## 29. Costs of Materials consumed

### a) Particulars of Materials consumed:

| Particulars         | FY 2020-2021 (Rs)   | FY 2019-2020 (Rs)   |
|---------------------|---------------------|---------------------|
| Opening Stock       | -                   | -                   |
| Purchases           | 16,66,02,703        | 23,57,97,966        |
| Less: Closing stock | -                   | -                   |
| <b>Total</b>        | <b>16,66,02,703</b> | <b>23,57,97,966</b> |

### b) Break up of Raw Material consumed:

| Particulars  | 2020-2021  |                     | 2019-2020  |                     |
|--------------|------------|---------------------|------------|---------------------|
|              | %          | Rupees              | %          | Rupees              |
| Imported     | NIL        | NIL                 | NIL        | NIL                 |
| Indigenous   | 100        | 16,66,02,703        | 100        | 23,57,97,966        |
| <b>Total</b> | <b>100</b> | <b>16,66,02,703</b> | <b>100</b> | <b>23,57,97,966</b> |

30. In the opinion of Management, any of the assets other than items of property, plant and equipment, intangible assets and Non-Current Investments have a value on realization in the ordinary course of business at least equal to the amount at which they are stated, unless otherwise stated.

31. On periodical basis and as and when required, the Company reviews the carrying amounts of its assets and found that there is no indication that those assets have suffered any impairment loss. Hence, no such impairment loss have been provided in the Financial Year 2020-21 (Previous Year Rs. Nil)

## 32. Defined Benefit Plans

### 32.1. Risk exposure to defined benefit plans

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

**Investment risk:** The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on Indian government securities; if the return on plan asset is below this rate, it will create a plan deficit.

**Interest risk:** A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's debt investment.

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

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

The most recent actuarial valuation of the plan assets and the defined benefit obligation were carried out at March 31, 2021. The present value of the defined benefit obligation, and the related current service cost and past service cost, were measured using the projected unit credit method.

**32.2. Gratuity Disclosure Statement (Ref: 512210) as Per Indian Accounting Standard 19 (Ind AS 19) For The Period 01-04-2020 to 31-03-2021**

| Particular          | 2020-21                 | 2019-20                 |
|---------------------|-------------------------|-------------------------|
| Type of Benefit     | Gratuity                | Gratuity                |
| Country             | India                   | India                   |
| Reporting Currency  | INR                     | INR                     |
| Reporting Standard  | Standard 19 (Ind AS 19) | Standard 19 (Ind AS 19) |
| Funding Status      | Unfunded                | Unfunded                |
| Starting Period     | 01-Apr-20               | 01-Apr-19               |
| Date of Reporting   | 31-Mar-21               | 31-Mar-20               |
| Period of Reporting | 12 Months               | 12 Months               |
| Reference ID        | 512210                  | 411523                  |

| Assumptions (Previous Period)    |   |  |
|----------------------------------|---|--|
| Expected Return on Plan Assets   | N.A   | 7.72%  |
| Rate of Discounting              | 6.89%   | 7.72%  |
| Rate of Salary Increase          | 5.00%   | 5.00%  |
| Rate of Employee Turnover        | For service 4 years and below 10.00% p.a.<br>For service 5 years and above 2.00% p.a. | 2% to 10%  |
| Mortality Rate During Employment | Indian Assured Lives Mortality (2006-08)<br>Ultimate                                  | Indian Assured Lives Mortality (2006-08)<br>Ultimate |

| Assumptions (Current Period)     |  |  |
|----------------------------------|--|--|
| Expected Return on Plan Assets   | N.A.   | N.A.   |
| Rate of Discounting              | 6.87%  | 6.89%  |
| Rate of Salary Increase          | 5.00%  | 5.00%  |
| Rate of Employee Turnover        | For service 4 years and below 10.00% p.a. For service 5 years and above 2.00% p.a. | For service 4 years and below 10.00% p.a. For service 5 years and above 2.00% p.a. |
| Mortality Rate During Employment | Indian Assured Lives Mortality (2006-08) Ultimate                                  | Indian Assured Lives Mortality (2006-08) Ultimate                                  |

(Amount in Rs.)

| <b>Table Showing Change in the Present Value of Projected Benefit Obligation</b>  |                  |                  |
|---|------------------|------------------|
| <b>Particular</b>   | <b>2020-21</b>   | <b>2019-20</b>   |
| <b>Present Value of Benefit Obligation at the Beginning of the Period</b>         | <b>25,78,450</b> | <b>21,49,673</b> |
| Interest Cost   | 1,77,655         | 1,65,955         |
| Current Service Cost  | 9,14,322         | 6,69,887         |
| Past Service Cost   | -                | -                |
| Liability Transferred In/ Acquisitions  | -                | -                |
| (Liability Transferred Out/ Divestments)  | -                | -                |
| (Gains)/ Losses on Curtailment  | -                | -                |
| (Liabilities Extinguished on Settlement)  | -                | -                |
| (Benefit Paid Directly by the Employer)   | (4,35,636)       | (40,621)         |
| (Benefit Paid From the Fund)  | -                | -                |
| The Effect Of Changes in Foreign Exchange Rates                                   | -                | -                |
| Actuarial(Gains)/Losses on Obligations-Due to Change in Demographic Assumptions   | -                | (3,71,102)       |
| Actuarial (Gains)/Losses on Obligations - Due to Experience Financial Assumptions | 9,281            | 2,58,834         |
| Actuarial(Gains)/Losses on Obligations-Due to Experience                          | 3,50,799         | (2,54,176)       |
| <b>Present Value of Benefit Obligation at the End of the Period</b>               | <b>35,94,871</b> | <b>25,78,450</b> |

(Amount in Rs.)

| <b>Recognized in the Balance Sheet Amount Recognized in the Balance Sheet</b> |                    |                    |
|---|--------------------|--------------------|
| <b>Particular</b>   | <b>2020-21</b>     | <b>2019-20</b>     |
| (Present Value of Benefit Obligation at the end of the Period)                | (35,94,871)        | (25,78,450)        |
| Fair Value of Plan Assets at the end of the Period                            | -                  | -                  |
| Funded Status (Surplus/ (Deficit)   | (35,94,871)        | (25,78,450)        |
| <b>Net (Liability)/Asset Recognized in the Balance Sheet</b>                  | <b>(35,94,871)</b> | <b>(25,78,450)</b> |

(Amount in Rs.)

| Net Interest Cost for Current Period rest                          |                 |                 |
|--|-----------------|-----------------|
| Particular   | 2020-21         | 2019-20         |
| Present Value of Benefit Obligation at the Beginning of the Period | 25,78,450       | 21,49,673       |
| (Fair Value of Plan Assets at the Beginning of the Period)         | -               | -               |
| Net Liability/(Asset) at the Beginning                             | 25,78,450       | 21,49,673       |
| Interest Cost  | 1,77,655        | 1,65,955        |
| (Interest Income)  | -               | -               |
| <b>Net Interest Cost for Current Period</b>                        | <b>1,77,655</b> | <b>1,65,955</b> |

(Amount in Rs.)

| Expenses Recognized in the Statement of Profit or Loss for Current Period |                  |                 |
|---|------------------|-----------------|
| Current Service Cost  | 9,14,322         | 6,69,887        |
| Net Interest Cost   | 1,77,655         | 1,65,955        |
| Past Service Cost   | -                | -               |
| (Expected Contributions by the Employees)                                 | -                | -               |
| (Gains)/Losses on Curtailments And Settlements                            | -                | -               |
| Net Effect of Changes in Foreign Exchange Rates                           | -                | -               |
| <b>Expenses Recognized</b>  | <b>10,91,977</b> | <b>8,35,842</b> |

(Amount in Rs.)

| Recognized in the Other Comprehensive Income (OCI) for Current Period |                |                  |
|---|----------------|------------------|
| Actuarial (Gains)/Losses on Obligation For the Period                 | 360,080        | (366,444)        |
| Return on Plan Assets, Excluding Interest Income                      | -              | -                |
| Change in Asset Ceiling   | -              | -                |
| <b>Net (Income)/Expense For the Period Recognized in OCI</b>          | <b>360,080</b> | <b>(366,444)</b> |

(Amount in Rs.)

| Balance Sheet Reconciliation                                 |                  |                  |
|--|------------------|------------------|
| Particular   | 2020-21          | 2019-20          |
| <b>Opening Net Liability</b>                                 | <b>2,578,450</b> | <b>2,149,673</b> |
| Expenses Recognized in Statement of Profit or Loss           | 10,91,977        | 8,35,842         |
| Expenses Recognized in OCI                                   | 3,60,080         | (3,66,444)       |
| Net Liability/(Asset) Transfer In                            | -                | -                |
| Net(Liability)/Asset Transfer Out                            | -                | -                |
| (Benefit Paid Directly by the Employer)                      | (4,35,636)       | (40,621)         |
| (Employer's Contribution)                                    | -                | -                |
| <b>Net Liability/(Asset) Recognized in the Balance Sheet</b> | <b>35,94,871</b> | <b>25,78,450</b> |

(Amount in Rs.)

| Other Details   |           |           |
|---|-----------|-----------|
| No of Active Members  | 171       | 146       |
| Per Month Salary For Active Members                           | 37,16,630 | 31,34,314 |
| Weighted Average Duration of the Projected Benefit Obligation | 15        | 15        |
| Average Expected Future Service                               | 15        | 15        |
| Projected Benefit Obligation                                  | 35,94,871 | 25,78,450 |
| Expected Contribution in the Next Year                        | -         | -         |

(Amount in Rs.)

| Net Interest Cost for Next Year                              |                 |                 |
|--|-----------------|-----------------|
| Particular   | 2020-21         | 2019-20         |
| Present Value of Benefit Obligation at the End of the Period | 35,94,871       | 25,78,450       |
| (Fair Value of Plan Assets at the End of the Period)         | -               | -               |
| Net Liability/(Asset) at the End of the Period               | 35,94,871       | 25,78,450       |
| Interest Cost  | 2,46,968        | 1,77,655        |
| (Interest Income)  | -               | -               |
| <b>Net Interest Cost for Next Year</b>                       | <b>2,46,968</b> | <b>1,77,655</b> |

(Amount in Rs.)

| Expenses Recognized in the Statement of Profit or Loss for Next Year |                  |                  |
|--|------------------|------------------|
| Particular   | 2020-21          | 2019-20          |
| Current Service Cost   | 11,43,148        | 914,322          |
| Net Interest Cost  | 2,46,968         | 1,77,655         |
| (Expected Contributions by the Employees)                            | -                | -                |
| <b>Expenses Recognized</b>   | <b>13,90,116</b> | <b>10,91,977</b> |

(Amount in Rs.)

| Maturity Analysis of the Benefit Payments                                |           |           |
|--|-----------|-----------|
| Projected Benefits Payable in Future Years<br>From the Date of Reporting |           |           |
| 1st Following Year   | 57,972    | 50,005    |
| 2nd Following Year   | 66,849    | 51,807    |
| 3rd Following Year   | 85,454    | 58,867    |
| 4th Following Year   | 1,08,201  | 73,614    |
| 5th Following Year   | 1,93,506  | 88,013    |
| Sum of Years 6 To 10   | 9,87,676  | 6,88,875  |
| Sum of Years 11 and above  | 90,18,942 | 64,93,666 |

| Sensitivity Analysis                                       |                  |                  |
|--|------------------|------------------|
| Particular   | 2020-21          | 2019-20          |
| <b>Projected Benefit Obligation on Current Assumptions</b> | <b>35,94,871</b> | <b>25,78,450</b> |
| Delta Effect of +1% Change in Rate of Discounting          | (4,25,495)       | (3,07,350)       |
| Delta Effect of -1% Change in Rate of Discounting          | 5,10,694         | 3,67,856         |
| Delta Effect of +1% Change in Rate of Salary Increase      | 5,15,294         | 3,71,241         |
| Delta Effect of -1% Change in Rate of Salary Increase      | (4,36,201)       | (3,15,146)       |
| Delta Effect of +1% Change in Rate of Employee Turnover    | 28,826           | 24,863           |
| Delta Effect of -1% Change in Rate of Employee Turnover    | (41,619)         | (33,605)         |

- The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.
- The sensitivity analysis presented above may not be representative of the actual change in the projected benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.
- Furthermore, in presenting the above sensitivity analysis, the present value of the projected benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the projected benefit obligation as recognized in the balance sheet.
- There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

## NOTES

- Gratuity is payable as per entity's scheme as detailed in the report.
- Actuarial gains/losses are recognized in the period of occurrence under Other Comprehensive Income (OCI). All above reported figures of OCI are gross of taxation.
- Salary escalation & attrition rate are considered as advised by the entity; they appear to be in line with the industry practice considering promotion and demand & supply of the employees.
- Maturity Analysis of Benefit Payments is undiscounted cash flows considering future salary, attrition & death in respective year for members as mentioned above.
- Average Expected Future Service represents Estimated Term of Post - Employment Benefit Obligation.
- Any benefit payment and contribution to plan assets is considered to occur end of the year to depict liability and fund movement in the disclosures.

## Qualitative Disclosures

### Para 139 (a) Characteristics of defined benefit plan

- The entity has a defined benefit gratuity plan in India (unfunded). The entity's defined benefit gratuity plan is a final salary plan for employees.
- Gratuity is paid from entity as and when it becomes due and is paid as per entity scheme for Gratuity.

#### **Para 139 (b) Risks associated with defined benefit plan**

- Gratuity is a defined benefit plan and entity is exposed to the Following Risks:
- Interest rate risk: A fall in the discount rate which is linked to the G.Sec. Rate will increase the present value of the liability requiring higher provision.
- Salary Risk: The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.
- Asset Liability Matching Risk: The plan faces the entity has to manage pay-out based on pay as you go basis from own funds.
- Mortality risk: Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.

#### **Para 139 (c) Characteristics of defined benefit plans**

During the year, there were no plan amendments, curtailments and settlements.

#### **Para 147 (a) Gratuity plan is unfunded.**

### **33. Financial Instruments and Risk Management**

#### **Risk Management Framework**

The Company's risk management is governed by policies and approved by the board of directors. Company's identifies, evaluates and hedges financial risks in close co-operation with the Company's operating units. The company has policies for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk, use of derivative financial instruments and non-derivative financial instruments.

The audit committee oversees how management monitors compliance with the company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

#### **33.1. Credit Risk**

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. The Company maintains its cash and cash equivalents and bank deposits with banks having good reputation, good past track record and high quality credit rating and also reviews their credit-worthiness on an on-going basis. The maximum exposure to credit risk at the reporting date is primarily from trade receivables. Credit risk has always been managed by the company through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the company grants credit terms in the normal course of business. On account of the adoption of Ind AS 109, the company uses ECL model to assess the impairment loss or gain. The company uses a provision matrix to compute the ECL allowance for trade receivables and unbilled revenues. The provision matrix takes into account available external and internal credit risk factors and the company's experience for customers.

The Company reviews trade receivables on periodic basis and charges to profit and loss account when management feels the amount will not be receivable in future. The Company also calculates the expected credit loss (ECL) for non-collection of receivables.

#### **33.2. Liquid Risk**

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

Management regularly monitors the position of cash and cash equivalents vis-à-vis projections. Assessment of maturity profiles of financial assets and liabilities including debt financing plans and maintenance of balance sheet liquidity ratios are considered while reviewing the liquidity position.

### Exposure to Liquid Risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments and exclude the impact of netting agreements

(Amount in Rs.)

| 31.3.2021                     | Carrying Amount     | Contractual Cash Flow |                     |                    |                   |                     |
|-------------------------------|---------------------|-----------------------|---------------------|--------------------|-------------------|---------------------|
|                               |                     | < 1 year              | 1-2 Year            | 3-5 Year           | More than 5 Years | Total               |
| Financial Liabilities         |                     |                       |                     |                    |                   |                     |
| Non-Current Borrowings        | 20,60,41,650        | -                     | 18,89,16,657        | 1,71,24,993        | -                 | 20,60,41,650        |
| Current Borrowings            | 10,81,01,781        | 10,81,01,781          | -                   | -                  | -                 | 10,81,01,781        |
| Trade Payables                | 4,40,14,387         | 4,40,14,387           | -                   | -                  | -                 | 4,40,14,387         |
| Current Financial Liabilities | 19,62,66,280        | 19,62,66,280          | -                   | -                  | -                 | 19,62,66,280        |
| <b>Total</b>                  | <b>55,44,24,098</b> | <b>34,83,82,448</b>   | <b>18,89,16,657</b> | <b>1,71,24,993</b> | <b>-</b>          | <b>55,44,24,098</b> |

(Amount in Rs.)

| 31.3.2020                     | Carrying Amount     | Contractual Cash Flow |                    |                    |                   |                     |
|-------------------------------|---------------------|-----------------------|--------------------|--------------------|-------------------|---------------------|
|                               |                     | < 1 year              | 1-2 Year           | 3-5 Year           | More than 5 Years | Total               |
| Financial Liabilities         |                     |                       |                    |                    |                   |                     |
| Non-Current Borrowings        | 6,59,90,475         | -                     | 3,80,42,846        | 2,79,47,629        | -                 | 6,59,90,475         |
| Current Borrowings            | 10,97,99,673        | 10,97,99,673          | -                  | -                  | -                 | 10,97,99,673        |
| Trade Payables                | 1,14,23,612         | 1,14,23,612           | -                  | -                  | -                 | 1,14,23,612         |
| Current Financial Liabilities | 14,55,69,948        | 14,55,69,948          | -                  | -                  | -                 | 14,55,69,948        |
| <b>Total</b>                  | <b>33,27,83,708</b> | <b>26,67,93,233</b>   | <b>3,80,42,846</b> | <b>2,79,47,629</b> | <b>-</b>          | <b>33,27,83,708</b> |

### 33.3. Market Risk

Market risk is the risk that the fair value or future cash flow of a financial instrument will fluctuate because of changes in market factors. Market risk comprises three types of risks:

#### a) Currency Risk

The functional currency of the Company is Indian Rupee. The Company is exposed to currency risk on account of receivables in foreign currency. Company is exposed to currency risk on account of receivables in foreign currency.

i) Particulars of unhedged foreign currency exposures at the reporting date

(Amount in Rs.)

| Particulars       | Currency | As at 31/03/2021 | As at 31/03/2020 |
|-------------------|----------|------------------|------------------|
| Trade Receivables | USD      | 1,55,469         | 1,55,469         |
|                   | INR      | *98,50,031       | *98,50,031       |

\* The trade receivable mentioned above is non-current in nature so exchange rate prevailing at 31/03/2021 is not considered as foreign exchange gain/ loss is not recognized on non-current receivables.

ii) Foreign Currency Risk Sensitivity

A change of 3% in foreign currency would have following Impact on profit before tax.

(Amount in Rs.)

| Particulars  | 2020-21         |                   | 2019-20         |                   |
|--------------|-----------------|-------------------|-----------------|-------------------|
|              | 3% Increase     | 3% Increase       | 3% Increase     | 3% Increase       |
| INR          | 2,95,501        | (2,95,501)        | 2,95,501        | (2,95,501)        |
| <b>Total</b> | <b>2,95,501</b> | <b>(2,95,501)</b> | <b>2,95,501</b> | <b>(2,95,501)</b> |

b) Price Risk

As of 31<sup>st</sup> March 2021, the company has nil exposure on security price risks

33.4. Fair value measurement

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 under current market conditions.

The Company categorizes assets and liabilities measured at fair value into one of three levels depending on the ability to observe inputs employed in their measurement which are described as follows:

- Level 1 input quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 inputs are inputs that are observable, either directly or indirectly, other than quoted prices included within level 1 for the asset or liability.
- Level 3 inputs are unobservable inputs for the asset or liability reflecting significant modifications to observable related market data or Company's assumptions about pricing by market participants

(Amount in Rs.)

| Measured at Amortized Cost    | As at March 31, 2021 | As at March 31, 2020 |
|-------------------------------|----------------------|----------------------|
| <b>Financial Assets</b>       |                      |                      |
| Trade Receivables             | 16,16,71,161         | 11,94,09,615         |
| Cash and Cash Equivalents     | 17,34,744            | 14,69,630            |
| Loans                         |                      |                      |
| Non Current                   | 44,00,000            | 44,00,000            |
| Current                       | 21,70,381            | 16,35,750            |
| Other Financial Assets        |                      |                      |
| Non Current                   | -                    | -                    |
| Current                       | 38,34,77,485         | 28,75,13,869         |
| <b>Total Financial Assets</b> | <b>59,07,68,853</b>  | <b>48,17,43,946</b>  |

|                                    |                     |                     |
|------------------------------------|---------------------|---------------------|
| <b>Financial Liabilities</b>       |                     |                     |
| Non Current                        | 20,60,41,650        | 6,59,90,475         |
| Current                            | -                   | -                   |
| Trade Payables                     | 4,40,50,067         | 1,14,23,612         |
| <b>Other Financial Liabilities</b> |                     |                     |
| Current                            | 19,62,56,280        | 14,55,69,948        |
| Borrowings                         | 10,81,01,781        | 10,97,99,673        |
| <b>Total Financial Liabilities</b> | <b>55,44,49,778</b> | <b>33,27,83,708</b> |

The carrying amount of The carrying amount of cash and cash equivalents, trade receivables, trade payables considered to be the same as their values due to their short term nature.

### 34. Related Party Transactions

Following are the name and relationship of related parties with which company have transactions/balances:

#### Associate/Subsidiary/Related Company/Enterprise/Firms:

- Karnavati Infrastructure Projects Ltd
- Scanpress Ltd
- Diyatec Pvt Ltd
- Prop Corporate Mentors Pvt Ltd
- Jyacad Solutions Pvt Ltd
- Turnrest Resources Pvt Ltd
- Arth Geospatial Pvt. Ltd
- Eques Capital Management Private Limited
- Beta Resources Private Limited
- MRH Enterprise

#### Key Management Personnel along with their relatives having significant influence:

##### a) Key Management Personnel

- Ramesh Sojitra
- Chirag Soni
- Kantilal Ladani

##### b) Relatives of KMP

- Minal Soni
- Vishwas Sojitra
- Leelavanti Sojitra
- Vaacha Sojitra

c) Disclosures in respect of significant transactions with related parties during the year:

(Amount in Rs.)

| Transactions                          | Year Ended March<br>31, 2021 | Year Ended March<br>31, 2020 |
|---------------------------------------|------------------------------|------------------------------|
| <b>Remuneration</b>                   |                              |                              |
| Rameshchandra K Sojitra               | 24,00,000                    | 24,00,000                    |
| Chirag Soni                           | 20,19,032                    | 21,00,000                    |
|                                       |                              |                              |
| <b>Salary</b>                         |                              |                              |
| Vishwas R Sojitra                     | 4,88,760                     | 5,04,000                     |
| Vaacha Sojitra                        | 3,00,000                     | 2,91,760                     |
|                                       |                              |                              |
| <b>Professional Fees</b>              |                              |                              |
| Diya Tech Pvt Ltd                     | 21,00,000                    | 19,25,000                    |
| Kanti Ladani                          | 5,25,000                     | 3,00,000                     |
| Chirag Soni HUF                       | -                            | 1,75,000                     |
| Prop Corporate Mentors Pvt. Ltd.      | -                            | 11,80,000                    |
| Turnrest Resources Pvt. Ltd.          | 60,00,000                    | 45,00,000                    |
| MRH Enterprise                        | 7,22,500                     | -                            |
|                                       |                              |                              |
| <b>Software Purchase</b>              |                              |                              |
| Turnrest Resources Pvt. Ltd.          | 8,30,667                     | -                            |
|                                       |                              |                              |
| <b>Interest Paid</b>                  |                              |                              |
| Prop Corporate Mentors Pvt. Ltd.      | -                            | 2,83,742                     |
| Turnrest Resources Pvt. Ltd.          | -                            | 9,19,300                     |
|                                       |                              |                              |
| <b>Receipt of Loan</b>                |                              |                              |
| Turnrest Resources Pvt Ltd            | 5,00,000                     | 6,36,75,250                  |
| Prop Corporate Mentors Pvt. Ltd.      | -                            | 52,00,375                    |
|                                       |                              |                              |
| <b>Repayment of Loan from</b>         |                              |                              |
| Turnrest Resources Pvt Ltd            | 13,27,370                    | 9,11,59,667                  |
| Prop Corporate Mentors Pvt. Ltd.      | -                            | 1,98,41,287                  |
| Karnavati Infrastructure Projects Ltd | -                            | 1,50,17,380                  |

|  |           |           |
|--|-----------|-----------|
| <b>Disclosure of closing balances:</b> |           |           |
| <b>Amount Due to</b>                   |           |           |
| Kantilal V Ladani..Loan A/c            | 10,00,000 | 10,00,000 |
| Prop Corporate Mentors Pvt. Ltd.       | 2,55,367  | 2,55,367  |
| Turnrest Resources Pvt Ltd Loan A/c    | -         | 8,27,370  |
| Chirag Soni                            | -         | 3,930     |
|  |           |           |
| <b>Amount Due From</b>                 | -         | -         |
| Karnavati Infrastructure Projects Ltd  | 19,13,063 | 15,11,870 |
|  |           |           |
| <b>Trade Payables</b>                  | -         | -         |
| Diyatec Pvt Ltd                        | 1,61,875  | 5,04,000  |
| Kantilal V Ladani                      | 46,247    | 15,842    |
| Chirag Soni Huf                        | 1,57,500  | 1,57,500  |
| Turnrest Resources Pvt Ltd             | 12,08,000 | 6,06,775  |

**35. Previous year's figures have been regrouped and rearranged wherever necessary, to make them comparable with those of current year.**

As per our report of even date

**For, Jayamal Thakore & Co.  
Chartered Accountants**

Sd/-

**Anup Kumar Bhattacharjee  
(Partner)  
M. No.:082184  
Ahmedabad, June 30, 2021  
UDIN: 21082184AAAAK5192**

**For and on behalf of the Board of Directors of  
Scanpoint Geomatics Limited**

Sd/-

**Ramesh Sojitra  
Managing Director  
DIN: 00016149**

Sd/-

**Chirag Soni  
Whole Time Director  
DIN: 01684683**

Sd/-

**Kantilal .V. Ladani  
Director & CFO  
DIN: 00016171**

Sd/-

**Shaili Mehta  
Company Secretary  
M. No: 42440**

**Ahmedabad, June 30, 2021**