INDEPENDENT AUDITOR'S REPORT

To the Members of ISG Novasoft Technologies Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **ISG Novasoft Technologies Limited** ("the Company"), which comprise the Balance sheet as at March 31, 2023, the statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash flows for the year ended on that date and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "Ind AS Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS 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 the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, and total comprehensive income (comprising of profit and other comprehensive income), changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Ind AS 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 Ind AS Financial Statements under the provisions of the Act and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's Report, but does not include the Ind AS Financial Statements and our auditor's report thereon.

Our opinion on the Ind AS 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 Ind AS Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and those Charged with Governance for the Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Ind AS Financial Statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows 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 of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Ind AS 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.

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

Auditor's Responsibilities for the Audit of the Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the Ind AS 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 Ind AS Financial Statements.

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

- Identify and assess the risks of material misstatement of the Ind AS 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 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 with reference to Ind AS Financial Statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures 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 Ind AS 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 Ind AS Financial Statements, including the disclosures, and whether the Ind AS Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "**Annexure A**", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act, in our opinion, according to the information and explanation given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 read with Schedule V of the Act.

3. As required by Section 143(3) of the Act, we report that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

(b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

(c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of changes in equity and the Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account;

(d) In our opinion, the aforesaid Ind AS 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, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 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 with reference to these Ind AS Financial Statements and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting; and

(g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, 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 Ind AS Financial Statements – Refer Note 14 to the financial statements;

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;

iv. (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company, or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented, that, to the best of it's knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under clause (iv)(a) and (iv) (b) above contain any material misstatement.

v. The Company has neither declared nor paid any dividend during the year.

vi. As proviso to Rule 3(1) of the Companies (Accounts) Rule 2014 is applicable for the Company only with effect from April 1, 2023, reporting under clause (g) of Rule 11 is not applicable.

For ASA & Associates LLP
Chartered Accountants
Firm Registration No: 009571N/N500006

D. Ramprasad
Partner
Membership No. 028241

Place: Bengaluru
Date: May 22, 2023
UDIN: 23028241BGVYDA5114

Annexure - A to the Independent Auditors' Report

As referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' of our report of even date

(i) The Company does not have any Property, Plant and Equipment. Hence reporting under clause 3(i)(a) to 3(i)(e) of the Order is not applicable to the Company.

(ii) The Company's business does not involve inventories and accordingly, the requirement under clause 3(ii)(a) and 3(ii)(b) of the Order is not applicable to the Company.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, and Limited Liability partnerships or any other parties. Accordingly, reporting under clause 3(iii)(a) to 3(iii)(f) of the Order are not applicable.

(iv) According to information and explanations given to us and on the basis of our examination of the records of the Company, the Company has neither made any investments nor has given loans or provided guarantee or security and therefore the relevant provisions of Section 185 and 186 of the Companies Act, 2013 are not applicable to the Company. Accordingly, reporting under clause 3(iv) of the Order is not applicable.

(v) According to the information and explanations given to us, during the financial year, the Company has not accepted deposits within the meaning of Section 73 to 76 of the Companies Act, 2013. Accordingly, paragraph 3(v) of the Order is not applicable.

(vi) According to information and explanations given to us, the Central Government has not specified the maintenance of cost records under Section 148(1) of the Companies Act, 2013. Accordingly, reporting under clause 3(vi) of the Order is not applicable to the Company.

(vii) a) According to the information provided and explanations given to us and based on our examination of the records of the Company, the Company is generally regular in depositing with appropriate authorities undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other statutory dues applicable to it. Further, there are no outstanding statutory dues existing as on the last day of the financial year which is outstanding for more than six months from the day these becomes payable.

b) According to the information and explanations given to us and based on our examination of the records of the Company, the dues of Income Tax, Goods and Service Tax, duty of excise, value added tax and cess on account of any dispute are as follows:

Name of the statute	Nature of Dues	Dispute Amounts (Rs. In Lakhs)	Amount paid under protest (Rs. In Lakhs)	Year to which the amount relates (Assessment year)	Forum where dispute is pending
Income Tax Act, 1961	Income tax	0.04		2009-10	Pending at various forums
		591.17		2010-11	
		8.31		2011-12	
		726.81	50.10	2012-13	
		561.31		2013-14	
		142.66	125.00	2014-15	
		50.56		2017-18	
		3.62		2018-19	

(viii) According to the information provided and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessment under the Income Tax Act, 1961 as income during the year.

(ix) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company did not have any outstanding loans and borrowings. Accordingly, reporting under clause 3(ix)(a) to 3(ix)(f) of the Order is not applicable.

(x) a. The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, reporting under clause 3(x)(a) of the Order is not applicable.

b. According to the information provided and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, reporting under clause 3(x)(b) of the Order is not applicable.

(xi) a. According to the information and explanations given by the management and based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements, we report that no fraud by the Company or any fraud on the Company has been noticed or reported during the year.

b. We have not filed any report under sub-section (12) of section 143 of the Companies Act, 2013 in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

c. Based on the information and explanation provided to us, the Company has not received any whistle-blower complaints during the year. Hence reporting under clause 3(xi)(c) of the Order is not applicable.

(xii) According to the information and explanations given to us, in our opinion, the Company is not a Nidhi Company, as prescribed under section 406 of the Companies Act, 2013. Accordingly, paragraph 3(xii) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us, the transactions entered with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 if applicable and details have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv) According to the information and explanations given to us, the Company is not required to have an internal audit system as per provisions of the Companies Act, 2013. Hence, reporting under clause 3(xiv) of the Order is not applicable.

(xv) According to the information and explanations given to us, in our opinion the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

(xvi) a. According to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

b. According to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities.

c. The company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, reporting under clause 3(xvi) (c) of the Order is not applicable.

d. According to the information and explanations given to us, the Group does not have any CICs, which are part of the Group and accordingly, reporting under clause 3(xvi) (d) of the Order is not applicable.

(xvii) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, the Company has not incurred cash losses in the financial year and in the immediately preceding financial year the cash losses is Rs. 115 Lacs.

(xviii) There has been no resignation of the statutory auditors during the year and accordingly reporting under clause 3(xviii) of the Order is not applicable.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.

(xx) The provisions of Section 135 of the Companies Act, 2013 are not applicable to the Company. Accordingly, reporting under clause 3(xx) (a) and (b) of the Order are not applicable.

For **ASA & Associates LLP**
Chartered Accountants
Firm Registration No: 009571N/N500006

D. Ramprasad
Partner
Membership No. 028241

Place: Bengaluru
Date: May 22, 2023
UDIN: 23028241BGVYDA5114

Annexure - B to the Independent Auditors' Report

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

We have audited the internal financial controls over financial reporting of ISG Novasoft Technologies Limited ("the Company") as of March 31, 2023 in conjunction with our audit of the 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 ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting with reference to these Ind AS Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. 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 with reference to these Ind AS Financial Statements 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 with reference to these Ind AS Financial Statements and their operating effectiveness. Our audit of internal financial controls over financial reporting with reference to these Ind AS Financial Statements included obtaining an understanding of internal financial controls with reference to these Ind AS Financial Statements, 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 with reference to these Ind AS Financial Statements.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting with reference to these Ind AS Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting with reference to these Ind AS Financial Statements 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 with reference to these Ind AS Financial Statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting with reference to these Ind AS Financial Statements to future periods are subject to the risk that the internal financial control over financial reporting with reference to these Ind AS Financial Statements 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 has, in all material respects, an adequate internal financial controls system over financial reporting with reference to these Ind AS Financial Statements and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, 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 ICAI.

For **ASA & Associates LLP**
Chartered Accountants
Firm Registration No: 009571N/N500006

D. Ramprasad
Partner
Membership No. 028241

Place: Bengaluru
Date: May 22, 2023
UDIN: 23028241BGVYDA5114

ISG Novasoft Technologies Limited
BALANCE SHEET AS AT MARCH 31, 2023
(All amounts in Indian Rupees Lakhs, except as otherwise stated)

Particulars	Notes	As at March 31, 2023	As at March 31, 2022
ASSETS			
Non-Current Assets			
Income Tax Assets (net)	9	402.66	402.54
Other Non-Current Assets	3	-	-
Total Non-Current Assets		**402.66**	**402.54**
Current Assets			
Financial Assets:	4		
i) Cash and Cash Equivalents	4A	38.30	48.18
ii) Bank balance other than (i) above	4B	95.03	50.49
iii) Other Financial Assets	4C	99.87	99.98
Other current assets	5	1.23	0.86
Total Current Assets		**234.43**	**199.51**
Total Assets		**637.09**	**602.05**
EQUITY & LIABILITIES			
Equity			
Equity Share Capital	6	3,623.07	3,623.07
Other Equity	6A	(3,037.10)	(3,074.88)
Total Equity		**585.97**	**548.19**
LIABILITIES			
Current Liabilities			
Financial Liabilities	7		
i) Trade payables	7A		
- Total outstanding dues of micro enterprises and small enterprises		0.41	1.11
- Total outstanding dues of creditors other than micro enterprises and small enterprises		22.40	40.42
ii) Other Financial Liabilities	7B	25.93	7.30
Provisions	8	2.38	5.03
Total Current Liabilities		**51.12**	**53.86**
Total Liabilities		**51.12**	**53.86**
Total Equity and Liabilities		**637.09**	**602.05**

Summary of Significant accounting policies 2.2
The accompanying notes form an integral part of the financial statements.

As per our report of even date
For ASA & Associates LLP
Chartered Accountants
Firm registration number: 009571N/N500006

For and on behalf of the Board of Directors of
ISG Novasoft Technologies Limited

D Ramprasad
Partner
Membership number: 028241

Manoj Bawa
Director
DIN: 01282046

M V Sampath Kumar
Director
DIN: 07613043

Place: Bengaluru
Date: May 22, 2023

Place: Bengaluru
Date: May 22, 2023

ISG Novasoft Technologies Limited
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2023
(All amounts in Indian Rupees Lakhs, except as otherwise stated)

Particulars	Notes	Year Ended March 31, 2023	Year Ended March 31, 2022
Income			
Revenue from opeations		-	-
Other Income	10	173.81	96.95
Total Income		**173.81**	**96.95**
Expenses			
Employee benefit expense	11	98.67	87.00
Other expenses	12	38.98	33.11
Total Expenses		**137.65**	**120.11**
Profit/(Loss) Before Tax		**36.16**	**(23.16)**
Tax Expense	9		
Current tax		-	-
Deferred tax charge/(credit)		-	-
		-	-
Profit/(Loss) for the Year		**36.16**	**(23.16)**
Other Comprehensive Income			
Items that will not be reclassified to profit or loss in subsequent periods			
Remeasurement gain/(loss) on defined benefit plan		1.62	(0.04)
Income tax effect on above		-	-
		1.62	**(0.04)**
Total Comprehensive Income/(Loss) for the Year		**37.78**	**(23.20)**
Earnings per Equity Share			
Basic and Diluted (in Rs.)	13	0.10	(0.06)

Summary of Significant accounting policies 2.2
The accompanying notes form an integral part of the financial statements.

As per our report of even date
For ASA & Associates LLP
Chartered Accountants
Firm registration number: 009571N/N500006

For and on behalf of the Board of Directors of
ISG Novasoft Technologies Limited

D Ramprasad
Partner
Membership number: 028241

Manoj Bawa
Director
DIN: 01282046

M V Sampath Kumar
Director
DIN: 07613043

Place: Bengaluru
Date: May 22, 2023

Place: Bengaluru
Date: May 22, 2023

ISG Novasoft Technologies Limited
STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2023
(All amounts in Indian Rupees Lakhs, except as otherwise stated)

	Particulars	Year Ended March 31, 2023	Year Ended March 31, 2022
A.	**Cash Flow from Operating Activites:**		
	Profit/(Loss) Before Tax	**36.16**	**(23.16)**
	Adjustments for:		
	Liability written back	(9.03)	-
	Provision for Doubtful receivables no longer required written back	-	(92.88)
	Allowance for doubtful Input tax credit	4.74	1.20
	Remeasurement gains/(loss) on defined benefit plan	1.62	(0.04)
	Interest income	(1.17)	(3.72)
	Operating Loss Before Working Capital Changes	**32.32**	**(118.60)**
	Working Capital Adjustments:		
	Decrease/(increase) in loans, other financial assets and other assets	(5.00)	110.97
	(Decrease)/increase in trade payables, other financial liabilities	6.29	(26.49)
	Cash Generated from Operations	**33.61**	**(34.12)**
	Income Tax Paid (Net of Refunds)	(0.12)	(0.38)
	Net Cash Flow from/(used in) Operating Activities	**33.49**	**(34.50)**
B.	**Cash Flow from Investing Activities**		
	Interest received	1.87	4.09
	Fixed Deposits (with remaining maturity of more than 3 months but less than 12 months)	(45.24)	(10.49)
	Net Cash Flow from/(used in) Investing Activities	**(43.37)**	**(6.40)**
C.	**Cash Flow from Financing Activities**		
	-	-	-
	Net Cash Flow from/(used in) Financing Activities	**-**	**-**
	Net (Decrease)/ Increase in Cash and Cash Equivalents (A+B+C)	**(9.88)**	**(40.90)**
	Cash and Cash Equivalents at the beginning of the Year	48.18	89.08
	Cash and Cash Equivalents at the end of the Year	**38.30**	**48.18**

	Components of Cash and Cash Equivalents:		
	Balances with banks :		
	- on current account	33.80	16.94
	- Fixed Deposits (with remaining maturity of less than 3 months)	4.50	31.24
	Total Cash and Cash Equivalents	**38.30**	**48.18**

Summary of Significant accounting policies (Refer Note 2.2).
The accompanying notes form an integral part of the financial statements.

As per our report of even date
For ASA & Associates LLP
Chartered Accountants
Firm registration number: 009571N/N500006

For and on behalf of the Board of Directors of
ISG Novasoft Technologies Limited

D Ramprasad
Partner
Membership number: 028241

Manoj Bawa
Director
DIN: 01282046

M V Sampath Kumar
Director
DIN: 07613043

Place: Bengaluru
Date: May 22, 2023

Place: Bengaluru
Date: May 22, 2023

ISG Novasoft Technologies Limited
STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2023
(All amounts in Indian Rupees Lakhs, except as otherwise stated)

a) Equity share capital (refer note 6)

Equity shares of Rs. 10 each issued, subscribed and fully paid

As at March 31, 2023	Balance as at April 01, 2022	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance as at March 31, 2023
	3,623.07	-	-	-	3,623.07

As at March 31, 2022	Balance as at April 01, 2021	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance as at March 31, 2022
	3,623.07	-	-	-	3,623.07

b) Other Equity (refer note 6A)

For the Year Ended March 31, 2023

Particulars	Reserves and Surplus	Total Other Equity
	Surplus / (deficit) in the statement of profit and loss	
Balance as at March 31, 2022	**(3,074.88)**	**(3,074.88)**
Changes in Other Equity for the Year ended March 31, 2023		
Profit/(Loss) for the Year	36.16	36.16
Other Comprehensive Income for the Year	1.62	1.62
Balance as at March 31, 2023	**(3,037.10)**	**(3,037.10)**

For the Year Ended March 31, 2022

Particulars	Reserves and Surplus	Total Other Equity
	Surplus / (deficit) in the statement of profit and loss	
Balance as at March 31, 2021	**(3,051.68)**	**(3,051.68)**
Changes in Other Equity for the Year ended March 31, 2022		
Profit/(Loss) for the Year	(23.16)	(23.16)
Other Comprehensive Income for the Year	(0.04)	(0.04)
Balance as at March 31, 2022	**(3,074.88)**	**(3,074.88)**

Summary of Significant accounting policies (Refer Note 2.2).
The accompanying notes form an integral part of the financial statements.

As per our report of even date
For ASA & Associates LLP
Chartered Accountants
Firm registration number: 009571N/N500006

For and on behalf of the Board of Directors of
ISG Novasoft Technologies Limited

D Ramprasad
Partner
Membership number: 028241

Manoj Bawa
Director
DIN: 01282046

M V Sampath Kumar
Director
DIN: 07613043

Place: Bengaluru
Date: May 22, 2023

Place: Bengaluru
Date: May 22, 2023

1. Corporate information

ISG Novasoft Technologies Limited ("the Company"), is a company incorporated under the provisions of the Companies Act, 1956. The Company is a wholly- owned subsidiary of CFCL Ventures Limited, Cayman Islands ("the Holding Company"), which is a subsidiary of Chambal Fertilisers and Chemicals Limited ("the Ultimate Holding Company"), a company incorporated under the laws of India and listed on two recognised stock exchanges in India.

These financial statements of the Company were approved by the Board of Directors on May 22, 2023.

2. Significant Accounting Policies

2.1 Basis of preparation

The Ind AS financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) as per Companies (Indian Accounting Standards) Rules, 2015, as amended, prescribed under Section 133 of the Companies Act, 2013 ("the Act") and other relevant rules.

During the financial year 2019-20, the Company had entered into an agreement with Indecomm Global Services (India) Pvt. Ltd. ("the buyer"), pursuant to which, among other things, the Company sold to the buyer, all its identified assets, (real, personal or mixed, tangible or intangible, including goodwill) together with its right, title and interest in the identified contracts free and clear of all encumbrances. After completion of this transaction, the Company was not having any business activities. The Company and the Holding Company has certain indemnity obligations under the aforesaid agreement. Further, the Ultimate Holding Company shall ensure that the Holding Company fulfills its indemnity obligations under the aforesaid agreement. Accordingly, these Ind AS financial statements are prepared on a going concern basis.

(a) Functional and presentation currency

These Ind AS financial statements are prepared in Indian Rupee, which is also the Company's functional currency. All amounts have been rounded off to Indian Rupees in lakhs unless otherwise indicated.

(b) Basis of measurement

The Ind AS financial statements have been prepared on the historical cost basis except for the following items:

Items	Measurement basis
Certain financial assets and liabilities (including derivatives instruments)	Fair value
Net defined benefit (asset) / liability	Fair value of plan assets less present value of defined benefit obligations

(c) Use of estimates, assumptions and judgements

In preparing these Ind AS financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively. The significant accounting estimates used in the preparation of these Ind AS financial statements are as follows:

i. Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using internal valuation techniques. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

ii. Defined benefit plans

The cost of the defined benefit gratuity plan and other post-employment benefits and the present value of the gratuity obligation is determined using actuarial valuation. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation. The mortality rate is based on publicly available mortality tables.

These mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

iii. Employee stock option

Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them.

iv. Income taxes

The Company's tax jurisdiction is India. Significant judgements are involved in determining the provision for income taxes.

2.2 Summary of significant accounting policies

(a) Current / Non-current classification

The Company presents assets and liabilities in the balance sheet based on current/non-current classification. An asset is treated as current when it is:

- expected to be realized or intended to be sold or consumed in normal operating cycle;
- held primarily for the purpose of trading;
- expected to be realized within twelve months after the reporting period; or
- cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current. A liability is current when:

- expected to be settled in normal operating cycle;
- held primarily for the purpose of trading;
- due to be settled within twelve months after the reporting period; or
- there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current. Deferred tax assets and liabilities are classified as non-current assets and liabilities. The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

(b) Foreign currencies

i. Foreign currency transactions

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency, are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Exchange differences are recognised in the statement of profit and loss.

(c) Measurement of fair values

In determining the fair value of its financial instruments, the Company uses following hierarchy and assumptions that are based on market conditions and risks existing at each reporting date. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

The Company requires the measurement of fair values for both financial / non-financial assets and liabilities. The Company has an established control framework with respect to the measurement of fair values. This includes an independent valuer that performs valuation of all significant fair value measurements, including Level 3 fair values. When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

(d) Financial Instruments

i. Recognition and initial measurement

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial assets and liabilities are recognised when the Company becomes a party to the contract that gives rise to financial assets and liabilities. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

ii. Financial assets at amortised cost

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these 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 on the principal amount outstanding.

iii. Financial assets at fair value through other comprehensive income

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

iv. Financial assets at fair value through profit or loss

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

v. Financial liabilities

Financial liabilities are subsequently carried at amortized cost using the effective interest method, except for contingent consideration recognized in a business combination which is subsequently measured at fair value through profit or loss. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

vi. Derecognition of financial assets and liabilities

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized when the obligation specified in the contract is discharged or cancelled or expires. When an existing financial asset/ liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

vii. Reclassification of financial assets and liabilities

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. The changes to the business model are expected to be infrequent.

The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

viii. Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

(e) Impairment of financial assets

The Company recognises loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised, is recognised as an impairment gain or loss in the statement of profit and loss.

(f) Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash in hand and balance in bank in current accounts. The Company considers all highly liquid investments with a remaining maturity at the date of purchase of three months or less and that are readily convertible as cash to be cash equivalents.

(g) Cash flow statement

Cash flows are reported using the indirect method, whereby net profit / (loss) before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from regular operating, investing and financing activities of the Company are segregated.

(h) Provisions

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation, in respect of which a reliable estimate can be made of the amount of the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost.

(i) Income tax

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred tax are recognised in the statement of profit and loss, except when they relate to items that are recognised in other comprehensive income or directly in other equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in other equity, respectively.

i. Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

ii. Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits.

Deferred tax is not recognised for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction; and
- taxable temporary differences arising on the initial recognition of goodwill.

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, the Company recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realised. Deferred tax assets - unrecognised or recognised, are reviewed at each reporting date and are recognised/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realised.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

(j) Interest income

Interest income is recognized using the effective interest rate method. The effective interest rate is the rate that discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of the financial asset. Interest income is included under the head "other income" in the statement of profit and loss.

(k) Retirement and other employee benefits

Defined contribution plans

The contributions payable to recognized provident funds and employee state insurance which are defined contribution schemes are charged to the statement of profit and loss.

Eligible employees receive benefits from a provident fund, which is a defined contribution plan. Both the employee and the Company make monthly contributions to a recognised provident fund equal to a specified percentage of the covered employee's salary. The Company has no further obligations for future provident fund benefits other than its monthly contributions.

Defined benefit plans

i. <u>Gratuity</u>

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

Liabilities with regard to gratuity are determined by actuarial valuation at each balance sheet date using the projected unit credit method. The Company fully contributes all ascertained liabilities to a separately administered fund 'ISG Novasoft Technologies Limited Employees Group Gratuity Trust'. The Company recognises the net obligation of the gratuity plan in the balance sheet as an asset or liability, respectively in accordance with Ind AS 19, 'Employee Benefits'. The Company's overall expected long-term rate-of-return on assets has been determined based on consideration of available market information, current provisions of Indian law specifying the instruments in which investments can be made, and historical returns. The discount rate is based on the Government securities yield. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the statement of profit and loss in the period in which they arise.

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through other comprehensive income in the period in which they occur. Re-measurements are not reclassified to the statement of profit and loss in subsequent periods.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognizes changes in the net defined benefit obligation which includes service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and net interest expense or income, as an expense in the statement of profit and loss.

ii. Compensated absences

Accumulated leave, which is expected to be utilized within the next twelve months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. The Company presents the leave liability as current liability in the balance sheet, as it does not have an unconditional right to defer its settlement for twelve months after the reporting date.

(l) Earnings per share

The basic earnings per share is computed by dividing the net profit/ (loss) attributable to equity shareholders for the year by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the net profit/ (loss) after tax by the weighted average number of equity shares considered for deriving base earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share or increase the net loss per share. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

(m) Segment reporting

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses (including revenues and expenses relating to transactions with other components of the Company), whose operating results are regularly reviewed by the Company's chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available. Operating segments of the Company are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

(n) Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

(o) Employee stock compensation costs

Employees (including senior executives) of the Company receive remuneration in the form of share-based payments, whereby employees render services as consideration for equity instruments (equity-settled transactions) of the Holding Company.

Employee stock compensation costs for stock options are recognized as employee benefit expenses based on the grant date fair value of the options granted to employees with corresponding increase in equity contribution from the Holding Company. The fair value of the options is estimated on the date of grant using the Black-Scholes-Merton valuation model on the basis of valuation performed by the Management and recognized in a graded manner on the basis of weighted period of services over the vesting period. The expected term of an option is estimated based on the vesting term and contractual term of the option, as well as expected exercise behavior of the employee who receives the option. Expected volatility during the expected term of the option is based on historical volatility, during a period equivalent to the expected term of the option, of the observed market prices of the publicly traded equity shares of comparable listed entities. Expected dividends during the expected term of the option are based on recent dividend activity. Risk-free interest rates are based on the government securities yield in effect at the time of the grant over the expected term.

The cost is recognised, together with a corresponding increase in share-based payment reserves in equity, over the period in which the performance and/or service conditions are fulfilled in employee benefits expense. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company’s best estimate of the number of equity instruments that will ultimately vest.

The statement of profit and loss expense or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense.

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ISG Novasoft Technologies Limited
Notes to financial statements for the year ended March 31, 2023
(All amounts in Indian Rupees Lakhs, except as otherwise stated)

Particulars	As at March 31, 2023	As at March 31, 2022
Note 3 : Non-current Finacial Assets		
(Unsecured)		
Balance with statutory / government authorities		
Considered good	-	-
Considered doubtful	222.53	217.79
	222.53	217.79
Less: Allowance for doubtful receivables	222.53	217.79
	-	-
Note 4 : Current Finacial Assets		
Note 4A : Cash and Cash Equivalents		
Balances with Banks:		
On Current Accounts	33.80	16.94
Deposits with remaining maturity of less than 3 months	4.50	31.24
	38.30	**48.18**
Note 4B : Bank balances other than (4A) above		
Deposits with remaining maturity of more than 3 months but less than 12 months	95.03	50.49
	95.03	**50.49**
Note 4C : Other Current Finacial Assets		
(Unsecured and Considered Good, except to the extent stated)		
Security deposit	99.87	99.87
Other receivables	-	0.11
	99.87	**99.98**
Note 5 : Other current assets		
Gratuity Fund Balance (net)	1.23	0.86
	1.23	**0.86**

There are no advances to directors or other officers of the Company or any of them either severally or jointly with any other person or advances to firms or private companies, respectively, in which any director is a partner or a director or a member.

(All amounts in Indian Rupees Lakhs, except as otherwise stated)

Particulars	As at March 31, 2023	As at March 31, 2022
Note 6 : Equity Share Capital		
Authorised :		
50,000,000 (Previous Year: 50,000,000) equity shares of par value Rs. 10 each	5,000.00	5,000.00
	5,000.00	**5,000.00**
Issued, Subscribed and Paid up : *		
36,230,700 (Previous Year: 36,230,700) equity shares of par value Rs. 10 each fully paid up	3,623.07	3,623.07
	3,623.07	**3,623.07**

* National Company Law Tribunal vide its order dated January 24, 2023 had allowed the petition filed by the Company for reduction in paid up share capital from Rs. 36, 23,07,000 divided into 3,62,30,700 equity shares of Rs. 10 each to Rs. 6,68,07,000 divided into 66,80,700 equity shares of Rs. 10 each fully paid up by cancelling and extinguishing paid up equity share capital of Rs. 29,55,00,000 divided into 2,95,50,000 equity shares of Rs. 10 each fully paid up.

However, the Company is yet to receive the final approval from the Registrar of Companies for reduction in paid up share capital and therefore pending completion of the said process, the Company has not carried out the necessary adjustments in its financial statements for the year ended March 31, 2023.

a) Reconciliation of the Shares Outstanding as at the beginning and at the end of the Reporting Periods

There is no movement in the equity shares outstanding at the beginning and at the end of the reporting periods.

b) Rights, preference and restrictions attached to Equity Shares

The Company has a single class of shares having a par value of Rs 10 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. The Company has not proposed any dividend during the current year. In the event of liquidation, the shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

c) Details of Shareholders holding more than 5 percent shares in the Company

Name of shareholder	As at March 31, 2023		As at March 31, 2022	
	No. of shares	% holding	No. of shares	% holding
Equity shares of Rs. 10 each fully paid CFCL Ventures Limited, Holding Company *	36,230,700	100.00%	36,230,700	100.00%

* As per records of the Company, the above shareholding represents legal ownership of shares and includes 700 equity shares held by the 7 nominees of the Holding Company.

d) Details of shares held by the Promoters

As at March 31, 2023

Sr. No.	Promoter name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of total shares	% Change during the year
1	CFCL Ventures Limited, Holding Company -Equity shares of Rs. 10 each fully paid	36,230,700	-	36,230,700	100.00%	Nil

As at March 31, 2022

Sr. No.	Promoter name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of total shares	% Change during the year
1	CFCL Ventures Limited, Holding Company -Equity shares of Rs. 10 each fully paid	36,230,700	-	36,230,700	100.00%	Nil

e) Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date

There has been no issuance of bonus shares, shares issued for consideration other than cash or buy back of shares during the last five years ended March 31, 2023.

f) Shares reserved for issue under options, convertible preference shares and convertible warrant (Nos.):

There are no shares reserved for issue under options, convertible preference shares and convertible warrants.

Note 6 : Equity Share Capital (continued)

g) Employee stock options

The Board of Directors of the Holding Company, approved the 2007 Share Option Plan (‘Plan’) administered by the compensation committee for granting stock options to certain employees of its subsidiaries as per Management discretion. A committee has been constituted to administer the Plan along with the Board of Directors of Holding Company and to determine the grant date fair value which would be the exercise price for such options.

The fair value of the shares is determined by the management on the date of the grant of the stock options to the employees pursuant to the Plan. The fair valuation has been determined using the Black-Scholes-Merton valuation model. The stock options vest equally over the period of 48 months and the exercise period is 10 years from the date of grant.

The Company measures the fair value of stock options at the grant date using Black Scholes option pricing model taking into account the terms and conditions upon which the share options were granted. The inputs used in the option pricing model are as below:

Fair value per share (USD)	0.04
Exercise price (USD)	1.09
Average risk-free interest rate	2.60%
Expected volatility of share price	100%
Expected life of options granted (in years)	6.10
Expected dividend yield	Nil

The expected life of the share options is based on historical data and current expectations and is not necessarily indicative of exercise patterns that may occur. The expected volatility reflects the assumption that the historical volatility over a period similar to the life of the options is indicative of future trends, which may not necessarily be the actual outcome.

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(All amounts in Indian Rupees Lakhs, except as otherwise stated)

Particulars	As at March 31, 2023	As at March 31, 2022
Note 6A : Other Equity		
Surplus / (deficit) in the statement of profit and loss		
Balance as per last financial statements	**(3,074.88)**	**(3,051.68)**
Profit/(Loss) for the Year	36.16	(23.16)
Other Comprehensive Income for the Year	1.62	(0.04)
Closing Balance as at Year end	**(3,037.10)**	**(3,074.88)**
Total Other Equity	**(3,037.10)**	**(3,074.88)**

Note 7 : Financial Liabilities
Note 7A : Trade payables *

Particulars	As at March 31, 2023	As at March 31, 2022
Total outstanding dues of micro enterprises and small enterprises	0.41	1.11
Total outstanding dues of creditors other than micro enterprises and small enterprises	22.40	40.42
	22.81	**41.53**

* Trade payables are non-interest bearing and are normally settled on 30 - 45 days terms.

Trade Payables Ageing Schedules

As at March 31, 2023

Particulars	Unbilled payables	Not due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Dues to Micro, Small and Medium Enterprises (MSME)							
- Disputed dues	-	-	-	-	-	-	-
- Undisputed dues	-	-	0.41	-	-	-	0.41
(ii) Dues to Others							
- Disputed dues	-	-	-	-	-	-	-
- Undisputed dues	20.26	-	2.14	-	-	-	22.40
Total (i + ii)	**20.26**	-	**2.55**	-	-	-	**22.81**

As at March 31, 2022

Particulars	Unbilled payables	Not due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Dues to Micro, Small and Medium Enterprises (MSME)							
- Disputed dues	-	-	-	-	-	-	-
- Undisputed dues	-	-	1.11	-	-	-	1.11
(ii) Dues to Others							
- Disputed dues	-	-	-	-	-	-	-
- Undisputed dues	38.73	-	1.69	-	-	-	40.42
Total (i + ii)	**38.73**	**-**	**2.80**	**-**	**-**	**-**	**41.53**

Details of dues to micro and small enterprises as defined under the Micro, Small and Medium Enterprise Devlopment (MSMED) Act, 2006

Sl. No	Particulars	As on March 31, 2023	As on March 31, 2022
1	Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end	0.41	1.11
2	Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	-	-
3	Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
4	Interest paid by the Company in terms of Sections 16 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-
5	Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding interest specified under the Micro, Small and Medium Enterprise Act, 2006	-	-
6	Interest accrued and remaining unpaid	-	-
7	Interest remaining due and payable even in succeeding years, until such date when the interest dues as above are actually paid to the small enterprises	-	-

(All amounts in Indian Rupees Lakhs, except as otherwise stated)

Particulars	As at March 31, 2023	As at March 31, 2022

Note 7B : Other Current Financial Liabilities

Statutory dues payable	4.79	3.04
Other payable	21.14	4.26
	25.93	**7.30**

Note 8 : Provisions

Compensated absences	2.38	5.03
	2.38	**5.03**

Note 9 : Income taxes

Income tax expense in the statement of profit and loss and other comprehensive income comprises:

Profit and loss section		
Current taxes	-	-
Deferred taxes	-	-
Total	-	-
Other comprehensive income		
Deferred tax charge/(credit) on re-measurement of defined benefit plan	-	-
Total	-	-

A reconciliation of the income tax provision to the amount computed by applying the statutory income tax rate to the income before income taxes is summarized below:

Profit/(Loss) before income taxes	36.16	(23.16)
Statutory income tax rate	25.168%	25.168%
Tax expense as per statutory income tax rate	9.10	(5.83)
Deferred Tax not recognised	(9.10)	5.83
Income tax expense	-	-

The following table provides the details of income tax assets and income tax liabilities as at March 31, 2023 and March 31, 2022:

Non-current		
Income tax assets (including tax paid under protest)	402.66	402.54
	402.66	**402.54**

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ISG Novasoft Technologies Limited
Notes to financial statements for the year ended March 31, 2023
(All amounts in Indian Rupees Lakhs, except as otherwise stated)

Particulars		Year ended March 31, 2023		Year ended March 31, 2022
Note 10 : Other income				
Interest income		1.17		3.72
Reversal of un-billed revenue written back		163.61		-
Liability written back		9.03		-
Provision for Doubtful receivables no longer required written back	-		7,140.03	
Less: Reversal of un-billed revenue	-	-	7,047.15	92.88
Miscellaneous income		-		0.35
		173.81		**96.95**

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Note 11 : Employee benefits expense		
Salaries and bonus	92.40	81.84
Contribution to provident and other fund	3.64	3.68
Gratuity expense	1.25	1.30
Staff welfare expenses	1.38	0.18
	98.67	**87.00**
Note 12 : Other expenses		
Rent	0.84	3.34
Repairs and maintenance (others)	2.55	2.51
Rates and taxes	0.22	0.60
Travelling and conveyance	0.28	0.07
Communication	0.80	0.54
Consultancy, legal and professional charges	18.96	21.76
Bank charges	6.82	0.01
Payments to auditors (refer details below)	2.50	2.50
Loss/(gain) on Foreign Exchange Variation (net)	0.87	-
Allowance for doubtful Input tax credit	4.74	1.20
Miscellaneous expenses	0.40	0.58
	38.98	**33.11**
Payment to auditors (excluding applicable taxes)		
Audit fee	2.50	2.50
	2.50	**2.50**
Note 13 : Earnings Per Share		
Net Profit/(Loss) as per Statement of Profit and Loss	36.16	(23.16)
Calculation of Weighted Average Number of Equity Shares		
-Number of Equity Shares at the beginning of the Year	36,230,700	36,230,700
-Number of Equity Shares Outstanding at the end of the Year	36,230,700	36,230,700
-Weighted Average Number of Equity Shares Outstanding during the Year	**36,230,700**	**36,230,700**
Basic and Diluted Earnings Per Share *	0.10	(0.06)
Nominal value of equity shares (in Rs.)	10.00	10.00

* There are no dilutive potential equity shares.

(All amounts in Indian Rupees Lakhs, except as otherwise stated)

14. Contingent liabilities

Contingent liabilities (not provided for) in respect of:

Particulars	**As at March 31, 2023**	**As at March 31, 2022**
Claims against the Company not acknowledged as debts		
-Income tax demands, under appeal *	2,084.49	2,259.04
-Others	-	-

* The income tax authorities have made certain adjustments to taxable income relating to transfer pricing and other disallowances for various assessment years from 2009-2010 to 2019-20. The Company is contesting the aforesaid demands and the management, based on external advise, believes that its position will likely be upheld in the appellate process and the ultimate outcome of these proceedings will not have a material adverse effect on its financial position and results of operations. Therefore, no expense has been accrued in the financial statements for demands raised.

15. Commitments

The Company does not have any further commitments as at the balance sheet date other than those already diclosed.

16. Segment Reporting

The Whole-time Director and Chief Financial Officer of the Company has been identified as the chief operating decision maker as defined by Ind AS 108, Operating Segments. The Company was not having any business activities, hence disclosure requirements under Ind AS 108, Operating Segments are not applicable.

17. Related Party Disclosures:

I. Related Party Name and Relationship

Ultimate Holding Company	Chambal Fertilisers and Chemicals Limited
Holding Company	CFCL Ventures Limited
Subsidiary Company	Inuva Info Management Private Limited (dissolved on May 03, 2021)
Fellow subsidiaries	ISGN Corporation Chambal Infrastructure Ventures Limited
Key Management Personnel	Mr. Manoj Bawa, Whole-time Director and Chief Financial Officer (till March 31, 2023) Mr. Manoj Bawa, Director (W.e.f. April 01, 2023) Mr. MV Sampath Kumar, Independent Director Ms. Nicola Neeladri, Independent Director Ms Kanti Gajanana Hegde, Company Secretary (till September 30, 2022)
Enterprises over which directors have significant influence	ISG Novasoft Technologies Limited Employees Group Gratuity Trust

II. Transaction with the Related Parties:

Particulars	**Nature of Transactions**	**Year ended March 31, 2023**	**Year ended March 31, 2022**
Fellow Subsidiary			
ISGN Corporation	Reversal of unbilled revenue written back	163.61	-
Key Management Personnel			
Mr. MV Sampath Kumar	Sitting fees	0.95	1.20
Ms. Nicola Neeladri	Sitting fees	1.20	1.20
Mr. Manoj Bawa	Remuneration *	95.85	82.87
Ms Kanti Gajanana Hegde	Remuneration *	1.57	3.09

* As the liabilities for gratuity is provided on an actuarial basis for the Company as a whole, the amount pertaining to the Key Management Personnel can not be ascertained separately, hence not included in above.

III. Outstanding Balances of Related Parties:

Particulars	**As at March 31, 2023**	**As at March 31, 2022**
Key Management Personnel		
Other Current Liabilities		
Mr. MV Sampath Kumar	0.32	0.23
Ms. Nicola Neeladri	0.32	0.23
Mr. Manoj Bawa	20.50	3.55
Ms Kanti Gajanana Hegde	-	0.25

(All amounts in Indian Rupees Lakhs, except as otherwise stated)

18. Gratuity

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days basic salary plus dearness allowance (last drawn salary) for each completed year of service. The following tables summarise the components of net benefit expense and the funded status for the plan:

Statement of Profit and Loss and Other Comprehensive Income

Net employee benefit expense (recognised in Employee benefits expense)

Particulars	Year Ended March 31, 2023	Year Ended March 31, 2022
Current service cost	1.28	1.38
Interest cost on benefit obligation	(0.03)	(0.08)
Net benefit expense/ (gain)	**1.25**	**1.30**
Actual return on plan assets	0.43	0.80

Re-measurement gain/(loss) (recognised in Other Comprehensive Income)

Particulars	Year Ended March 31, 2023	Year Ended March 31, 2022
Actuarial gain/(loss) on obligation	(0.12)	(0.23)
Actuarial gain/(loss) on assets	(0.19)	0.27
Changes in the effect of limiting a net defined benefit asset to the asset ceiling	1.93	(0.08)
	1.62	**(0.04)**

Balance Sheet

Particulars	As at March 31, 2023	As at March 31, 2022
Details of provision for gratuity		
Defined benefit obligation	(6.75)	(5.13)
Fair value of plan assets	14.95	14.52
Less: Amount not recognized as asset (limiting net assets to asset ceiling)	(6.97)	(8.53)
Net asset/ (liability)	**1.23**	**0.86**

Changes in the present value of the defined benefit obligation are as follows:

Particulars	As at March 31, 2023	As at March 31, 2022
Opening defined benefit obligation	5.13	3.39
Current service cost	1.28	1.38
Interest cost	0.22	0.13
Actuarial (gain)/loss on obligation		
Actuarial Loss/(Gain) from changes in financial assumptions	(0.17)	(0.03)
Actuarial Loss/(Gain) from experience over the past year	0.29	0.26
Closing defined benefit obligation	**6.75**	**5.13**

Changes in the fair value of plan assets are as follows:

Particulars	As at March 31, 2023	As at March 31, 2022
Opening fair value of plan assets	14.52	13.72
Interest income	0.62	0.53
Actuarial gain/(loss) on plan assets	(0.19)	0.27
Closing fair value of plan assets	**14.95**	**14.52**

The principal assumptions used in determining gratuity obligations for the Company's plans are shown below:

Particulars	Year Ended March 31, 2023	Year Ended March 31, 2022
Discount Rate	6.90%	4.30%
Salary escalation	7.00%	7.00%
Expected rate of return on plan asset	4.30%	3.90%
Employee turnover	10.00%	10.00%

The overall expected rate of return on assets is determined based on the market prices prevailing on that date, applicable to the year over which the obligation is to be settled. The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market. The plan assets are funded as investment with insurers.

A quantitative sensitivity analysis for significant assumptions is as below:

Particulars	As at March 31, 2023		As at March 31, 2022	
	1% increase	1% decrease	1% increase	1% decrease
Impact on defined benefit obligation				
Discount rate	(0.06)	0.06	(0.07)	0.07
Salary escalation	0.06	(0.06)	0.07	(0.07)
Employee turnover	Negligible change	Negligible change	(0.06)	0.06

The sensitivity analysis above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable change in key assumptions occurring at the end of the reporting period.

(All amounts in Indian Rupees Lakhs, except as otherwise stated)

18. Gratuity (continued)

The following payments are expected contribution to the defined benefit plans in future years:

Particulars	As at March 31, 2023	As at March 31, 2022
Within next 12 months	8.46	6.75
Between 2 to 5 years	-	4.00
	8.46	**10.75**

The average duration of the defined benefit plan obligation at the end of the reporting period is 1 year (Previous Year: 1 years).

19. Fair value measurement

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

Level 1 : Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
Level 2 : Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
Level 3 : Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

The fair value measurement hierarchy of the Company's assets and liabilities is as below:

Particulars	Amortised cost	Fair value through profit or loss	Total carrying value	Total fair value
As at March 31, 2023				
Assets:				
Cash and cash equivalents	38.30	-	38.30	38.30
Bank balances other than above	95.03	-	95.03	95.03
Other current financial assets	99.87	-	99.87	99.87
Other current assets	1.23	-	1.23	1.23
Total	234.43	-	234.43	234.43
Liabilities:				
Trade payables	22.81	-	22.81	22.81
Other Current Financial Liabilities	25.93	-	25.93	25.93
Provisions	2.38	-	2.38	2.38
Total	51.12	-	51.12	51.12
As at March 31, 2022				
Assets:				
Cash and cash equivalents	48.18	-	48.18	48.18
Bank balances other than above	50.49	-	50.49	50.49
Other current financial assets	99.98	-	99.98	99.98
Other current assets	0.86	-	0.86	0.86
Total	199.51	-	199.51	199.51
Liabilities:				
Trade payables	41.53	-	41.53	41.53
Other Current Financial Liabilities	7.30	-	7.30	7.30
Provisions	5.03	-	5.03	5.03
Total	53.86	-	53.86	53.86

There has been no transfers between levels during the year.

20. Financial risk management

As the Company is not carrying on any business activities, there is limited exposure to the variety of financial risks: market, credit and liquidity risks. All risks are managed in accordance with the Company's policies and risk objectives. The Board of Directors of the Company reviews and approves policies for managing each of these risks, which are summarised below:

a) Market risk

i. Interest Rate Risk
Interest rate risk is the risk that the fair value or future cash flows of the Company's financial instruments will fluctuate because of changes in market interest rates. The Company was not having any borrowing, hence no interest rate risk is perceived.

ii. Foreign Currency Risk
The Company operates in United States of America and India and there is exposure to the foreign exchange risk. However, as the Company was not having any business activities and there has been minimal foreign currency transactions during the year, no foreign currency risk is perceived.

b) Credit risk

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. Credit risk on cash and cash equivalents is limited as the Company generally invest in banks with high credit ratings assigned by international and domestic credit rating agencies. Further, as the Company was not having any business activiites, there was no exposure to the credit risk and accordingly no credit risk is percieved.

20. Financial risk management (continued)

c) Liquidity risk

The Company's principal sources of liquidity are cash and cash equivalents. The Company believes that the working capital is sufficient to meet its current liquidity requirements. Accordingly, no liquidity risk is perceived.

All the significant financial liabilities of the Company are contractually expected to mature within 1 year from the balance sheet date.

21. Capital management

The Company’s objective is to maintain a capital base to ensure sustained growth in business and to maximise the shareholders value. The capital management focusses to maintain an optimal structure that balances growth and maximizes the shareholder value.

22. Other Regulatory Information

(i) Title deeds of Immovable Properties not held:
The Company does not have any Immovable Property whose title deeds are not held in the name of the Company.

(ii) Valuation of property, plant and equipment, intangible asset and investment property:
The Company is not having any property, plant and equipment (including right-of-use assets) or intangible assets or both and investment property.

(iii) Capital work in progress and Intangible assets under development:
The Company is not having any Capital work in progress and Intangible assets under development.

(iv) Loans or Advances in the nature of loans:
The Company has not advanced any loans or advances in the nature of loans to specified persons viz. promoters, directors, Key Managment Personnel and related parties, which are repayable on demand or where the agreement does not specify any terms or period of repayment.

(v) Details of Benami Property held:
The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

(vi) Borrowing secured against current assets:
The Company has not obtained any borrowings from banks or financial institutions on the basis of security of current assets.

(vii) Wilful defaulter:
The Company has not been declared as a wilful defaulter by any lender who has powers to declare a company as a wilful defaulter at any time during the financial year or after the end of reporting period but before the date when financial statements are approved.

(viii) Relationship with struck off companies:
The Company has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956.

(ix) Registration of charges or satisfaction:
The Company does not have any charges or satisfaction which is yet to be registered with the Registrar of Companies beyond the statutory period.

(x) Compliance with number of layers of companies:
The Company has complied with the number of layers prescribed under the Companies Act, 2013.

(xi) Compliance with approved Scheme(s) of Arrangements:
The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

(xii) Ratios

Particulars	Formula	March 31, 2023			March 31, 2022	% Variance	Reason for variance
		Numerator (Amount)	Denominator (Amount)	Ratio	Ratio		
Current ratio	Current assets/ Current liabilities	234.43	51.12	4.59	3.75	24%	-
Debt-equity ratio	Total debt/ Shareholder’s Equity	Not applicable.					-
Debt service coverage ratio	Earnings available for debt service/ Debt Service	Not applicable.					-
Return on equity ratio	[Net Profits after taxes – Preference Dividend (if any)]/ Average Shareholder’s Equity	36.16	567.08	6.38%	(4.10%)	254%	Profit in current year due to reversal of unbilled revenue written back of Rs. 163.61 Lakhs.
Inventory turnover ratio	Cost of goods sold OR sales/ Average Inventory	Not applicable.					-
Trade receivables turnover ratio	Net Credit Sales/ Average Accounts Receivable	Not applicable.					-
Trade payables turnover ratio	Net Credit Purchases/ Average Trade Payables	Not applicable.					-
Net profit ratio	Net Profit/ Net Sales	Not applicable.					-
Return on capital employed	Earning before interest and taxes/ Capital Employed	36.16	585.97	6.17%	(4.19%)	246%	Higher EBIT in current year due to reversal of unbilled revenue written back of Rs. 163.61 Lakhs.
Return on investment	Earning before interest and taxes/Average Total Assets	Not applicable.					-

(xiii) Utilisation of Borrowed funds and share premium:
The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(All amounts in Indian Rupees Lakhs, except as otherwise stated)

22. Other Regulatory Information (continued)

(xiv) Utilisation of Borrowings:
The Company has, during the year, not raised any funds from issue of securities or borrowings from banks and financial institutions and hence this clause is not applicable.

(xv) Undisclosed income:
The Company does not have any transaction which is not recorded in the books of accounts but has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

(xvi) Details of crypto currency or virtual currency:
The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

(xvii) Corporate Social Responsibility (CSR):
The provisions of Corporate Social Responsibility under Section 135 of the Companies Act, 2013 are not applicable to the Company.

As per our report of even date
For ASA & Associates LLP
Chartered Accountants
Firm registration number: 009571N/N500006

D Ramprasad
Partner
Membership number: 028241

Place: Bengaluru
Date: May 22, 2023

For and on behalf of the Board of Directors of
ISG Novasoft Technologies Limited

Manoj Bawa	**M V Sampath Kumar**
Director	Director
DIN: 01282046	DIN: 07613043

Place: Bengaluru
Date: May 22, 2023