

## Independent Auditors' Report

To the Members of  
**FIDEL SOFTECH PRIVATE LIMITED**

### Report on the Financial Statements

#### Opinion

We have audited the accompanying financial statements of **FIDEL SOFTECH PRIVATE LIMITED** ("the Company") which comprise the Balance Sheet as at March 31, 2020, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and notes to financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements, give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, its profit and cash flows for the year ended on that date.

#### Basis for opinion

We conducted our audit in accordance with the standards on auditing specified under section 143 (10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the code of ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the code of ethics.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Reporting of key audit matters as per SA 701 - Key Audit Matters are not applicable to the Company as it is an unlisted company.



#### **Information other than the financial statements and auditors' report thereon**

The Company's management and board of directors are responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report but does not include the financial statements and our auditor's report thereon.

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

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

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

#### **Responsibilities of Management and those charged with Governance for the Financial Statements**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

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

In preparing the financial statements, management and Board of Director's are 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 are also responsible for overseeing the Company's financial reporting process.

#### **Auditor's Responsibilities for the Audit of Financial Statements**

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





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

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

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

#### **Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), as amended, 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. 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 purpose 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 and the Cash Flow Statement dealt with by this Report are in agreement with the books of account
- d. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e. On the basis of written representations received from the directors taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164 (2) of the Act.
- f. Since the Company's turnover as per last audited financial statements is less than Rs.50 Crores and its borrowings from banks and financial institutions at any time during the year is less than Rs.25 Crores, the Company is exempted from getting an audit opinion with respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls vide notification dated June 13, 2017; 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 does not have any pending litigations which would impact its financial position.
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

**For SUBODH V SHAH & CO**  
**Chartered Accountants**  
**FRN: 113168W**



**Subodh V. Shah**  
**Proprietor**  
**Mem. No. 46423**  
**Place: Pune**  
**Date: 16/12/2020**  
**UDIN - 20046423AAAAFV7037**





### "Annexure A" to the Independent Auditors' Report

Referred to in paragraph 1 under the heading 'Report on Other Legal & Regulatory Requirement' of our report of even date to the financial statements of the Company for the year ended March 31, 2020:

1. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;  
(b) The Fixed Assets have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.  
(c) The company does not own any immovable property. Thus this clause is not applicable.
2. The Company does not have any inventory of goods and hence reporting under clause (ii) of the CARO 2016 is not applicable.
3. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of grant of loans, making investments and providing guarantees and securities, as applicable, except in respect of the following:

| Particulars (Loan/ Advance/ Guarantee/ Security/ Investment) | Relationship with party | Amount Outstanding (Rs.) | Remarks (state the details of the non-compliance) |
|--|-------------------------|--------------------------|---|
| Loan to LinguaSol Private Limited                            | Subsidiary Company      | 2,29,72,794              | Refer note below                                  |

- a) The terms and conditions of the grant of such loans are, in our opinion, prima facie, not prejudicial to the Company's interest.
  - b) The schedule of repayment of principal and payment of interest has not been stipulated and in the absence of such schedule, we are unable to comment on the regularity of the repayments or receipts of principal amounts and interest.
4. In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of loans, investments, guarantees, and security.
  5. The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.



6. As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.
7. (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Service Tax, Cess, Goods and Service tax and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2020 for a period of more than six months from the date on when they become payable except for –

| Name of Statute | Nature of Dues           | Amount (Rs.) | Period to which the amount relates | Due Date   | Date of subsequent payment |
|-----------------|--------------------------|--------------|------------------------------------|------------|----------------------------|
| GST Act         | Reverse Charge Liability | 33,76,683    | FY 2018-19                         | 31/03/2019 | NA                         |
| Income Tax Act  | Equalization Levy        | 23,797       | FY 2019-20                         | 31/03/2020 | 26/11/2020                 |
| <b>Total</b>    |                          | 34,00,480    |                                    |            |                            |

- b) According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute except for -

| Name of Statute | Nature of Dues | Forum | Period to which the amount relates | Amount Involved | Amount Unpaid |
|-----------------|----------------|-------|------------------------------------|-----------------|---------------|
| Income Tax Act  | Income Tax     | CPC   | FY 2017-18                         | 38,920          | 38,920        |
| Income Tax Act  | Income Tax     | CPC   | FY 2018-19                         | 1,12,030        | 1,12,030      |
| <b>Total</b>    |                |       |                                    | 1,50,950        | 1,50,950      |

8. In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks. The Company has not taken any loan either from financial institutions or from the government and has not issued any debentures.
9. Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or

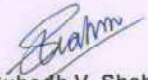




further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.

10. Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
11. The company is a private limited company and thus provisions of section 197 read with Schedule V to the Companies Act, 2013, are not applicable.
12. In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.
13. In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
14. Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.
15. Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
16. In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

For and on behalf of  
**SUBODH V SHAH & CO**  
Chartered Accountants  
FRN: 113168W


  
Subodh V. Shah  
Proprietor  
Mem. No. 46423  
Place: Pune  
Date: 16/12/2020  
UDIN - 20046423AAAAFV7037



**FIDEL SOFTECH PRIVATE LIMITED**  
**CIN : U72200PN2004PTC020061**  
**BALANCE SHEET AS AT 31-03-2020**

|          | PARTICULARS                          | Notes | AS ON<br>31/03/2020    | AS ON<br>31/03/2019   |
|----------|--------------------------------------|-------|------------------------|-----------------------|
| <b>A</b> | <b><u>EQUITY AND LIABILITIES</u></b> |       |                        |                       |
|          | <b>Shareholder's funds</b>           |       |                        |                       |
|          | Share Capital                        | 1     | 25,29,640.00           | 25,29,640.00          |
|          | Reserves and Surplus                 | 2     | 6,61,41,746.96         | 3,46,66,306.74        |
|          |                                      |       | <b>6,86,67,386.96</b>  | <b>3,71,91,946.74</b> |
|          | <b>Non- Current Liabilities</b>      |       |                        |                       |
|          | Long Term Borrowings                 | 3     | 22,88,808.01           | 96,90,079.56          |
|          | Long Term Provisions                 | 4     | 63,56,896.00           | -                     |
|          |                                      |       | <b>86,45,704.01</b>    | <b>96,90,679.56</b>   |
|          | <b>Current Liabilities</b>           |       |                        |                       |
|          | Trade Payables                       | 5     | 73,40,522.67           | 62,98,450.87          |
|          | Other Current Liabilities            | 6     | 73,36,211.23           | 60,97,988.29          |
|          | Short Term Provisions                | 7     | 1,42,49,046.15         | 42,03,987.51          |
|          |                                      |       | <b>2,89,25,780.05</b>  | <b>1,66,00,426.67</b> |
|          | <b>TOTAL</b>                         |       | <b>10,62,38,871.01</b> | <b>6,34,83,052.97</b> |
| <b>B</b> | <b><u>ASSETS</u></b>                 |       |                        |                       |
|          | <b>Non-Current Assets</b>            |       |                        |                       |
|          | Plant Property and Equipment         | 8     |                        |                       |
|          | -Tangible Assets                     |       | 24,27,951.05           | 14,01,795.86          |
|          | -Intangible Assets                   |       | 51,73,279.33           | 94,17,948.90          |
|          | Non Current Investments              | 9     | 51,000.00              | 51,000.00             |
|          | Deferred tax asset                   |       | 35,34,324.47           | 4,28,972.76           |
|          | Long Term Loans and Advances         | 10    | 2,29,72,794.00         | 1,37,82,482.00        |
|          | Other Non Current Assets             | 11    | 53,39,808.70           | 44,05,958.70          |
|          |                                      |       | <b>3,94,99,157.55</b>  | <b>2,94,88,158.21</b> |
|          | <b>Current Assets</b>                |       |                        |                       |
|          | Short term investments               | 12    | 3,21,95,273.00         | -                     |
|          | Trade Receivables                    | 13    | 2,06,68,847.00         | 2,42,44,231.26        |
|          | Cash and Cash Equivalents            | 14    | 70,28,752.74           | 3,51,823.21           |
|          | Other Current Assets                 | 15    | 68,46,840.72           | 93,98,840.29          |
|          |                                      |       | <b>6,67,39,713.46</b>  | <b>3,39,94,894.76</b> |
|          | <b>TOTAL</b>                         |       | <b>10,62,38,871.01</b> | <b>6,34,83,052.97</b> |


As per our report attached  
**FOR SUBODH V SHAH & CO.**  
Chartered Accountants

  
Subodh V. Shah  
Proprietor  
Place: Pune  
Date: 16/12/2020  
UDIN - 20046423AAAAFV7037



For and on behalf of  
the Board of Directors

  
Sunil Kulkarni  
Director  
DIN: 00752937

  
Prachi Kulkarni  
Director  
DIN: 03618459



**FIDEL SofTECH PRIVATE LIMITED**  
**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2020**

| PARTICULARS   | SCH NO. | 2019-20<br>₹           | 2018-19<br>₹           |
|---|---------|------------------------|------------------------|
| <b>A INCOME:</b>  |         |                        |                        |
| Revenue from Operations   | 16      | 22,37,56,979.86        | 18,22,00,656.03        |
| Other Income  | 17      | 35,72,609.90           | 4,80,536.00            |
| <b>TOTAL REVENUE</b>  |         | <b>22,73,29,589.76</b> | <b>18,26,81,192.03</b> |
| <b>B EXPENDITURE:</b>   |         |                        |                        |
| Purchases of Stock in Trade   |         | 1,74,607.09            | 1,84,647.02            |
| Employee Benefits Expense   | 18      | 7,76,62,761.38         | 8,14,54,800.16         |
| Finance Costs   | 19      | 16,32,781.73           | 17,13,164.90           |
| Depreciation and Amortization Expense                                   | 8       | 77,05,294.23           | 75,13,822.01           |
| Cost of Services  | 20      | 7,75,23,863.84         | 6,30,80,220.72         |
| Other Expenses  | 21      | 1,31,13,769.83         | 1,06,41,421.49         |
| <b>TOTAL EXPENDITURE</b>  |         | <b>17,78,13,078.10</b> | <b>16,45,88,076.30</b> |
| <b>C PROFIT BEFORE EXCEPTIONAL AND EXTRAORDINARY ITEMS AND TAX(A-B)</b> |         | <b>4,95,16,511.66</b>  | <b>1,80,93,115.73</b>  |
| <b>D EXCEPTIONAL ITEMS</b>  | 22      | 64,64,114.00           | 38,97,099.38           |
| <b>E PROFIT BEFORE EXTRAORDINARY ITEMS AND TAX (C-D)</b>                |         | <b>4,30,52,397.66</b>  | <b>1,41,96,016.35</b>  |
| <b>F EXTRAORDINARY ITEMS</b>  |         | -                      | -                      |
| <b>G PROFIT BEFORE TAX(E-F)</b>   |         | <b>4,30,52,397.66</b>  | <b>1,41,96,016.35</b>  |
| <b>H TAX EXPENSE</b>  |         |                        |                        |
| - Current Tax   |         | 1,46,82,309.15         | 43,42,870.50           |
| - Deferred Tax  |         | (31,05,351.71)         | (92,210.05)            |
|   |         | <b>1,15,76,957.44</b>  | <b>42,50,660.45</b>    |
| <b>M PROFIT/(LOSS) FOR THE PERIOD (I+L)</b>                             |         | <b>3,14,75,440.22</b>  | <b>99,45,355.90</b>    |
| <b>EARNINGS PER EQUITY SHARE:</b>                                       |         |                        |                        |
| (1) Basic   |         | 124.62                 | 39.38                  |
| (2) Diluted   |         | 116.55                 | 36.83                  |
| The accompanying notes are integral parts of the financial statements   |         |                        |                        |

As per our report attached  
FOR SUBODH V SHAH & CO.  
Chartered Accountants

For and on behalf of  
the Board of Directors

*Subodh V. Shah*  
Subodh V. Shah  
Proprietor  
Place: Pune  
Date: 16/12/2020  
UDIN - 20046423AAAAFV7037



*Sumi Kulkarni*  
Sumi Kulkarni  
Director  
DIN: 00752937

*Prachi Kulkarni*  
Prachi Kulkarni  
Director  
DIN: 03618459

FIDEL SOFTECH PRIVATE LIMITED  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31-03-2020

| No.      | PARTICULARS                      | CURRENT<br>YEAR<br>₹  | PREVIOUS<br>YEAR<br>₹ |
|----------|----------------------------------|-----------------------|-----------------------|
| <b>A</b> | <b>SHAREHOLDER'S FUNDS</b>       |                       |                       |
| 2        | <b>Reserves And Surplus</b>      |                       |                       |
|          | Profit & Loss Account            |                       |                       |
|          | Opening balance                  | 3,46,66,306.74        | 2,47,20,950.84        |
|          | Add: Current year profit         | 3,14,75,440.22        | 99,45,355.90          |
|          | <b>TOTAL</b>                     | <b>6,61,41,746.96</b> | <b>3,46,66,306.74</b> |
| <b>B</b> | <b>NON- CURRENT LIABILITIES</b>  |                       |                       |
| 3        | <b>Long Term Borrowings</b>      |                       |                       |
|          | Kotak Bank Loan                  | -                     | 96,90,679.56          |
|          | Finance Lease                    | 22,88,808.01          | -                     |
|          | <b>TOTAL</b>                     | <b>22,88,808.01</b>   | <b>96,90,679.56</b>   |
| 4        | <b>Long term provisions</b>      |                       |                       |
|          | Provision for Gratuity           | 50,52,160.00          | -                     |
|          | Provision for Leave encashment   | 13,04,736.00          | -                     |
|          | <b>TOTAL</b>                     | <b>63,56,896.00</b>   | <b>-</b>              |
|          | <b>CURRENT LIABILITIES</b>       |                       |                       |
| 5        | <b>Trade Payables</b>            | 73,40,522.67          | 62,98,450.87          |
|          | <b>TOTAL</b>                     | <b>73,40,522.67</b>   | <b>62,98,450.87</b>   |
| 6        | <b>Other Current Liabilities</b> |                       |                       |
|          | Outstanding Expenses             |                       |                       |
|          | -Salary                          | 68,71,205.38          | 57,10,922.40          |
|          | -Expenses Payable                | 4,65,005.85           | 3,87,065.89           |
|          | <b>TOTAL</b>                     | <b>73,36,211.23</b>   | <b>60,97,988.29</b>   |
| 7        | <b>Short Term Provisions</b>     |                       |                       |
|          | TDS Payable                      | 4,99,583.00           | 4,59,667.00           |
|          | Provision for Gratuity           | 6,14,746.00           | -                     |
|          | Provision for leave encashment   | 1,36,955.00           | -                     |
|          | Provision for Income Tax         | 59,39,870.15          | 22,55,918.50          |
|          | Provident Fund Payable           | 3,34,879.00           | 2,96,723.00           |
|          | ESIC Payable                     | 29,197.00             | 35,721.00             |
|          | Labour welfare fund payable      | 5,856.00              | -                     |
|          | Indirect taxes payable           | 65,21,899.00          | 10,99,632.00          |
|          | Equilization levy payable        | 23,797.00             | -                     |
|          | Professional Tax Payable         | 1,42,264.00           | 56,326.00             |
|          | <b>TOTAL</b>                     | <b>1,42,49,046.15</b> | <b>42,03,987.50</b>   |
|          | <b>NON CURRENT ASSETS</b>        |                       |                       |
| 9        | <b>Non Current Investments</b>   |                       |                       |
|          | Shares in LinguaSol Pvt.Ltd.     | 51,000.00             | 51,000.00             |
|          | <b>TOTAL</b>                     | <b>51,000.00</b>      | <b>51,000.00</b>      |



|    |   |                       |                       |
|----|---|-----------------------|-----------------------|
| 10 | <b>Long Term Loans and Advances</b><br>Loan to LinguaSol Pvt.Ltd.<br>(Interest @ 7% p.a.) | 2,29,72,794.00        | 1,37,82,482.00        |
|    |   | <b>2,29,72,794.00</b> | <b>1,37,82,482.00</b> |
| 11 | <b>Other Non Current Assets</b>   |                       |                       |
|    | Rent Deposit  | 52,56,041.70          | 43,22,191.70          |
|    | Deposit with B.S.N.L.   | 5,350.00              | 5,350.00              |
|    | Deposit with Vodafone   | 12,917.00             | 12,917.00             |
|    | Deposit with Tata   | 1,500.00              | 1,500.00              |
|    | EMD Jaipur  | 20,000.00             | 20,000.00             |
|    | Security Deposit -EIL   | 40,000.00             | 40,000.00             |
|    | Security Deposit -Jio   | 4,000.00              | 4,000.00              |
|    | <b>TOTAL</b>  | <b>53,39,808.70</b>   | <b>44,05,958.70</b>   |
|    | <b>CURRENT ASSETS</b>   |                       |                       |
| 12 | <b>Current Investments</b>  |                       |                       |
|    | Fixed Deposits  | 2,08,27,978.00        | -                     |
|    | Mutual Funds  | 1,13,67,295.00        | -                     |
|    | <b>TOTAL</b>  | <b>3,21,95,273.00</b> | <b>-</b>              |
| 13 | <b>Trade Receivables</b>  |                       |                       |
|    | Unsecured and considered good :   |                       |                       |
|    | Outstanding more than 6 Months  |                       | 4,46,959.63           |
|    | Outstanding less than 6 Months  | 2,06,68,847.00        | 2,37,97,271.63        |
|    | <b>TOTAL</b>  | <b>2,06,68,847.00</b> | <b>2,42,44,231.26</b> |
| 14 | <b>Cash And Cash Equivalents</b>  |                       |                       |
|    | Cash in hand  | 14,359.00             | -                     |
|    | Bank of India 199   | 5,42,530.00           | 1,70,333.84           |
|    | Kotak Bank - 7546   | 62,02,463.00          | 1,81,487.99           |
|    | Kotak Bank - 7589   | 1,37,294.00           | -                     |
|    | Web Wallets   | 1,32,106.74           | -                     |
|    | <b>TOTAL</b>  | <b>70,28,752.74</b>   | <b>3,51,821.83</b>    |
| 15 | <b>Other Current Assets</b>   |                       |                       |
|    | Prepaid Expenses  | 2,50,704.00           | 6,75,042.13           |
|    | TDS Unclaimed   | 61,650.00             | -                     |
|    | Balance with tax authorities  | 65,34,486.72          | 43,47,398.14          |
|    | Unbilled Revenue  | -                     | 43,76,400.00          |
|    | <b>TOTAL</b>  | <b>68,46,840.72</b>   | <b>93,98,840.27</b>   |

| No. | PARTICULARS                              | CURRENT YEAR<br>₹      | PREVIOUS YEAR<br>₹     |
|-----|--|------------------------|------------------------|
| 16  | <b>Revenue from Operations</b>           |                        |                        |
|     | Export Sales & Services                  | 18,44,46,234.85        | 16,05,62,182.03        |
|     | Domestic Sales & Services                | 3,93,10,745.00         | 2,16,38,474.00         |
|     | <b>TOTAL</b>                             | <b>22,37,56,979.86</b> | <b>18,22,00,656.03</b> |
| 17  | <b>Other Income</b>                      |                        |                        |
|     | Interest and Other Income                | 16,24,937.06           | 4,80,536.00            |
|     | Discount                                 | 1,67,858.85            | -                      |
|     | Short term capital gains                 | 2,07,294.90            | -                      |
|     | Foreign exchange gain                    | 15,72,519.09           | -                      |
|     | <b>TOTAL</b>                             | <b>35,72,609.90</b>    | <b>4,80,536.00</b>     |
| 18  | <b>Employee Benefits Expense</b>         |                        |                        |
|     | Salaries                                 | 7,27,33,601.38         | 7,81,92,185.19         |
|     | Contribution to Provident and other fund | 18,26,681.00           | 22,93,765.00           |
|     | Staff Welfare                            | 31,02,479.00           | 9,68,849.97            |
|     | <b>TOTAL</b>                             | <b>7,76,62,761.38</b>  | <b>8,14,54,800.16</b>  |
| 19  | <b>Finance Cost</b>                      |                        |                        |
|     | Bank interest and charges                | 10,00,792.42           | 16,73,162.54           |
|     | Other interest                           | 25,531.00              | 40,002.36              |
|     | Finance lease charges                    | 6,06,458.31            | -                      |
|     | <b>TOTAL</b>                             | <b>16,32,781.73</b>    | <b>17,13,164.90</b>    |
| 20  | <b>Cost of Service</b>                   |                        |                        |
|     | Broadband & Other Direct Expenses        | 6,13,782.69            | 13,42,757.82           |
|     | Computer Rent                            | 6,82,468.00            | 41,64,181.47           |
|     | Electricity Expenses                     | 5,45,605.44            | 25,30,064.33           |
|     | Rent                                     | 1,15,49,262.00         | 96,44,908.00           |
|     | Professional Fees                        | 6,40,02,294.29         | 4,51,14,188.37         |
|     | Telephone Expenses                       | 1,30,451.42            | 2,84,140.73            |
|     | <b>TOTAL</b>                             | <b>7,75,23,863.84</b>  | <b>6,30,80,220.72</b>  |
| 21  | <b>Other Expenses:</b>                   |                        |                        |
|     | Auditor's Remuneration                   | 2,70,000.00            | 2,70,000.00            |
|     | Business Development Expenses            | 8,90,551.50            | 4,60,192.72            |
|     | Computer Software Expenses               | 2,66,226.43            | 3,98,409.87            |
|     | Foreign Exchange Loss                    | -                      | 12,81,467.02           |
|     | Office General Expenses                  | 10,57,828.86           | 9,08,520.46            |
|     | Printing & Stationery                    | 2,17,390.50            | 93,214.40              |
|     | Indirect Tax Expenses                    | 54,91,756.00           | 10,99,632.00           |
|     | Travelling Expenses                      | 49,20,016.54           | 61,29,985.02           |
|     | <b>TOTAL</b>                             | <b>1,31,13,769.83</b>  | <b>1,06,41,421.49</b>  |
| 22  | <b>Exceptional Items</b>                 |                        |                        |
|     | Accounts written off                     | -                      | 38,97,099.38           |
|     | Gratuity and Leave encashment            | 71,08,594.00           | -                      |
|     | Reversal of lease rent expensed out      | 6,44,480.00            | -                      |
|     | <b>TOTAL</b>                             | <b>64,64,114.00</b>    | <b>38,97,099.38</b>    |



FIDEL SOFTECH PRIVATE LIMITED  
CIN : U72200PN2004PTC020061  
CASH FLOW STATEMENT  
FOR THE YEAR ENDED 31 MARCH 2020

(Amount in ₹)

| Particulars   | 31st March 2020        | 31st March 2019        |
|---|------------------------|------------------------|
| <b>A Cash flows from operating activities</b>               |                        |                        |
| <b>Net profit before tax</b>                                | 4,30,52,397.66         | 1,41,96,016.35         |
| <b>Adjustments:</b>   |                        |                        |
| Add: Depreciation and amortization                          | 77,05,294.23           | 75,13,822.01           |
| Foreign Exchange Loss / (Gain)                              | -15,72,519.09          | 12,81,467.02           |
| Finance Cost  | 16,32,781.73           | 17,13,164.90           |
|   | <u>77,65,556.87</u>    | <u>1,05,08,453.93</u>  |
| Less: Other Income (Interest and Capital Gains)             | 18,32,231.96           |                        |
| <b>Operating profit before working capital changes</b>      | <b>4,89,85,722.57</b>  | <b>2,47,04,470.28</b>  |
| <b>Changes in working capital:</b>                          |                        |                        |
| (Increase) / decrease in current assets:                    |                        |                        |
| Trade receivables   | 51,47,903.35           | 14,29,166.52           |
| Loans and advances  | 0.00                   | 14,36,671.00           |
| Deposits  | -9,33,850.00           | -7,98,541.70           |
| Other current assets  | 25,51,999.55           | -65,46,884.84          |
| Increase / (decrease) in current liabilities:               |                        |                        |
| Trade payables  | 10,42,071.80           | 9,97,575.87            |
| Provision for employee benefits                             | 63,56,896.00           | 0.00                   |
| Provisions other than for income tax                        | 63,61,107.00           | 8,16,361.00            |
| Other current liabilities                                   | 12,38,222.94           | -10,18,134.83          |
| <b>Cash generated from operations</b>                       | <b>7,07,50,073.21</b>  | <b>2,10,20,683.30</b>  |
| Less: Net Taxes paid ( As per Schedule A)                   | -1,09,98,359.00        | -20,71,402.00          |
| <b>Net cash from / (used in) operating activities</b>       | <b>5,97,51,714.21</b>  | <b>1,89,49,281.30</b>  |
| <b>B Cash flows from investing activities</b>               |                        |                        |
| Purchase of fixed assets                                    | -45,04,068.00          | -13,59,254.96          |
| Disposal of fixed assets                                    | 17,300.62              |                        |
| Investment in Mutual Funds and Fixed Deposits               | -3,21,95,273.00        |                        |
| Loan advances to subsidiary (including interest receivable) | -91,90,312.00          | 1,37,82,482.00         |
| Interest and dividend received                              | 16,24,937.06           |                        |
| Short term capital gains                                    | 2,07,294.90            |                        |
| <b>Net cash from / (used in) investing activities</b>       | <b>-4,40,40,120.42</b> | <b>-1,51,41,736.96</b> |

|   |                      |                      |
|---|----------------------|----------------------|
| <b>C Cash flows from financing activities</b>                   |                      |                      |
| Increase / (decrease) in secured loan                           | -96,90,679.56        | -20,45,688.51        |
| Finance lease   | 22,88,798.41         | 0.00                 |
| Finance cost paid   | -16,32,781.73        | -17,13,164.90        |
| <b>Net cash from / (used in) financing activities</b>           | <b>-90,34,662.88</b> | <b>-37,58,853.41</b> |
| <b>D Net Increase / (decrease) in cash and cash equivalents</b> |                      |                      |
|   | 66,76,930.91         | 48,690.93            |
| Cash and cash equivalents at the beginning of the period        | 3,51,821.83          | 3,03,130.90          |
| <b>Cash and cash equivalents at the end of the period</b>       | <b>70,28,752.74</b>  | <b>3,51,821.83</b>   |
| <b>E Cash and Cash equivalents include:</b>                     |                      |                      |
| Cash  | 14,359.00            | 0.00                 |
| Bank of India 199   | 5,42,530.00          | 1,70,333.84          |
| Kotak Bank  | 63,39,757.00         | 1,81,487.99          |
| Web wallets   | 1,32,106.74          | 0.00                 |
| <b>Total</b>  | <b>70,28,752.74</b>  | <b>3,51,821.83</b>   |

**Schedule A**

| Particular          | Current Year ₹        | Previous Year ₹     |
|---------------------|-----------------------|---------------------|
| Self assessment tax | 22,55,920.00          |                     |
| Income Tax Refund   |                       | 15,550.00           |
| Advance tax         | 50,00,000.00          |                     |
| TDS for the year    | 37,42,439.00          | 20,86,952.00        |
| <b>Total</b>        | <b>1,09,98,359.00</b> | <b>20,71,402.00</b> |

As per our report attached  
SUBODH V SHAH & CO.  
Chartered Accountants

Subodh V. Shah  
Proprietor  
Place: Pune  
Date: 16/12/2020



For and on behalf of  
the Board of Directors

  
Sunil Kulkarni  
Director  
DIN: 00752937

For and on behalf of  
the Board of Directors

  
Prachi Kulkarni  
Director  
DIN: 03618459



**FIDEL SOFTECH PRIVATE LIMITED**  
**NOTES FORMING PART OF THE ACCOUNTS**  
**FOR THE YEAR ENDED 31-03-2020**  
**SHAREHOLDER'S FUNDS**

| Note No. 1 | Particulars  | As at 31 March, 2020  |                                   | As at 31 March, 2019  |                                   |
|------------|--|-----------------------|-----------------------------------|-----------------------|-----------------------------------|
|            |  | Number of shares      | (Amount in ₹)                     | Number of shares      | (Amount in ₹)                     |
| 1          | <b>Authorised</b><br>Equity shares of Rs 10 each with voting rights  | 10,00,000.00          | 1,00,00,000.00                    | 10,00,000.00          | 1,00,00,000.00                    |
|            | <b>Issued capital, Subscribed and Paid up Capital</b><br>Equity shares of Rs 10 each with voting rights  | 1,02,564.00           | 10,25,640.00                      | 1,02,564.00           | 10,25,640.00                      |
|            | <b>(a) Reconciliation of shares Outstanding</b><br>Balance at the beginning of the year  | 2,52,564.00           | 25,25,640.00                      | 2,52,564.00           | 25,25,640.00                      |
|            | Add. Issued during the year.   |                       |                                   |                       |                                   |
|            | Balance at the end of the year   | 2,52,564.00           | 25,25,640.00                      | 2,52,564.00           | 25,25,640.00                      |
|            | <b>(b) Details of shares held by each shareholder holding more than 5% shares:</b>   |                       |                                   |                       |                                   |
|            | Particulars  | Number of shares held | % holding in that class of shares | Number of shares held | % holding in that class of shares |
|            | Sumil Sudhakar Kulkarni  | 190000                | 75.23%                            | 190000                | 75.23%                            |
|            | Prachi Sunil Kulkarni  | 60000                 | 23.76%                            | 60000                 | 23.76%                            |
|            | # As per records of the company /Members Register.   |                       |                                   |                       |                                   |
|            | <b>c. Terms/Rights attached to equity shares.</b>  |                       |                                   |                       |                                   |
|            | The company has only one class of shares referred to as equity shares having a par value of Rs. 10/- each per share. Each holder of equity shares entitled to one vote per share. The company has not declared the dividend in shares. |                       |                                   |                       |                                   |

FIDEL SofTECH PRIVATE LIMITED

Notes to the financial statements  
as at 31 March 2020

7 Tangible Fixed Assets

| Particulars                        | Office Equipments | Furniture   | Computer & Peripherals | Computers on Lease | Plant and Machinery | Web Application | Total          |
|------------------------------------|-------------------|-------------|------------------------|--------------------|---------------------|-----------------|----------------|
| <b>Gross block</b>                 |                   |             |                        |                    |                     |                 |                |
| As at 31 March 2019                | 11,39,367.00      | 7,68,694.00 | 63,59,973.57           | -                  | 10,64,414.52        | 1,60,62,160.67  | 2,43,94,809.76 |
| Additions                          | -                 | 32,482.00   | 8,56,785.00            | 36,15,791.00       | -                   | -               | 45,04,068.00   |
| Deductions/ Adjustments            | -                 | -           | 3,030.85               | -                  | 14,237.29           | -               | 17,288.14      |
| As at 31 March 2020                | 11,39,367.00      | 8,01,176.00 | 62,12,717.72           | 36,15,791.00       | 10,50,177.23        | 1,60,62,160.67  | 2,86,81,589.62 |
| <b>Depreciation / Amortization</b> |                   |             |                        |                    |                     |                 |                |
| As at 31 March 2019                | 10,22,964.30      | 6,03,104.08 | 44,58,022.53           | -                  | 8,48,742.32         | 66,44,211.77    | 1,35,79,065.01 |
| Additions                          | 52,453.66         | 47,126.70   | 6,09,520.04            | 28,54,417.38       | 98,104.86           | 42,44,669.57    | 77,05,294.23   |
| Deductions/ Adjustments            | -                 | -           | -                      | -                  | -                   | -               | -              |
| As at 31 March 2020                | 10,75,417.96      | 6,50,232.78 | 50,66,542.57           | 28,54,417.38       | 9,44,847.18         | 1,08,88,881.34  | 2,12,80,359.24 |
| <b>Net Block</b>                   |                   |             |                        |                    |                     |                 |                |
| As at 31 March 2019                | 1,16,382.70       | 1,65,789.92 | 9,01,951.04            | -                  | 2,17,672.20         | 94,17,948.90    | 1,08,19,744.75 |
| As at 31 March 2020                | 63,929.02         | 1,51,143.21 | 11,46,175.15           | 9,61,373.62        | 1,05,330.05         | 51,73,279.33    | 76,01,230.38   |
| Depreciation for Previous year     | 95,491.87         | 63,550.13   | 5,44,153.07            | -                  | 1,66,415.18         | 66,44,211.77    | 75,33,822.01   |

FIDEL SOFTECH PRIVATE LTD

CIN- U72200PN2004PTC020061

**NOTES FORMING PART OF FINANCIAL STATEMENTS**

**A. SIGNIFICANT ACCOUNTING POLICIES**

**a) Basis of Preparation of Financial Statements:**

The financial statements are prepared on accrual basis following the historical cost convention basis in accordance with the generally accepted accounting principles and the Accounting Standards notified under the section 133 of the Companies Act, 2013 (The Act) read with rule 7 of the Companies Accounting Rules, 2014 and the relevant provisions of the Act.

These financial statements have been prepared and presented on the accrual basis of accounting following the historical cost convention basis. The rights and liabilities pertaining to prior period operations but arising in the current year, if material, are shown as "prior period adjustments" in the Profit & Loss Account.

**b) Use of Estimates:**

The preparation of financial statements in conformity with Generally Accepted Accounting Principles (GAAP) requires management to make judgment, estimates and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, income and expenses and the disclosure of contingent liabilities on the date of the financial statements. Actual results could differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Any revision in the accounting estimates is recognized prospectively in current and future periods.

**c) Current and non-current classifications:**

All assets and liabilities are classified into current and non-current.

**Assets:**

An assets is classified as current when satisfies any of the following criteria -

- a. it is expected to be realized in, or is intended for sale or consumption in, the company's normal operating cycle;
- b. it is held primarily for the purpose of being traded;
- c. it is expected to be realized within 12 months after the reporting date; or
- d. it is cash or cash equivalents unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

Current assets include the current portion of the non-current financial assets.  
All other assets are classified as non-current.

**Liabilities:**

An liability is classified as current when satisfies any of the following criteria -

- a. it is expected to be settled in the company's normal operating cycle;
- b. it is held primarily for the purpose of being traded;
- c. it is due to be settled within 12 months after the reporting date; or



d. the company does not have an unconditional right to defer the settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include the current portion of the non-current financial liabilities.

All other liabilities are classified as non-current.

**Operating cycle:**

Operating cycle is the time between acquisition of assets for processing and their realization in cash and cash equivalents. The operating cycle of the Company is less than 12 months.

**d) Revenue Recognition:**

Income and Expenditure are recognised and accounted on accrual basis except in case of significant uncertainties. The sales are exclusive of taxes.

**e) Plant Property and Equipment**

Tangible fixed assets are carried at cost of acquisition or construction less accumulated depreciation and/or accumulated impairment loss if any. The cost of an item of tangible fixed asset comprises its purchase price, including import duties and other non-refundable taxes or levies and any directly attributable cost of bringing the asset to its working condition for its intended use; any trade discounts and rebates are deducted in arriving at the purchase price.

Subsequent expenditures related to an item of tangible fixed assets are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance.

Tangible fixed assets under constructions are disclosed as capital work-in-progress.

**f) Intangible Assets**

Intangible fixed assets that are acquired by the Company i.e. Software are measured initially at cost. After initial recognition, intangible assets are carried at cost less any accumulated amortization and impairment loss, if any. Subsequent expenditure is capitalized only when it increases the future economic benefits from the specific asset to which it relates.

Product development costs are recognized as intangible fixed assets, when feasibility has been established, the Company has committed technical, financial and other resources to complete the development and it is probable that the asset will generate probable future economic benefits.

Expenses incurred towards filing and registration of patents is charged to the Statement of Profit & Loss as and when these are incurred.

Losses arising from retirement and gains or losses arising from disposal of intangible assets which are measured as the difference between the net disposal proceeds and the carrying amount of the asset are recognized in the Statement of Profit and Loss.

**g) Depreciation:**

Depreciation on Fixed Assets is provided to the extent of depreciable amount on the Written Down Value (WDV) Method. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013

**Amortization**

Amortization method and useful lives are reviewed at each reporting date. If the useful life of an asset is estimated to be significantly different from the previous estimates, the amortization period is changed accordingly. If there has been a significant change in the expected pattern of economic benefits from the asset, the amortization method is changed to reflect the changed pattern.

The Company has developed Web Inhouse applications and corresponding product development costs are amortised over a period of five years under Written Down Value method from the date when they are put to use.

**h) Borrowing Cost:**

Borrowing costs directly attributable to the acquisition of qualifying fixed assets is put to use. Other borrowing costs are charged to the Statement of Profit and Loss in the year in which they are incurred.

**i) Investments:**

Investments that are readily realizable and intended to be held for not more than a year from the date of the acquisition are classified as current investments. All other investments are classified as long-term investments. However, that portion of long term investments which is expected to be realized within 12 months after the reporting date is also presented under 'current investment' as current portion of long term investments in consonance with the current/non-current classification scheme of Schedule II of Act. Long-term investments are valued at cost less any other-than-temporary diminution in value, determined separately for each individual investment.

Current investments are valued at lower of cost and fair value. The comparison of cost and fair value is done separately in respect of each category of investments. Any reduction in the carrying amount and any reversal of such reduction is charged or credited to the Statement of Profit and Loss.

The Company holds 51% stake in LinguaSol Private Limited with a view of backward integration to achieve its strategic interests. The subsidiary company provides solutions for enterprise application language localization across all industry verticals. Revenues include sale of Software product, services and support services. It provides software and software services to its clients that enable any enterprise application to be seen in any language. The subsidiary develops its suit of products in-house.



**j) Foreign currency transaction:**

Transactions in foreign currency are recorded at the rates which are in force at the time transactions are effected. Exchange differences arising on foreign currency transactions are recognised as income or as expense in the period in which they arise. Monetary items outstanding at the year end are reported at the exchange rate prevailing at the end of the year and the difference in rate of exchange is recognised as an item of income or expense for the year.

**k) Research and development expenditure:**

No Research & Development expenditure are incurred by company during the financial year.

**l) Taxes on Income:**

Income tax expense comprises current tax (i.e. amount of tax for the period determined in accordance with the income tax law) and deferred tax charge or credit (reflecting the tax effects of timing differences between accounting income and taxable income for the period).

Current tax is measured at the amount expected to be paid to (recovered from) the taxation authorities, using the applicable tax rates and tax laws. Deferred tax is recognized in respect of timing differences between accounting income and taxable income i.e. differences which originate in one period and are capable of reversal in one or more subsequent periods. The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognized using the tax rates and tax laws that have been enacted or substantially enacted by the Balance Sheet date. Deferred tax assets are recognized only to the extent there is reasonable certainty that the assets can be realized in future; however, where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax assets are recognized only if there is a virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which such deferred tax assets can be realized. Deferred tax assets are reviewed at each Balance Sheet date and written down or written up to reflect the amount that is reasonable/virtually certain (as the case may be) to be realized.

**m) Employee Benefits**

**a) Short term employee benefits**

Employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits. These benefits include salaries and wages, bonus and ex-gratia. The undiscounted amount of short-term employee services is recognized as an expense as the related service is rendered by employees.

**b) Post-employment benefits (defined benefit plans)**

The employees' gratuity scheme is a defined benefit plan. The present value of the obligation under such defined benefit plan is determined at each Balance Sheet date based on an actuarial valuation carried out by an independent



actuary at the Balance Sheet date using the projected unit credit method. Actuarial gains and losses and past service costs are recognized immediately in the Statement of Profit and Loss.

In accordance with the Payment of Gratuity Act, 1972, the Company was required to provide post employment benefit to its employees in the form of gratuity. The disclosures relating to actuarial assumptions in accordance with AS 15 (Revised) are provided below:

| Particulars  | 31-Mar-2020             | 31-Mar-2019 |
|--|-------------------------|-------------|
| Discount Rate  | 6.00 %                  | NA          |
| Rate of increase in compensation levels                          | 10.00 %                 | NA          |
| Withdrawal rate (depending on age)                               | 10.00 %                 | NA          |
| Mortality  | IALM (2012-14) Ultimate | NA          |
| Expected average remaining working lives of employees (in years) | 9.10                    | NA          |

The plan has not been funded as on the valuation date.

#### Discount Rate

The discount rate is based on the prevailing market yields on Government bonds as at the Balance Sheet date for the estimated terms of the obligations.

#### Salary Escalation

The estimates of future salary increases considered takes into account the inflation, seniority, promotion and other relevant factors.

#### Methodology

Projected unit credit method (PUC) is used to assess the present value of obligation and the related current service cost and interest cost.

#### Table Showing Change in the Present Value of Projected Benefit Obligation

| Particulars  | 31-Mar-2020 | 31-Mar-2019 |
|--|-------------|-------------|
| Present Value of Benefit Obligation at the Beginning of the Period | 49,36,315   | NA          |
| Interest Cost  | 3,53,372    | NA          |
| Past Service Cost  | -           | NA          |
| Current Service Cost   | 8,62,231    | NA          |
| Actuarial (Gains)/Losses on Obligations                            | 88,345      | NA          |
| Benefits Paid  | (5,73,357)  | NA          |
| Present Value of Benefit Obligation at the End of the Period       | 56,66,906   | NA          |

Expenses Recognized in the Statement of Profit or Loss for Current Period

| Particulars  | 31-Mar-2020 | 31-Mar-2019 |
|--|-------------|-------------|
| Current Service Cost                                   | 8,62,231    | NA          |
| Net Interest Cost                                      | 3,53,372    | NA          |
| Actuarial (Gains)/Losses                               | 88,345      | NA          |
| Past service cost                                      | -           | NA          |
| Expenses Recognized in the Statement of Profit or Loss | 13,03,948   | NA          |

Reconciliation of Disclosures in Balance Sheet

| Particulars   | 31-Mar-2020 | 31-Mar-2019 |
|---|-------------|-------------|
| Opening Net Liability                                 | (49,36,315) | NA          |
| Expense Recognized in Statement of Profit or Loss     | (13,03,948) | NA          |
| Net Liability/(Asset) Transfer In                     | -           | NA          |
| Net (Liability)/Asset Transfer Out                    | -           | NA          |
| (Benefit Paid Directly by the Employer)               | 5,73,357    | NA          |
| (Employer's Contribution)                             | -           | NA          |
| Net Liability/(Asset) Recognized in the Balance Sheet | (56,66,906) | NA          |
| Current Liability                                     | (6,14,746)  | NA          |
| Non Current Liability                                 | (50,52,160) | NA          |

Leave Encashment

Table showing summary of data –

| Particulars               | 31-Mar-2020 | 31-Mar-2019 |
|---------------------------|-------------|-------------|
| Number of Employees       | 125         | NA          |
| Total Salary (Encashment) | 18,66,140   | NA          |
| Average Age               | 32.07       | NA          |
| Average Past Service      | 3.31        | NA          |
| Total Leave Days          | 1,299       | NA          |

Valuation results –

| Particulars                  | 31-Mar-2020 | 31-Mar-2019 |
|------------------------------|-------------|-------------|
| Discontinuance Liability     | 10,61,000   | NA          |
| Projected Benefit Obligation | 14,42,000   | NA          |

Disclosures for Current and Non-current liability

| Particulars           | 31-Mar-2020 | 31-Mar-2019 |
|-----------------------|-------------|-------------|
| Funding Status        | Unfunded    | NA          |
| Fund Balance          | -           | -           |
| Current Liability     | 1,36,955    | NA          |
| Non-Current Liability | 13,04,736   | NA          |

#### Valuation Assumptions

| Particulars                  | 31-Mar-2020             | 31-Mar-2019 |
|------------------------------|-------------------------|-------------|
| (i) Financial Assumptions    |                         |             |
| Salary Escalation Rate       |                         |             |
| For first year               | 10.00 %                 | NA          |
| For subsequent years         | 10.00 %                 | NA          |
| Discount Rate                | 6.00 %                  | NA          |
| (ii) Demographic Assumptions |                         |             |
| Mortality Rate               | IALM (2012-14) Ultimate | NA          |

#### c) Post-employment benefits (defined contribution plans)

Contributions to the provident fund and labour welfare fund which are defined contribution schemes are recognized as an expense in the Statement of Profit and Loss in the period in which the contribution is due.

#### n) Lease Payments

| Particulars  | 31-Mar-2020 | 31-Mar-2019 |
|--|-------------|-------------|
| Lease payment debited to Statement of Profit & Loss (Net of GST)     | 22,88,808   | NA          |
| Lease obligation in respect of non-cancellable leases is as follows: |             |             |
| - Not later than one year  | 12,88,960   | NA          |
| - later than one year and Not later than five years                  | 13,22,991   | NA          |
| - Later than five years  | -           | NA          |

#### o) Earnings per share

The basic earnings per share is computed by dividing the net profit attributable to equity shareholders for the period by the weighted average number of equity shares outstanding during the year.

The company has formulated Employee Stock Option Plan for the employees. Stock options rights will be vested over the period of 3 years from the date of grant. The Stock option will be exercised at the face value of the share i.e. Rs. 10. Total Stock Option Rights available with the employees is for 17,50,000 shares. Thus in calculation of Diluted EPS, the calculation is done on the basis on maximum shares that will be required to be issued once the employees exercise the rights granted to them.



## B. NOTES ON ACCOUNTS

- 1 In the opinion of the management, current assets, loans and advances are approximately of the value stated if realized in the ordinary course of business.
- 2 Party accounts are subject to confirmation and consequential adjustments, if any, in the books
- 3 **Micro, Small and Medium Enterprises Development Act , 2006 :**  
In terms of Micro, Small and Medium Enterprises Development Act, 2006, the company has requested its vendors to communicate its status under the above act. Due to non receipt of the same no disclosure has been made regarding the amount payable including interest if any to the parties covered under the above Act.
- 4 **Previous Years Figures:**  
Previous year's figures have been regrouped and rearranged wherever necessary.
- 5 **Details of Foreign Exchange Transactions:**

| Particulars            | 31-Mar-2020  | 31-Mar-2019 |
|------------------------|--------------|-------------|
| Import of Service      | 1,74,17,297  | 1,38,65,323 |
| Export of Service      | 18,44,46,235 | 16,05,62,12 |
| Kotak Bank Loan Repaid | -            | 45,57,538   |
| Kotak Bank Interest    | -            | 1,94,931    |

- 6 **Derivative Instruments and foreign currency exposures:**  
The Company does not have any derivative instruments or foreign currency exposures outstanding at the Balance Sheet date. The following foreign currency exposures have not been hedged by derivative instrument or otherwise at the Balance Sheet date:

| Particulars                                    | 31-Mar-2020 | 31-Mar-2019 |
|--|-------------|-------------|
| Outward Foreign Currency exposures outstanding | 3,49,103    | 7,35,461    |
| Inward Foreign Currency exposures outstanding  | 1,35,33,635 | 1,78,84,022 |

- 7 **AUDITOR'S REMUNERATION : (excluding GST)**

| Particulars | 31-Mar-2020 | 31-Mar-2019 |
|-------------|-------------|-------------|
| Audit Fees  | 2,70,000    | 2,70,000    |

**8. Breakup of Deferred Tax Asset**

| Particulars                             | 31-Mar-2020 | 31-Mar-2019 |
|---|-------------|-------------|
| Opening Deferred Tax Asset              | 4,28,973    | 3,36,763    |
| Timing differences on account of        |             |             |
| Depreciation                            | 86,826      | 92,210      |
| Gratuity                                | 14,26,247   | -           |
| Leave encashment                        | 3,62,845    | -           |
| Taxes not paid                          | 8,49,845    | -           |
| Lease rental as per AS 19               | 3,79,591    | -           |
| Net Effect in Profit and Loss Statement | 31,05,354   | 92,210      |
| Closing Deferred Tax Asset              | 35,34,324   | 4,28,973    |

**9. Related Party Transactions:**

(i) Enterprises where control exists :

- (a) Associate Enterprises : Fidel Technologies KK, Fidel Consulting KK  
(b) Subsidiary Enterprise : LinguaSol Private Limited.

(ii) Key Managerial Personnel :

- (a) Prachi Kulkarni  
(b) Sunil Kulkarni

(iii) Transactions during the year :

| Party                     | Particulars                     | Amount (in ₹)<br>2019-20 | Amount (in ₹)<br>2018-19 |
|---------------------------|---------------------------------|--------------------------|--------------------------|
| Fidel Technologies KK     | Export of Service               | 1,99,91,800              | 4,89,89,150              |
|                           | Import of service               | -                        | -                        |
|                           | Balance as on date of reporting | -                        | -                        |
| Fidel Consulting KK       | Export of Service               | 47,76,750                | 3,31,29,600              |
|                           | Balance as on date of reporting | -                        | 25,00,800                |
| LinguaSol Private Limited | Services procured               | -                        | -                        |
|                           | Services rendered               | -                        | 11,53,399                |
|                           | Loan Advanced                   | 81,00,000                | 1,33,50,000              |
|                           | Interest Received @ 7%          | 12,11,458                | 4,80,536                 |

|                 |  |             |             |
|-----------------|--|-------------|-------------|
|                 | Loan Balance on reporting date         | 2,29,72,794 | 1,37,82,482 |
|                 | Trade Receivables as on reporting date | 5,30,946    | 15,22,612   |
| Prachi Kulkarni | Remuneration Paid                      | 21,07,596   | 24,00,000   |
| Sunil Kulkarni  | Remuneration Paid                      | 21,07,596   | 24,00,000   |

#### 10. Loan Advanced to Subsidiary

Considering the financial requirements of the subsidiary LinguaSol Private Limited and its future plans, loan of Rs. 1.50 Crores was provided in previous year to LinguaSol Private Limited for carrying out its day to day business operation in effective and efficient manner. Pursuant to provision of Section 185(2) of the Companies Act, 2013, the approval of the members is obtained for advancing the loan. During the current year additional loan of Rs.81,00,000 was advanced.

#### 11. Exceptional Items

##### i) Gratuity and Leave Encashment

The company had performed actuarial valuation of its obligation as on 01/04/2019 regarding amounts due for defined benefits plan (gratuity and leave encashment) and its obligation at the commencement of year was Rs. 49,36,315. As per AS 15, obligation for current year is disclosed. The nature of transaction is in normal course of business. However, in absence of corresponding comparatives for previous year, the Management has decided to disclose the amount under exceptional items.

##### ii) Finance Lease

The company had acquired Computer and its Peripherals on finance lease during financial year 2018-19. However, the company had incorrectly expensed out the amount without giving effect to disclosures under AS 19. During the current year, the company has disclosed liability under Finance Lease under Long Term Borrowings amounting to Rs. 22,88,808. In addition, lease rent which was incorrectly expensed out in previous year has been disclosed under exceptional items amounting to Rs. 6,44,480

For and on behalf of the Board of Directors  
Fidel Softech Private Limited

(X)   
Sunil Kulkarni  
Director  
DIN - 00752937

(X)   
Prachi Kulkarni  
Director  
DIN - 03618459



**Fidel Softech Pvt Ltd FY 19-20**

Marisoft IT Park 3, 2nd Floor,  
West Wing, Kalyani Nagar,  
Pune-411014

CIN: U72200PN2004PTC020061

**Sundry Creditors**

Group Summary

1-Apr-2019 to 31-Mar-2020

Page 1

|   | Closing Balance  |                     |
|---|------------------|---------------------|
|   | Debit            | Credit              |
| <b>Creditors- Contractor</b>                | <b>28,976.00</b> | <b>30,53,038.40</b> |
| <i>Abdulkadir Qorane Suleiman</i>           |                  | 54.00               |
| <i>Abhijit Inamdar</i>                      |                  | 131.00              |
| <i>Abhishek wadkar</i>                      |                  | 7,742.00            |
| <i>Abhijeet Ghede</i>                       |                  | 12,903.00           |
| <i>Akanksha Sinha</i>                       |                  | 29,700.00           |
| <b>AKSHATA HASILKAR</b>                     |                  | 4,368.00            |
| <i>Amruta Kadam</i>                         |                  | 2,340.00            |
| <i>Anagha Gadgil</i>                        |                  | 14,276.00           |
| <i>Aniket Newase-ANITA NEWASE</i>           |                  | 9,900.00            |
| <i>Anita Kuntewar</i>                       |                  | 27,225.00           |
| <i>Anjali Awati</i>                         |                  | 36,818.00           |
| <i>Ansh Intertrade Pvt Ltd-Poonam Lamba</i> |                  | 572.52              |
| <i>Anupam Chatterjee</i>                    |                  | 1,270.00            |
| <i>Anurag Sharma</i>                        |                  | 97,567.00           |
| <i>Arvind Kumar</i>                         |                  | 3,966.00            |
| <i>Ashutosh Kamble</i>                      |                  | 8,000.00            |
| <i>Ashwini Pendse</i>                       |                  | 15,914.00           |
| <i>Avtar Singh</i>                          |                  | 1,40,609.00         |
| <i>Bakul Vaidya</i>                         |                  | 5,224.00            |
| <i>Basade Abdulkadar</i>                    |                  | 5,785.00            |
| <i>Benny K F</i>                            |                  | 341.00              |
| <b>BHAVANA MISHRA</b>                       |                  | 1,09,687.00         |
| <i>Chetana Hegde</i>                        |                  | 4,830.00            |
| <i>Debabrata Sen</i>                        |                  | 211.00              |
| <i>Debjani Acharya</i>                      |                  | 569.00              |
| <i>Deepak M-ANUSUYA V</i>                   |                  | 500.00              |
| <i>Dipanwita Ghosh Das</i>                  |                  | 316.00              |
| <i>Divya Pawar</i>                          |                  | 7,742.00            |
| <i>Dohi</i>                                 |                  | 54,900.00           |
| <i>Greytip Software Pvt Ltd</i>             |                  | 7,625.40            |
| <i>Gulrez Amir</i>                          |                  | 7,999.00            |
| <i>Gunjan Singh-Contractor</i>              |                  | 7,577.00            |
| <i>Hardeep Kaur</i>                         |                  | 43,560.00           |
| <i>Harshad Balkrishna Gaikwad</i>           |                  | 98,516.00           |
| <i>Hitesh Shukla</i>                        |                  | 5,767.00            |
| <i>I Vitesse</i>                            |                  | 48,576.00           |
| <i>Jayshri Pande</i>                        |                  | 8,000.00            |
| <i>Jeet Chauhan</i>                         |                  | 4,198.00            |
| <b>Carried Over</b>                         | <b>28,976.00</b> | <b>30,53,038.40</b> |

|   | Closing Balance  |                     |
|---|------------------|---------------------|
|   | Debit            | Credit              |
| <b>Brought Forward</b>                                | <b>28,976.00</b> | <b>30,53,038.40</b> |
| Jinia Dutta   |                  | 46,586.00           |
| Jui Ranade  |                  | 21,100.00           |
| Kapil Swami   |                  | 68,831.00           |
| Katheerja Beevi                                       |                  | 436.00              |
| Keitkee Rohit Shaligram                               |                  | 11,000.00           |
| Kiran Bhonagiri                                       |                  | 462.00              |
| K.Prabhu Shankar                                      |                  | 39,600.00           |
| Krishna Bhat  |                  | 6,861.00            |
| K Suthajini   |                  | 8,392.00            |
| Lalji Katariya  |                  | 671.00              |
| Lokeswararao Bedrachalam-B LOKESWARARAO               |                  | 338.00              |
| Madhura Kulkarni                                      |                  | 87,614.00           |
| MANGAT VEER SAGAR                                     |                  | 1,415.00            |
| Manosundar Ravindran                                  |                  | 550.00              |
| Mayur Mahajan   |                  | 1,170.00            |
| Meena R   |                  | 649.00              |
| Megha Mundewadi                                       |                  | 6,024.00            |
| Mira Anturkar   |                  | 20,539.00           |
| Mohamad Mansoor Alam                                  |                  | 47,520.00           |
| Monica DuttaChoudhury                                 |                  | 547.00              |
| Movadiya Prinkesh                                     |                  | 1,548.00            |
| Nagendar Padamatinti                                  |                  | 34,569.00           |
| N. Chandrasekharan Pillai                             | 28,976.00        |                     |
| NDS Trans   |                  | 1,98,900.00         |
| NEERAJA PATHAK  |                  | 29,700.00           |
| Neha A Kulkarni-Cont                                  |                  | 15,165.00           |
| Neha Gorey  |                  | 162.00              |
| Nehal Dave-NARENDRABHAI DAVE                          |                  | 12,361.00           |
| Nikhil Jain (S VK)                                    |                  | 4,371.00            |
| Nitin Kumar SharmaMYTH MEDIA SOLUTION PRIVATE LIMITED |                  | 1,080.00            |
| Padma Varadachari                                     |                  | 21,315.00           |
| Pamela Dutta  |                  | 397.00              |
| Parvat Vadi   |                  | 80,080.00           |
| Piyush Kunadiya-MANJIBHAI D KUNADIYA                  |                  | 3,300.00            |
| PRABIN KAKATI   |                  | 5,172.00            |
| PRACHI AGNIHOTRI                                      |                  | 9,314.00            |
| Pradeep Kumar   |                  | 3,686.00            |
| Pranjali Shinde                                       |                  | 5,419.00            |
| Pranjit Kalita  |                  | 1,217.00            |
| Prashant Vijay Marathe                                |                  | 1,18,009.00         |
| Pratiksha Mirgude                                     |                  | 8,124.00            |
| Preeti A Joshi  |                  | 44,747.00           |
| Priyanka Bhoite                                       |                  | 8,000.00            |
| Priyanka P Patil                                      |                  | 4,839.00            |
| Priyanka Puri   |                  | 29,000.00           |
| <b>Carried Over</b>                                   | <b>28,976.00</b> | <b>30,53,038.40</b> |

|  | Closing Balance  |                     |
|--|------------------|---------------------|
|  | Debit            | Credit              |
| <b>Brought Forward</b>                         | <b>28,976.00</b> | <b>30,53,038.40</b> |
| <i>Purnima Chanana</i>                         |                  | 1,344.00            |
| <i>PURNIMA KUNDETKAR(TRANSMA)</i>              |                  | 54,324.00           |
| <i>Rahul Bisen</i>                             |                  | 8,000.00            |
| <i>Rahul Rabade</i>                            |                  | 5,419.00            |
| <i>Rajani R K</i>                              |                  | 1,109.00            |
| <i>Rajesh Kumar Chandel</i>                    |                  | 37,584.00           |
| <i>Rakib Farooq</i>                            |                  | 21,307.00           |
| <i>Ramanan Ravi</i>                            |                  | 42,462.00           |
| <i>Rehman Wali-Cont</i>                        |                  | 34,650.00           |
| <i>Rutuja Ramdin</i>                           |                  | 7,742.00            |
| <i>Sahana Banerjee-Cont</i>                    |                  | 34,746.00           |
| <i>Samiksha Kshirsagar</i>                     |                  | 902.00              |
| <i>Samruddha Chandrachood</i>                  |                  | 8,199.00            |
| <i>SANTANU GHOSH</i>                           |                  | 1,29,699.00         |
| <i>Seby Fernandes</i>                          |                  | 7,568.00            |
| <i>SHAKEEL AHMAD</i>                           |                  | 99,000.00           |
| <i>shashank dolas-MEDISCRIP</i>                |                  | 186.00              |
| <i>shradha dombe</i>                           |                  | 1,144.00            |
| <i>SHRADHA HAVALE</i>                          |                  | 10,645.00           |
| <i>Shubhangi Bhopatkar</i>                     |                  | 12,840.00           |
| <i>Shubhangi Tribhuwan</i>                     |                  | 8,000.00            |
| <i>Shweta Patankar</i>                         |                  | 5,444.00            |
| <i>Shyam Dange</i>                             |                  | 9,100.00            |
| <i>Sneha Gaidhane</i>                          |                  | 8,000.00            |
| <i>Sneha Patil</i>                             |                  | 3,484.00            |
| <i>Sneha Vedhpathak</i>                        |                  | 8,258.00            |
| <i>Soni Satish</i>                             |                  | 26,569.00           |
| <i>Srujaa Pattnaik</i>                         |                  | 52,488.26           |
| <i>Suchitra Nayak</i>                          |                  | 632.00              |
| <i>Sugyan Kumar Nayak</i>                      |                  | 2,397.00            |
| <i>Suhrud Potdar</i>                           |                  | 73,848.00           |
| <i>SUKUMAR BISWAS</i>                          |                  | 44,550.00           |
| <i>Sumesh Menon</i>                            |                  | 2,358.00            |
| <i>Sumit Singh</i>                             |                  | 17,154.22           |
| <i>Sushma Joshi</i>                            |                  | 49,500.00           |
| <i>Swapnajit Sen</i>                           |                  | 6,821.00            |
| <i>Tilak Raj</i>                               |                  | 671.00              |
| <i>TOMOKO BARI</i>                             |                  | 27,419.00           |
| <i>Uday V Kulkarni (HUF)</i>                   |                  | 223.00              |
| <i>Umamaheswari</i>                            |                  | 75,022.00           |
| <i>Uma Topkar</i>                              |                  | 59,400.00           |
| <i>Valli Sarvani S</i>                         |                  | 448.00              |
| <i>VARUN BHASME</i>                            |                  | 19,566.00           |
| <i>Varun Pathak</i>                            |                  | 59,400.00           |
| <i>Vie Support Language Services Pvt. Ltd.</i> |                  | 5,400.00            |
| <b>Carried Over</b>                            | <b>28,976.00</b> | <b>30,53,038.40</b> |



|   | Closing Balance    |                     |
|---|--------------------|---------------------|
|   | Debit              | Credit              |
| <b>Brought Forward</b>                  | <b>28,976.00</b>   | <b>30,53,038.40</b> |
| Vijay Chavan                            |                    | 10,000.00           |
| Vikirtheswaran K                        |                    | 165.00              |
| Vikram Bhosale                          |                    | 4,030.00            |
| Vinayak Mugall                          |                    | 9,032.00            |
| Vinita Dudhat                           |                    | 6,075.00            |
| Vinod Sharma                            |                    | 6,000.00            |
| YESUDAS KF                              |                    | 52,005.00           |
| Yogeshwari S Hardikar                   |                    | 34,650.00           |
| <b>Creditors- Professional</b>          |                    | <b>19,400.00</b>    |
| LinguaSol Private Limited               |                    | 9,400.00            |
| Mugdha Shah                             |                    | 10,000.00           |
| <b>Foreign Creditors</b>                | <b>560.19</b>      | <b>3,49,663.35</b>  |
| Ahmed Gazzar (Pollion)                  |                    | 10,109.49           |
| Amin Zanganah Inaloo                    |                    |                     |
| Anas Hussain                            |                    | 72.10               |
| Ashish Singh                            |                    |                     |
| Asset Orymbayev                         |                    | 1,257.96            |
| Borin Khem                              |                    | 71,243.35           |
| CAN ILKYAZ(Dolarcan)                    |                    | 33.04               |
| Chanraksmev Nomg                        |                    | 2,693.91            |
| Hansam Yang                             |                    | 65,775.92           |
| Irene Carillo                           |                    | 438.60              |
| Met Morn                                |                    | 31,016.42           |
| Michael Mwangi                          |                    | 10,542.08           |
| Moneer Barazi                           |                    | 5,345.02            |
| Pabodanee Chandrarathne                 |                    | 204.28              |
| Pradeep Neupane                         |                    | 55,766.31           |
| Prajwal Rai                             |                    | 61,251.02           |
| Punam Kaffle                            |                    | 603.82              |
| Ranjith Suranga                         |                    | 16,350.48           |
| Samjhana Bhandari                       |                    | 10,490.26           |
| Shahbaz Haider Shafiq                   |                    | 6,469.29            |
| Sophanny Nut (Alex)                     | 560.19             |                     |
| <b>Sundry Creditors-Expenses</b>        | <b>97,344.00</b>   | <b>39,55,301.11</b> |
| Aide Expert Pvt Ltd                     |                    | 1,62,000.00         |
| Airtel-1361016374                       |                    | 118.00              |
| American Express Bank Corp              |                    | 4,43,075.74         |
| Anagha Shirolkar                        |                    | 2,07,360.00         |
| Aparna Deshpande                        |                    | 25,500.00           |
| Atul Sethi                              |                    | 14,913.50           |
| CHOLAMANDALAM MS GENERAL INSURANCE COMP | 36,954.00          |                     |
| D.J.Associates                          |                    | 4,500.00            |
| EUPRAXIA TELECOM                        |                    | 4,170.12            |
| Executive Car Rentel Services           |                    | 1,17,081.00         |
| Fab Hotels                              |                    | 28,633.40           |
| <b>Carried Over</b>                     | <b>1,26,880.19</b> | <b>73,77,402.86</b> |

|  | Closing Balance    |                     |
|--|--------------------|---------------------|
|  | Debit              | Credit              |
| <b>Brought Forward</b>                       | <b>1,26,880.19</b> | <b>73,77,402.86</b> |
| Gazon Technologies Pvt Ltd                   |                    | 4,42,057.02         |
| Geetha Kumar                                 |                    | 18,000.00           |
| GNR Solution Pvt Ltd                         |                    | 60,482.70           |
| GOYAL PUBLISHERS AND DISTRIBUTORS PVT L      |                    | 27,271.00           |
| INCUBEX BUSINESS CONSULTING SERVICES PVT LTD |                    | 1,15,670.00         |
| I Quest Management Consultants Pvt.Ltd.      |                    | 4,58,540.00         |
| Jetways Travels (P) Ltd                      |                    | 6,806.00            |
| Kotak Credit Card                            |                    | 32,154.67           |
| LDS Infotech Pvt Ltd                         |                    | 5,79,498.00         |
| Marc EnterPrises                             |                    | 5,787.00            |
| MCCIA  |                    | 1,39,819.00         |
| Meal & Gift Voucher Exp.Payable              |                    | 1,11,189.00         |
| One Foods                                    |                    | 16,150.38           |
| ORIENTAL RESIDENCY HOTELS PVT LTD            | 810.00             |                     |
| Pearlzz Corporate                            |                    | 3,08,492.62         |
| Priyanka I Patil                             |                    | 3,000.00            |
| Ramesh Dhole Patil                           | 44,822.00          |                     |
| Royal Orchid Central                         |                    | 3,30,121.96         |
| Rutuja Gole                                  | 4,108.00           |                     |
| Sagar Sir                                    |                    | 72.00               |
| SoftLink Computer Services                   |                    | 37,336.81           |
| Subodh V.Shah                                |                    | 2,43,000.00         |
| UJWAL DESHMUKH                               |                    | 4,964.00            |
| Vaishnavi Computer Services                  |                    | 6,000.00            |
| Vedh Infotech                                |                    | 650.00              |
| Vodafone Spacetal Limited                    |                    | 687.19              |
| Zoho Technologies Private Limited            | 10,650.00          |                     |
| Shah Bora and Co                             |                    | 90,000.00           |
| <b>Grand Total</b>                           | <b>1,26,880.19</b> | <b>74,67,402.86</b> |

**Fidel Softech Pvt Ltd FY 19-20**

Marisoft IT Park 3, 2nd Floor,  
West Wing, Kalyani Nagar,  
Pune-411014

CIN: U72200PN2004PTC020061

**Sundry Debtors**

Group Summary

1-Apr-2019 to 31-Mar-2020

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|   | Closing Balance     |                    |
|---|---------------------|--------------------|
|   | Debit               | Credit             |
| <b>SDL Training &amp; Software Sale</b>                   |                     |                    |
| <b>Domestic Debtors</b>                                   | <b>72,66,185.37</b> | <b>1,30,973.34</b> |
| ADJ UTILITY APPS PRIVATE LIMITED                          | 23,841.68           |                    |
| ARK Info Tech Spectrum(India)Pvt. Ltd                     | 12,114.00           |                    |
| ASMACS Skill Development Limited                          | 21,707.00           |                    |
| Aspiring Minds Pvt Ltd                                    | 4,286.00            |                    |
| Astute Corporation Services Pvt. Ltd.                     | 14,400.00           |                    |
| Candor Solutions LLP                                      | 57,885.34           |                    |
| Capgemini Technology Services India Limited               | 1,50,001.00         |                    |
| Cargill India Pvt Ltd                                     | 72,941.64           |                    |
| Centre for Development of Advanced Computing [C-DAC]      | 33,361.00           |                    |
| Cubist Edunet Pvt Ltd                                     |                     | 1,681.00           |
| Exide Life Insurance Co Ltd                               | 21,800.18           |                    |
| EXPONENT DYNAMIX  | 8,107.00            |                    |
| Gateway Internet Protocol Management Pvt.Ltd.             | 5,94,705.00         |                    |
| GLANCE DIGITAL EXPERIENCE PRIVATE LIMITED                 | 16,750.20           |                    |
| Havas Media India Pvt. Ltd.                               | 4,768.00            |                    |
| IDC Technologies Solutions India Private Limited          | 9,97,060.00         |                    |
| InMobi Technology Services Pvt Ltd                        | 1,13,559.65         |                    |
| JOTSNA  | 18,320.94           |                    |
| Learning Mate   | 1,03,680.00         |                    |
| Linguasol Private Limited-Dr                              | 5,40,346.00         |                    |
| Nagarro Enterprise Services Pvt Ltd                       | 81,904.00           |                    |
| New Fuji Transs   | 87,713.00           |                    |
| Nutan College Of Engineering and Research, Vishnupuri     |                     | 626.00             |
| Nutan Maharashtra Institute of Engineering and Technology | 4,400.00            |                    |
| Oracle Solution Services (India) Pvt. Ltd                 | 2,05,377.67         |                    |
| Panther Publishers Pvt Ltd                                | 87,751.00           |                    |
| PASS BIZ MANAGERMENTS LLP                                 | 68,831.39           |                    |
| PTC Software (India) Pvt. Ltd                             |                     | 779.74             |
| QUODECK TECHNOLOGIES PRIVATE LIMITED                      | 53,630.00           |                    |
| Reverie Language Technologies                             | 4,13,815.68         |                    |
| Riva Logic Technologies Pvt Ltd                           | 18,581.00           |                    |
| S B Patil College of Engineering Indapur                  | 76,000.00           |                    |
| S. B. Patil Institute of Management                       | 4,720.00            |                    |
| S B Patil Public School                                   | 2,50,856.00         |                    |
| SecTr Consol Pvt. Ltd.                                    |                     | 1,27,886.60        |
| Shrishti Consulting Services                              | 6,19,712.00         |                    |
| Spice Digital Limited                                     | 15,578.00           |                    |
| <b>Carried Over</b>                                       | <b>72,66,185.37</b> | <b>1,30,973.34</b> |



|  | Closing Balance       |                    |
|--|-----------------------|--------------------|
|  | Debit                 | Credit             |
| <b>Brought Forward</b>                           | <b>72,66,185.37</b>   | <b>1,30,973.34</b> |
| TOPRE INDIA PRIVATE LIMITED                      | 5,80,839.00           |                    |
| TRANTER INDIA PRIVATE LIMITED                    | 22,291.00             |                    |
| Wat Media Pvt Ltd                                | 1,770.00              |                    |
| Wipro Limited                                    | 12,00,000.00          |                    |
| WORTGAGE TECHNOLOGIES PRIVATE LIMITED            | 27,038.20             |                    |
| Zensar Technologies Ltd., Zensar Knowledge Park, | 6,35,742.80           |                    |
| <b>Foreign Debtors</b>                           | <b>1,38,94,719.65</b> | <b>3,61,085.15</b> |
| Ad -Astra Translation                            | 2,03,627.33           |                    |
| Alpha Trans Tech                                 | 7,568.79              |                    |
| Born Group PTE Ltd.                              |                       |                    |
| CBG International Asia Limited                   | 34,453.09             |                    |
| Covalent Capital Pte Ltd                         | 1,50,401.36           |                    |
| Crestec Europe B V                               | 4,205.72              |                    |
| CSOFT International Ltd                          | 13,47,138.68          |                    |
| Dhaxley Translations                             | 3,874.52              |                    |
| E4NET  | 1,36,745.92           |                    |
| Europe Localize                                  | 20,208.47             |                    |
| Exness Ltd                                       |                       | 408.54             |
| Fidel Tech-Japan- DR                             |                       |                    |
| Future- Trans                                    |                       |                    |
| Global Group SRL                                 |                       |                    |
| Go Transparent                                   | 15,58,060.12          |                    |
| HT Localization LLC                              |                       |                    |
| ICENTECH LIMITED                                 | 9,774.54              |                    |
| Insight Retail Software                          |                       |                    |
| Konsumer Strategiez Pte Ltd.                     |                       |                    |
| LetV   |                       |                    |
| LinguaLinx Inc                                   | 23,00,796.72          |                    |
| Local Eyes Ltd                                   | 12,66,817.01          |                    |
| LOGOS ITALIA SRL                                 | 14,55,019.77          |                    |
| Logrus Intl. Corp                                |                       |                    |
| MDS WorldWide, a.s                               |                       | 1,26,896.26        |
| Moravia IT A. S.                                 | 6,48,839.36           |                    |
| MTV Staying Alive Foundation                     | 901.23                |                    |
| Pactera  |                       |                    |
| Programos Software Ltd                           |                       |                    |
| PTSGI  | 2,703.67              |                    |
| Rakuten Trade SDN. BHD.                          |                       |                    |
| Reutrans   | 6,36,286.01           |                    |
| SAP AG   | 4,94,380.19           |                    |
| SG (Samer Ghaly)                                 |                       |                    |
| Sk?iv?Enek S.R.O.                                | 19,575.33             |                    |
| Softbridge Global Studies Inc.                   | 12,347.17             |                    |
| Star Czech S.R.O.                                |                       | 2,33,780.35        |
| Studio Gambit                                    | 4,655.92              |                    |
| <b>Carried Over</b>                              | <b>2,11,60,905.02</b> | <b>4,92,058.49</b> |

|                                   | Closing Balance       |                    |
|-----------------------------------|-----------------------|--------------------|
|                                   | Debit                 | Credit             |
| <b>Brought Forward</b>            | <b>2,11,60,905.02</b> | <b>4,92,058.49</b> |
| <i>The Translation Gate</i>       |                       |                    |
| <i>Trusted Miami</i>              | 8,09,195.83           |                    |
| <i>Trusted Translations Inc</i>   | 1,23,992.07           |                    |
| <i>Urban Translation Services</i> | 20,76,769.45          |                    |
| <i>VistaTEC</i>                   | 88,944.18             |                    |
| <i>Wagner Consulting LLC</i>      |                       |                    |
| <i>Welocalize, Inc.</i>           | 4,56,098.81           |                    |
| <i>WIP Japan</i>                  | 11,231.54             |                    |
| <i>Yamagata Europe NV</i>         | 10,106.85             |                    |
| <b>Grand Total</b>                | <b>2,11,60,905.02</b> | <b>4,92,058.49</b> |

## Independent Auditors' Report

To the Members of  
**FIDEL SOFTECH PRIVATE LIMITED**

### Report on the Consolidated Financial Statements

#### Opinion

We have audited the accompanying Consolidated financial statements of **FIDEL SOFTECH PRIVATE LIMITED** ('the Company') and its subsidiary (the company and its subsidiary together referred to as 'the Group') which comprise the Consolidated Balance Sheet as at March 31, 2020, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement for the year then ended, and notes to Consolidated financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated financial statements give the information required by the **Companies Act, 2013** ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Group as at March 31, 2020, its profit and cash flows for the year ended on that date.

#### Basis for opinion

We conducted our audit in accordance with the standards on auditing specified under section 143 (10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the auditor's responsibilities for the audit of the Consolidated financial statements section of our report. We are independent of the Company in accordance with the code of ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the 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 code of ethics.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion.

#### Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Reporting of key audit matters as per SA 701 - Key Audit Matters are not applicable to the Company as it is an unlisted company.





#### **Information other than the financial statements and auditors' report thereon**

The Company's management and board of directors are responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexure to Board's Report but does not include the consolidated financial statements and our auditor's report thereon.

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

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

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

#### **Responsibilities of Management and those charged with Governance for the Financial Statements**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these consolidated financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

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

In preparing the consolidated financial statements, the respective management and Board of Directors are responsible for assessing the Group'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 Group or to cease operations, or has no realistic alternative but to do so.

The board of directors of the companies included in the group are also responsible for overseeing the Group's financial reporting process.

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

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



influence the economic decisions of users taken on the basis of these consolidated financial statements.

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company and its subsidiary company has adequate internal financial controls system in place and the operating effectiveness of such controls
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the group to express an opinion on the consolidated financial statements. We are responsible for direction, supervision and performance of audit of financial statements of such entities included in the consolidated financial statements.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be





communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

#### Report on Other Legal and Regulatory Requirements

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 purpose of our audit;
- b. In our opinion proper books of account as required by law have been kept by the company and its subsidiary so far as it appears from our examination of those books;
- c. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the books of account
- d. In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e. On the basis of written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors and the report of the statutory auditors of the subsidiary, none of the directors of the Group is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164 (2) of the Act.
- f. Since the Group's turnover as per last audited financial statements is less than Rs.50 Crores and its borrowings from banks and financial institutions at any time during the year is less than Rs.25 Crores, the Group is exempted from getting an audit opinion with respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls vide notification dated June 13, 2017; 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 Group does not have any pending litigations which would impact its consolidated financial position.
  - ii. The Group 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 and its subsidiary.

For and on behalf of  
SUBODH V SHAH & CO  
Chartered Accountants  
FRN: 113168W



Subodh V. Shah  
Proprietor  
Mem. No. 46423  
Place: Pune  
Date: 16/12/2020  
UDIN - 20046423AAAAFW8240

