XTGLOBAL INFOTECH LIMITED
Regd Office: Plot No 31P & 32, 3rd Floor,
Tower A, Ramky Selenium, Financial District,
Nanakramguda, Hyderabad - 500 032.
Tel No: 040 – 66353456
CIN: L72200TG1986PLC006644

Date: 07th September, 2023

To
The BSE Limited
Phiroze Jeejebhoy Towers,
Dalal Street, M Samachar Marg,
Fort Mumbai, Maharashtra 400001

Sub: Notice of 35th Annual General Meeting (AGM), Annual Report for the Financial Year 2022-23 & Book Closure for AGM
Ref: Scrip Code-531225-XTGlobal Infotech Limited.

Dear Sir/Madam,

This is to inform that the 35th AGM of the members of the Company is scheduled to be held on Friday, the 29th day of September, 2023 at 10:00 AM IST through Video Conference/Other Audio-Visual Means in accordance with the applicable circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

Pursuant to Regulation 34(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), please find attached a copy of Integrated Annual Report for the financial year 2022-23 along with notice of the 35th AGM for your information and records which will be circulated to all the shareholders through electronic mode.

The Integrated Annual Report containing the Notice is also uploaded on the Company's website and can be accessed at www.xtglobal.com

This is for your information and records.
Thanking you,
For **XTGlobal Infotech Limited**

SHIKHA GANGRADE
Digitally signed by SHIKHA GANGRADE
Date: 2023.09.07 14:45:43 +05'30'

Shikha Gangrade
Company Secretary & Compliance Officer

XTGLOBAL

XTGLOBAL INFOTECH LIMITED

2023

35th

ANNUAL REPORT

2022 -2023

Reg. Off.: Plot No. 31 P & 32,
3rd Floor, Tower A, Ramky Selenium, Financial District, Nanakramguda, Hyderabad-500032, Telangana, India.

040-66353456

company.secretary@xtglobal.com

Follow Us on

COMPANY OVERVIEW

XTGlobal is a leading IT service and Digital Transformation provider that catalyzes global businesses across industries to accelerate their digital transformation and achieve their digital next continuously. With worldwide reach, we support leading companies to meet today's challenges through our comprehensive suite of in-demand technology solutions, including cloud migration, low-code app development, robotic process automation, and advanced data analytics. Our prowess in the digital realm is unrivaled as we aim to accelerate our clients' time-to-market and increased profitability with agile, robust, intuitive, secure, and future-ready software solutions. Central to our strategic vision is a collaborative ethos that transcends boundaries and fosters synergistic partnerships. Our strategic alliances with market leaders and hyper scalers like Oracle, Microsoft, AWS, Mendix, Automation Anywhere, UiPath, and many more help us stay at the forefront of innovation and technological advancements.

Specializing in Accounts Payable (AP) Automation and Business Process Outsourcing, XTGlobal constantly upgrades its most successful in-house innovative and configurable software application for transforming bill processing and smart data handling in diverse ventures through Circulus.

XTGlobal Infotech Ltd. is a CMMI-Dev Level 3 (v2.0) appraised, ISO 27001 certified organization listed on BSE as XTGlobal Inc. Recently. We recently extended our longstanding collaboration with Oracle America Inc. by signing a new agreement of USD 1 million to perform Time and Material Professional Services worldwide.

650+
Employees Globally

50%
Minimum Cost Savings to clientele

25+
Timely AP Enterprise Project Deliveries

24/7
Global Support via Offshore Delivery Centers

35+
Years of Impact

150+
Happy Clients Globally

FROM THE DESK OF MANAGING DIRECTOR

XTGlobal has continued to be a key enabler for its clients, driving their business transformation efforts by facilitating rapid adoption of new technologies and introducing agility into their execution processes. The company collaborates with prominent enterprises on transformation initiatives, laying the groundwork for a digital future, leveraging data and artificial intelligence strategically, and reimagining both customer and employee experiences.

As our esteemed clientele advances on their relentless digital transformation voyage, they are dedicating unwavering attention to critical domains such as cloud adoption, data architecture, customer experience enhancement, and revolutionary business model transformations. Through these strategic initiatives, our discerning customers aim to obviate any technological obsolescence, elevate themselves as intelligent enterprises, pioneer cutting-edge products and services, and deliver unparalleled immersive and hyper-personalized experiences to their stakeholders. The company's robust performance metrics in FY 2023 were a result of successful acquisition of new customers and nurturing long-standing client relationships.

Today, responding to seismic shifts in the business environment is what counts. This new age unfurled after the global pandemic, juggling geopolitical uncertainties, shifting behavior of clients, market recession, and the unhinged rise of Artificial Intelligence (AI) has experienced chaotic catalysts of change. XTGlobal's investment in building AI capabilities which include products and platforms that are AI-powered is a testament to our collective efforts in swiftly adapting our service offerings, digitally empowering organizations, ensuring business continuity, and driving sustainable growth.

Despite the unpredictable economic landscape, XTGlobal achieved significant milestones and delivered outstanding results. I am delighted to announce that our company achieved a revenue growth of 30% on Standalone basis compared to the previous year. Fuelled by a clear strategic vision emphasizing digital transformation, customer-centricity, and operational efficiency, we continued investing in emerging technologies, such as Business Process Automation and Cloud Computing, enabling us to deliver innovative solutions. Beyond our financial achievements, I am particularly proud of the positive impact XTGlobal has made on society and the environment. We have steadfastly commit to corporate social responsibility, supporting social and sustainability initiatives.

As we look to the future, we remain vigilant, prepared to navigate the ever-evolving business landscape while upholding the highest quality and security standards.

Mr. Ramarao A Mullapudi

Managing Director

> "Just weathering the storm won't be enough, we need to emerge stronger. I believe resilience, adaptability, and unwavering commitment are the three wheels that can drive us through in these uncharted times."

LETTER TO STAKEHOLDERS

Dear Stakeholders,

We express our heartfelt gratitude for the unwavering trust and confidence you have bestowed upon XTGlobal. As we take a moment to look back on the past year, we cannot help but feel immensely grateful and proud of our collective achievements.

In FY23, we achieved substantial growth, with a 25% increase in Profit before Tax and operating margins surpassing 30%. Generating a noteworthy free cash flow of 744 Lakhs, we also successfully reduced attrition each quarter, reflecting our commitment to financial prudence and a motivated workforce.

As you may know in the last Financial Year, we took a momentous step in XTGlobal' s journey by announcing a substantial transformation through a merger. Throughout this profound transformation, which encompassed all aspects of our business, operations, and culture, we remained steadfast in our commitment to delivering robust and sustainable financial results.

we are delighted to announce that all merger obligations have been successfully fulfilled. The completion of this process marks a significant milestone in our journey towards becoming a stronger, more agile, and innovative organization and have achieved more significant milestones by leveraging upgraded technology services, including cloud-based digitalization, low-code/no-code app development, robotic process automation, and data analytics to respond to the clients' evolved needs with enhanced agility, cost optimization, and unparalleled insights.

Throughout this period of transformation, we have been inspired by the continued dedication and support of our stakeholders. Your unwavering belief in our vision has been the driving force behind our achievements. We are deeply grateful for the opportunity to serve you and will continue to be guided by our commitment to excellence, transparency, and customer-centricity.

Looking ahead, we are excited about the possibilities that lie before us. With a solid foundation and strengthened capabilities, we are poised to explore new avenues for growth and expand our horizons in the ever-evolving market. XTGlobal is intended to be focused on the forefront of technological advancements and customer-centricity. We will continue investing in research and development, strategic partnerships, and talent acquisition to ensure we can deliver the most effective solutions and services. We are also exploring opportunities for geographic expansion and diversification to enhance our global presence and serve a broader range of industries.

As we move forward together, we remain steadfast in our commitment to delivering exceptional value and experiences to all our stakeholders. Our focus on innovation, operational excellence, and sustainability will continue to drive our success and create lasting positive impacts. Once again, we extend our heartfelt appreciation to each one of you for being an integral part of our journey. Your continued support is invaluable, and we are determined to make the most of the opportunities that lie ahead.

Thank you for being our valued partners on this incredible journey.

- Ramarao A Mullapudi
Managing Director

BOARD OF DIRECTORS

Mr. Ramarao A Mullapudi
Managing Director

V Sreedevi
Whole-time Director
Member – AC I CSRC I SRC

CA K V A Narasimha Raju
Independent Director
Chairman –AC I CSRC
Member - NRC

Saibaba Karuturi
Independent Director
Chairman – NRSC ISRC
Member - AC

Srinivasa Pendyala
Independent Director

M Jagannatha Prasad
Non-Executive Director
Member - CSRC INRSC ISRC

Vasu Kosuri
Non-Executive Director

AC - AUDIT COMMITTEE

NRSC - NOMINATION & REMUNERATION COMMITTEE

CSRC - CORPORATE SOCIAL RESPONSIBILTY COMMITTEE

SRC - STAKEHOLDERS RELATIONSHIP COMMITTEE

MESSAGE FROM THE BOARD OF DIRECTORS

As custodians of corporate governance, we express deep gratitude for your unwavering support and trust in XTGlobal and its endeavours. Our Board, composed of accomplished industry leaders, diligently oversees our strategic direction, risk management, and financial stewardship, committed to ensuring long-term success, ethical conduct, and sustainable growth.

Amidst the challenges of the past year, XTGlobal showcased its expertise in devising innovative strategies, thriving in the digital transformation landscape, and capitalizing on emerging trends. Collaborating with management, we implemented robust internal controls, risk frameworks, and governance policies to protect stakeholders' interests and ensure ethical operations.

Monitoring financial performance, we focused on prudent fiscal management, risk mitigation, and resource allocation, resulting in robust financial results and enhanced shareholder value. Our global expansion strategy strengthened our presence in key markets, fostering new partnerships and seizing opportunities.

Looking ahead, we plan to expand globally, forge strategic partnerships, and invest in talent acquisition and development. We thank our employees, shareholders, and clients for their dedication and partnership, propelling XTGlobal to new heights in shaping the future of the IT industry and fostering sustainable growth.

Living by Our Values	Steering Our Focus on Your Steady Digital Success
Agility We accelerate transformation by solving complex technology and business challenges	Certified Core Skills Certified experts on the latest technologies to upscale various businesses
Care We foster a culture of inclusion and belonging to move ahead	Measurable Outcomes Tangible outcomes with our configurable solutions aim for greater ROIs in every industry
Collaborate We are a team — globally and locally	Innovation Our innovation fuels business growth by transforming ideas into reality
Sustainability We believe in stewardship and creating a reliable digitized business that supports our communities	Quality Assurance We ensure excellence every step of the way, from hypothesis to delivery
Delivery We aim to deliver impeccable projects within no time.	Continuous Improvement We tread the path to ongoing success, where small decisive steps lead to incredible achievements
Integrity We have a strong ethos of doing the right thing to build a reliable and trustworthy relationship	Customer Centricity We nurture exceptional experiences and long-term relationships by putting customers at the heart of every decision

Recognition Highlights

Dallas Top 100
2008 – 2012

Tech Titans
2007 – 2009

Deloitte Technology Fast 500
2010 – 2012

Inc. 5000 Fastest Growing
Private Companies
2010 – 2013

Inc. 500 Fastest Growing
Private Companies
2007 – 2009

CERTIFICATIONS & ACCREDITATIONS

PARTNERSHIPS

Partner

Our Transformation Journey for Key Clients in FY 2022-23

We have cultivated strategic partnerships with key clients from a myriad of industry sectors, ranging from Real Estate and Entertainment to Mobility and Finance. By catering to businesses across diverse domains, we have not only transformed individual companies but also exerted a profound impact on the broader industry landscape.

Industry: Toll and Smart Mobility

Enhanced Training Technical Documentation of a Major Toll and Smart Mobility Service Provider

Industry: Event Ticketing Services

Leading Ticketing Services Organization Migrated to Oracle Apex for Improved Performance

Industry: Gifting Services

Major Global Designer and Curator of Purposeful Gifting Attained Robust Process Automation, On-demand Scalability, and Seamless Integration

Industry: IT Services

Leading Digital Transformation Service Provider Migrated from Legacy System and Implemented HCM, PPM, and ERP Cloud System Across Six Geographies

Industry: Media, Entertainment, and Connectivity

Global Media & Connectivity Provider Gained Competitive Edge and Cost Savings through AP Automation, Process Outsourcing, and Back-office Synchronization.

Industry: Finance and Accounting

Major Financial and Accounting Service Provider Eliminated Their Accounting Outsourcing Challenges Worldwide

Industry: Real Estate

Global Real Estate Management Company Leverages XTGlobal's Oracle Solutions and Methodologies to Enhance Business Across Seven Geographies

Industry: Software Development

Large Software Company Leveraged Oracle Solutions to Attain the Most Cost-Effective and Best Performing On-Premises Business Model

OUR LEADERSHIP

At XTGlobal, we are strong advocates of inclusion and strategic collaboration. Each of our leaders is committed to driving success throughout the organization, contributing to enterprise-wide growth and prosperity. Our leadership team embodies a rich tapestry of diverse experiences, cultures, nationalities, expertise, strengths, and perspectives. This commitment to diversity empowers us to foster innovation, make informed decisions, and cultivate an inclusive work environment that promotes excellence and positively impacts the communities we serve.

ALMA JOHN
Executive Vice President -
Consulting Services

GANGADHAR SHARYALA
Vice President
Technology

DIANE GASPARRO
Vice President
Sales

RAGHURAM KUSULURI
Chief Financial Officer

RAVINDRA DUNNA
Vice President
Offshore Delivery

MARK COURSON
Vice President
Client Solutions

BHARAT RAMPALLY
Vice President
Oracle Practice

Other Business / Divisional Heads

GANESH DURAIRAJ	Deputy General Manager – RPA - Intelligent Automation
OP RAJU	Deputy General Manager - CRM
PAVAN CHALLA	Deputy General Manager – IT Services
RAJA SEKHAR KUNKUMA	Deputy General Manager - US Staffing Services
SHIVA AMMU	Deputy General Manager - Inside Sales
SHIVA PAVAN KUMAR KHANDRIKA	Deputy General Manager - Human Resources
SUBBA RAO V V S S	General Manager – HR & Admin
SUDHIR BHILAR	Deputy General Manager – Oracle Practice
VENKATA NIMEESHA POSA	Deputy General Manager – Marketing
VIJAYRAM DUNNA	Deputy General Manager - Product Development
SHIKHA GANGRADE	Compliance Officer and Company Secretary

CORPORATE INFORMATION

Board of Directors

Mr. Mullapudi Atchuta Ramarao	Managing Director Whole-time Director
Ms. Vuppuluri Sreedevi	Independent Director
Mr. Venkata Appala Narasimha Raju Kalidindi	Independent Director
Mr. Saibaba Karuturi	Independent Director
Mr. Srinivasa Pendyala	Non-Executive Director
Mr. Jagannatha Prasad Malireddy	Non-Executive Director
Mr. Srinivasa Raju Kosuri	

Chief Financial Officer	Mr. Raghuram Kusuluri
Company Secretary & Compliance Officer	Ms. Shikha Gangrade
Statutory Auditors	M/s. C. Ramachandram & Co. Chartered Accountants, Hyderabad
Secretarial Auditor	VCSR & Associates, Practicing Company Secretaries,Hyderabad
Bankers	ICICI Bank, Jubilee Hills branch, Hyderabad
Registered Office	Plot No 31P & 32, Tower-A, 3rd Floor, Ramky Selenium, Financial District, Nanakramguda, Hyderabad – 500 032.Ph No: 040-66353456 E-mail Id: company.secretary@xtglobal.com
Stock Exchanges Where Securities are Listed	BSE Limited
Registrar and Share Transfer Agent	KFin Technologies Limited Plot No 31P&32, Selenium, Tower – B, Financial District, Nanakramguda, Hyderabad – 500 032.Phone: +91-040-67161530 E-mail Id: einward.ris@kfintech.com
DEMAT ISIN Number in CDSL & NSDL	INE547B01028
Corporate Identification Number	L72200TG1986PLC006644
Website	www.xtglobal.com
Investor E-mail ID	company.secretary@xtglobal.com

Committees of the Board of Directors

AUDIT COMMITTEE:

1.	Mr. Venkata Appala Narasimha Raju Kalidindi	- Chairperson
2.	Mrs. Vuppuluri Sreedevi	- Member
3.	Mr. Saibaba Karuturi	- Member

NOMINATION & REMUNERATION COMMITTEE:

1.	Mr. Saibaba Karuturi	- Chairperson
2.	Mr. Venkata Appala Narasimha Raju Kalidindi	- Member
3.	Mr. Jagannatha Prasad Malireddy	- Member

STAKEHOLDERS RELATIONSHIP COMMITTEE:

1.	Mr. Saibaba Karuturi	- Chairperson
2.	Mrs. Vuppuluri Sreedevi	- Member
3.	Mr. Jagannatha Prasad Malireddy	- Member

CORPORATE SOCIAL RESPONSIBILTY COMMITTEE:

1.	Mr. Venkata Appala Narasimha Raju Kalidindi	- Chairperson
2.	Mrs. Vuppuluri Sreedevi	- Member
3.	Mr. Jagannatha Prasad Malireddy	- Member

Management Discussion and Executive Summary

Looking ahead through a lens of statistical analysis for the global IT industry, XTGlobal is well-positioned to capitalize on emerging market opportunities and overcome potential challenges with its advanced digital services and technology offerings.

Evidently, the post-pandemic era, continuing Russia-Ukraine war, and high inflation have been forced companies from all industries to scale back their growth forecasts. Following the COVID-19 pandemic, the war has severely interrupted the global economic recovery. It has led to economic sanctions on numerous countries, a significant rise in commodity prices, and disruptions in the supply chain. Consequently, inflation has spread across goods and services, impacting various markets on a global scale.

According to the Strategic Review 2023 published by NASSCOM (“NASSCOM Report”), revenue for the Indian IT services’ sector is expected to witness growth of 8.3% year-on-year in fiscal year 2023, led by IT modernization including application modernization, cloud migration and platformization. XTGlobal has recorded a growth of around 30% YoY on standalone basis & around 12% on consolidated basis which is higher than industry trend.

Thus, we remain committed to delivering sustainable growth and maximizing shareholder value. XTGlobal has provided solid financial performance and made significant strides in enhancing operational efficiency and customer satisfaction. We are confident in navigating the dynamic business landscape, leveraging opportunities, and delivering long-term value to our stakeholders.

- We will continue to identify and pursue new market segments and geographies where our expertise can be leveraged effectively.

- Our investments in research and development will drive the creation of innovative solutions to address evolving customer demands and industry trends.

- We will actively seek strategic collaborations to expand our product portfolio, enhance our capabilities, and accelerate growth.

- We will focus on operational excellence, cost optimization, and process improvements to maintain our competitive advantage.

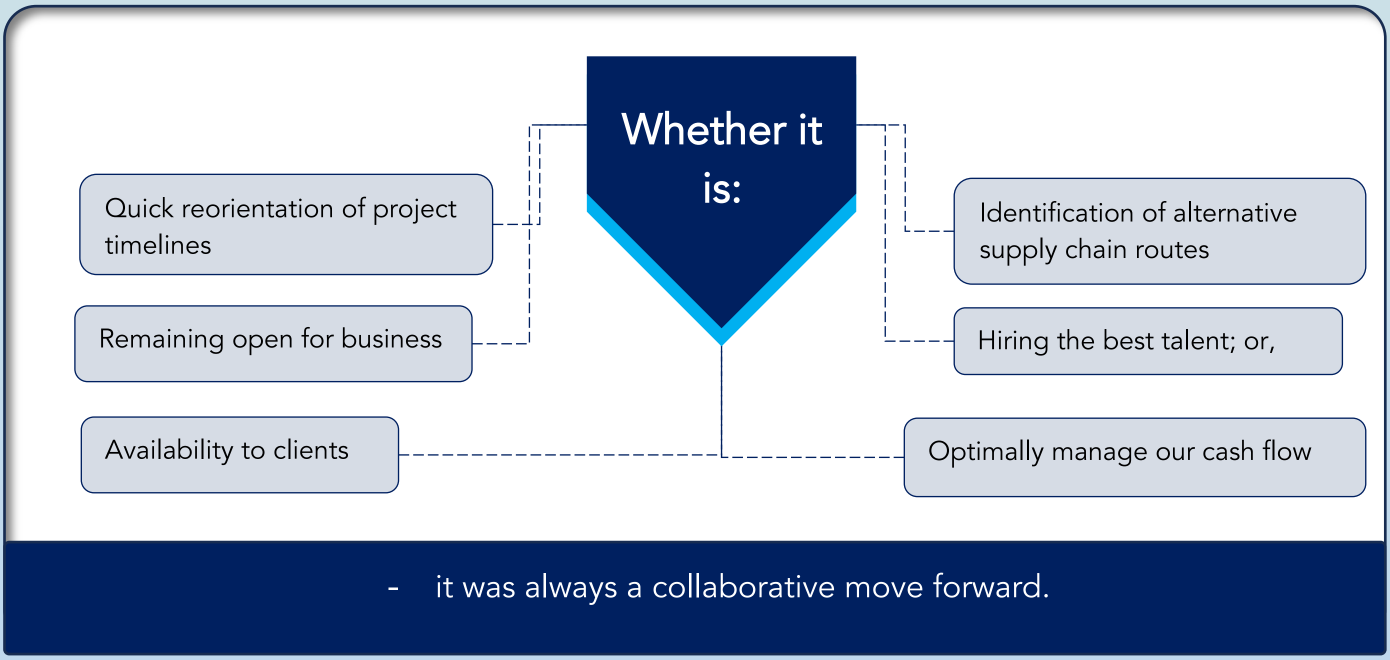
- We remain vigilant in identifying and mitigating potential business risks, including regulatory changes, economic uncertainties, and cybersecurity threats.

YOUR SUPPORT COMES AS A BLESSING

The year 2022-23 has been tumultuous. The pandemic put millions of people out of reach, stretching reliability in delivering offerings, components, and services. We overcame these challenges with the resilience and support of a committed team. Some of these difficulties also helped us reevaluate, and we have adapted well, taking these lessons in resource optimization, collaboration with teams and customers across distances and remote operations, and integrating them efficiently into our daily operations.

Our clients and valuable shareholders have been our most outstanding teachers. We are fortunate to count some of the most famous logos among our clients and patrons. The individuals within these organizations truly stood out with their empathy. They helped us integrate new systems and processes and extended their support as we refined them. We are endlessly grateful for their unwavering support. The understanding and show of support we received as we navigated through uncertain times in an equally uncertain world demonstrated the faith you have in us.

As we stand firm today, gratitude fills our hearts for the unwavering trust, support, and motivation bestowed upon us by our esteemed clients. We are humbled by the steadfast belief our shareholders consistently place in us, and we are in awe of our exceptional employees' relentless dedication and resilience.



Realign Business to Be the Employer of Choice, a Much-Needed Transition

In the dynamic landscape of today's professional world, the concept of a "Great Place to Work" has become increasingly important. Organizations strive to create environments where employees feel valued, supported, and engaged. However, as we progress, companies must shift their focus from merely being a great workplace to becoming the employer of choice. This transition requires a deeper understanding of employee needs, innovative practices, and a commitment to continuous improvement. Let's explore how this shift can occur and why it is essential for sustainable success.

1. **Understanding the Employee Perspective:**
Becoming an employer of choice starts with truly understanding your employees' perspectives. It goes beyond offering competitive salaries and benefits. Employers must actively listen, engage in meaningful dialogue, and create a culture that supports open communication. By doing so, they can gain valuable insights into their workforce's aspirations, concerns, and motivations.

2. **Fostering a Growth Mindset:**
An employer of choice embraces a growth mindset throughout the organization. They provide continuous learning and development opportunities, encouraging employees to expand their skill sets and reach their full potential. This enhances individual performance and contributes to a culture of innovation and adaptability.

3. **Nurturing Work-Life Integration:**
Traditional work-life balance is no longer sufficient in today's fast-paced world. Employers of choice understand the importance of work-life integration, creating flexible policies that enable employees to juggle personal and professional responsibilities effectively. By promoting healthy work-life integration, organizations can foster a sense of well-being and boost employee satisfaction and loyalty.

4. **Embracing Diversity and Inclusion:**
To be an employer of choice, organizations must embrace diversity and inclusion as core values. They recognize that a diverse workforce brings many perspectives, ideas, and experiences that drive innovation and problem-solving. Employers can attract and retain top talent from diverse backgrounds by cultivating an inclusive culture that values and respects differences.

5. **Prioritizing Employee Well-being:**
For a good reason, employee well-being has gained significant attention in recent years. Employers of choice prioritize their employees' physical, mental, and emotional well-being. They provide resources, support programs, and initiatives that promote a healthy work environment. Investing in employee well-being can reduce stress levels, improve productivity, and create a positive workplace culture.

6. **Aligning Purpose and Values:**
Employees seek meaning and purpose in their work. Employers of choice align their organizational purpose and values with their employees. They create a shared vision and foster a strong sense of belonging. By establishing a purpose-driven culture, organizations can inspire employees and make a deep sense of pride and commitment.

This transition is a vital step in today's competitive business environment and requires a proactive approach, a deep understanding of employee needs, and a commitment to continuous improvement. By fostering an inclusive, growth-oriented culture that prioritizes employee well-being and aligns with their values, organizations can attract and retain top talent, fuel innovation, and position themselves as the employer of choice in their industry. Embrace this transition, and watch your organization thrive in the changing work landscape.

Can It Be Made Better Through Technology in 2023?

Enterprise IT Spending Remains Strong!

Worldwide IT Spending to Grow by 2.4% in 2023!

*From a forecast report by Gartner

The IT industry continues to evolve rapidly as the world increasingly relies on technology-led transformation. With every passing year, new trends and advancements shape the digital landscape, influencing the way businesses operate and individuals interact with technology. Let's delve into the latest IT industry trends and analysis for 2023, attaining valuable insights into the future of technology.

Edge computing has emerged as a transformative technology, bringing computation and data storage closer to the source of data generation. In 2023, we expect to see a significant acceleration in adopting edge computing solutions. The increasing demand for low-latency processing, real-time analytics, and the need to handle massive amounts of data at the edge will drive this trend. Edge computing will enable businesses to process data quickly and efficiently, enhancing the performance of applications and unlocking new opportunities for innovation.

Artificial Intelligence (AI) and automation are reshaping industries across the globe, and the trend is set to continue in 2023. AI-powered automation systems are becoming more sophisticated, capable of handling complex tasks with minimal human intervention. As AI technology advances, businesses will leverage it to automate repetitive processes, enhance productivity, and streamline operations. It is predicted to empower organizations to optimize workflows and deliver superior customer experiences, from chatbots and virtual assistants to machine learning algorithms.

With the increasing frequency and sophistication of cyber threats, **Cybersecurity** remains a top priority for businesses in 2023. As technology evolves, so do the tactics employed by malicious actors. Organizations will invest heavily in robust cybersecurity measures to protect their networks, systems, and sensitive data. This will include advanced threat detection and response solutions, proactive vulnerability management, and an increased focus on employee cybersecurity training. Cybersecurity will continue to be a critical aspect of digital transformation strategies, ensuring the integrity and resilience of IT infrastructures.

Blockchain technology has recently gained significant traction, primarily associated with cryptocurrencies. However, its potential reaches far beyond digital currencies. In 2023, we anticipate blockchain being adopted by various industries, transforming how businesses operate and interact with customers. From supply chain management and healthcare to finance and logistics, blockchain will enable secure and transparent transactions, streamline processes, and eliminate intermediaries. Its decentralized nature and immutability make it an attractive data integrity, trust, and verification solution.

Extended Reality (XR), encompassing Virtual Reality (VR), Augmented Reality (AR), and Mixed Reality (MR), is poised to disrupt several industries in 2023. XR technologies will offer immersive experiences, revolutionizing how businesses engage with customers and train their workforce. From virtual meetings and remote collaboration to immersive training simulations, XR will bridge the physical and digital realms, enhancing productivity, efficiency, and user experiences. As XR becomes more accessible and affordable, we can expect increased adoption across various sectors.

The IT industry continues to push boundaries and shape the next-gen digital-powered future. Staying informed and adaptable will be crucial for businesses and professionals as technology progresses. XTGlobal is poised and driven to benefit global organizations by leveraging future-proof technologies to help win amidst this disruptive market.

NOTICE

Notice is hereby given that the 35th Annual General Meeting of the members of M/s. XTGlobal Infotech Limited will be held at 10:00 AM on Friday, the 29th day of September, 2023 through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM"), to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt
   a. The Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and the Auditors thereon; and
   b. The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023, together with the Report of the Auditors thereon.
2. To appoint a director in place of Mrs. Vuppuluri Sreedevi (DIN: 02448540), who retires by rotation, and being eligible, offers herself for re-appointment.

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

   "**RESOLVED THAT** Mrs. Vuppuluri Sreedevi (DIN: 02448540), Director who retires by rotation in accordance with section 152(6) of the Companies Act, 2013 be and is hereby re-appointed as a Director liable toretire by rotation."

SPECIAL BUSINESS:

3. Approval of Related Party Transactions

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

   "**RESOLVED THAT** pursuant to the provisions of Section 188 of the Companies Act, 2013 ("Act") and other applicable provisions, if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014,as amended till date, Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") including any amendment, modification, variation or re-enactment thereof, and the Company's policy on Related Partytransaction(s) and upon the recommendation (s)/ approval(s)/ consent(s), permission(s) and / or sanction(s) as may be required from appropriate authorities, which may be agreed to and accepted by the Audit Committee/ Board of Directors, the approval of members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "Board" which term shall be deemed to include the Audit Committee and/ or any other duly constituted Committee of Directors) to enter into and/ or carrying out, contract(s)/ arrangement(s)/ transaction(s) with XTGlobal Inc. within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, for sale of IT and IT consulting services on such terms and conditions as specified in the explanatory statement forming part of this notice, whether by way of entering into new contract(s) or renewal(s) or extension(s) or modification(s) of earlier contract(s)/arrangement(s)/ transaction(s) or otherwise on such terms and conditions as the Board may deem fit, up to a maximum aggregate value as mentioned in the table for the financial year 2023-24 (in one or more tranches, from time to time), provided that the said contract(s)/arrangement(s)/ transaction(s) so carried out shall be at arm's length basis and in the ordinary course of business of the Company.

   Member's approval is accorded for following Related Party Transactions:

Name of Related Party	Nature of Relationship	Nature of Transaction	Maximum Aggregate Amount of Transaction approved	Tenure of Approval
XTGlobal Inc.	Wholly Owned Subsidiary	Sale of IT and IT consulting services	Rs. 100 Crores	FY 2023-24

"RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary document(s), contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions powers herein conferred to, without being required to seek further consent or approval of the members or otherwise to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

"RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred to any director(s), committee(s), executive(s), officer(s) or representatives(s) of the Company or to any other person to do all such acts, deeds, matters and things as may be considered necessary or expedient and also to execute such documents, writings etc. as may be necessary to give effect to this resolution."

4. Re-appointment of Mr. Saibaba Karuturi (DIN:08945305) as Non-Executive Independent Director of the Company
To consider and if thought fit, to pass with or without modification(s), the following resolution as Special Resolution

"**RESOLVED THAT** in accordance with the provisions of Section 149 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(1)(b) and 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the recommendation of the Nomination & Remuneration Committee this Meeting hereby approves the re-appointment of Mr. Saibaba Karuturi (DIN: 08945305) as an Independent Non-Executive Director of the Company not liable to retire by rotation, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, for a further period of five years with effect from conclusion of this AGM."

"**RESOLVED FURTHER THAT** the Board of Directors of the Company be and ais hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

5. Re-appointment of Mr. Jagannatha Prasad Malireddy (DIN:08835457) as a Non-Executive Non-Independent Director of the Company
To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution

"RESOLVED THAT pursuant to the provisions of the Companies Act, 2013 ("the Act") and the Rules framed thereunder (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof for the time being in force), and pursuant to the recommendation and approval of the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Jagannatha Prasad Malireddy (DIN:08835457), who was appointed by the Board of Directors as an Additional Director (Non-Executive and Non-Independent) with effect from 16th August, 2020 pursuant to the provisions of Section 161 of the Act and the Articles of Association of the Company, thereafter according to the provisions of section 152 of the act, regularization of director was effected in 32nd Annual General Meeting for a period of three years i.e. up to the date of this Annual General Meeting of the Company, and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act, proposing his candidature for the office of Director of the Company, being so eligible, be and is hereby appointed as a Director (Non-Executive and Non-Independent) for a period of one year i.e. up to 36th Annual General Meeting of the Company, liable to retire by rotation."

6. **Re-appointment of Mr. Srinivasa Raju Kosuri (DIN:05186948) as Non-Executive, Non-Independent Director of the Company**
To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution

"RESOLVED THAT pursuant to the provisions of the Companies Act, 2013 ("the Act") and the Rules framed thereunder (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof for the time being in force), and pursuant to the recommendation and approval of the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Srinivasa Raju Kosuri (DIN:05186948), who was appointed by the Board of Directors as an Additional Director (Non-Executive and Non-Independent) with effect from 08th December, 2020 pursuant to the provisions of Section 161 of the Act and the Articles of Association of the Company, thereafter according to the provisions of section 152 of the act, regularization of director was effected in Extraordinary General Meeting on 31st December, 2020 for a period of three years i.e. up to 07th December, 2023, and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act, proposing his candidature for the office of Director of the Company, being so eligible, be and is hereby appointed as a Director (Non-Executive and Non-Independent) for a further period of five years, liable to retire by rotation."

By order of the Board of Directors
For XTGlobal Infotech Limited

Sd/-
Shikha Gangrade
Company Secretary

Date: 05th September, 2023
Place: Hyderabad

NOTES:

1) The Ministry of Corporate Affairs ("MCA") has vide its General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid -19", General Circular Nos. 20/2020 dated May 5, 2020, and subsequent circulars issued in this regard, the latest being 10/2022 dated December 28, 2022 in relation to "Clarification on holding of annual general meeting (AGM) through Video Conferencing (VC) or Other Audio Visual Means (OAVM)", (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC/OAVM, without the physical presence of the Members at a common venue.
   In compliance with the MCA Circulars, the AGM of the Company is being held through VC /OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.

2) In compliance with applicable provisions of the Act read with the MCA Circulars and the Listing Regulations, the AGM of the Company is being conducted through VC/OAVM. In accordance with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") read with Clarification/Guidance on applicability of Secretarial Standards - 1 and 2 dated 15th April, 2020 issued by the ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM.

3) Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf who may or may not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC, physical attendance of Members has been dispensed with. Further as per the MCA Circulars, the facility for appointment of proxies by the Members will not be available for the e-AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

4) The Explanatory statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Businesses to be transacted at the meeting is annexed hereto and forms part of this Notice.

5) The Member's log-in to the Video Conferencing platform using the remote e-voting credentials shall be considered for record of attendance at the AGM and such Member attending the Meeting will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

6) Since the AGM will be held through VC/OAVM, the Route Map is not annexed to this Notice.

7) The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or arrangements in which the directors are interested under Section 189 of the Companies Act, 2013, will be available electronically for inspection during the AGM.

8) In consonance with the company's sustainability initiatives and Regulation 36 of the SEBI (LODR) Regulations, 2015, the Company is sharing all documents with shareholders in the electronic mode, wherever the same has been agreed to by the shareholders. Further The Ministry of Corporate Affairs vide circular nos. 17/2011 and 18/2011 dated April 21 and April 29, 2011 respectively), has undertaken a 'Green Initiative in Corporate Governance' and allowed companies to share documents with its shareholders through an electronic mode. Shareholders are requested to support this green initiative by registering/updating their e-mail addresses for receiving electronic communications. Members holding shares in the same name under different ledger folios are

requested to apply for consolidation of such folios and send the relevant share certificates to Kfintech, Share Transfer Agents of the Company for doing the needful.

9) In accordance with the aforesaid MCA Circulars and Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 issued by Securities Exchange Board of India (collectively referred to as "SEBI Circulars"), the Notice of the AGM along with the Integrated Annual Report for FY 2022-23 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories.
Members may note that the Notice will also be available on the Company's website at www.xtglobal.com, websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com, and on the website of KFintech at https://evoting.kfintech.com. For any communication, the Members may also send a request to the Company's investor email id: company.secretary@xtglobal.com.

10) AGM through VC/OAVM:
Members will be provided with a facility to attend the AGM through video conferencing platform provided by Kfintech. Members can join the AGM, 15 minutes before and after the scheduled time of commencement of the AGM. However, this restriction shall not apply to large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc.

11) Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the Listing Regulations, and the MCA Circulars, the Company is providing the facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. The facility of casting votes by a Member using remote e-voting system as well as e-voting during the AGM will be provided by KFintech.

12) **Procedure for registering the email addresses and obtaining the Annual Report, e-AGM notice and e-voting instructions by the shareholders whose email addresses are not registered with the Depositories (in case of shareholders holding shares in Demat form) or with RTA (in case the shareholders holding shares in physical form).**

a) Those members who have not yet registered their email addresses are requested to get their email addresses registered by following the procedure given below:

i) The Members holding shares in electronic form are requested to intimate for any change in their address or bank mandates to their Depository Participants (DPs) with whom they are maintaining their demat accounts.

ii) Members holding shares in physical form are requested to advise for any change in their address or bank mandates to KFin Technologies Limited. The said changes related to physical shares to be intimated in prescribed Form ISR -1 and other forms pursuant to SEBI circular SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021, as per instructions mentioned in the form. The said forms can be downloaded from the RTA website- Investor Support Center (ISC) webpage at https://ris.kfintech.com/clientservices/isc/default.aspx or on from the Company's website at https://xtglobal.com/investors/shareholders-information/

b) The SEBI has mandated the submission of PAN, KYC details and nomination by holders of physical securities by October 1, 2023, and linking PAN with Aadhaar by June 30, 2023 vide its circular dated March 16, 2023. Shareholders are requested to submit their PAN, KYC and nomination details to the Company's RTA, KFin

Technologies Limited. Members holding shares in electronic form are therefore requested to submit their PAN to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the RTA. In case a holder of physical securities fails to furnish PAN and KYC details before October 1, 2023 or link their PAN with Aadhaar before June 30, 2023, in accordance with the SEBI circular dated March 16, 2023, RTA is obligated to freeze such folios. The securities in the frozen folios shall be eligible to receive payments (including dividend) and lodge grievances only after furnishing the complete documents. If the securities continue to remain frozen as on December 31, 2025, the RTA / the Company shall refer such securities to the administering authority under the Benami Transactions (Prohibitions) Act, 1988, and / or the Prevention of Money Laundering Act, 2002.

c) The Members holding shares in single/jointly in physical form are advised to make nomination in respect of their shareholding in the Company. The nomination form can be downloaded from the RTA website. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form ISR-3 or SH-14 as the case may be. The said form can be downloaded from the RTA website-Investor Support Center (ISC) webpage at https://ris.kfintech.com/clientservices/isc/default.aspx or from Company's website at https://xtglobal.com/investors/shareholders-information/

d) Those members who have registered their e-mail address, mobile nos., postal address and bank account details are requested to validate/update their registered details by contacting the Depository Participant in case of shares held in electronic form or by contacting KFin Technologies Limited, the Registrar andShare Transfer Agent of the Company, in case the shares held in physical form.

13) Instructions for Members for attending the e-AGM through VC/OAVM are as under:

i) Attending the AGM: Members will be provided with the facility to attend the AGM through video conferencing platform provided by KFin Technologies Limited. Members may access the same at https://emeetings.kfintech.com/ and login by using the remote e-voting credentials. The link for AGM will be available in the Shareholders/Members log-in where the EVENT and the Name of the Company can be selected.

ii) Please note that Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the instructions provided below.

iii) Members may join the Meeting through Laptops, Smartphones, Tablets, and iPads for better experience. Further, Members will be required to use Internet with a good speed to avoid any disturbance during the Meeting. Members will need the latest version of Chrome, Safari, Internet Explorer 11, MS Edge, or Firefox. Please note that participants connecting from Mobile De-vices or Tablets or through Laptops connecting via mobile hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any glitches.

iv) Members who need assistance before or during the AGM may contact KFin Technologies Limited at Toll-Free No.: 1800 309 4001; or send an email request at the einward.ris@kfintech.com or evoting@kfintech.com

14) Submission of Questions / Queries prior to e-AGM:

Members desiring any additional information or having any question or query pertaining to the business to be transacted at the e-AGM are requested to write to the Company Secretary on the Company's investoremail-id i.e. company.secretary@xtglobal.com from 09:00 A.M. IST on 23rd September, 2023 to 05:00 P.M. IST on 26th September, 2023 so as to enable the Management to keep the information ready. Please note that,Members' questions will be answered only if they continue to hold the shares as on the cut-off date.

15) **Speaker Registration before e-AGM:**

The Members who wish to speak during the meeting may register themselves as speakers for the AGM to express their views. They can visit https://emeetings.kfintech.com/ and login through the user id and password providedin the mail received from Kfintech. On successful login, select 'Speaker Registration' which will opened from 09:00 A.M. IST on 23rd September, 2023 to 05:00 P.M. IST on 26th September, 2023. Members shall be provided a 'queue number' before the meeting. The Company reserves the right to restrict the speakers at the AGM to only those Members who have registered themselves, depending on the availability of time for the AGM.

16) **Instructions for members for remote e-Voting:**

i. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and in terms of SEBI vide circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020 in relation to e-Voting Facility Provided by Listed Entities, the Members are provided with the facility to cast their vote electronically, through the e-Voting services provided by KFintech, on all the resolutions set forthin this Notice. The instructions for e-Voting are given herein below.

ii. However, in pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on "e-Voting facility provided by Listed Companies", e-Voting process has been enabled to all the **individual demat account holders**, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.

iii. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.

iv. The remote e-voting facility will be available during the following period:
   a. Day, date and time of commencement of remote e-voting: Monday, 25th September, 2023 (9.00 A.M. IST) and ends on Thursday, 28th September, 2023 (5.00 P.M. IST).
   b. Day, date and time of end of remote e-voting beyond which remote e-voting will not be allowed: Thursday, 28th September, 2023 (5.00 P.M. IST).

v. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.

vi. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at einward.ris@kfintech.com or evoting@Kfintech.com However, if he / she is already registered with KFintech for remote e-Voting then he /she can use his / her existing User ID and password for casting the vote.

vii. In case of Individual Shareholders holding securities in demat mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below under "Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode."

1) **The details of the process and manner for remote e-Voting and e-AGM are explained herein below:**

Step 1: Access to Depositories e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access to KFintech e-Voting system in case of shareholders holding shares in physical and non-individualshareholders in demat mode.

Step 3: Access to join virtual meetings(e-AGM) of the Company on KFin system to participate e-AGM and vote at the AGM.

Details on Step 1 are mentioned below:

Login method for remote e-Voting for Individual shareholders holding securities in demat mode.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	**1. User already registered for IDeAS facility:** I. Visit URL: https://eservices.nsdl.com II. Click on the "Beneficial Owner" icon under "Login" under 'IDeAS' section. III. On the new page, enter User ID and Password. Post successful authentication, click on "Access to e-Voting" IV. Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period. **2. User not registered for IDeAS e-Services** I. To register click on link : https://eservices.nsdl.com II. Select "Register Online for IDeAS" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp III. Proceed with completing the required fields. IV. Follow steps given in points 1 **3. Alternatively by directly accessing the e-Voting website of NSDL** I. Open URL: https://www.evoting.nsdl.com/ II. Click on the icon "Login" which is available under 'Shareholder/Member' section. III. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen. IV. Post successful authentication, you will requested to select the name of the company and the e-Voting Service Provider name, i.e. KFintech. V. On successful selection, you will be redirected to KFintech e-Voting page for casting your vote during the remote e-Voting period.
Individual Shareholders holding securities in demat mode with CDSL	**1. Existing user who have opted for Easi / Easiest** I. Visit URL: https://web.cdslindia.com/myeasinew/home/login or URL: www.cdslindia.com II. Click on New System Myeasi III. Login with your registered user id and password. IV. The user will see the e-Voting Menu. The Menu will have links of ESP i.e.

	KFintech e- Voting portal. V. Click on e-Voting service provider name to cast your vote.
	2. User not registered for Easi/Easiest I. Option to register is available at https://web.cdslindia.com/myeasinew/Registration/EasiRegistration II. Proceed with completing the required fields. III. Follow the steps given in point 1 **3. Alternatively, by directly accessing the e-Voting website of CDSL** I. Visit URL: www.cdslindia.com II. Provide your demat Account Number and PAN No. III. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account. IV. After successful authentication, user will be provided links for the respective ESP, i.e. **KFintech** where the e- Voting is in progress.
Individual Shareholder login through their demat accounts / Website of Depository Participant	I. You can also login using the login credentials of your demat account through your DP registered with NSDL /CDSL for e-Voting facility. II. Once logged-in, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-Voting feature. III. Click on options available against company name or e-Voting service provider – **Kfintech** and you will be redirected to e-Voting website of **KFintech** for casting your vote during the remote e-Voting period without any further authentication.

Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

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

Login type	Helpdesk details
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or callat toll free no.: **1800 1020 990** and **1800 22 44 30**
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at **022- 23058738** or **022-23058542-43**

Details on Step 2 are mentioned below:

Login method for e-Voting for shareholders other than Individual's shareholders holding securities in demat modeand shareholders holding securities in physical mode.

(A) Members whose email IDs are registered with the Company/ Depository Participants (s), will receive an email from KFintech which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:

i. Launch internet browser by typing the URL: https://emeetings.kfintech.com/

ii. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number), followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID.

However, if you are already registered with KFintech for e-voting, you can use your existing User ID and password for casting the vote.

iii. After entering these details appropriately, click on "LOGIN".

iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,$, etc.,). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.

v. You need to login again with the new credentials.

vi. On successful login, the system will prompt you to select the "EVENT" i.e., 'XTGlobal Infotech Limited- AGM" and click on "Submit"

vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/AGAINST" taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.

viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.

ix. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.

x. You may then cast your vote by selecting an appropriate option and click on "Submit".

xi. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).

xii. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to cast its vote through remote e-voting. together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email id chveeru@gmail.com with a copy marked to evoting@kfintech.com. The scanned image of the above-mentioneddocuments should be in the naming format "Corporate Name_Even No."

(B) Members whose email IDs are not registered with the Company/Depository Participants(s), and consequently the Annual Report, Notice of AGM and e-voting instructions cannot be serviced, will have to follow the following process:

i. Members who have not registered their email address and in consequence the Annual Report, Notice of AGM and e-voting instructions cannot be serviced, may temporarily get their email address and mobile number provided with KFintech, by accessing the link: https://ris.kfintech.com/clientservices/mobilereg/mobileemailreg.aspx. Members are requested to follow the process as guided to capture the email address and mobile number for sending the soft copyof the notice and e-voting instructions along with the User ID and Password. In case of any queries, member may writeto einward.ris@kfintech.com.

ii Alternatively, member may send an e-mail request at the email id einward.ris@kfintech.com along with scanned copy of the signed copy of the request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio for sending the Annual report, Notice of AGM and the e-voting instructions.

iii. After receiving the e-voting instructions, please follow all steps above to cast your vote by electronic means.

Details on Step 3 are mentioned below:

Instructions for all the shareholders, including Individual, other than Individual and Physical, for attending the AGM ofthe Company through VC/OAVM and e-Voting during the meeting.

i. Member will be provided with a facility to attend the AGM through VC / OAVM platform provided by KFintech. Members may access the same at https://emeetings.kfintech.com/ by using the e-voting login credentials provided in the email received from the Company/KFintech. After logging in, click on the Video Conference tab and select the EVEN of the Company. Click on the video symbol and accept the meeting etiquettes to join the meeting. Please note that the members who do not have the User ID and Password fore-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Votinginstructions mentioned above.

ii. Facility for joining AGM though VC/ OAVM shall open atleast 15 minutes before the commencement of the Meeting.

iii. Members are encouraged to join the Meeting through Laptops/ Desktops with Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge, Mozilla Firefox 22.

iv. Members will be required to grant access to the webcam to enable VC/OAVM. Further, Members connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

v. As the AGM is being conducted through VC/OAVM, for the smooth conduct of proceedings of the AGM, Members are encouraged to express their views / send their queries in advance mentioning their name, demat account number / folio number, email id, mobile number at company.secretary@xtglobal.com _ Questions /queries received by the Company till 26th September, 2023 shall only be considered and responded during the AGM.

vi. The Members who have not cast their vote through remote e-voting shall be eligible to cast their vote throughe-voting system available during the AGM. E-voting during the AGM is integrated with the VC / OAVM platform. The Members may click on the voting icon displayed on the screen to cast their votes.

vii. A Member can opt for only single mode of voting i.e., through Remote e-voting or voting at the AGM. If a Member cast votes by both modes, then voting done through Remote e-voting shall prevail and vote at the AGM shall be treated as invalid.

viii. Facility of joining the AGM through VC / OAVM shall be available for atleast 2000 members on first come first served basis.

ix. Institutional Members are encouraged to attend and vote at the AGM through VC / OAVM.

3) **General Instructions/Information for Members for voting on the Resolutions at the e-AGM:**

a. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can betransferred only in dematerialized form with effect from, 1st April 2019, except in case of request received fortransmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents, KFin Technologies Limited for assistance in this regard.

b. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the e-AGM.

c. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Friday, 22nd September, 2023, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice.A person who is not a member as on the cut-off date should treat this Notice for information purposes only. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.

d. In case a person has become a Member of the Company after dispatch of AGM Notice but on or before the cut-off date for E-voting, he/she may obtain the User ID and Password in the manner as mentioned below:

i. If the mobile number of the member is registered against Folio No./ DP ID Client ID, the member may send SMS: MYEPWD <space> E-Voting Event Number+Folio No. or DP ID Client ID to+91 9212993399

1. Example for NSDL:

   MYEPWD <SPACE> IN12345612345678

2. Example for CDSL:

   MYEPWD <SPACE> 1402345612345678

3. Example for Physical:
   MYEPWD <SPACE> XXXX1234567890

ii. If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of https://evoting.kfintech.com/, the member may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate a password.

iii. Members who may require any technical assistance or support before or during the AGM are requested to contact KFintech at toll free number 1-800-309-4001 or write to them at evoting@kfintech.com.

e. The results of the electronic voting shall be declared to the Stock Exchanges after the AGM. The results along with the Scrutinizer's Report, shall also be placed on the website of the Company.

4) The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participant with whom they are maintaining their demat accounts. Members holding shares in physical form or transferees of Physical Shares must furnish their self-attested copy of the PAN card to the Company/ Registrar and Share Transfer Agents.

5) As per SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated June 8, 2018 and further amendment vide Notification No. SEBI/LAD-NRO/GN/2018/49 dated November 30, 2018, w.e.f. April 1, 2019 the transfer of securities of listed companies shall not be processed unless the securities are held in the dematerialized form (Demat) with a depository. Hence, the members of the Company are requested to dematerialize their shareholding to avail the benefits of dematerialization. Only the requests for transmission and transposition of securities in physical form, will be accepted by the RTA.

6) In respect of shares held in physical mode, all shareholders are requested to intimate change, if any, in their registered address immediately to the registrar and share transfer agent of the company and correspond with them directly regarding share transmission /transposition, Demat/Remat, change of address, issue of duplicate shares, ECS and nomination facility.

By order of the Board of Directors
For XTGlobal Infotech Limited

Sd/-
Shikha Gangrade
Company Secretary

Date: 05th September, 2023
Place: Hyderabad

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Pursuant to Section 102 of the Companies Act, 2013 (Act), the following explanatory statement sets out all material facts relating to the items of business of the accompanying notice dated 05th September, 2023.

ITEM No. 3

Approval of Related Party Transactions

Under Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, all Related Party Transactions shall require prior approval of the Audit Committee and all material Related Party Transactions shall require approval of the Shareholders through Special resolution.

As a part of its regular business, the Company XTGlobal Infotech Limited is engaged in the business of software development and IT consultancy services. The company expects to indulge in sale of IT and IT consultancy services with XTGlobal Inc wholly owned Subsidiary of XTGlobal respectively.

The Audit Committee of the Board of Directors of the Company reviewed the proposed transactions between the Company and XTGlobal Inc. after that recommended the same for approval by the Board of Directors and Members of the Company. The Board of Directors also at their meeting held on 05th September, 2023 reviewed the transactions with XTGlobal Inc. and proposed the same to be placed before the Members for their approval.
The Members' approval to the above material related party transactions is sought in terms of Section 188 and Rules framed thereunder alongwith the Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Except Mr. Ramarao Atchuta Mullapudi no other Director, Key Managerial Personnel, or their respective relatives are in any way, concerned or interested, financially or otherwise, in the resolutions set out at Item No. 3 of the Notice.

The Board recommends these Special Resolutions for your approval.

ITEM No. 4

Re-appointment of Mr. Saibaba Karuturi (DIN:08945305) as Non-Executive Independent Director of the Company

The Members of the Company on 31st December, 2020 in their extraordinary general meeting approved the appointment of Mr. Saibaba Karuturi as Independent Director of the Company for a period of three years from the date of appointment.

The Board of Directors of the Company ('the Board') at the meeting held on 05th September, 2023 on the recommendation of the Nomination & Remuneration Committee ('the Committee'), recommended for the approval of the Members, the re-appointment of Mr. Saibaba Karuturi as Independent Non-Executive Director of the Company with effect from 05th September, 2023 for a period of five years, in terms of Section 149 read with Schedule IV of the Companies Act, 2013 ('the Act'), and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations 2015'), as set out in the resolutions relating to their respective re-appointment.

The Committee and the Board are of the view that, given the knowledge, experience and performance of Mr. Saibaba Karuturi, and contribution to Board processes by him, his continued association would benefit the Company. Declarations have been received from Mr. Saibaba Karuturi that he meets the criteria of Independence prescribed under Section 149 of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16 of the Listing Regulations 2015. In the opinion of the Board, Mr. Saibaba Karuturi fulfil the conditions specified in the Act, the Rules thereunder and the Listing Regulations 2015 for re-appointment as Independent Director and he is independent to the management of the Company.

Consent of the Members by way of Special Resolution is required for re-appointment of Mr. Saibaba Karuturi, in terms of Section 149 of the Act. Requisite Notices under Section 160 of the Act proposing the reappointment of Mr. Saibaba Karuturi have been received by the Company and consents have been filed by Mr. Saibaba Karuturi pursuant to Section 152 of the Act. Mr. Saibaba Karuturi do not hold any share in the Company, either in his individual capacity or on a beneficial basis for any other person. Mr. Saibaba Karuturi , and his relatives, are interested in the Special Resolutions relating to his reappointment.

None of the other Directors and Key Managerial Personnel of the Company, or their relatives, is interested in these Special Resolutions except Mr. Saibaba Karuturi.
The Board recommends these Special Resolutions for your approval.

ITEM No. 5

Re-appointment of Mr. Jagannatha Prasad Malireddy (DIN:08835457) as a Non-Executive Non-Independent Director of the Company

Pursuant to provisions of Section 149, 150 & 152 of the Companies Act, 2013 ("the Act") read with the applicable rules made thereunder, the members on the basis of board resolution and on the recommendation of the Nomination and Remuneration Committee ("NRC"), had appointed Mr. Jagannatha Prasad Malireddy (DIN:08835457) as Non-Executive and Non-Independent of the Company with effect from 30th September, 2020 for a period of three years i.e. up to 35th Annual General Meeting.

In accordance with the provisions of Section 161 of the Act read with the applicable rules made thereunder and the Article of Association of the Company, Mr. Jagannatha Prasad Malireddy being a Director, holds office up to the date of the 35th Annual General Meeting ("AGM") of the Company. The Company has received a notice in writing from a Member of the Company under Section 160 of the Act proposing the candidature of Mr. Jagannatha Prasad Malireddy for the office of a Director of the Company.

Mr. Jagannatha Prasad Malireddy is not disqualified from being appointed as a Non-Executive Director in terms of Section 164 of the Act and has given his consent to act as a Director of the Company.

He is not debarred from holding the office of a Director by virtue of any order issued by the Securities and Exchange Board of India or any other such authority.
None of the other Directors and Key Managerial Personnel of the Company, or their relatives, is interested in these Resolutions except Mr. Jagannatha Prasad Malireddy.

The Board recommends these Ordinary Resolutions for your approval.

ITEM No. 6

Re-appointment of Mr. Srinivasa Raju Kosuri (DIN:05186948) as Non-Executive, Non-Independent Director of the Company

Pursuant to provisions of Section 149, 150 & 152 of the Companies Act, 2013 ("the Act") read with the applicable rules made thereunder, the members on the basis of board resolution and on the recommendation of the Nomination and Remuneration Committee ("NRC"), had appointed Mr. Srinivasa Raju Kosuri (DIN:05186948) as Non-Executive and Non-Independent of the Company with effect from 31st December, 2020 for a period of three years from the date of his appointment.

In accordance with the provisions of Section 161 of the Act read with the applicable rules made thereunder and the Article of Association of the Company, Mr. Srinivasa Raju Kosuri being a Director, holds office up to the date of the 35th Annual General Meeting ("AGM") of the Company. The Company has received a notice in writing from a Member of the Company under Section 160 of the Act proposing the candidature of Mr. Srinivasa Raju Kosuri for the office of a Director of the Company.

Mr. Srinivasa Raju Kosuri is not disqualified from being appointed as a Non-Executive Director in terms of Section 164 of the Act and has given his consent to act as a Director of the Company.

He is not debarred from holding the office of a Director by virtue of any order issued by the Securities and Exchange Board of India or any other such authority.

None of the other Directors and Key Managerial Personnel of the Company, or their relatives, is interested in these Resolutions except Mr. Srinivasa Raju Kosuri.
The Board recommends these Ordinary Resolutions for your approval.

Brief Profile of Directors seeking Appointment /Reappointment at the 35th Annual General Meeting:

{Pursuant to Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 (SS-2)}

Name of Director	Mrs. Vuppuluri Sreedevi	Mr. Saibaba Karuturi	Mr. Jagannatha Prasad Malireddy	Mr. Srinivasa Raju Kosuri
DIN	02448540	08945305	08835457	05186948
Date of Birth	27-03-1976	02-08-1964	11-07-1954	22-08-1968
Qualification	Commerce Graduate	Graduation in Science	Bachelor of Technology in Mechanical Engineering	M.S. in Chemical Engineering (IIT Kharagpur), Promoter and CEO of Network Objects Inc. a US based IT/ITES Corporation. 15+ years of experience in IT/ITES Industry
Date of first Appointment	18-04-2018	06-11-2020	16-08-2020	08-12-2020
Nature of Appointment	Retires by rotation and offers herself for reappointment	Re-appointment	Re-appointment	Re-appointment
Terms and Conditions of Reappointment	Appointment as a WTD subject to retire by rotation	Appointment as an ID not liable for retirement by rotation	Appointment as a Non-executive Director, liable to retire by rotation	Appointment as a Non-Executive Director, liable to retirement by rotation
Expertise	Business Administration and Finance	A competent Professional with almost 35 years of experience in Management, Administration & Manufacturing. Having vast experience in Management	Industrial Experience and Expert in Operations Management	Experience of IT industry, recent trends and Business Strategies.
Directorships as on 31st March, 2023 in Other Listed Comp.	Nil	Nil	Nil	Nil
Chairmanship/Membership of the Committees of other Companies	Nil	Nil	Nil	Nil
Shareholding in in the Company	30,000	Nil	Nil	1,20,00,764
Disclosure of relationships between directors inter-se or with KMP:	She is not related to any Director/KMP of the Company	He is not related to any Director/KMP of the Company	He is not related to any Director/KMP of the Company	He is not related to any Director /KMP of the Company

For other details such as number of meetings of the board attended during the year, remuneration drawn in respectof above directors, please refer to the corporate governance report which is a part of this Annual Report.

BOARD'S REPORT

Dear Members,

The Directors hereby present this Integrated Annual Report of XTGlobal Infotech Limited ("The Company" or "XTGlobal") on the business and operations of the Company along with the Audited Statement for the Financial Year ended 31st March 2023. The consolidated performance of the Company and its subsidiaries has been referred to wherever required.

The report shall be available on https://xtglobal.com/investors/financial-information/ as a part of Annual Report.

FINANCIAL RESULTS

The Audited Financial Statements of your Company as on 31st March 2023, are prepared in accordance with the relevant applicable Ind AS and Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and the provisions of the Companies Act, 2013 ("Act").

The summarized financial highlight is depicted below:

₹ in Lakhs

	Standalone		Consolidated	
	Mar 31, 2023	Mar 31, 2022	Mar 31, 2023	Mar 31, 2022
Revenue from operations	6,616.53	5,105.41	24,196.99	21,673.65
Other Income	257.22	-102.99	243.82	-99.80
Total Income	**6,873.75**	**5,002.42**	**24,440.82**	**21,573.84**
Share of net profit of associates Less Dividend Received	-	-	233.90	133.00
Earnings Before Interest, Tax and Depreciation	**1,766.32**	**1,237.41**	**2,924.10**	**2,876.99**
Finance Cost	381.93	189.78	443.38	218.20
Depreciation	302.79	236.46	773.58	526.53
Profit before exceptional items and tax	1,081.60	811.17	1,707.14	2,132.27
Profit before tax	**1,081.31**	**855.13**	**1,706.85**	**2,176.23**
Tax expense	336.53	154.21	460.52	154.21
Profit for the year	**744.78**	**700.92**	**1,246.33**	**2,022.02**
Other Comprehensive Income	90.89	-33.73	90.89	-33.73
Total Comprehensive Income for the year	**835.67**	**667.19**	**1,337.22**	**1,988.29**

In compliance with the provisions of the Companies Act, 2013 and the Indian Accounting Standards IND AS-10 and IND AS-28 on consolidated financial statements, your directors have provided the consolidated financial statements for the financial year ended March 31, 2023 which forms part of the Annual Report.

1. There are no material changes and commitments affecting the financial position of your Company, which have occurred between the end of the financial year and the date of this report.
2. Further, there has been no change in nature of business of your Company.

COMPANY'S FINANCIAL PERFORMANCE

On a consolidated basis, the revenue for FY 2023 was ₹ 24196.99 lacs, higher by 12 percent over the previous year's revenue of 21673.65 lacs. The profit after tax (PAT) attributable to shareholders and non-controlling interests for FY 2023 and FY 2022 was ₹ 1337.22 lacs and ₹ 1988.29 lacs, respectively.

On a standalone basis, the revenue for FY 2023 was ₹ 6616.53 lacs, higher by 30 percent over the previous year's revenue of ₹ 5105.41 lacs in FY 2022. The profit after tax (PAT) attributable to shareholders and non-controlling interests for FY 2023 and FY 2022 was ₹ 835.67 lacs and ₹ 667.19 lacs, respectively.

Your directors express their heartfelt gratitude to all investors for being there with your Company in its growth journey.

*We would like to bring to the attention of all stakeholders a classification error that occurred in the recently published consolidated financial results for the fourth quarter of the financial year ending on March 31, 2023. Our group

received a dividend of Rs 328.84 Lakhs from an associate entity. It was accounted for as income in the P&L Account but the adjustment towards the receipt of dividend was given affect to the retained earnings of the group instead of showing as an adjustment in consolidated P&L Account while publishing the consolidated results for Fourth Quarter. We would like to emphasize that this adjustment had no impact on the overall position of Consolidated Assets and Liabilities as of March 31, 2023.

DIVIDEND

The Board of Directors ("Board"), after a comprehensive evaluation of relevant factors and considering the substantial growth opportunities that the company is currently pursuing. The Board believes that withholding dividends is a prudent step in light of the company's focus on capitalizing on these growth prospects and decided not to recommend any dividend for the year under review.

TRANSFER TO RESERVES

The Board of Directors have decided to retain the entire amount of profit under Retained Earnings. Accordingly, your Company has not transferred any amount to General Reserves for the year ended 31st March, 2023.

The closing balance of the retained earnings of the Company for FY 2022-23 was Rs.1976.87 Lacs.

REVISION OF FINANCIAL STATEMENTS

There was no revision of the financial statements for the year under review.

LISTING FEES

Your Company has paid the requisite Annual Listing Fees to BSE Limited (Scrip Code: 531225), where its securities are listed.

SHARE CAPITAL

During the Financial Year 2022 -23, there was no change either in its Authorised share capital or paid-up share capital. As on 31st March, 2023 the Authorised Share Capital of the Company was ₹ 25,00,00,000/- divided into 25,00,00,000 Equity shares of ₹ 1/- each and issued, subscribed & paid-up share capital was ₹13,29,68,455 divided into 13,29,68,455 Equity Shares of ₹. 1/- each.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

The composition of the Board of Directors of the Company is in accordance with the provisions of Section 149 of the Act and Regulation 17 of the Listing Regulations, with an appropriate combination of Executive, Non-Executive and Independent Directors.

As on March 31, 2023, the Board of the Company has 7 (Seven) Directors comprising of 1 (One) Managing Director, 1 (One) Whole-Time Director, 2 (Two) Non-Executive Director and 3 (Three) Independent Directors. The complete list of Directors of the Company has been provided in the report on corporate governance forming part of this Annual Report.

Pursuant to provisions of Section 203 of the Companies Act, 2013, Mr. Raghuram Kusuluri, Chief Financial Officer and Ms. Shikha Gangrade, Company Secretary and compliance officer were the Key Managerial Personnel of the Company during the year under review.

During this year, your Company has regularized the appointment of Mr. Srinivasa Pendyala (DIN:09340407) from additional director to Non-Executive Independent Director in its 34th Annual General Meeting of the Company.

In accordance with the provisions of Section 152 of the Act, read with rules made thereunder and Articles of Association of the Company, Mrs. Vuppuluri Sreedevi (DIN: 02448540) is liable to retire by rotation at the ensuing Annual General Meeting (AGM) and being eligible offers herself for re-appointment.

The Notice part of the report includes a resolution that seeks shareholders' approval for the appointment or re-appointment of these individuals, accompanied by all necessary details as required.

In accordance with the regulations outlined in Section 149 of the Act, the Independent Directors have submitted declarations confirming that each of them fulfills the criteria for independence as stipulated in Section 149(6) of the Act, as well as the associated Rules and Regulation 16(1)(b) of the SEBI Listing Regulations and there have been no alterations in the circumstances that might impact their standing as independent directors of the Company.

COMMITTEES OF THE BOARD

There are various Board constituted Committees as stipulated under the Act and Listing Regulations namely Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee. During the year, all recommendations made by the committees were approved by the Board.

During the period under review, your company has formulated Corporate Social Responsibility Committee in accordance with the provisions of Section 135 of the Act, details are provided in the Corporate Governance report, which forms part of this Integrated Annual Report.

Brief details pertaining to composition, terms of reference, meetings held and attendance of these committees during the year have been enumerated in Corporate Governance report, which forms part of this Integrated Annual Report.

DIRECTORS LIABLE FOR RETIRE BY ROTATION

Pursuant to the provisions of Section 152 of the Companies Act, 2013, Mrs. Vuppuluri Sreedevi and Mr. Ramarao Atchuta Mullapudi, Directors of the Company are liable to retires by rotation and out of these two directors Mrs. Vuppuluri Sreedevi is retiring by rotation being eligible, offers herself for reappointment. The Board recommends for her re-appointment.

MANAGEMENT DISCUSSION AND ANALYSIS

Management Discussion and Analysis, forming part of this report as required under Regulation 34 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 {hereinafter referred as SEBI (LODR) Regulations, 2015}, is attached separately to this Report as Annexure - C.

BOARD EVALUATION

Pursuant to provisions of the Companies Act, 2013 and Regulation 19 read with Schedule II, Part D of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has devised a policy on evaluation of performance of Board of Directors, Committees and Individual directors.

The Board of Directors has carried out an annual evaluation of its own performance, board committees, and individual directors pursuant to the provisions of the Act and SEBI Listing Regulations.

The performance of the board was evaluated by the board after seeking inputs from all the directors on the basis of criteria such as the board composition and structure, effectiveness of board processes, information and functioning, including the contributions made at the Board meeting, attendance, instances of sharing best and next practices, domain knowledge, vision, strategy, engagement with senior management etc.

The performance of the committees was evaluated by the board after seeking inputs from the committee members based on criteria such as the composition of committees, effectiveness of committee meetings, etc. The above criteria are based on the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India.

In a separate meeting of independent directors held on 29th March 2023 performance of non-independent directors, the board as a whole and the Chairman of the Company was evaluated, considering the views of executive directors and non-executive directors. Performance evaluation of independent directors was done by the entire Board, excluding the independent director being evaluated.

The Board and the Nomination and Remuneration Committee reviewed the performance of individual directors on the basis of criteria such as the contribution of the individual director to the board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc.

The details of the evaluation process are set out in the Corporate Governance Report, which forms a part of this Annual Report.

NUMBER OF MEETINGS OF THE BOARD

The Board met 5 (Five) times in the financial year 2022-23. The details of the Board Meetings are given in the Corporate Governance Report. The gap between two meetings did not exceed one hundred and twenty days as provided under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

INDEPENDENT DIRECTOR'S MEETING

The Independent Directors met on 29th March, 2023, without the attendance of Non-Independent Directors and members of the management. The Independent Directors reviewed the performance of Non-Independent Directors, the Committees and the Board as a whole along with the performance of the Chairman of the Company, taking into account the views of Executive Directors and Non-Executive Directors and assessed the quality, quantity and timeliness of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

AUDIT COMMITTEE

The Audit Committee comprises of below mentioned directors as on 31st March 2023:

Name of the Member	Category
Mr. Venkata Appala Narasimha Raju Kalidindi	Non-Executive-Independent Director, Chairperson
Mr. Saibaba Karuturi	Independent Director
Ms. Vuppuluri Sreedevi	Executive Director

There are no recommendations of the audit committee which have not been accepted by the board during the year under review.

Details of terms of reference of Audit Committee and meetings of Audit Committee held during the year under review have been given in Corporate Governance Report.

The details pertaining to the composition and attendance of the audit committee are included in the Corporate Governance Report, which is a part of this report.

NOMINATION AND REMUNERATION POLICY

The Board on the recommendation of the Nomination & Remuneration Committee, framed a policy for selection and appointment of Director(s), Senior Management Personnel and their remuneration.

The composition of the Nomination & Remuneration Committee was in compliance with the requirements of the provisions of Section 178 of the Companies Act, 2013 and of Regulation 19 of the SEBI (LODR) Regulations, 2015 except as mentioned in corporate governance report of the Company.

The Nomination & Remuneration Committee comprises of below mentioned directors as on 31st March 2023:

Name of the Member	Category
Mr. Saibaba Karuturi	Non-Executive-Independent Director, Chairperson
Mr. Venkata Appala Narasimha Raju Kalidindi	Non-Executive-Independent Director, Member
Mr. Jagannatha Prasad Malireddy	Non-Executive Director, Member

DECLARATION BY INDEPENDENT DIRECTORS AND STATEMENT ON COMPLIANCE OF CODE OF CONDUCT

Pursuant to the provisions of Section 149 of the Act, the independent directors have submitted declarations that eachof them meet the criteria of independence as provided in Section 149(6) of the Act along with Rules framed thereunderand Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"). There has been no change in the circumstances affecting their status as independent directors of the Company.

None of the Independent Non-Executive Directors held any equity shares of your Company during the financial year ended 31st March, 2023. None of the Directors had any relationships *inter se*.

The independent directors have also confirmed that they have complied with Schedule IV of the Act and the Company's Code of Conduct.

In terms of Regulations 25(8) of the Listing Regulations, the Independent Directors have confirmed that they are not aware of any circumstance or situation, which exists or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgement and without any external influence.

Your Company has in place, a Code of Conduct for the Board of Directors and Senior Management Personnel, which reflects the legal and ethical values to which your Company is strongly committed. The Directors and Senior Management Personnel of your Company have complied with the code as mentioned hereinabove.

FAMILIARISATION PROGRAMME

These Programs aim to provide insights into the Company to enable the Independent Directors to understand its business in depth and contribute significantly to the Company. The details of program for familiarisation of Independent Directors with the Company are available on the Company's website at www.xtglobal.com.

The Board members are also regularly updated on changes in Corporate and Allied laws, Taxation laws and related matters through presentations and updates made by the respective functional leaders. MD & WTD along with Senior leadership conducts quarterly sessions with board members sharing updates about the Company's business strategy, operations, and the key trends in the IT industry relevant for the Company. These updates help the board members to abreast themselves with the key changes and their impact on the Company.

BOARD POLICIES

The details of various policies approved and adopted by the Board as required under the Companies Act, 2013 and SEBI Listing Regulations are updated on the website of the Company and can be accessed at https://xtglobal.com/investors/corporate-governance-and-policies/ .

EMPLOYEE STOCK BENEFIT SCHEME

Pursuant to the approval accorded by members at their Annual General Meeting held on 30th September 2020, the Nomination & Remuneration Committee of the Company formulated an employee benefit scheme "XTGlobal Infotech Limited Employees Stock Benefit Scheme – 2020" ("Scheme") in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014. The Scheme ESBS is applicable to all permanent and full time employees of the Company and its Subsidiary Company whether working in India or out of India, and to the Directors whether a Whole time Director or not but, excluding Independent Director, Non-Executive Directors of the Company and its Subsidiary Company(ies) and also excluding Promoter or a person belonging to the Promoter Group; or a Director who either himself or through his Relative or through any Body Corporate, directly or indirectly, holds more than ten percent of the outstanding Equity Shares of the Company.

The eligibility of employees to receive grants under the Scheme has to be decided by the Nomination & Remuneration Committee (NRC) from time to time at its sole discretion.

Vesting of the Options/RSUs shall take place in the manner determined by NRC at the time of grant and such other conditions as provided under the Scheme.

The Exercise Price of each grant is determined by the NRC based on the market price at the time of Grant.

A. Disclosure as per Indian Accounting Standard 102 Share Based Payment issues by ICAI

1. The Company has 'Nil' Share Based Payment arrangements during the year ended 31st March, 2023.
2. The estimated fair value of each stock option granted in the general employee stock benefit scheme is ₹ 1/-.
3. Expenses arising from employee stock benefit scheme is 'Nil' for the reporting period.

B. Diluted EPS on issue of shares pursuant to all the schemes covered under the regulations shall be disclosed in accordance with 'Accounting Standard 20 - Earnings Per Share' issued by ICAI or any other relevant accounting standards as prescribed from time to time – No ESOP's issued during the period therefore there are no potentialequity shares. Thus, basic EPS and Diluted EPS are same.

C. Details related to Scheme

1. A description of each ESOS that existed at any time during the year, including the general terms andconditions of each ESOS

   i. Date of shareholders' approval – 30th September, 2020

   ii. Total number of Options/RSUs approved under the Scheme –

   Restricted Stock Units ("RSUs") – 20,00,000 (Twenty Lakhs)

   Employee Stock Options ("Options") – 30,00,000 (Thirty Lakhs)

   iii. Vesting requirements - Vesting period for both options and RSUs shall commence after minimum period of 1 (One) year from the grant date and it may extend upto maximum of Four (4) years from the grant date. The Actual vesting may further be linked with the eligibility criteria, as determined by the Nomination & Remuneration Committee in accordance with the Scheme.

   iv. Exercise price or pricing formula –

   For options: The exercise price shall be based on the Market Price of the Company.

   For RSUs: The exercise price shall be the face value of the Equity Shares of the Company presentlybeing Re. 1/.

   v. Maximum term of options granted - The Options and/or RSUs granted under the Scheme shall vest within a maximum period of Four (4) years from the grant date.

   vi. Source of shares (primary, secondary or combination) – Primary

   vii. Variation in terms of options - Not Applicable

2. Method used to account for ESBS – Fair Value
3. Where the company opts for expensing of the options using the intrinsic value of the options, the difference between the employee compensation cost so computed and the employee compensation costthat shall have been recognized if it had used the fair value of the options shall be disclosed. The impact of this difference on profits and on EPS of the company shall also be disclosed – Not Applicable, as the Company is using Fair Value Method.
4. Option movement during the year:

Particulars	Details
Number of options outstanding at the beginning of the period	50,00,000 (30,00,000 Options & 20,00,000 RSUs)
Number of options granted during the year	NIL
Number of options forfeited / lapsed during the year	NIL
Number of options vested during the year	NIL
Number of options exercised during the year	NIL

Number of shares arising as a result of exercise of options	NIL
Money realized by exercise of options (INR), if scheme is implemented directly by the company	NIL
Loan repaid by the Trust during the year from exercise price received	NIL
Number of options outstanding at the end of the year	50,00,000 (30,00,000 Options & 20,00,000 RSUs)
Number of options exercisable at the end of the year	-

5. Weighted-average exercise prices: Exercise of options was not executed during the year under review. weighted-average fair values: Nil
6. Employee wise details (name of employee, designation, number of options granted during the year, exercise price) of options granted to
a. Senior managerial personnel.
b. Any other employee who receives a grant in any one year of option amounting to 5% or more of option granted during that year; and
c. Identified employees who were granted options, during any one year, equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of grant.
Board has delegated its power to NRC to decide criteria for selection of Employees, however, during the year under review, NRC has not granted any Options/RSU under the Scheme.
7. A description of the method and significant assumptions used during the year to estimate the fair value of options – During the year fair value was not calculated for the purpose of grant of ESBS as no option/RSU was granted in the FY 2022-23.

Scheme Compliance status

XTGlobal Infotech Limited Employees Stock Benefit Scheme – 2020 is in compliance with Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021and the Companies Act, 2013. The Company has received a certificate from the Statutory Auditors of the Company certifying that ESBS- 2020 is being implemented inaccordance with the SEBI Regulations and is in accordance with the resolution passed by the Members of the Company at the Annual General Meeting.

Administration of the Scheme

The Nomination & Remuneration Committee of the Board administers the Employee Stock Benefit Schemes as formulated by the Company.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013 the Board of Directors of your Company, to the best of their knowledge, belief and ability and explanations obtained by them, confirm that:

a) in the preparation of the annual financial statements, for the financial year ended 31st March 2023, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;
b) the accounting policies had been selected and applied consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the financial year ended 31st March 2023 and of the profit of the Company for that period;
c) proper and sufficient care had been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
d) the annual accounts had been prepared on a going concern basis;
e) internal financial controls, to be followed by the Company, had been laid down and these controls are adequate and were operating effectively; and
f) the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

RELATED PARTY TRANSACTIONS

All related party transactions that were entered with your Company, during the financial year were on arm's length basis and were in the ordinary course of the business and in accordance with the provisions of the Act and the rules made thereunder, the SEBI Listing Regulations and your Company's Policy on Related Party Transactions.

All Related Party Transactions were placed before the Audit Committee and the Board of Directors, pursuant to applicable provisions of SEBI (LODR) Regulations, 2015 & Companies Act, 2013. Prior omnibus approval of the Audit Committee has been obtained for the transactions which were repetitive in nature. The transactions entered pursuant to the omnibus approval so granted are audited and a statement giving details of all related party transactions is placed before the Audit Committee and the Board of Directors. The policy on Related Party Transactions as approved by the Board, is available at the Company's website.

No Contract or Agreement was executed between the Company and any of the Related Party which was not at arms-length price during the period under review.

The particulars of related party transactions in prescribed Form AOC - 2 are attached as "**Annexure-A**."

CORPORATE SOCIAL RESPONSIBILITY

XTGlobal's CSR initiatives and activities are aligned to the requirements of Section 135 of the Act. The brief details of the CSR Committee are provided in the Corporate Governance Report, which forms part of this Integrated Annual Report. The CSR Policy and CSR Plan is available on the website of your Company at: https://xtglobal.com/investors/corporate-governance-and-policies/

A brief outline of the CSR policy of the Company and the initiatives undertaken by the Company on CSR activities during the year are set out in **"Annexure E"** of this report in the format prescribed in the Companies (Corporate Social Responsibility Policy) Rules, 2014.

Further, the Chief Financial Officer of your Company has certified that CSR spends of your Company for the FY 2022-23 have been utilized for the purpose and in the manner approved by the Board.

RISK MANAGEMENT

The Company has developed and implemented a risk management policy which identifies major risks which may threaten the existence of the Company. The same has also been adopted by your Board and is also subject to its review from time to time. Risk mitigation process and measures have been also formulated and clearly spelled out inthe said policy. Formulation of Risk Committee is not applicable on the Company as per the applicable provisions.

The elements of risk as identified for the Company with impact and mitigation strategy are set out in the Management Discussion and Analysis Report.

AUDITORS

a) Statutory Auditors:

The members, at Thirty Third Annual General Meeting of the Company held on 29th September, 2021 had accorded their approval pursuant to provisions of Sections 139 and other applicable provisions of the Companies Act, 2013 and Rules made there under to appoint M/s. C. Ramachandram & Co., Chartered Accountants (Registration No. 002864S) as the Statutory Auditor of the Company for a period of five years from the conclusion of 33rd AGM till the conclusion of 38th Annual General Meeting on such remuneration as may be determined by the Board of Directors.

The Statutory Auditors have confirmed that they satisfy the criteria of independence, as required under the provisions of the Companies Act, 2013.

There is no qualification, reservation or adverse remark or disclaimer in the Auditors' Report notes to the accounts are self-explanatory, needs no further clarification or explanation.

There are no frauds on or by your Company, which are required to be reported by the Statutory Auditors of your Company.

Representative of the Statutory Auditors of your Company attended the previous AGM of your Company held on 23rd September, 2022.

b) Secretarial Auditor:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of SEBI Listing Regulations, M/s. VCSR & Associates, Practicing Company Secretaries were appointed as Secretarial Auditor on 13th August, 2022, to undertake the secretarial audit of your Company for FY23.

The report of the Secretarial Auditor, in the prescribed Form MR-3 is annexed to this report as "**Annexure-B**".

The Secretarial Auditors' Report for FY23 does not contain any qualification, reservation or adverse remark in the form

MR-3 which is annexed to this report.

c) Internal Auditor:

Pursuant to provisions of Section 138 read with Rule 13 of the Companies (Accounts) Rules, 2014 and Section 179 read with Rule 8(4) of the Companies (Meetings of Board and its Powers) Rules, 2014 the Company has appointed M/s. T Mohan & Associates (Formerly M/s Lakshmi & Associates), Chartered Accountants, Hyderabad as Internal Auditors for the Financial Year 2022-23.

Summary of Significant Audit Observations along with recommendations and its implementations are reviewed by the Audit Committee and concerns, if any, are reported to Board. There were no adverse remarks or qualifications on accounts of the Company from the Internal Auditor.

INTEGRATED REPORT

The Company has voluntarily provided the Integrated Report, which encompasses both financial and non-financial information to enable the Members to take well informed decisions and have a better understanding of the Company's long-term perspective. The Report also touches upon aspects such as organisation's strategy, governance framework, performance and prospects of value creation based on the five forms of capital viz. financial capital, intellectual capital, human capital, social capital and natural capital.

ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

a) Conservation of Energy, Technology Absorption

The Company is committed towards conservation of energy and climate action towards Environmental Sustainability. The details as required under the provisions of Section 134(3) (m) of the Companies Act, 2013 in respect of conservation of energy and technology absorption the Company continues to adopt and use the latest technologies to improve the productivity and quality of its services and products. The Company's operations do not require significant import of technology. Your Company has also taken steps for conversation of Energy at theOffice.

Initiatives in new premises of vizag office infrastructure included higher energy efficiencies in heating, ventilation, and air conditioning (HVAC) systems, uninterruptible power supply, use of LEDs

b) Foreign Exchange earnings and Outgo

Earning: Rs. 6492.76 Lakhs Outgo: Rs 854.22 Lakhs

ANNUAL RETURN

Pursuant to the requirement under Section 92(3) read with Section 134(3)(a) of the Companies Act, 2013, the Annual return as on 31st March, 2023 is available on Company's website and the copy of the annual return can be accessed at https://xtglobal.com/investors/shareholders-information/ .

INTERNAL FINANCIAL CONTROL

The Company has internal financial controls which are adequate and operate effectively. The controls are adequate for ensuring the orderly & efficient conduct of the business, including adherence to the Company's policies,the safeguarding of assets, the prevention & detection of frauds & errors, the accuracy & completeness of accountingrecords and timely preparation of reliable financial information.

The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weakness, inefficiency or inadequacy in the design or operation was observed.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

During the reporting period, no loans, investments, guarantees, and security were executed by the Company in respect of provisions of section 185 of the Companies Act, 2013. Details of loans, guarantees and investments covered under the provisions of Section 186 of the Companies Act, 2013 are as set out in the notes to the accompanying financial statements of your Company.

SUBSIDIARY & ASSOCIATE COMPANY & JOINT VENTURES

Your Company has one foreign subsidiaries i.e. XTGlobal Inc. (USA) wholly owned subsidiary. Along with that XTGlobal is having one associate company i.e. Network Objects Inc. with a 44.33% of holding. During the financial year, your Board of Directors had reviewed the affairs of the subsidiaries. The consolidated financial statements of your Company are prepared in accordance with Section 129(3) of the Companies Act, 2013; and forms part of this Annual Report.

Pursuant to the provisions of Section 129(3) of the Act, a statement containing the salient features of financial statements of the Company's subsidiaries in Form AOC-1 is attached to the financial statements of the Company.

Pursuant to the provisions of Section 136 of the Act, the financial statements of the Company, consolidatedfinancial statements along with relevant documents and separate audited financial statements in respect of subsidiaries, are available on the website of the Company www.xtglobal.com.

Further, the Company does not have any joint venture during the year or at any time after the closure of the year and till the date of the report.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has adopted policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's Policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of accounting records, and the timely preparation of financial disclosures.

The Company has an internal Control System commensurate with the size, scale and complexity of its operations. These are routinely tested and certified by Statutory as well as Internal Auditor. Significant audit observations and corrective action are reported to the Audit Committee.

The concerned executives monitor and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company. Based onthe report of internal audit function, process owners undertake corrective action in their respective areas and thereby strengthen the controls. Significant audit observations and corrective actions thereon are presented to the Audit Committee.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

Pursuant to Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 read with Section 177(10) of the Companies Act, 2013 ("Act") and Regulations 22 of the Listing Regulations your Company has adopted a Vigil Mechanism Framework ("Framework"), under your Company has formulated a mechanism called "Vigil Mechanism/ Whistle Blower Policy" for directors and employees to report to the management instances of unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct and provided a framework to protect employees wishing to raise a concern about serious irregularities within the Company.

The policy permits all the directors and employees to report their concerns to the Competent Authority, Chairman /Managing Director of the Company and if the Whistle Blower believes that there is a conflict of interest between the Competent Authority and the Whistle Blower, he/she may send his/her protected disclosure directly tothe Chairman of the Audit Committee.

The policy with the designation and address of the Competent Authority, Chairman/Managing Director of the Company and Chairman of the Audit Committee has been communicated to the employees by uploading the same on the website of the Company.

The Whistle Blower Policy is made available on the website of the Company.

PREVENTION OF SEXUAL HARASSMENT POLICY

Your Company laid down Prevention of Sexual Harassment policy and it is made available on the website of the Company. The Company has zero tolerance on Sexual Harassment at workplace. During the year under review there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. Company has duly constituted Internal Complaints Committee for redressal of sexual harassment matters under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The said Policy is uploaded on the website of the Company at: https://xtglobal.com/investors/corporate-governance-and-policies/

Internal Complaints Committee:

S.No.	Name	Designation	Position Held
A. Hyderabad - Telangana			
1.	Venkata Nimeesha Posa	Deputy General Manager	Presiding Officer
2.	Shalini Gangadhari	Senior HR Generalist (DS)	Member
3.	Rashmika Thungaturthi	Junior Recruiter (NS)	Member
4.	Pavan Kumar Challa	Deputy General Manager	Member
5.	Sudhir Bhagwanrao Bhilar	Deputy General Manager	Member
6.	Prahlad B Reddy	3rd Party Member	Member
B .Vizag - Andhra Pradesh			
1.	Jyothi Ramya Kunche	Team Lead	Presiding Officer
2.	Subbarao Vantipalli	GM Payroll & Admin	Member
3.	Prathima Santhoshi Matha	Team Lead (BPO)	Member
4.	Ramesh Kolukulapalli	Asst. Manager Operations	Member
5.	Yamuna Konda	Senior Process Associate	Member
6.	Veera Raju Modili	3rd Party Member	Member

All employees (permanent, contractual, temporary and trainees) are covered under this policy.

Following are the details of the complaints received by your Company during FY 2022-23:

S. No.	Particulars	Number of cases
1.	No. of complaints received	0
2.	No. of complaints disposed of	0
3.	No. of cases pending for more than 90 days	0

DEPOSITS FROM PUBLIC

The Company has not accepted any deposits from public and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet. There were no outstanding deposits within the meaning of Section 73 and 74 of the Act read with rules made thereunder at the end of the FY 2022-23.

Since the Company has not accepted any deposits during the Financial Year ended March 31, 2023, there are no instances of non-compliance with the requirement of the Act.

INSURANCE

Your Company's Assets have been adequately insured.

CORPORATE GOVERNANCE

Your Company is committed to good corporate governance practices. The Corporate Governance Report as stipulated by SEBI Listing Regulations, forms part of this Integrated Annual Report along with the required certificate from a Practicing Company Secretary regarding compliance of the conditions of Corporate Governance as stipulated. Your Company has been particular in implementing and complying with the norms of Corporate Governance and complying all the mandatory requirements as specified in Regulations 17 to 27, clause (b) to (i) of sub-regulation (2)of Regulation 46 and paragraph C, D and E of Schedule V of the SEBI (LODR) Regulations, 2015. A detailed report on Corporate Governance covering among others composition, details of meetings of the Board and Committees along with a certificate for compliance with the conditions of Corporate Governance in accordance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is attached separately to this Report as **Annexure - D.**

POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION

The Nomination & Remuneration Committee of the Company formulates the criteria for determining the qualifications, positive attributes and independence of Directors in terms of its charter. In evaluating the suitability ofindividual Board members, the Committee takes into account factors such as educational and professional background, general understanding of the Company's business dynamics, standing in the profession, personal and professional ethics, integrity and values, willingness to devote sufficient time and energy in carrying out their dutiesand responsibilities effectively.

The Committee also assesses the independence of Directors at the time of their appointment / re-appointment as per the criteria prescribed under the provisions of the Act and the rules made thereunder and the Listing Regulations.

The Remuneration Policy for Directors, Key Managerial Personnel and other employees is provided in the Corporate Governance Report forming part of this Report.

PARTICULARS OF EMPLOYEES AND MANAGERIAL REMUNERATION

In terms of the provisions of Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below:

a. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:

Particulars	Ratio to Median Remuneration
Non-Executive Directors*	-
Executive directors	3.47

*No remuneration other than sitting fee is paid to Non-executive Independent Director of the company.

b. The percentage increase in remuneration of each director, chief executive officer, chief financial officer, company secretary in the financial year:

Designation	% Increase in Remuneration in the Financial Year
Directors	No remuneration other than sitting fee is paid to Non-executive Independent Director of the company
Chief Executive Officer	The company has not appointed Chief Executive Officer during the financial year
Chief Financial Officer	There is a change of around 24% in the Remuneration of the Chief Financial Officer from the last year
Company Secretary	There is a change of around 15% in the Remuneration from the last year

c. The percentage increase in the median remuneration of employees in the financial year 2022-23: 0.88 times

d. The number of permanent employees on the rolls of Company (As on 31st March, 2023): 540 Employees (Male - 333 & Female - 207)

e. Average percentage increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: The average annual increase was around 26.7% for personnel other than managerial personnel. No managerial remuneration was paid for the financial year 2022-23 except remuneration paid to Mrs. Vuppuluri Sreedevi.

f. Affirmation that the remuneration is as per the remuneration policy of the Company.

g. The Company affirms that the remuneration is as per the remuneration policy of the Company. There are no employees drawing remuneration in excess of the limits set out in the Rule 5 (2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

h. There are no employees drawing remuneration in excess of the limits set out in the Rule 5 (2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

i. If employed throughout the financial year or part thereof, was in receipt of remuneration in that year which, in the aggregate or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the managing director or whole-time director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the Company- None

OBSERVANCE OF THE SECRETARIAL STANDARDS ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA

Your Company is in compliance with the applicable Secretarial Standards, issued by the Institute of Company Secretaries of India and approved by the Central Government under Section 118(10) of the Act.

The Company has devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards issued by the Institute of Company Secretaries of India and that such systems are adequate and operating effectively.

MATERIAL CHANGES AND COMMITMENTS

There were no material changes and commitments affecting the financial position of your Company between the end of FY 2022-23 and the date of this report, which could have an impact on your Company's operation in the future or its status as a "Going Concern".

No significant and material order has been passed by the regulators, courts, tribunals impacting the going concern status from April 2022 to March, 2023.

HUMAN RESOURCE DEVELOPMENT

Your company continues to enjoy cordial relationship with its personnel at all levels and focusing on attracting and retaining competent personnel and providing a holistic environment where they get opportunities to grow and realize their full potential. Your company is committed to providing all its employees with a healthy and safe work environment; therefore, Company has provided work from home facility to its maximum employees to prevent employees and their families from Covid attach.

Your company is organizing training programs wherever required for the employees concerned to improve their skill. Employees are also encouraged to participate in the webinars organized by the external agencies related to the areas of their operations.

MAINTAINANCE OF COST RECORDS

The Central Government has not prescribed the maintenance of cost records under sub-section (1) of section 148 of the Act, and accordingly, such cost accounts and records are not maintained by the Company.

INSIDER TRADING REGULATIONS

Your Company is compliant Pursuant to the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015 (as amended from time to time), the Company has formulated a Code of Conduct on Prohibition of Insider Trading ('Insider Trading Code'). The Insider Trading Policy of the Company lays down guidelines and procedures to be followed, and disclosures to be made while dealing with shares of the Company, as well as the consequences of violation. The policy has been formulated to regulate, monitor and ensure reporting of deals by employees and to maintain the highest ethical standards of dealing in Company securities.

CFO CERTIFICATION

As required under Regulation 17(8) of the SEBI Listing Regulations, the CFO of your Company have certified the accuracy of the Financial Statements, the Cash Flow Statement and adequacy of Internal Control Systems for financial reporting for the financial year ended 31st March, 2023. Their Certificate is annexed to this Directors' Report.

GENERAL DISCLOSURE

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

a. Issue of equity shares with differential rights as to dividend, voting or otherwise.
b. Issue of Shares (Including ESOP) to employees of your Company under any scheme.
c. Significant or material orders passed by the Regulators or Courts or Tribunals which impact the going concern status and your Company's operation in future.
d. Change in the nature of business of your Company.
e. No application was made or any proceeding is pending under the Insolvency and Bankruptcy Code, 2016.
f. One time settlement of loan obtained from the Banks or Financial Institutions.
g. Revision of financial statements and Directors' Report of your Company

ACKNOWLEDGEMENT

The Board of Directors take this opportunity to express their gratitude to the Central Government, State Government and Local Authorities, Financial Institutions, Banks, Customers, Dealers, Vendors and all the stakeholders for their continued cooperation and support to your Company.

The Board of Directors wishes to express its appreciation to all the employees of the Company for their contributionto the operations of the Company.

The Directors appreciate and value the contribution made by every member of the XTGlobal Family. The Board specially thank to the shareholders for their continued confidence and faith in the Company.

For and on behalf of
Board of Directors of XTGlobal Infotech Limited

Place: Hyderabad
Date: 05th September, 2023

SD/-
K V A. Narasimha Raju
Director
DIN: 08835460

SD/-
Vuppuluri Sreedevi
Whole-time Director
DIN: 02448540

Annexure – A to Board's Report

FORM AOC-2

[Pursuant to clause (h) of sub – section (3) of Section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014]

Form for disclosure of particulars of contracts/ arrangements entered into by the Company with related partiesreferred to in sub – section (1) of Section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso.

1. **Details of contracts or arrangements or transactions not at arm's length basis:**
   There were no contracts / arrangements / transactions entered into during the Financial year ended 31st March 2023, which were not at arm's length basis.

2. **Details of material contracts or arrangements or transactions at arm's length basis: -**
   The details of material contracts or arrangement or transactions at arm's length basis for the year ended 31stMarch 2023 are as follows:

Name of Related Party	Nature of Relationship	Nature of Transaction	Duration of Transaction	Salient Terms	Value of Transaction/ Agreement Value (Amount in Rs.)	Date(s) of Approval by the Board, if Any
XTGlobal Inc. US	Subsidiary entity	Sale of IT and IT consulting services	FY 2022-23	Software services	Rs. 64.92 crores	13th August, 2022
Network Objects Inc. US	Associate Entity	Sale of IT and IT consulting services	FY 2022-23	Software services	Rs 61.86 Lakhs	13th August, 2022

For and on behalf of
Board of Directors of XTGlobal Infotech Limited

Place: Hyderabad
Date: 05th September, 2023

SD/-
K V A. Narasimha Raju
Director
DIN: 08835460

SD/-
Vuppuluri Sreedevi
Whole-time Director
DIN: 02448540

Annexure – B to Board's Report

MR-3 SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31.03.2023

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

To
The Members,
M/s. XTGLOBAL INFOTECH LIMITED,
(C1N: L72200TG1986PLC006644)

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. XTGLOBAL INFOTECH LIMITED (CIN: L72200TG1986PLC006644),** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the **M/s. XTGLOBAL INFOTECH LIMITED** books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit. We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31/03/2023 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by M/s. XTGLOBAL INFOTECH LIMITED ("the Company") for the financial year ended on 31/03/2023 according to the provisions of:

I. The Companies Act, 2013 (the Act) and the rules made there under;
II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there
III. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
IV. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial borrowings;
V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act"):-
   a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
   b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
   c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
   d. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; Not applicable to the Company During the reporting period;
   e. Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 Not applicable to the Company During the audit period
   f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
   g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; Not applicable to the Company During the audit period
   h. The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; Not applicable to the Company During the audit period.

i. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

vi. Other Laws applicable to the Company

Other Laws applicable specifically to the Company namely:

1. Information Technology Act, 2005 and the Rules made there under,
2. Software Technology Parks of India Rules made there under,
3. The Special Economic Zones Act, 2005
4. The Trade Marks Act, 1999,

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

I. Secretarial Standards issued by The Institute of Company Secretaries of India
II. The Listing Agreement entered into by the Company with BSE Limited

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

We further report that

a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

b) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

c) Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

We further report that during the period under audit, no specific events/actions, having a major bearing on the Company's affairs, took place in pursuance of the above referred laws, rules, regulations and standards.

Place: Hyderabad
Date: 05th September, 2023

For **VCSR & Associates**
Company Secretaries

Sd/-
Ch. Veeranjaneyulu
Partner
CP No. 6392
UDIN: F006121E000935161

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

Annexure of Secretarial Audit Report

ANNEXURE – A

To,

The Members,

M/S XTGLOBAL INFOTECH LIMITED,

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

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

Place: Hyderabad
Date: 05th September, 2023

For **VCSR & Associates**
Company Secretaries

Sd/-
Ch. Veeranjaneyulu
Partner
CP No. 6392
UDIN: F006121E000935161

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI

(Listing Obligations and Disclosure Requirements) Regulations, 2015)

To
The Members
XTGlobal Infotech Limited
Hyderabad.

We, M/s. VCSR & Associates, Company Secretaries have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **M/s. XTGlobal Infotech Limited** having (CIN: L72200TG1986PLC006644) and having its registered office at Plot No. 31P & 32, 3rd Floor, Tower A, Ramky Selenium, Nanakramguda, Hyderabad, TG - 500032 IN (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2023 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, orany such other Statutory Authority.

S. No.	Name of the Director	DIN	Designation
1.	Vuppuluri Sreedevi	02448540	Whole-time Director
2.	Mullapudi Atchuta Rama Rao	02302179	Managing Director
3.	Jagannatha Prasad Malireddy	08835457	Director
4.	Venkata Appala Narasimha Raju Kalidindi	08835460	Independent Director
5.	Saibaba Karuturi	08945305	Independent Director
6.	Srinivasa Raju Kosuri	05186948	Director
7.	Srinivasa Pendyala	09340407	Independent Director

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

For **VCSR & Associates**
Company Secretaries

Place: Hyderabad
Date: 05th September, 2023

Sd/-
Ch. Veeranjaneyulu
Partner
CP No. 6392
UDIN: F006121E000935302

Annexure – C to Board's Report

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

A. Industry Structure and Development

IT Business of most Indian Software Development companies can be classified into Onsite Consulting Services, Offshore Software Services, Product Sales and IT Enabled Services. While Onsite Consulting Services has witnessed a steady growth, Offshore Software business has experienced a significant change either through Dedicated Development Centers for overseas partners or Joint Ventures. We have a global presence, deep domain expertise. The product sales of Indian companies in the international markets has been miniscule, whileIT enabled services business has seen a strident growth from more than a decade.

The future direction clearly favors Offshore Software Services and IT-enabled Services.

XTGlobal Infotech Limited is a Public Listed Company, incorporated and domiciled in India and has its Registered Office at Hyderabad, Telangana, India. It has a primary listing on BSE Limited (BSE).

B. Opportunities

a. Offshore Software Maintenance and Enhancements

b. IT Enabled Services/BPO Operations

c. Increased IT spending within India

d. Technology Development

The Company has established adequate internal control systems and procedures both in financial and operational areas that are commensurate with the size and nature of the business of the Company. The constitution of Audit Committee with independent non–executive Directors is instrumental in ensuring mainly the following:

- Oversight of Company's financial reporting process and the disclosures of its financial information to ensure that the financial statements are correct, sufficient and credible.
- Reviewing with management the annual financial statements before submission to the Board, focusing primarily on any changes in accounting policies, compliances with accounting standards etc.
- Discussion with the senior management to ensure adherence to the internal Control systems and processes.
- To ensure that appropriate controls are established and are effective throughout every software development project and conforming to Software Engineering Practices.

C. Threats, Risks and Concerns

1. Competition from countries like China and European Countries in the medium to long term.
2. Large international companies establishing their own subsidiaries instead of depending on Indian Companies.
3. Countries like USA bringing in legislation regarding VISA and work permits discourage hiring of resources from other countries.
4. Impact of COVID Pandemic

In spite of certain negative factors in the international markets, company believes that there are enough global opportunities to be tapped. Countries like China will take a few more years before they can provide wide ranging Software Services of high quality. Company intends to concentrate on Offshore opportunities in Software Maintenance and IT enabled services space as well as computer education and training in the coming few years.

D. Outlook

The management is planning to make reasonable business in the areas of Offshore IT consulting put more marketing efforts to secure Business. The company is looking for strategic business acquisitions to enhance business opportunities and to gain operational synergy. The company is making endeavours to improve the financial strength of the company by raising funds through issue of Equity shares on preferential basis. The company is also striving hard to secure business opportunities in domestic market, USA and Middle East. To achieve this objective, the company hired marketing experts. The company was not able to raise finances due tothe losses incurred by the company over the past few years, which have reduced the company to negative net worth. Your directors are contemplating various measures for improving the strength of the balance sheet and toenable the company to raise investment and other form of funding.

E. Risk and Concerns

The changing situation in USA and Europe may lead to more restrictions on offshore projects and stringent norms for Onsite Consulting services.

F. Strategy

XTGlobal has successfully navigated through multiple technology cycles over the last few years, pivoting and adapting each time to build relevant new capabilities through organic talent development and helping our clients realize the benefits of emerging technologies.

Our responsiveness, agility and adaptability to change have been core to our longevity.

Customer-centricity is at the core of XTGlobal' strategy, organization structure and investment decisions. The philosophy has been to expand and deepen customer engagements by continually looking for new areas in the customer's business where we can add value, proactively invest in building newer capabilities, and launch new offerings to participate in those opportunities.

G. Internal control system and their adequacy

The Company has established adequate internal control systems and procedures both in financial and operational areas that are commensurate with the size and nature of the business of the Company. The constitution of Audit Committee with independent non–executive Directors is instrumental in ensuring mainly the following:

1. Oversight of Company's financial reporting process and the disclosures of its financial information to ensure that the financial statements are correct, sufficient and credible.
2. Reviewing with management the annual financial statements before submission to the Board, focusing primarily on any changes in accounting policies, compliances with accounting standards etc.
3. Discussion with the senior management to ensure adherence to the internal Control systems and processes.
4. To ensure that appropriate controls are established and are effective throughout every software development project and conforming to Software Engineering Practices.

H. Discussion on financial performance with respect to operational performance

Financial statements are prepared under the Historical Cost Convention in accordance with the Indian Generally Accepted Accounting Principles and the provisions of the Companies Act, 2013.

The current scenario in the company is one wherein dynamic changes are the name of the game. There is a constant monitoring and improvement of systems and operations in the company. Appropriate actions both internally and externally are initiated to improve the prospects. Turnaround Management is initiated to revive thecompany's fortune by pulling together all the available resources for materializing all the available opportunities.

As indicated in the below table, XTGlobal has made an impressive turnaround in the year ended March, 2023, making a profit of Rs 835 Lakhs. This indicates a new beginning that involved a planned strategy of taking inmore resources and working on financially viable projects during the year as well as strategizing on opportunitiesand investments with a focus on revenues.

The financial performance of the company over the years are as under:

Sl. No.	Financial Year	Profit/Loss (Rs. In Lacs)	Sl. No.	Financial Year	Profit/Loss (Rs. In Lacs)
1	Year ending March 2014	-25.16	6	Year ending March 2019	2.87
2	Year ending March 2015	-25.82	7	Year ending March 2020	230.63
3	Year ending March 2016	-48.23	8	Year ending March 2021	315.3
4	Year ending March 2017	-20.13	9	Year ending March 2022	667.19
5	Year ending March 2018	-31.63	10	Year ending March 2023	835.67

I. Material development in human resources/Industrial relations front, including number of people employed.

Human Resource Development is a key area for growth and smooth functioning of any organization. The management recognized two major areas, which will lead to achieve this goal, namely, creating good working environment and imparting continuous training in latest technologies. Continuous up gradation of skills plays a key role in employee's retention and job satisfaction and company has taken adequate measures in this regard.

The company has cordial relations with its employees and staff. Efforts of the company are well recognized in India as well as abroad.

J. Key ratios*

S. No.	Ratio	FY 2022-23	FY 2021-22
1	Debtors turnover ratio	350.46	71.52
2	Inventory Turnover ratio	Not Applicable	Not Applicable
3	Interest coverage ratio	3.98	5.76
4	Current ratio	0.31	0.41
5	Debt equity ratio	0.13	0.18
6	Operating margin (%)	33.61%	32.13%
7	Net Profit margin (%)	12.63%	13.07%

*On standalone basis

Cautionary Statement

Statements in this management discussion and analysis describing the company's objectives, projections, estimates, expectations might be considered forward looking statements and actual results could differ materially from those expressed or implied. Factors which could make a significant difference to the Company's operationsinclude demand supply conditions, market prices, input component costs and availability, changes in Government regulations and tax laws besides other factors such as litigations, over which the Company may not have any control.

For and on behalf of
Board of Directors of XTGlobal Infotech Limited

Place: Hyderabad
Date: 05th September, 2023

SD/-	SD/-
K V A. Narasimha Raju	Vuppuluri Sreedevi
Director	Whole-time Director
DIN: 08835460	DIN: 02448540

CERTIFICATION BY WHOLETIME DIRECTOR

I, Vuppuluri Sreedevi, Whole-time Director of XTGlobal Infotech Limited (Formerly Frontier Informatics Limited), certify that:

1. I have reviewed the financial statements for the year and that to the best of our knowledge and belief:
   a. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.

2. These statements present a true and fair view of the state of affairs of the company and of the results of operations and cash flows. The financial statements have been prepared in conformity, in all material respects, with the existing generally accepted accounting principles including accounting standards, applicable laws and regulations. There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or volatile of the company's code of conduct.

3. I accept overall responsibility for establishing and monitoring the company's internal control system for financial reporting and evaluating its effectiveness. Internal audit function monitors the internal control system for financial reporting, which encompasses the examination and evaluation of the adequacy and effectiveness. Internal audit works with all levels of management and statutory auditors and report significant issues to the Audit Committee of the Board. The auditors and audit committee are appraised of significant deficiencies and material weaknesses in the internal control system and any corrective action taken or proposed to rectify these deficiencies.

4. I indicate to the auditors and to the audit committee:

   a) Significant changes in internal control over financial reporting during the year;
   b) Significant changes in accounting policies during the year;
   c) Instances of significant fraud of which we have become aware of and which involve management or other employees who have significant role in the company's internal control system over financial reporting. However, there was no such instance.

Place: Hyderabad
Date: 05th September, 2023

For XTGlobal Infotech Limited

Sd/-
Vuppuluri Sreedevi
Whole-time Director
DIN: 02448540

CERTIFICATE BY THE CFO OF THE COMPANY

To

The Board of Directors
XTGlobal Infotech Limited

Dear Sir/Madam,

As required under Regulation 17(8) of SEBI (LODR) Regulations, 2015 I state that:

1. I have reviewed the financial statements and the cash flow statement for the year ended 31st March 2023 andto the best of my knowledge and belief;
   a. These statements do not contain any materially untrue statement nor omit any material fact nor contain statements that might be misleading, and
   b. These statements present a true and fair view of the Company's affairs and are in compliance with the existing standards, applicable laws and regulations.

2. There are, to the best of my knowledge and belief, no transactions entered by the company during the year, which are fraudulent, illegal or violative of the company's code of conduct.

3. I accept responsibility for establishing and maintaining internal controls for financial reporting and evaluating its effectiveness, I have evaluated the effectiveness of the internal control systems of the company and I have disclosed to the auditors and the audit committee, and

4. That I have informed the auditors and the audit committee of:

   a. Significant changes in the internal control during the year;
   b. Significant changes in accounting policies during the year that the same have been disclosed in the notes to the financial statements; and
   c. Instances of Significant fraud of which we have become aware and the involvement of any employee having a significant role in the company's internal control system.

Yours Sincerely,

Place: Hyderabad
Date: 05th September, 2023

Sd/-

K. Raghuram
Chief Financial Officer

Annexure – D to Board's Report

REPORT ON CORPORATE GOVERNANCE

Report on Corporate Governance pursuant to Schedule V (C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 {hereinafter referred to as SEBI (LODR) Regulations, 2015}.

1. Company's Philosophy on Corporate Governance

Corporate Governance is the mechanism by which the values, principles, policies and procedures of Companies are manifested. Effective Corporate Governance is indispensable to resilient and vibrant capital markets and investor protection rests on this foundation. The core value of Corporate Governance lies in the principles of integrity, fairness, quality, transparency and accountability.

Effective corporate governance practices constitute the strong foundation on which successful commercial enterprises are built to last. The Company's philosophy on corporate governance oversees business strategies and ensures fiscal accountability, ethical corporate behavior and fairness to all stakeholders comprising employees, investors, customers, regulators, suppliers and the society at large.

The Company is committed to good Corporate Governance in order to enhance value of its all stakeholders. To achieve the objectives of good Corporate Governance, the Company follows the principles of transparency, disclosures, fairness, independent supervision, healthy competition, production of quality products and services, compliance with all relevant laws, rules and regulations and meeting social responsibility. It is believed that good Corporate Governance by the Company would protect and enhance the trust of shareholders, customers, suppliers, financiers, employees, government agencies and the society in the Company.

The Company has adopted a Code of Conduct for its employees, including the Managing Director and the Whole-time Directors. In addition, the Company has adopted a Code of Conduct for its non-executive directors which includes Code of Conduct for Independent Directors that suitably incorporates the duties of independent directors as laid down in the Companies Act, 2013 ("the Act").

The details of XTGlobal's board structure and the various committees that constitute the governance structure of the organization are covered in detail in this report.

The information provided in the Report on Corporate Governance for the purpose of uniformity is as on 31st March, 2023.

2. Board Composition and Category of Directors

The Board of Directors of the Company has combination of Executive and Non-Executive Directors. The Board had appointed an Independent Director as Chairman as required under Regulation 17(1)(b) of SEBI(LODR) Regulations, 2015. As on 31st March, 2023, the board consists of 7 (Seven) Directors, out of which 2 (Two) are Executive Directors, 3 (Three) are Independent Non- Executive Directors and 2 (Two) are Non- Executive Directors. None of the Directors on the Board is a member of more than 10 Committees and Chairman of more than 5 Committees, as specified in Regulation 26 of SEBI (LODR) Regulations, 2015, across all the Public Companies in which he/she is a director.

Board effectiveness is enhanced by setting a high standard in selecting the individuals with the with the right qualifications, expertise and experience, who can collectively serve the best interests of all stakeholders, maintain board and management accountability and drive corporate ethics, values and sustainability. Profiles of Board of Directors are available at https://xtglobal.com/board-of-directors/ .

The composition and Category of Directors along with changes during the year are as follows:

S. No.	Category	Name of Director	Changes during the year	Reasons
1	Promoter and Executive Director	Mr. Ramarao A Mullapudi, Managing Director	Appointed as Managing Director on 01.10.2019	-

2	Executive Director	Ms. Vuppuluri Sreedevi, WTD	Appointed on 18.04.2018 Re-appointed on 29.09.2021	-
3	Independent Directors	Mr. Srinivasa Pendyala Mr. Venkata Appala Narasimha Raju Kalidindi Mr. Saibaba Karuturi	Appointed on 29.09.2021 Regularised appointment on 23.09.2022 Appointed on 16.08.2020 Re-appointed on 29.09.2021 Appointed on 06.11.2020	-
4	Non-Executive Directors	Mr. Jagannatha Prasad Malireddy Mr. Srinivasa Raju Kosuri	Appointed on 16.08.2020 Appointed on 08.12.2020	-

*During the year, regularisation of Mr. Srinivas Pendyala was made on 23.09.2022

2.A Number of Board Meetings held during the Financial Year 2022-23:

The Board of Directors met 5 (Five) times during the Financial Year 2022-23 on 26th May 2022, 13th August 2022, 14th November 2022, 13th February 2023 and 29th March, 2023.

The gap between two meetings did not exceed one hundred and twenty days, proper notices were given and the proceedings were properly recorded and signed in the Minutes Books maintained for this purpose. The Company placed before the Board most of the information specified in Part A of Schedule II to the SEBI (LODR) Regulations, 2015 from time to time. The Board periodically reviews compliance reports of all laws applicable to the Company. The Company takes effective steps to rectify instances of non-compliance, if any.

2.B Attendance of Directors at Board Meetings and General Meetings

Attendance of Directors at the Meetings of Board of Directors held during the Financial Year 2022-23 and the last Annual General Meeting (AGM) held on 23rd September 2022, also the number of Directorships and Committee positions held by them in other public limited companies as on 31st March 2023 are given below:

Name and Category of Directors	Designation	No. of Board Meetings Attended During 2022-23	Whether Attended Last AGM	No of Equity Shares Held	No. of Committee Positions Held in Other Public Companies/Listed Companies	
					As Chairman	As Member
Mr. Ramarao A Mullapudi	Managing Director	5	Yes	7,83,42,049	-	-
Mrs. Vuppuluri Sreedevi	Whole time Director	5	Yes	30,000	-	-
Mr. Venkata Appala Narasimha Raju Kalidindi	Independent Director	5	Yes	-	-	-
Mr. Jagannatha Prasad Malireddy	Non-Executive Director	2	Yes	-	-	-
Mr. Saibaba Karuturi	Independent Director	4	Yes	-	-	-
Mr. Srinivasa Raju Kosuri	Non-Executive Director	2	Yes	1,20,00,764	-	-
Mr. Srinivasa Pendyala	Independent Director	4	NA	-	-	-

2.C Number of shares held by non-executive directors:

Mr. Srinivasa Raju Kosuri has acquired 1,20,00,764 Equity Shares through Preferential allotment on 29th December, 2021, other than him no other Non-Executive Directors is holding shares of the Company.

2.D The Board has identified the following skills/expertise/competencies fundamental for the effective functioning of the Company which are currently available with the Board:

Global Business	Understanding of diverse business environment, global dynamics across various geographical markets, industry verticals and regulatory jurisdictions.
Financial Management	Financial Management, capital allocation, resource utilization and assessing economic conditions
Strategy and Planning, Technology	Evaluate long term trends, strategic choices and experience in guiding and leading management teams to make decisions in uncertain environments. Anticipating technological trends, create new business models.
Governance	Experience in developing governance practices, serving the best interests of all stakeholders, maintaining board and management accountability, building long-term effective stakeholder engagements and driving corporate ethics and values.
Leadership	Leadership experience for understanding the needs of the organization, risk management systems and succession planning for the organization.

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

Name of the Directors	Global business	Financial Management	Strategy and Planning, Technology	Governance	Leadership
Mr. Ramarao Atchuta Mullapudi, MD	ü	ü	ü	ü	ü
Ms. Vuppuluri Sreedevi, WTD	-	ü	ü	ü	ü
Mr. Venkata Appala Narasimha Raju Kalidindi, ID	-	ü	ü	ü	ü
Mr. Jagannatha Prasad Malireddy, NED	-	-	ü	ü	ü
Mr. Saibaba Karuturi, ID		ü	ü	ü	ü
Mr. Srinivasa Raju Kosuri, NED	ü	ü	ü	-	ü
Mr. Srinivasa Pendyala, ID	ü	-	ü	ü	ü

*MD- Managing Director; WTD- Whole-time Director; ID – Independent Director; NED- Non-Executive Director

Code of Conduct

The Code of Conduct as adopted by the Board of Directors, is applicable to the Directors, both executive and non–executive and Senior Management team comprising of members of Management one level below the Executive Directors, including all functional heads.

2.E Independent Directors:

As per clause 7 of the schedule IV of the Companies Act (Code for Independent Directors), a separate meeting of the Independent Directors of the Company (without the attendance of Non–Independent directors) was held on Wednesday, 29th March, 2023, to discuss:

1. Evaluation of the performance of Non-Independent Directors and the Board of Directors as whole.

2. Evaluation of the quality, content and timelines of flow of information between the management and theBoard that is necessary for the Board to effectively and reasonably perform its duties.

   All the Independent Directors of the Company were present at the meeting.

   As required under Regulation 34(3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the company regularly familiarizes Independent Directors with the Company, their roles, rights, responsibilities in the company, nature of the industry in which the company operates, business model of the company etc.

Declaration by Independent Directors

Pursuant to the provisions of Section 149 of the Act, the independent directors have submitted declarationsthat each of them meets the criteria of independence as provided in Section 149(6) of the Act along with Rulesframed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligationsand Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"). There has been no change in the circumstances affecting their status as independent directors of the Company. The Independent Directors have also given declaration of compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to their name appearing in the data bank of IndependentDirectors maintained by the Indian Institute of Corporate Affairs. Mr. V. A. Narasimha Raju Kalidindi, Mr. Saibaba Karuturi has passed the online proficiency self-assessment test undertaken by them. Duringthe year under review, the non-executive directors of the Company had no pecuniary relationship or transactions with the Company, other than sitting fees for the purpose of attending meetings of the Board/Committee of the Company.

Familiarisation Program

As required under Regulation 34(3) read with Schedule V of the SEBI (LODR) Regulations, 2015, the Company regularly conducts Independent Director's Familiarisation Program. These Programs aim to provide insights into the Company to enable the Independent Directors to understand its business in depth and contribute significantly to the Company. The details of program for familiarisation of the Independent Directors with theCompany are available on the Company's website at www.xtglobal.com.

2.F Monitoring Governance of Subsidiary Company

During the period the Company has one US based unlisted material subsidiary i.e. XTGlobal INC. and the said entity is compliant under Regulation 24 of the SEBI Listing Regulations. Pursuant to regulation 16(1)(c) and Regulation 24 of the SEBI(LODR) Regulations, 2015 Mr. Srinivas Pendyala was appointed as an Independent Director on the Board of XTGlobal Inc.

The Financial Statements of the Subsidiaries are reviewed by the Audit Committee. The minutes of the meetings of the subsidiaries are placed before the Board of Directors of the Company, and the Board has periodically noted and reviewed all significant transactions entered into by the subsidiaries.

3. Details of the Committees

A. AUDIT COMMITTEE

Your Company's Audit Committee has been constituted in accordance with the provisions of Regulation 18 of the SEBI (LODR) Regulations, 2015 and Section 177 of the Companies Act, 2013.

a. Composition, Meetings & Attendance:

During the year under review, the Audit Committee met 4 (Four) times i.e. on 25th May, 2022, 12th August, 2022, 10th November, 2022 and 12th February, 2023 the gap between two meetings did not exceed one hundred and twenty days.

Audit Committee Composition and attendance as on 31st March 2023:

Name	Category	No. of Committee Meeting entitled to attend	No. of Committee Meeting attended
Venkata Appala Narasimha Raju Kalidindi	Independent Director	4	4
Vuppuluri Sreedevi	Executive Director	4	4
Saibaba Karuturi	Independent Director	4	4

b. Brief Description of Terms of Reference:

i) The role of the audit committee in brief is to review financial statements, internal controls, accounting policies, internal audit, related party transactions and consideration of Valuation reports. The quarterly financial results are placed before the audit committee for its review, suggestions and recommendations, before taking the same to the Board. The internal audit plans are drawn in consultation with the Managing Director, Chief Financial Officer, Heads of departments and the audit committee. The committee reviewsthe internal auditors review report periodically. The committee also tracks the implementation of its guidelines/suggestions through review of action taken reports. A statement in summary form of transactions with related parties in the ordinary course of business is placed periodically before the committee apart from details of material individual transactions with the related parties. The Representatives of Statutory Auditors are permanent invitees to the Audit Committee meetings.

ii) Approval of payment to statutory auditors for any other services rendered by them.

iii) Review with the management and statutory auditors of the annual financial statements before submission to the Board with reference to:

- Matters required to be included in the director's responsibility statement to be included in theboard's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
- Changes, if any, in accounting policies and practices and reasons for the same;
- Major accounting entries involving estimates based on the exercise of judgment by management;
- Significant adjustments made in the financial statements arising out of statutory audit findings;
- Compliance with listing and other legal requirements relating to financial statements;
- Disclosure of any related party transactions
- Qualifications in the draft audit report or modified opinion(s) in the draft audit report

iv) The Audit Committee has also performed scrutiny, review and consideration on the matters as stated under Schedule II Part C of SEBI(LODR) Regulations.

c. Previous Annual General Meeting of the Company was held on Friday 23rd September, 2022 and Mr. Venkata Appala Narasimha Raju Kalidindi, Chairman of the Audit Committee for that period, attended previous AGM in accordance with the applicable SEBI Listing Regulations.

B. NOMINATION AND REMUNERATION COMMITTEE

Your Company's Nomination and Remuneration Committee has been constituted in accordance with the provisions of Regulation 19 of the SEBI (LODR) Regulations, 2015 and Section 178 of the Companies Act, 2013.

a. Composition, Meetings & Attendance:

The Committee consists of 3 (Three) Directors. The Chairman of the Committee is an Independent Director. The Committee met 1 (One) time during the year under review on 11th August, 2022. The attendance record of the members at the meeting is as under:

Nomination and Remuneration Committee as on 31st March 2023:

Name	Category	No. of Committee Meeting entitled to attend	No. of Committee Meeting attended
Saibaba Karuturi	Independent Director	1	1
Venkata Appala Narasimha Raju Kalidindi	Independent Director	1	1
Jagannatha Prasad Malireddy	Non-Executive Director	1	1

b. Brief Description of Terms of Reference:

i) To approve the fixation/revision of remuneration of Executive Directors of the Company and while approving:
- to take into account the financial position of the Company, trend in the industry, appointee's qualification, experience, past performance, past remuneration etc.
- to bring out objectivity in determining the remuneration package while striking a balance betweenthe interest of the Company and the Shareholders.

ii) To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment and/or removal.

iii) Periodical review of composition of the Board with the objective of achieving an optimum balance ofsize, skill, independence, knowledge, age, gender and experience.

iv) To carry out evaluation of every Director's performance.

v) To review, oversees, evaluate the criteria in relation to appointment/remuneration and other matters under the SEBI (LODR) Regulations.

c. Performance Evaluation

Pursuant to the applicable provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015, the Board has carried out the annual performance evaluation of its own performance, its Committees, the Chairman of the Company and the Directors on the basis of the feedback received from all the Directors of the Company.

Structured performance evaluation questionnaire were circulated to the Directors for:

- Directors' – Self & Peer Level Evaluation;
- Board's Evaluation;
- Board Committees' Evaluation; and
- Chairman's Evaluation.

The summary of rating given by all the directors on the structured performance evaluation was placed before the Board of Directors.

To formulate the criteria for determining qualifications, positive attributes and independence of a Director, and recommend to the Board a policy, relating to the remuneration for the Directors, key managerial personnel and other employees.

To formulate the criteria for evaluation of Independent Directors and the Board.

To recommend/review remuneration of the Managing Director and Whole−time Director(s) based on their performance and defined assessment criteria.

Disclosures as prescribed under SEBI circular dated May 10, 2018 are given below:

Observations of Board evaluation carried out for the year	No observations
Previous year's observations and actions taken	Since no observations were received, no actions were taken
Proposed actions based on current year observations	Since no observations were received, no actions were taken

d. Remuneration of Directors

The non−executive directors do not receive any remuneration from the Company and are paid sitting feefor attending the meetings of the Board and Committee Meetings. There is no pecuniary relationship or transactions between Independent non−executive Directors and the Company.

1. For the period under review following are the details of remuneration paid to Executive Directors –
2. Remuneration of Rs. 12,00,000/- to Mrs. Vuppuluri Sreedevi, Whole-time Director including all the benefits and perquisites.
3. Details of fixed component and performance linked incentives, along with the performance criteria – Company is not paying any performance linked incentives to directors.
4. Service contract, Notice period, severance fee to the above personnel –Nil
5. None of the directors have been granted stock options during the year.

The Sitting Fees paid to Non-Executive Directors is given below:

S. No.	Name of Director	Amount Paid
1	Mr. Venkata Appala Narasimha Raju Kalidindi	1.20 Lakhs
2	Mr. Saibaba Karuturi	1.10 Lakhs
3	Mr. Jagannatha Prasad Malireddy	0.60 Lakhs
4	Mr. Srinivasa Pendyala	0.50 Lakhs

e. Details of Shares of the Company held by the Directors as on March 31, 2023 are as below:

Name	Designation	No. of Shares
Ramarao Atchuta Mullapudi	Managing Director	7,83,42,049
Vuppuluri Sreedevi	Whole-time Director	30,000
Srinivasa Raju Kosuri	Non-Executive Director	1,20,00,764

f. Remuneration policy: The Company while deciding the remuneration package of the management takes into consideration the employment scenario, remuneration package of the industry, financial performanceof the company and talents of the appointee. Policy for payment of remuneration to Non-Executive Directors is available on the Website of the Company.

C. STAKEHOLDERS RELATIONSHIP COMMITTEE

Your Company's Stakeholders Relationship Committee has been constituted in accordance with the provisions of Regulation 20 of the SEBI (LODR) Regulations, 2015 and Section 178 of Companies Act, 2013.

a. Composition, Meetings & Attendance:

The Committee consists of 3 (Three) Directors. The Chairman of the Committee is an Independent Director. The Committee met one (1) time during the year under review on 11th August, 2022.

Stakeholders Relationship Committee as on 31st March 2023

Name	Category	No. of Committee Meeting entitled to attend	No. of Committee Meeting attended
Saibaba Karuturi	Independent Director	1	1
Vuppuluri Sreedevi	Whole-time Director	1	1
Jagannatha Prasad Malireddy	Independent Director	1	1

b. Brief Description of Terms of Reference:

i) Resolving the grievances of the security holders of the listed entity including complaints related to transfers/transmissions of shares, non-receipt of Annual Report, issue of new/duplicate share certificates and General Meeting.

ii) The company has replied through the Depository Participant agent in respect of complaints receivedin the earlier year. The minutes of the Committee meetings are placed before the Board for its notingon a regular basis.

Details of investor complaints/requests received, resolved and pending during the year 2022-23:

Particulars	Year ended 31.03.2023
Pending at the beginning of the year	NIL
Received during the year	17
Disposed of during the year	17
Remaining unresolved at the end of the year	NIL

c. SCORES:

The Securities and Exchange Board of India has initiated a platform for redressing the investor gradiences through SCORES, a web-based complaints redressal system. The system processes complaints in a centralized web-based mechanism. The company is in compliance with this system.

d. Investor relation contact information:

Ms. Shikha Gangrade

Company Secretary & Compliance OfficerEmail: company.secretary@xtglobal.com

Postal address: XTGlobal Infotech Limited,

Plot No 31P&32, Tower A, Third Floor, Ramky Selenium, Financial District, Nanakramguda, Hyderabad – 500 032. Phone No: 040-66353456

D. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Corporate Social Responsibility Committee is constituted in line with the provisions of Section 135 of the Act.

a. Composition, Meetings & Attendance:

The Committee consists of 3 (Three) Directors. The Chairman of the Committee is an Independent Director. The Committee met one (1) time during the year under review on 28th March, 2023.

Corporate Social Responsibility Committee as on 31st March 2023

Name	Category	No. of Committee Meeting entitled to attend	No. of Committee Meeting attended
Venkata Appala Narasimha Raju Kalidindi	Independent Director	1	1
Vuppuluri Sreedevi	Whole-time Director	1	1
Saibaba Karuturi	Independent Director	1	1

b. Brief Description of Terms of Reference:

i) To formulate and recommend to the Board, a CSR Policy indicating the activities to be undertaken by the Company as specified in Schedule VII to the Act.

ii) To Recommend the amount of expenditure to be incurred on the activities mentioned in the CSR Policy.

iii) Monitor the CSR Policy.

4. GENERAL BODY MEETINGS

A. Location, date and time of last three AGMs and special resolutions there at as under:

Year	Type	Date of AGM/EGM	Time	Held at	No of Special Resolutions passed in AGM
2022	AGM	23rd September, 2022	10:30 AM	Held through Audio visual mode	Yes -2
2021	AGM	29th September, 2021	10:30 AM	Held through Audio visual mode	Yes -3
2020	AGM	30th September, 2020	10:00 AM	Held through Audio visual mode	Yes -2

B. Extraordinary General Meeting

No Extra-ordinary General Meetings were held during the year 2022-23.

C. Postal Ballot

There were no resolutions in the last year that were put through postal ballot. Similarly, no special resolutions are proposed to be passed through postal ballot in the ensuing Annual General Meeting.

5. RISK ASSESSMENT AND MINIMISATION PROCEDURE

In order to ensure that Management controls risk through means of a properly defined framework, a report on Risk Assessment and Minimization Procedure as prepared by functional heads of the Company is being reviewed periodically by the board of Directors. The Board of Directors of the Company is continuously briefed, by the Managing Director, with the developments and performance of the Company so as to enable them to monitor the same at regular intervals. Reports on risk assessment and minimization process and newinitiatives proposed by the Company are also presented to them for suggestions and up gradation.

6. DISCLOSURES

A. Materially Significant Related Party Transactions

Disclosures on materially significant related party transactions that may have potential conflict with the interests of the Company at large:

All transactions entered with Related Parties as defined under the Companies Act, 2013 and Regulation23 of SEBI (LODR) Regulations, 2015 during the financial year were in the ordinary course of business and on arm's length pricing basis and do not attract the provisions of Section 188 of the Companies Act, 2013. There were no materially significant transactions with related parties during the year under review which were in conflict with the interest of the Company.

B. Compliances made by the Company

The Company has continued to comply with the requirements of the Stock Exchanges, SEBI and other statutory authorities on all matters related to capital markets during the last three years. The Board reviews the compliance of all the applicable laws and gives appropriate directions wherever necessary.

C. Whistle Blower Policy (Set up in terms of Sec 177 of the Companies Act, 2013 read with Regulation 22 of SEBI LODR Regulations, 2015)

The Company promotes a favorable environment for employees to have an open access to the Audit Committee, respective Functional Heads, Head– HRD, Managing Directors to ensure ethical and fair conduct of the business of the Company Directors, employees, vendors or any person having dealings with the Company may report non-compliance to the Chairman of the Audit Committee, who reviews the report. Confidentiality is maintained in such reporting and it is ensured that the whistleblowers are not subjected to any discrimination. No person was denied access to the Audit Committee.

D. Details of compliance with mandatory requirements and adoption of the non-mandatory requirements

The Company has complied with the mandatory requirements of SEBI (LODR) Regulations, 2015 and is in the process of implementation of non-mandatory requirements.

E. Policy on Material Subsidiaries

In terms of Regulation 34(3) of the SEBI (LODR) Regulations, 2015 the Board of Directors of the Company has adopted a policy with regard to determination of material subsidiaries. The policy is placed on the Company's website at https://xtglobal.com/investors/corporate-governance-and-policies/

F. Policy on Related Party Transactions

The Policy on dealing with Related Party Transactions is available at the Company's website at https://xtglobal.com/investors/corporate-governance-and-policies/

G. Disclosure of commodity price risks and commodity hedging activities – Not Applicable

H. Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A).etc.

During the year ended 31st March 2023, there were no proceeds from public issues, rights issues, preferential issues etc.

I. None of the Directors of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India or the Ministry of Corporate Affairs or any such statutory authority. A Certificate to this effect, duly signed by the Practicing Company Secretary is annexed to this Report.

J. Recommendations of Committees of the Board

There were no instances during the financial year 2022-23 wherein the Board had not accepted the recommendations made by any Committee of the Board.

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

The details of number of complaints filed and disposed of during the year and pending as on March 31, 2023 are as follows:

a. Number of complaints filed during the financial year: 0
b. Number of complaints disposed off during the financial year: 0
c. Number of complaints pending as on end of the financial year: 0

L. Remuneration to Statutory Auditors

Details relating to fees paid to the Statutory Auditors are given in Note No. 23 to the Financial Statements.

M. Non-compliance of any requirement of corporate governance report of sub-paras (2) to (10) of Schedule-V

The Company has complied with the requirement of Corporate Governance report of sub-paras (2) to (10) of Schedule-V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015.

N. The Disclosures of the compliance with Corporate Governance requirements specified in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 are as follows

The Company has complied with the corporate governance requirements specified in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 except as mentioned in the director report.

O. Disclosure by listed entity and its subsidiaries of 'Loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount' - NOT APPLICABLE

P. Adoption of discretionary requirements as specified in Part E of Schedule II of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

With regard to discretionary requirements, the Company has adopted clauses relating to the Internal auditor directly reporting to the Audit Committee.

Q. Disclosures with respect to demat suspense account/ unclaimed suspense account

There was no instance with respect to demat suspense account/ unclaimed suspense account.

R. Regulations for Prevention of Insider Trading

In terms of the SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has adopted the Codeof Conduct for Regulating, Monitoring and Reporting of Trading by Insider for its Directors, Officers and Specified Employees.

The Company has a comprehensive Code of Conduct for prevention of insider trading in accordance with the requirements of SEBI (Prohibition of Insider Trading) Regulations, 2015. The Board has formulated a Code of Conduct to regulate, monitor and report trading by insiders and the Board has also adopted a code of practices and procedures for fair disclosure of un-published price sensitive information, in order to align the same with SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018.

S. Code of Conduct

The Board of Directors has laid down a 'Code of Conduct' (code) for all the Board members and the Senior Management of the Company and this code is posted on the website of the company. Annual declaration is obtained from every person covered by the code.

The Company has a comprehensive Code of Conduct for prevention of insider trading in accordance with therequirements of SEBI (Prohibition of Insider Trading) Regulations, 2015. The Board has formulated a Code ofConduct to regulate, monitor and report trading by insiders and the Board has also adopted a code of practice and procedure for fair disclosure of un-published price sensitive information, in order to align the same withSEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018.

T. Disclosure of Accounting Treatment

The Company has complied with the appropriate accounting policies and has ensured that they have been applied consistently. There have been no deviations from the Indian Accounting Standards prescribed under section 133 of the Companies Act, 2013 read with relevant rules.

U. CEO/CFO Certification

In terms of regulation 17(8) of the Listing Regulations, the CFO made a certification to the Board of Directors which has been reviewed by the Audit Committee and taken on record by the Board and enclosed as Annexure to this Annual Report.

V. Reconciliation of Share Capital Audit

A qualified Practicing Company Secretary carries out Share Capital Audit to reconcile the total admitted Capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed equity share capital. The audit confirms that the total Issued / Paid-up Capital is in line with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.

W. Means of Communication

- **Quarterly Results**

  The Company's Quarterly Results are submitted to the Stock Exchanges, published in newspapers andalso displayed on the Company's website.

- **Newspaper wherein Results normally published in**

  Financial Express (English Daily) and Nava Telangana (Telugu daily)

- **Any website, where displayed**

  http://www.xtglobal.com

- **Whether it also displays official news release**

  No

- **The presentations made to institutional investors or to the analysts**

  No such occasion arose during the year under review.

7. General Shareholders Information

A. The following information would be useful to Shareholders:

a. **Annual General Meeting**

The 35th Annual General Meeting of the Company will be held at 10:00 AM on Friday, the 29th day of September 2023 through Audio Visual Mode pursuant to the MCA Circular dated 05th May, 2022 & 13th January, 2021 and as such there is no requirement to have a venue for the AGM. For details please refer to the Notice of this AGM.

b. **Financial Calendar**

Financial Year – 1st April 2022 to 31st March 2023

c. **Date of Book Closure**

The dates for book closure are from Saturday the 23rd Day of September, 2023 to Friday, the 29th day of September, 2023 (inclusive of both days)

d. **Listing on Stock Exchanges & Stock Code**

The Shares of the Company are listed on BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001.

The Stock Code is 531225
ISIN : INE547B01028
The CIN number of the Company is: L72200TG1986PLC006644
Address for correspondence: Plot Nos. 31 (part) & 32, Third Floor, Tower A, Ramky Selenium, Financial District Nanakramguda, Hyderabad, Telangana, 500032.

Email ID: company.secretary@xtglobal.com

e. **The Share and Depository Transfer Agent**
M/s. KFin Technologies Ltd, Selenium Tower – B, Plot No 31–32, Gachibowli, Financial District, Nanakramguda, Hyderabad.

f. **Dematerialization of Shares**
The Company's shares are traded compulsorily in dematerialized form. In this connection, the Company has already entered into an agreements with National Securities Depository Limited(NSDL) and Central Depository Services (India) Limited (CDSL) and the Company's ID - ISIN is INE547B01028. The members are requested to dematerialize their physical holding in view of various advantages of holding the shares in dematerialized form. As on 31st March 2023. 13,23,34,305 shares are under dematerialization, representing 99.52% of the paid-up capital.

g. **Distribution of shareholding as on 31st March 2023:**

Holding of number of Equity Shares	No. of Share holders	Share (Holders)		Shares (Amount)	
		Number of Shares	% Holders	Amount of Shares (Rs.)	%
1 – 5000	14,356	41,91,781	98.16	41,91,781	3.15
5001 – 10000	119	8,76,934	0.81	8,76,934	0.66
10001 – 20000	57	8,57,960	0.39	8,57,960	0.65
20001 – 30000	27	6,71,201	0.18	6,71,201	0.5
30001 – 40000	7	2,60,783	0.05	2,60,783	0.2
40001 – 50000	5	2,41,783	0.03	2,41,783	0.18
50001 – 100000	21	16,53,226	0.14	16,53,226	1.24
100001 – Above	33	12,42,14,787	0.23	12,42,14,787	93.42
Total	15,060	13,29,68,455	100	13,29,68,455	100

h. **Market Price Movement: The details of monthly high and low market price of equity shares at the stock exchange are as given below:**

Month	Highest (Rs.)	Lowest (Rs.)	Month	Highest (Rs.)	Lowest (Rs.)
April, 2022	57.00	43.70	October, 2022	40.00	32.10
May, 2022	55.50	41.00	November, 2022	38.70	28.00
June, 2022	47.30	38.30	December, 2022	34.40	25.75
July, 2022	41.90	37.00	January, 2023	29.45	24.50
August, 2022	54.70	38.25	February, 2023	27.50	24.00
September, 2022	47.40	33.05	March, 2023	25.35	21.51

i. Shareholding Pattern as on 31st March 2023

S. No.	Category	No. of shares	% of shareholding
1	Promoters	8,34,86,804	62.79
2	Mutual funds and UTI	5,900	0.00
3	Banks, Financial Institution, Insurance companies	600	0.00
4	Foreign Portfolio Investors/FIIs	2,800	0.00
5	Private Corporate Bodies	2,05,374	0.15
6	Indian Public/HUF	1,38,22,262	10.41
7	Foreign Nationals	5,05,190	0.38
8	NRIs/OCBs	3,49,37,231	26.27
9	Trust	2,245	0.00
10	Clearing Members	49	0.00
	Total	**13,29,68,455**	**100.00**

j. Outstanding ADRs/GDRs/Equity shares or any convertible instruments, conversion date and likely impact on equity:

The Company has not issued any GDRs / ADRs / Warrants / any convertible instruments.

B. Our address for Correspondence: Plot No. 31 P & 32, 3rd Floor, Tower A, Ramky Selenium, Financial District, Nanakramguda, Hyderabad–500032, Telangana, India and email to: company.secretary@xtglobal.com by quoting their DP Id or Folio Number.

a. Share Transfer System:

To expedite the process of share transfers, the Board of the Company has delegated the power of share transfer to M/s KFin Technologies Limited, Registrar and Share Transfer Agent of the Company. The delegated authority attends to share transfer formalities fortnightly. Shares lodged in physical form with the Company/its Registrars & Share Transfer Agent are processed and generally returned within fifteen days from the date of receipt so long as the documents have been clear in all respects. Shares under objection are returned within fifteen days from receipt of the documents.

b. Nomination facility for shareholding

As per the provisions of the Companies Act, 2013, facility for making nomination is available for Members in respect of shares held by them. Members holding shares in physical form may obtain nomination form, from the Share Department of the Company or download the same from the Company's website. Members holding shares in dematerialized form should contact their Depository Participants (DP) in this regard.

c. Permanent Account Number (PAN)

Members who hold shares in physical form are advised that SEBI has made it mandatory that a copy of the PAN card of the transferee/s, members, surviving joint holders/legal heirs be furnished to the Company while obtaining the services of transfer, transposition, transmission and issue of duplicate share certificates.

For and on behalf of
Board of Directors of XTGlobal Infotech Limited

Place: Hyderabad
Date: 05th September, 2023

SD/-
K V A. Narasimha Raju
Director
DIN: 08835460

SD/-
Vuppuluri Sreedevi
Whole-time Director
DIN: 02448540

Practicing Company Secretary's Certificate on Compliance with the Corporate Governance requirements under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To the Members of XTGlobal Infotech Limited

This report contains details of compliance of conditions of Corporate Governance by M/s. XTGlobal Infotech Limited ('the Company'), for the year ended 31st March 2023, as stipulated in regulations 17 to 27, clauses (b) to (i) of regulation 46(2) and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') pursuant to the Listing Agreement of the Company with Stock exchanges.

Management's Responsibility

The compliance with the terms and conditions contained in the Corporate Governance is the responsibility of the management of the Company, including the preparation and maintenance of all relevant supporting records and documents.

This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in the Listing Regulations.

Auditor's responsibility

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

Pursuant to the requirements of the Listing Regulations, it is our responsibility to provide a reasonable assurance whether the Company has complied with the conditions of Corporate Governance as stipulated in Listing Regulations, at the end of Financial Year 31st March, 2023 all the compliances of Regulation 17 to 27 has been complied.

We conducted our examination in accordance with the 'Guidance Note on Reports or Certificates for Special Purposes' (Revised 2016), 'Guidance Note on Certification of Corporate Governance', both issued by the Institute of Chartered Accountants of India ('ICAI') and the Standards on Auditing specified under Section143(10) of the Companies Act, 2013, in so far as applicable for the purpose of this certificate. The Guidance Note on Reports or Certificates for Special Purposes requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.

We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Service Engagements.

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

For VCSR & Associates
Company Secretaries

Place: Hyderabad
Date: 05th September, 2023

Sd/-
Ch. Veeranjaneyulu
Partner
CP No. 6392
UDIN: F006121E000935973

Annexure – E to Board's Report

Report on Corporate Social Responsibility (CSR) Activities
(Pursuant to Section 135 of Companies Act 2013 read with rules thereunder)

1. Brief outline on CSR Policy of the Company

XTGlobal Infotech Limited believe that our business is built around strong social relevance of inclusive growth by supporting the common man in meeting their financial needs. We equally believe that creation of large societal capital is as important as wealth creation for our shareholders. As a responsible human organization, we are committed towards the above objective and are keen on developing a sustainable business model to ensure and activate our future growth drivers. With this objective, on the recommendation of the CSR Committee the Board of Directors have approved the CSR Policy which is available at: https://xtglobal.com/investors/corporate-governance-and-policies/

2. Composition of CSR Committee

The Corporate Social Responsibility committee of the Company was formulated on 26th May, 2022 and the Committee comprises of the following members of the Board:

S. No.	Name of the Director	Designation on the Board	Position in the Committee
1	Mr. Venkata Appala Narasimha Raju Kalidindi	Non-Executive Independent Director	Chairperson
2	Mr. Jagannatha Prasad Malireddy	Non-Executive Director	Member
3	Mrs. Vuppuluri Sreedevi	Whole-time Director	Member

3. **Web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company**

The Company has constituted CSR committee, CSR policy in accordance with provisions of the Companies Act, 2013 read with Companies (Corporate Social Responsibility) Rues, 2014 as amended there to. The details of Committee, CSR policy are available at https://xtglobal.com/investors/corporate-governance-and-policies/

4. **Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report)** – Not Applicable

5. **Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any** - Nil

6. **Average net profit of the company as per section 135(5):** Rs. 5,22,89,416.77 Lacs

7. **A. Two percent of average net profit of the company as per section 135(5) –** Rs. 10,46,000 Lacs
   B. Surplus arising out of the CSR projects or programmes or activities of the previous financial years – Nil
   C. Amount required to be set off for the financial year, if any – Nil
   D. Total CSR obligation for the financial year (7A+7B+7C) – Rs. 10,46,000 Lacs

8. a. CSR amount spent or unspent for the financial year –

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedu VII as per second proviso to section 135(5).		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
10,46,000	Nil	NA	NA	Nil	Nil

b. CSR amount spent against ongoing projects for the financial year - Nil

C. Details of CSR amount spent against other than ongoing projects for the financial year

Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/ No)	Location of the project		Amount spent for the project (in Rs.)	Mode of implement-tation - Direct (Yes/ No).	Mode of implementation - Through implementing agency.	
			State	District			Name of the Agency	CSR registration no.
Campus Challenge	Education & Health	Yes	Telangana	Medchal Mandal	10,46,000	No	Association Saikorian	CSR00019351

d. Amount spent in Administrative Overheads – Nil

e. Amount spent on Impact Assessment, if applicable -Nil

f. Total amount spent for the Financial Year (8b+8c+8d+8e) – Rs. 10,46,000 Lacs

g. Excess amount for set off, if any – Nil

9. Details of Unspent CSR amount for the preceding three financial years –

Provisions of Section 135 of the Companies Act, 2013 related to Corporate Social Responsibility were triggered in FY 2022-23 only, before that, provisions of said section were not applicable on your company and it is not covered in the criteria of section 135.

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details) – Not Applicable

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5) - For FY 22-23, the company has utilized the entire fund of Rs 10.46 lakhs as per table (8c) to support initiatives on Education and Healthcare.

For and on behalf of
Board of Directors of XTGlobal Infotech Limited

Place: Hyderabad
Date: 05th September, 2023

SD/-
K V A. Narasimha Raju
Director
DIN: 08835460

SD/-
Vuppuluri Sreedevi
Whole-time Director
DIN: 02448540

INDEPENDENT AUDITOR'S REPORT

To the Members of M/s XTGlobal Infotech Limited

Report on the Audit of the Standalone Financial Statements

Opinion

1. We have audited the accompanying standalone financial statements of **M/s XTGlobal Infotech Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss (including Other Comprehensive Income) and the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

4. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

The key audit matter	How the matter was addressed in our audit
The Company's contracts with customers include contracts provision of IT services. The Company derives revenues from IT services comprising software development and related services, maintenance, consulting and package implementation, platforms across the Company's core and digital offerings. The Company assesses the services promised in a contract and identifies distinct performance	Our audit procedures included the following. i. Obtained an understanding of the systems, processes and controls implemented by the Company for recording revenue. ii. On selected samples of contracts with customers, we tested that the revenue recognized is in accordance with the revenue recognition accounting standard including.

obligations in the contract. Identification of distinct performance obligations to determine the deliverables and the ability of the customer to benefit independently from such deliverables involves significant judgement	a. Read contract documents for each selection, including master service agreements, timesheets accepted by the customers and other documents that were part of the agreement. b. Evaluated the identification of performance obligations and the ascertained transaction price

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

5. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements and our auditor’s report thereon. The annual report is expected to be made available to us after the date of this auditor’s report.

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

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

   When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take appropriate action as applicable under the relevant laws and regulations.

Management’s Responsibility for the Standalone Financial Statements

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

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

Auditor’s Responsibilities for the Audit of the Standalone financial statements

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

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

   - Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

   - Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.

   - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

   - Conclude on the appropriateness of management’s use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company’s ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor’s report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor’s report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

11. 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.

12. 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.

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

Report on Other Legal and Regulatory Requirements

14. As required by the Companies (Auditor's Report) Order,2020, ("the Order") issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Companies Act, 2013, we give in the **Annexure A**, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

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

    c. The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flow and the Statement of Changes in Equity dealt with in this report are in agreement with the books of account.

    d. In our opinion, the aforesaid Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

    e. Based on the Written Representation received from the directors as on March 31, 2023 and taken on record by the Board of Directors, we report that none of the directors are disqualified as on March 31, 2023 from being appointed as a director in terms of Sub-section 2 of Section 164 of the Act.

    f. With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate report in "**Annexure B**". Our report expresses an unmodified opinion on the adequacy and the operating effectiveness of the Company's internal financial controls with reference to standalone financial statements.

    g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:
    In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director by the Company is not in excess of the limit laid down under Section 197 of the Act.

h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. As informed to us and based on the audit procedures, the Company does not have any pending litigations.

ii. There is no requirement for any provision as required by any act or Indian Accounting Standards for material foreseeable losses, if any, on long term contracts including derivative contracts.

iii. There are no amounts which are required to be transferred to Investor Education and protection fund.

iv.

(i) The management has represented that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

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

(iii) Based on such audit procedures considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) contain any material mis-statement.

v. The company has not declared dividend or paid during the year.

For C Ramachandram & Co.,
Chartered Accountants
Firm Registration No. 002864S

Place: Hyderabad
Date: May 30, 2023

SD/-
PREMNATH DEGALA
Partner
Membership No. 207133
UDIN: 23207133BGWIRQ2568

Annexure-A to the Auditors' Report

Annexure referred to in paragraph under 'Report on Other Legal and Regulatory Requirements' section of our report of the Independent Auditor's Report of even date of M/s XTGlobal Infotech Limited, on the standalone financial statements for the year ended March 31, 2023.

In terms of the information and explanations sought by us and given by the company and the books and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state the following:

i.

(a) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment, Capital work-in-progress and relevant details of right-of-use of assets.

The Company does not have any intangible assets and accordingly paragraph 3(i)(a)(B) of the Order is not applicable to the company.

(b) The management has physically verified the Property, Plant and Equipment at regular intervals. There were no material discrepancies noticed on such verification.

(c) Based on the examination of the registered sale deed/ transfer deed provided to us, we report that, the title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) disclosed in the financial statements included in property, plant and equipment and capital work-in-progress are held in the name of the Company as at the balance sheet date. Immovable properties of land whose title deeds have been pledged as security for loans, guarantees etc., are held in the name of the Company based on the confirmations directly received by us from lenders.

(d) During the year, the company has not revalued it's Property, Plant and Equipment (including Right of Use assets) or intangible assets or both. Thus, paragraph 3(i)(d) of the Order is not applicable to the company.

(e) As informed to us, no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder. Thus, paragraph 3(i)(e) of the Order is not applicable to the company.

ii.

(a) The Company is rendering software and related consultancy services. Accordingly, it does not hold any physical inventories. Thus, paragraph 3(ii)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has been sanctioned working capital limits not exceeding Rs. 5 crores, in aggregate, at points of time during the year, from banks or financial institutions on the basis of security of current assets hence this clause is not applicable.

iii.

(a) The Company has not made investments, not provided guarantee or security and not granted unsecured loans to company's firms, Limited Liability Partnerships or any other parties during the year, Thus, paragraph 3(iii)(c) to (f) of the Order is not applicable. The Company has not provided any advances in the nature of loans to any other entity during the year.

(b) The investments made during the year are, in our opinion, prima facie, not prejudicial to the Company's interest.

iv. According to the information and explanations given to us, the Company has complied with the provisions of Sections 185 the Companies Act, 2013, and in respect of grant of loans, making investments and providing guarantees and securities the provisions of Section 186 of the Act are not applicable to the Company.

v. The company has not accepted any deposits, within the meaning of provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under. Thus, paragraph 3(v) of the Order is not applicable to the company.

vi. The maintenance of cost records has not been specified by the Central Government under section 148(1) of the Companies Act, 2013 for the business activities carried out by the Company. Thus, reporting under clause 3(vi) of the order is not applicable to the Company.

vii.

(a) According to the information and explanations given to us and the records of the companies examined by us, in our opinion, the company is regular in depositing the undisputed statutory dues including Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-tax and other material statutory dues as applicable with the appropriate authorities. There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income-tax, Goods and Services Tax, and other material statutory dues in arrears as at March 31, 2023 for the period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and the records of the Company examined by us, there are no statutory dues referred in clause (a) above, which have not been deposited on account of any dispute.

viii. As informed to us and based on the records examined by us, during the year no tax assessments under the Income Tax Act, 1961 was carried on by the company. Thus, reporting under clause 3(viii) of the order is not applicable to the Company.

ix.

(a) In our opinion, the Company has not defaulted in repayment of loans or other borrowing or in the payment of interest thereon to any lender.

(b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.

(c) To the best of our knowledge and belief, in our opinion, term loans availed by the Company were applied by the Company during the year for the purposes for which the loans were obtained.

(d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

(e) On an overall examination of the financial statements of the Company, the Company has not taken funds from any entity or person on account of or to meet the obligations of its subsidiaries.

(f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries.

x.

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

(b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (full or partly or optionally) and hence reporting under clause 3(x)(b) of Order is not applicable.

xi.

(a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no fraud on the Company has been noticed or reported during the year. Thus, reporting under clause 3(xi) of the order is not applicable to the company.

(b) To the best of our knowledge, no report under sub-section (12) of Section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.

(c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year and upto the date of this report.

xii. In our opinion, the company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the Order is not applicable for the company.

xiii. In our opinion and according to information and explanations given to us, all transactions with the related parties are in compliance with Sections 177 and 188 of Companies Act, 2013 and the details of such transactions have been disclosed in the Ind AS Financial statements of the company as required by applicable Accounting Standards.

xiv. (a) The company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the reports of the Internal Auditors for the period under audit.

xv. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of Section 192 of the Companies Act, 2013 are not applicable to the Company.

xvi.

(a) In our opinion, the company is not required to be registered under section 45IA of Reserve Bank of India Act 1934. Thus, paragraph 3(xvi)(a) of the Order is not applicable to the company.

(b) In our opinion, the company has not conducted any Non-Banking Financial or Housing Finance activities. Thus, paragraph 3(xvi)(b) of the Order is not applicable to the company.

(c) In our opinion, the company is not a Core Investment Company (CIC). Thus, paragraph 3(xvi)(c) of the Order is not applicable to the company.

(d) In our opinion, the group does not have Core Investment Company (CIC). Thus, paragraph 3(xvi)(d) of the Order is not applicable to the company.

xvii. In our opinion, the company has not incurred cash losses in the financial year and in the immediately preceding Financial Year.

xviii. During the year, there has been no casual vacancy caused by resignation of the statutory auditors of the company accordingly this clause is not applicable.

xix. On the basis of Financial Ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor’s knowledge of the Board of Directors and management plans, in our opinion there are no material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.

xx. In our opinion and based on the information provided to us, Section 135 of Companies Act, 2013 Corporate Social Responsibility is applicable to the company refer note 2.11.

For C RAMACHANDRAM & CO.,
Chartered Accountants
Firm Registration No. 002864S

Place: Hyderabad
Date: May 30, 2023

SD/-
PREMNATH DEGALA
Partner
Membership No. 207133
UDIN: 23207133BGWIRQ2568

Annexure - B to the Auditors' Report

Report on the Internal Financial Controls with reference to standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

1. We have audited the internal financial controls with reference to standalone financial statements of M/s XTGlobal Infotech Limited ("the Company") as of March 31,2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over with reference to standalone financial statements issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

a. Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
b. Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
c. Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

8. In our opinion, the Company has, in all material respects, an adequate internal financial controls with reference to standalone financial statements and such internal financial controls over financial reporting were operating effectively as at March 31,2023 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For C Ramachandram & Co.,
Chartered Accountants
Firm Registration No. 002864S

Place: Hyderabad
Date: May 30, 2023

SD/-
PREMNATH DEGALA
Partner
Membership No. 207133
UDIN: 23207133BGWIRQ2568

Standalone Balance Sheet As at March 31, 2023

₹ in Lakhs

Particulars	Note No.	As at Mar 31, 2023	As at Mar 31, 2022
ASSETS			
Non-current Assets			
Property, Plant and Equipment	3	7,653.27	7,644.97
Capital Work-in-progress		646.56	248.67
Financial Assets			
Investments	4	12,600.77	12,600.77
Loans	5	-	-
Other Financial Assets			
Deferred Tax Assets (net)	6	-	120.42
Other Non-current Assets	7	33.94	28.68
Total Non-current Assets		**20,934.54**	**20,643.52**
Current Assets			
Financial Assets			
Trade Receivables	8	23.63	14.13
Cash and Cash Equivalents	9	38.98	154.25
Bank balances other than cash and cash equivalents	10	233.35	180.61
Other Current Assets	11	379.21	512.91
Total Current Assets		675.16	861.89
TOTAL ASSETS		**21,609.70**	**21,505.41**
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	12	1,329.68	1,329.68
Other Equity		16,120.49	15,284.82
Total Equity		**17,450.18**	**16,614.50**
LIABILITIES			
Non-current Liabilities			
Financial Liabilities			
Borrowings	13	1,621.39	2,500.89
Other Financial Liabilities	14	79.27	41.30
Provisions	15	261.99	265.11
Deferred Tax Liabilities (net)	6	29.53	-
Total Non-current Liabilities		**1,992.19**	**2,807.31**
Current Liabilities			
Financial Liabilities			
Borrowings	16	650.46	468.61
Trade Payables			
Dues of micro enterprises and small enterprises		38.84	53.05
Dues of creditors other than micro enterprises and small enterprises		75.62	65.54
Other Current Liabilities	17	1,392.94	1,453.31
Provisions	18	9.48	43.09
Total Current Liabilities		**2,167.34**	**2,083.60**
Total Equity and Liabilities		**21,609.70**	**21,505.41**

The accompanying notes form an integral part of the Standalone financial statements.

As per our report of even date attached

For C. Ramachandram & Co
Chartered Accountants
Firm's Registration No.: 002864S

Premnath Degala
Partner
Membership Number: 207133

Hyderabad, India
Date: May 30, 2023

For and on behalf of the Board of Directors
XTGlobal Infotech Limited

Ramarao A Mullapudi
Managing Director
DIN:02302179

Sreedevi Vuppuluri
Whole-time Director
DIN:02448540

K Raghuram
CFO

G Shikha
Company Secretary

Hyderabad, India
Date: May 30, 2023

Standalone Statement of Changes in Equity

₹ in Lakhs

A. Equity Share Capital

Balance as at April 01, 2022	Changes during the year	Balance as at March 31, 2023
1329.68	0.00	1329.68
Balance as at April 01, 2021	**Changes during the year**	**Balance as at March 31, 2022**
1199.68	130.01	1329.68

Other Equity

₹ in Lakhs

Particulars	Reserves and surplus			Other comprehensive income	Total
	Capital Reserve	Securities Premium	Retained Earnings		
Balance as at April 01, 2021	6,325.72	4,602.21	531.17	12.32	5,145.70
Transfers during the year	-	3,146.20	700.92	-33.73	3,813.39
Balance as at March 31, 2022	6,325.72	7,748.41	1,232.09	-21.40	15,284.82
Balance as at April 01, 2022	6,325.72	7,748.41	1,232.09	-21.40	15,284.82
Transfers during the year	-	-	744.78	90.89	835.67
Balance as at March 31, 2023	6,325.72	7,748.41	1,976.87	69.49	16,120.49

The accompanying notes form an integral part of the Standalone financial statements.

As per our report of even date attached

For C. Ramachandram & Co
Chartered Accountants
Firm's Registration No.: 002864S

For and on behalf of the Board of Directors
XTGlobal Infotech Limited

Ramarao A Mullapudi
Managing Director
DIN:02302179

Sreedevi Vuppuluri
Whole-time Director
DIN:02448540

Premnath Degala
Partner
Membership Number: 207133

K Raghuram
CFO

G Shikha
Company Secretary

Hyderabad, India
Date: May 30, 2023

Hyderabad, India
Date: May 30, 2023

Nature of reserves:

a) **Capital reserves:**
This represents the reserves created upon the merger of XTGlobal Infotech Limited and Xenosoft technologies (India) private limited.

b) **Securities Premium:**
Amounts received on issue of shares in excess of the par value has been classified as securities premium. The utilization of securities premium is governed by the section 52 of the Act.

c) **Retained earnings:**
Retained earnings comprises of undistributed earnings after taxes.

d) **Other items of comprehensive income:**
Other items of other comprehensive income consist of re-measurement of net defined benefit liability.

Standalone Statement of Profit and Loss
For the year ended March 31, 2023

₹ in Lakhs

Particulars	Note No.	For the year ended Mar 31, 2023	For the year ended Mar 31, 2022
Revenue from operations	19	6,616.53	5,105.41
Other Income	20	257.22	-102.99
Total Income		**6,873.75**	**5,002.42**
EXPENSES			
Employee benefits expenses	21	4,026.55	3,093.65
Cost of technical subcontractors		623.89	333.62
Finance costs	22	381.93	189.78
Depreciation and amortization expense	3	302.79	236.46
Other expenses	23	456.99	337.74
Total expenses		**5,792.15**	**4,191.25**
Profit before exceptional items and tax		1,081.60	811.17
Exceptional Items		0.29	-43.96
Profit before tax		1,081.31	855.13
Tax expense:			
Current tax	24	181.13	-
Deferred tax	24	152.88	244.44
Prior period taxes	24	2.52	-90.23
Profit for the year		**744.78**	**700.92**
Other Comprehensive Income			
Items that will not be reclassified to profit or loss		90.89	-33.73
Income tax relating to items that will not be reclassified to profit or loss		-	-
Items that will be reclassified to profit or loss		-	-
Income tax relating to items that will be reclassified to profit or loss		-	-
Total Other Comprehensive Income		**90.89**	**-33.73**
Total Comprehensive Income for the year		**835.67**	**667.19**
Earnings per equity share			
Basic		0.63	0.54
Diluted		0.63	0.54

The accompanying notes form an integral part of the Standalone financial statements.
As per our report of even date attached

For C. Ramachandram & Co
Chartered Accountants
Firm's Registration No.: 002864S

For and on behalf of the Board of Directors
XTGlobal Infotech Limited

Ramarao A Mullapudi
Managing Director
DIN:02302179

Sreedevi Vuppuluri
Whole-time Director
DIN:02448540

Premnath Degala
Partner
Membership Number: 207133

K Raghuram
CFO

G Shikha
Company Secretary

Hyderabad, India
Date: May 30, 2023

Hyderabad, India
Date: May 30, 2023

Standalone Statement of Cash Flows
For the year ended March 31, 2023

₹ in Lakhs

Particulars	For the year ended Mar 31, 2023	For the year ended Mar 31, 2022
Cash Flow from Operating Activities		
Profit before tax	1,081.31	855.13
Adjustments to reconcile net profit to net cash provided by operating activities:		
Depreciation and amortization	302.79	236.46
Deferred taxes	-186.57	-151.68
Finance cost	381.93	-13.84
Provisions		146.62
Interest and dividend income	-353.99	-
Other comprehensive income	90.89	-33.73
Changes in assets and liabilities		
Trade receivables and unbilled revenue	-9.49	114.51
Trade payables	-4.13	23.46
Other financial assets and other assets	-9.56	-65.72
Other financial liabilities, other liabilities and provisions	-59.12	-743.69
Cash generated from operating activities	1,234.05	367.51
Income taxes paid	138.00	49.43
Net cash generated from operating activities	1,372.05	416.94
Cash Flow from Investing Activities		
Expenditure on property, plant and equipment	-708.97	-890.11
Deposits with banks	-52.74	77.26
Proceeds from return of investment	353.99	13.84
Net cash used in investing activities	-407.73	-799.00
Cash Flow from Financing Activities		
Borrowings	644.18	761.99
Repayment of borrowings (net)	-1,341.84	-571.38
Finance cost paid	-381.93	-
Net cash generated from / (used in) financing activities	-1,079.59	190.61
Effect of exchange rate differences on cash and cash equivalents	-	-
Net decrease in cash and cash equivalents	-115.27	-191.45
Cash and cash equivalents at the beginning of the year	154.25	345.69
Cash and cash equivalents at the end of the year	38.98	154.24

The accompanying notes form an integral part of the Standalone financial statements.

As per our report of even date attached

For C. Ramachandram & Co
Chartered Accountants
Firm's Registration No.: 002864S

Premnath Degala
Partner
Membership Number: 207133

Hyderabad, India
Date: May 30, 2023

For and on behalf of the Board of Directors
XTGlobal Infotech Limited

Ramarao A Mullapudi
Managing Director
DIN:02302179

Sreedevi Vuppuluri
Whole-time Director
DIN:02448540

K Raghuram
CFO

G Shikha
Company Secretary

Hyderabad, India
Date: May 30, 2023

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

A. General Information

XTGlobal Infotech Limited (Formerly Frontier Informatics Limited) was incorporated under the provisions of Companies Act, 1956 as a limited company on July 29, 1986. It has been operating in the spheres of Software product development, training and software services since its inception. The Equity shares of the company are listed in BSE Limited (BSE) since 1996. T he Registered address of company is 31P and 32, Ramky Selenium, Financial District, Nanakramguda, Hyderabad, TG -500032

B. Basis of preparation of financial statements B.

B.1. Statement of Compliance

These financial statements are prepared in accordance with the generally accepted accounting principles (GAAP) in India and in compliance with the Indian Accounting Standards (Ind AS) Specified under section 133 of the Companies Act 2013("the Act") read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 , the Companies (Indian Accounting Standards) (Amendment) Rules, 2017 and other provisions to the Act, to the extent notified and applicable as well as applicable guidance notes and pronouncements of the Institute of Chartered Accountants of India (the ICAI).

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use. The financial statements correspond to the classification provisions contained in Ind AS 1, "Presentation of Financial Statements". For clarity, various items are aggregated in the statements of profit and loss and balance sheet. These items are disaggregated separately in the notes to the financial statements, where applicable. Previous year figures have been regrouped/re-arranged, wherever necessary.

The financial statements were authorized for issue by the Company's Board of Directors on 30th May 2023. Details of the accounting policies are included in Note 1.

B.2 Basis of preparation and presentation

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time).

These financial statements have been prepared under the historical cost convention and on an accrual and going concern basis except for the material items:

- The defined benefit asset/(liability) is recognized as the present value of defined benefit obligation less fair value of plan assets.
- Employee defined benefit assets/(liability) are recognized as the net total of the fair value of plan assets, plus actuarial losses, less actuarial gains and the present value of the defined benefit obligation.

B.3 Functional and presentation currency

The financial statements are presented in Indian rupees, which is the functional currency of the Company. All amounts are in Lakhs of Rupees except share data, unless otherwise stated.

B.4 Operating Cycle

All the assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out under Ind As and in the Schedule III to the Companies Act, 2013.

Assets:

An asset is classified as current when it 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 twelve months after the reporting date; or
d) it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date.

All other assets are classified as non-current.

Liabilities:

A liability is classified as current when it 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 twelve months after the reporting date; or
d) the Company does not have an unconditional right to defer settlement of the liability for at least twelve 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.

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

B.5 Critical accounting judgements and key sources of estimation uncertainty.

In the application of the Company's accounting policies, which are described in Note 1, the management of the Company are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

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

The following are the areas of estimation uncertainty and critical judgements that the management has made in the process of applying the Company's accounting policies and that have the most significant effect on the amounts recognised in the financial statements:

a) Revenue recognition:

The Company applies judgement to determine whether each service promised to a customer is capable of being distinct, and are distinct in the context of the contract, if not, the promised services are combined and accounted as a single performance obligation. The Company allocates the arrangement consideration to separately identifiable performance obligation deliverables based on their relative stand-alone selling price.

In cases where the Company is unable to determine the stand-alone selling price, the Company uses expected cost-plus margin approach in estimating the standalone selling price. The Company uses the percentage of completion method using the input (cost expended) method to measure progress towards completion in respect of fixed price contracts. Percentage of completion method accounting relies on estimates of total expected contract revenue and costs.

This method is followed when reasonably dependable estimates of the revenues and costs applicable to various elements of the contract can be made. Key factors that are reviewed in estimating the future costs to complete include estimates of future labour costs and productivity efficiencies. Because the financial reporting of these contracts depends on estimates that are assessed continually during the term of these contracts, revenue recognised, profit and timing of revenue for remaining performance obligations are subject to revisions as the contract progresses to completion. Provisions for estimated losses, if any, on uncompleted contracts are recorded in the period in which such losses become probable based on the expected contract estimates at the reporting date.

b) Impairment testing

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

c) Income Taxes

Tax jurisdiction for the Company is India. Significant judgements are involved in determining the provision for income taxes including judgement on whether tax positions are probable of being sustained in Income tax assessments. Such assessments involve complex issues which would only be resolved over extended time periods.

d) Deferred Taxes

Deferred tax is recorded on temporary differences between the tax bases of assets and liabilities and their carrying amounts, at the rates that have been enacted or substantively enacted at the reporting date. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable profits during the periods in which those temporary differences and tax loss carryforwards become deductible. The Company considers the expected reversal of deferred tax liabilities and projected future taxable income in making this assessment.

e) Defined benefit plans and compensated absences

The cost of the defined benefit plans, compensated absences and the present value of the defined benefit obligations are based on actuarial valuation using the projected unit credit method as recommended by Ind AS 19. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

f) Useful lives of property, plant and equipment

The Company depreciates property, plant and equipment on a straight-line basis over estimated useful lives of the assets. Depreciation is derived based on an estimate of an asset's expected useful life and the expected residual value at the end of its life. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology. The estimated useful life is reviewed by management of the Company periodically, including at end of each financial year.

B.6. Fair value measurement and valuation process:

The Company measures financial instruments at fair value at each standalone balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

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

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

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

For assets and liabilities that are recognised in the standalone financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by reassessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Company's management determines the policies and procedures for both recurring fair value measurement, such as derivative instruments and unquoted financial assets measured at fair value, and for non-recurring measurement, such as assets held for distribution in discontinued operations.

External valuers are involved for valuation of significant assets, such as unquoted financial assets, and significant liabilities, such as contingent consideration. Involvement of external valuers is decided upon annually by the management. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained.

At each reporting date, the management analyses the movements in the values of assets and liabilities which are required to be re-measured or re-assessed as per the Company's accounting policies. For this analysis, the management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above

1. Significant accounting Policies

1.1 Revenue recognition

The Company derives revenue primarily from software development, maintenance of software and related services and business process services.

Revenues are shown net of goods and services tax. Revenue is recognised upon transfer of control of promised services to customers in an amount that reflects the consideration the Company reliably expects to receive in exchange for those products or services. To recognise revenues, the Company applies the following five step approach:

1) identify the contract with a customer,
2) identify the performance obligations in the contract,
3) determine the transaction price,
4) allocate the transaction price to the performance obligations in the contract, and
5) recognise revenues when a performance obligation is satisfied

At contract inception, the Company assesses its promise to transfer its services to a customer to identify separate performance obligations. The Company applies judgement to determine whether each product or service promised to a customer is capable of being distinct, and are distinct in the context of the contract, if not, the promised products or services are combined and accounted as a single performance obligation.

The Company allocates the arrangement consideration to separately identifiable performance obligations based on their relative stand-alone selling price or residual method. Standalone selling prices are determined based on sale prices for the components when it is regularly sold separately. In cases where the Company is unable to determine the stand-alone selling price, the Company uses third-party prices for similar deliverables or the Company uses expected cost-plus margin approach in estimating the stand-alone selling price.

Revenue on time-and-material contracts are recognized as the related services are performed and revenue from the end of the last invoicing to the reporting date is recognized as unbilled revenue. Revenue from fixed-price, fixed-timeframe contracts, where the performance obligations are satisfied over time and where there is no uncertainty as to measurement or collectability of consideration, is recognized as per the percentage-of-completion method.

When there is uncertainty as to measurement or ultimate collectability, revenue recognition is postponed until such uncertainty is resolved. Efforts or costs expended have been used to measure progress towards completion as there is a direct relationship between input and productivity. In case of volume-based contracts, revenues and costs are recognized as related services are rendered.

1.2 Other Income

Other income is comprised primarily of interest income, rental income and exchange gain / loss. For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included under other income in the standalone statement of profit and loss.

Dividend income is recognized when the Company's right to receive dividend is established.

1.3 Foreign currency Transactions.

Functional currency

The functional currency of the Company is the Indian rupee. These financial statements are presented in Lakhs of rupees.

Transactions and translations

Transactions denominated in foreign currencies are recorded at the exchange rates prevailing at the time of the transaction.

Foreign-currency denominated monetary assets and liabilities are translated into the relevant functional currency at exchange rates in effect at the Balance Sheet date. The gains or losses resulting from such translations are included in net profit in the Statement of Profit and Loss. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at fair value are translated at the exchange rate prevalent at the date when the fair value was determined. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of the transaction.

Any gains or losses arising due to differences in exchange rates at the time of translation or settlement are accounted for in the standalone statement of profit and loss either under the head foreign exchange fluctuation or interest cost except those relating to long-term foreign currency monetary items.

1.4 Taxes

i) Current income tax

Current income tax for the current and prior periods are measured at the amount expected to be paid to the income tax authorities based on the taxable income for the period. The tax rates and tax laws used to compute the current tax amount are those that are enacted or substantively enacted as at the reporting date and applicable for the period.

Current income tax is recognised in the standalone statement of profit and loss except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

ii) Deferred income tax

Deferred tax is provided using the Balance Sheet approach on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except when the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except when the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

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

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax is recognised in the standalone statement of profit and loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the deferred tax is also recognised in other comprehensive income or directly in equity, respectively.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

iii) Minimum Alternate Tax

MAT credit entitlement represents amounts paid in a year under Section 115JB of the Income Tax Act 1961 ('IT Act'), in excess of the tax payable, computed on the basis of normal provisions of the IT Act. Such excess amount can be carried forward for set off against future tax payments for ten succeeding years in accordance with the relevant provisions of the IT Act. Since such credit represents a resource controlled by the Company as a result of past events and there is evidence as at the reporting date that the Company will pay normal income tax during the specified period, when such credit would be adjusted, the same has been disclosed as 'MAT Credit entitlement', under 'Other non-current financial assets' in balance sheet with a corresponding credit to the profit and loss account, as a separate line item. Such assets are reviewed as at each balance sheet date and written down to reflect the amount that will not be available as a credit to be set off in future, based on the applicable taxation law then in force.

1.5 Earnings per share

Basic earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company and includes post tax effect of any exceptional item by the weighted average number of equity shares outstanding during the period excluding the shares owned by the Trust, outstanding during the period.

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

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

1.6 Property, plant and equipment (PPE)

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses if any. The Company identifies and determines separate useful lives for each major component of the property, plant and equipment, if they have a useful life that is materially different from that of the asset as a whole.

Cost of an item of PPE comprises of its purchase price including import duties and non-refundable purchase taxes after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and present value of estimated costs of dismantling and removing the item and restoring the site on which it is located. General and specific borrowing costs directly attributable to the construction of a qualifying asset are capitalised as part of the cost.

Expenses on existing property, plant and equipment, including day-to-day repairs, maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the year during which such expenses are incurred. Gains or losses arising from derecognition of assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

Advances paid towards the acquisition of property, plant and equipment outstanding at each Balance Sheet date is classified as capital advances under other non-current assets and the cost of assets not ready to use before such date are disclosed under 'Capital work-in-progress'. Subsequent expenditures relating to property, plant and equipment are capitalized only when it is probable that future economic benefits associated with these will flow to the Company and the cost of the item can be measured reliably.

1.7 Depreciation

Depreciation is provided on the basis of straight-line method at the useful life and in the manner prescribed in Schedule II of the Companies Act, 2013. Management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used. Depreciation is charged on a pro-rata basis for assets purchased / sold during the year.

The management's estimates of the useful lives of various assets for computing depreciation are as follows:

Particulars	Useful life
Buildings	60
Plant and Machinery	06
Furniture & Fixtures	10
Office Equipment – Others	05
Vehicles	8

The useful lives as given above best represent the period over which the management expects to use these assets, based on technical assessment. The estimated useful lives for these assets are therefore different from the useful lives prescribed under Part C of Schedule II of the Companies Act 2013.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year-end and adjusted prospectively, if appropriate.

1.8 Impairment

The Company assesses at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets.

When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Impairment losses of continuing operations, including impairment on inventories, are recognised in the standalone statement of profit and loss.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the assets or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years.

1.9 Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value, plus in the case of financial assets not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial asset. However, trade receivables that do not contain a significant financing component are measured at transaction price.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at FVTOCI or FVTPL

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

a) The asset is held within a business model, whose objective is to hold assets for collecting contractual cash flows, and

b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the standalone statement of profit and loss. The losses arising from impairment are recognised in the standalone statement of profit and loss.

Debt instrument at FVTOCI

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and

b) The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI). On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to standalone statement of profit and loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL. Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the standalone statement of profit and loss.

Equity instruments

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company decides to classify the same either as at FVTOCI or FVTPL. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to standalone statement of profit and loss, even on sale of investment. However, the Company transfers the cumulative gain or loss within equity.

De-recognition

A financial asset is primarily derecognized when:

• The rights to receive cash flows from the asset have expired, or

• The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the company has transferred substantially all the risks and rewards of the asset, or (b) the company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the company continues to recognise the transferred asset to the extent of the company's continuing involvement. In that case, the company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the company could be required to repay.

Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

• Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balances

• Financial guarantee contracts which are not measured as at FVTPL

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables that do not contain a significant financing component.

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer

a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider:

• All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument.

• Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the standalone statement of profit and loss. This amount is reflected under the head 'other expenses' in the standalone statement of profit and loss. The standalone balance sheet presentation for various financial instruments is described below:

• Financial assets measured at amortised cost: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the standalone balance sheet. The allowance reduces the net carrying amount.

Until the asset meets write-off criteria, the company does not reduce impairment allowance from the gross carrying amount.

• Financial guarantee contracts: ECL is presented as a provision in the standalone balance sheet, i.e. as a liability.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings or payables, as appropriate. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables, loans and borrowings including financial guarantee contracts and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the standalone statement of profit and loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ losses are not subsequently transferred to the standalone statement of profit and loss. However, the company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the standalone statement of profit and loss. The company has not designated any financial liability as at fair value through profit and loss.

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in the standalone statement of profit and loss when the liabilities are derecognized as well as through the EIR amortization process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the standalone statement of profit and loss. This category generally applies to borrowings from banks.

Financial guarantee contracts

Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee.

Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid as per agreed terms. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

De-recognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the standalone statement of profit and loss.

Offsetting of financial instruments

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

1.10 Provisions and contingencies

Provisions

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

When the Company expects some or all of a provision to be reimbursed, reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the standalone statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingencies

Contingent liabilities are identified and disclosed with respect to following:

- a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity; or
- a present obligation that arises from past events but is not recognised because: it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or the amount of the obligation cannot be measured with sufficient reliability.
- Contingent assets are neither recognized nor disclosed, unless inflow of economic benefits is probable. However, when realization of income is virtually certain, related asset is recognized.

1.11 Statement of Cash Flows (Cash Flow Statement)

The standalone cash flow statement is prepared in accordance with the Indirect method. Standalone cash flow statement presents the cash flows by operating, financing and investing activities of the Company. Operating cash flows are arrived by adjusting profit or loss before tax for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments, and items of income or expense associated with investing or financing cash flows.

112 Employee benefits

1. Provident Fund:

Employees of the Company receive benefits under the provident fund, a defined benefit plan. The employee and employer each make monthly contributions to the plan. A portion of the contribution is made to the provident fund trust managed by the Company or Government administered provident fund. The liability is actuarially determined (using the projected unit credit method) at the end of the year. The contributions are charged to the statement of profit and loss in the year when employee renders the related service. There are no other obligations other than the contribution payable to the respective authorities.

2. Gratuity:

The Company provides for gratuity, a defined benefit retirement plan ("the Gratuity Plan") covering eligible employees. The Gratuity Plan provides a lump-sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment with the Company. Liabilities with regard to the Gratuity Plan are determined by actuarial valuation, performed by an independent actuary, at each Balance Sheet date using the projected unit credit method.

3. Compensated Absences:

The Company has a policy on compensated absences which are both accumulating and non-accumulating in nature. The expected cost of accumulating compensated absences is determined by Estimation Basis. The actuarial valuation is done at the end of the year. Actuarial gains/losses are immediately taken to statement of profit and loss and are not deferred.

1.13 Investments in Subsidiaries and Associates

The Company has elected to recognize its investments in equity instruments in subsidiary at cost in accordance with the option available in Ind AS 27, 'Separate Financial Statements'.

1.14 Leases

The Company's lease asset classes primarily consist of leases for land and buildings. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use (ROU) asset and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of 12 months or less (short-term leases) and low value leases. For these short-term and low-value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements include the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised. The ROU assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses. ROU assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. For leases with reasonably similar characteristics, the Company, on a lease-by-lease basis, may adopt either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Company is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The Company recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the Right-of-use asset and Statement of Profit and Loss depending upon the nature of modification. Where the carrying amount of the Right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognises any remaining amount of the re-measurement in the Statement of Profit and Loss.

1.15 Employee Benefits

Disclosure under Ind AS 19 "Employee Benefits" are given below

A. Gratuity:

Table 1: Change in Defined Benefit Obligation

S.No.	Particulars	For the period ending	
		31-03-2022	31-03-2023
1	DBO at the beginning of the period	10,76,387	2,89,64,479
2	Liability Transfer in/(Out)	1,70,38,851	-
3	Interest Expense	12,26,313	19,15,919
4	Past Service Cost/(credit) – vested benefits	-	-
5	Past Service Cost/(credit) – Non vested benefits	-	-
6	Current Service Cost	68,96,605	68,96,605
7	Curtailment Cost/ (credit)	-	-
8	Settlement Cost/ (credit)	-	-
9	Plan Amendments	-	-
10	Benefit payments	(6,85,168)	(31,88,419)
11	Actuarial (gains) loss on Obligation	34,11,491	(90,89,368)
12	DBO at the end of the period	2,89,64,479	2,54,99,215

Bifurcation of the present value of obligation at the end of the year

Particulars	31-03-2022	31-03-2023
Current Liabilities	20,51,975	5,07,569
Non-Current Liabilities	2,69,12,503	2,49,91,646

Table 2: Change in Fair Value of Plan Assets

S.No.	Particulars	For the period ending	
		31-03-2022	31-03-2023
1	Fair value of plan assets at the beginning of the period	-	78,74,665
2	Acquisition Adjustment	72,88,179	-
3	Charges and Taxes	(1,77,355)	-
4	Expected return on plan assets (calculated at discount rate)	5,10,296	4,39,632
5	Employer's contributions	9,00,000	-
6	Employee's contributions	-	-
7	Benefit payments	(6,85,168)	(31,88,419)
8	Return on plan assets, excluding amount recognized in net interest expense	38,713	(0)
9	Fair value of plan assets at the end of the period	78,74,665	51,25,878

Table 3: Fair Value of Plan Assets

S.No.	Particulars	For the period ending	
		31-03-2022	31-03-2023
1	Fair value of plan assets at the beginning ofthe period	-	78,74,665
2	Acquisition Adjustment	72,88,179	-
3	Charges and Taxes	(1,77,355)	-
4	Actual return on plan assets	5,49,009	4,39,632
5	Employer's contributions	9,00,000	-
6	Employee's contributions	-	-
7	Benefit payments	(6,85,168)	(31,88,419)
8	Fair value of plan assets at the end of the period	78,74,665	51,25,878

Table 4: Net Interest (Income)/Expense

S.No.	Particulars	For the period ending	
		31-03-2022	31-03-2023
1	Interest Expense – Obligation	12,26,313	19,15,919
2	Interest Income – Plan Assets	3,32,941	4,39,632
3	Net Interest (Income)/ Expense for the year	8,93,372	14,76,287

Table 5: Breakup of Service Cost

S.No.	Particulars	For the period ending	
		31-03-2022	31-03-2023
1	Past Service Cost	-	-
2	Current Service Cost	68,96,605	68,96,605
3	Curtailment Cost/ (Credit) on Plan amendments	-	-
4	Settlement Cost/ (Credit) on Plan amendments	-	-

Table 6: Re-measurements for the year (Actuarial (Gains)/ Loss)

S.No.	Particulars	For the period ending	
		31-03-2022	31-03-2023
1	Experience (Gain)/ Loss on plan liabilities	(30,77,585)	(5,88,465)
2	Demographic (Gain)/ Loss on plan liabilities	(45,87,120)	(12,37,325)
3	Financial (Gain)/ Loss on plan liabilities	1,10,76,197	(72,63,578)
4	Experience (Gain)/ Loss on plan assets	(38,713)	0
5	Financial (Gain)/ Loss on plan assets	-	-

Table 7: Amount recognized in the statement of other comprehensive income - OCI

S.No.	Particulars	For the period ending	
		31-03-2022	31-03-2023
1	Actuarial (gain)/ loss for the year – Obligation	34,11,491	(90,89,368)
2	Return on plan assets, excluding amount recognized in net interest expense	38,713	(0)
3	Re-measurements cost/ (credit) for the year	33,72,778	(90,89,367)

Table 8: Amount recognised in the Balance Sheet

S.No.	Particulars	For the period ending	
		31-03-2022	31-03-2023
1	Present value of the Obligation as at the endof the period	2,89,64,479	2,54,99,215
2	Fair Value of the Plan Assets as at the end ofthe period	78,74,665	51,25,878
3	Funded Status - Deficit/ (Surplus)	2,10,89,814	2,03,73,338
4	Net Asset / (Liability) recognised in the balance sheet	(2,10,89,814)	(2,03,73,338)

Bifurcation of the Net Liability

Particulars	31-03-2022	31-03-2023
Current Liabilities	20,51,975	-
Non-Current Liabilities	2,69,12,503	2,03,73,338

Table 9: Net Periodic Benefit Cost Recognized in the Statement of Profit and Loss

S.No.	Particulars	In Rs
1	Current Service Cost	68,96,605
2	Past Service Cost	-
3	Net Interest (Income)/ Expense	14,76,287
4	Curtailment Cost/ (Credit)	-
5	Settlement Cost/ (Credit)	-
6	Net Periodic Benefit cost recognized in P & L	83,72,891

B. Leave Encashment

Table 1: Change in Defined Benefit Obligation

S.No.	Particulars	For the period ending	
		31-03-2022	31-03-2023
1	Present Value of the Obligation as at the beginning of the period	8,79,127	78,26,459
2	Acquisition adjustment	-	-
3	Transfer In/ (Out)	36,08,770	-
4	Interest Expense	2,58,444	5,05,458
5	Past Service Cost/(credit) – vested benefits	-	-
6	Past Service Cost/(credit) – Non vested	-	-
7	Current Service Cost	1,74,936	15,62,896
8	Curtailment Cost/ (credit)	-	-
9	Settlement Cost/ (credit)	-	-
10	Benefit payments	(14,84,651)	(12,11,249)
11	Remeasurement or Actuarial (gains) loss on Obligation arising from:		
12	- change in demographic assumptions	4,56,670	38,01,550
13	- change in financial assumptions	(45,520)	(6,97,225)
14	- experience variance (actual experience Vs assumptions)	39,78,683	(53,50,103)
15	Present Value of the Obligation as at the end of the period	78,26,459	64,37,788

Table 2: Bifurcation of the present value of obligation at the end of the year

	31-03-2022	31-03-2023
Current Liabilities	9,10,740	2,06,257
Non-Current Liabilities	69,15,719	62,31,531

Table 3: Change in Fair Value of Plan Assets

S.No.	Particulars	For the period ending	
		31-03-2022	31-03-2023
1	Fair value of plan assets at the beginning of the period	-	-
2	Acquisition Adjustment	-	-
3	Interest income on plan assets (calculated atdiscount rate)	-	-
4	Employer's contributions	14,84,651	12,11,249
5	Employee's contributions	-	-
6	Benefit payments	(14,84,651)	(12,11,249)
7	Return on plan assets, excluding amount recognized in net interest expense	-	-
8	Fair value of plan assets at the end of theperiod	-	-

Table 4: Amount to be recognised in the Balance Sheet

S.No.	Particulars	For the period ending	
		31-03-2022	31-03-2023
1	Present value of the Obligation as at the end	78,26,459	64,37,788
2	Fair Value of the Plan Assets as at the end of the period	-	-
3	Funded Status - Deficit/ (Surplus)	78,26,459	64,37,788
4	Net Asset / (Liability) to be recognised	(78,26,459)	(64,37,788)

Table 5: Expense recognised in the statement of Profit and Loss

S.No.	Particulars	For the period ending	
		31-03-2022	31-03-2023
1	Current Service Cost	1,74,936	15,62,896
2	Acquisition (Gain)/ Loss	-	-
3	Past Service Cost	-	-
4	Interest Cost	2,58,444	5,05,458
5	Expected Return on Plan Assets	-	-
6	Curtailment (Gain)/ Loss	-	-
7	Settlement (Gain)/ Loss	-	-
8	Transfer In/ (Out)	-	-
9	Remeasurement or Actuarial (Gain)/ Loss recognised in the period	43,89,833	(22,45,777)
10	Expense recognised in the statement of P&L at the end of the period	48,23,213	(1,77,422)

Table 6: Reconciliation of Net Assets/ (Liability) recognised

S.No.	Particulars	For the period ending	
		31-03-2022	31-03-2023
1	Net Asset/ (liability) recognised at the beginning of the period	(8,79,127)	(78,26,459)
2	Company Contribution	14,84,651	12,11,249
3	Benefits paid directly by the company	-	-
4	Expense recognised at the end of the period	(48,23,213)	1,77,422
5	Mortality Charges and taxes	-	-
6	Impact of Transfer (In)/ Out	(36,08,770)	-
7	Net Asset/ (liability) recognised at the end ofthe period	(78,26,459)	(64,37,788)

2. Notes to Standalone financial statements for the year ended March 31, 2023

Accounts in the financial statements are presented in Rupees (₹), except for per share data and as otherwise stated.

2.1 Disclosure of related parties/related party transactions pursuant to IND AS24 "Related Party Disclosures"

Names of the related parties and nature of relationship:

Name of the related party	Nature of relationship
Entities controlled/ jointly controlled by Key Management Personnel	
XTGlobal Inc.	Direct subsidiary
Circulus LLC	Indirect subsidiary
Network Objects, Inc	Associate Entity
Mullapudi Ventures LLC	Entity controlled by Mr. M A Ramarao, Managing Director
Key-management personnel (KMP)	
Mr. Ramarao Atchuta Mullapudi	Chairman and Managing Director
Ms. Sreedevi Vuppuluri	Whole-time Director
Mr. Narasimha Raju Kalidindi	Independent Director
Mr. Jagannatha Prasad Malireddy	Non-Executive Director
Mr. Saibaba Karuturi	Independent Director
Mr. Srinivasa Raju Kosuri	Non-Executive Director
Mr. Srinivasa Pendyala	Additional Director
Mr. Raghuram Kusuluri	Chief Financial Officer
Ms. Shikha Gangrade	Company Secretary
Relative of Key Management Personnel	
Ms. Harika Vardhani Mullapudi	Relative of Managing Director

Transactions with related parties during the year ended March 31, 2023

Rs. In Lakhs

Nature of transaction	Key-management personnel	Entities controlled/ jointly controlled by KMP	Balance as on March 31, 2023
Sale of services - XTGlobal Inc.	-	6,430.89	-
Advance from XTGlobal Inc	-	-	1,185.36
Sale of services - Network Objects, Inc	-	61.86	-
Rent paid - Mr. Srinivasa Raju Kosuri	5.00	-	-
Remuneration to			
- Mr. Raghuram Kusuluri	26.10	-	-
- Ms. Shikha Gangrade	10.10	-	-
- Ms. Vuppuluri Sreedevi	12.00	-	-
Interest on loan taken - Ramarao Atchuta Mullapudi	44.38	-	-
Sitting fee to			
- Mr. Srinivas Pendyala	0.50	-	-
- Mr. Narasimha Raju Kalidindi	1.20	-	-
- Mr. Srinivasa Raju Kosuri	0.20	-	-
- Mr. Jagannatha Prasad Malireddy	0.60	-	-
- Mr. Saibaba Karuturi	1.10	-	-

2.2 Earnings per share (EPS)

The computation of Earnings per share is set out below:

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Earnings: (₹)		
Net Profit for the year	8,35,67,491	6,67,19,022
Shares:		
Number of shares at the beginning of the year	13,29,68,455	11,99,67,627
Add: No. of equity shares issued	-	1,30,00,828
Total number of equity shares outstanding at the end of the year	13,29,68,455	13,29,68,455
Weighted average number of equity shares outstanding during the year	13,29,68,455	12,32,80,167
Basic and Diluted Earnings per share - Par value of ₹1	0.63	0.54

2.3 In the opinion of the Board of Directors of the company the value on realization of Current Assets, Loans and Advances in the ordinary course of business will not be less than the amount at which they have been stated in the Balance Sheet as on March 31, 2023.

2.4 Letters have been issued to parties for confirmation of balances with the request to confirm or send comment by the stipulated date failing which balance as indicated in the letter would be taken as confirmed.

2.5 The Company has during the year sent out letters seeking confirmations from its suppliers whether they fall under the category of micro, small and medium enterprises as mentioned under the Micro, Small and Medium Enterprises Development Act, 2006. Based on the information available with the Company, the Company believes that it does not have any outstanding dues to micro, small and medium enterprises. Further, the Company has not paid any interest to the micro, small and medium enterprises.

2.6 Recent Pronouncements

Ministry of Corporate Affairs (“MCA”) notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 23, 2022, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2022, applicable from April 1, 2022 as below:

Ind AS 103 - Business Combination

The amendments specifies that to qualify for recognition as part of applying the acquisition method, the identifiable assets acquired and liabilities assumed must meet the definitions of assets and liabilities in the Conceptual Framework for Financial Reporting under Ind AS (Conceptual Framework), issued by the ICAI at the acquisition date. The company does not expect the amendment to have any significant impact in its financial statements.

Ind AS 16 - Property, Plant and Equipment (PPE)

The amendments clarifies that excess of net sale proceeds of items produced over the cost of testing while preparing the asset for its intended use (if any), shall not be recognise in the profit or loss but deducted from the directly attributable cost considered as part of cost of an item PPE. The company has evaluated the amendment and there is no impact in recognition of its property, plant and equipment.

Ind AS 37 - Provisions, Contingent Liabilities and Contingent Assets

The amendments specify that that the ‘cost of fulfilling’ a contract comprises the ‘costs that relate directly to the contract’. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that relate directly to fulfilling contracts (an example would be the allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract). The amendment is essentially a clarification and the company does not expect the amendment to have any impact in its financial statements.

Ind AS 109 - Financial Instruments

The amendment clarifies which fees an entity includes when it applies the '10 percent' test of Ind AS 109 in assessing whether to derecognise a financial liability or to consider as modification of existing financial liability. The company does not expect the amendment to have any significant impact in its financial statements.

The Code on Social Security, 2020

The Code on Social Security 2020 ('Code') has been notified in the Official Gazette on September 29, 2020. The Code is not yet effective and related rules are yet to be notified. Impact if any of the change will be assessed and recognized in the period in which said Code becomes effective and the rules framed thereunder are notified.

2.7 Other Statutory Information

(i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

(ii) The Company does not have any transactions with companies struck off.

(iii) The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period,

(iv) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.

(v) The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

(vi) The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,

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

(viii) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.

2.8 Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006:

Dues to Micro, Small and Medium Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. The amount of dues payable to micro, small and medium enterprises are as follows:

Particulars	As At	
	31.03.2023	31.03.2022
The principal amount and interest due thereon remaining unpaid to any supplier as at the end of the financial year	38.84	53.05
The amount of interest paid by the buyer under the Act along with the amounts of payment made to the supplier beyond the appointed day during each accounting year	-	-
The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under this Act	-	-
The amount of interest accrued and remaining unpaid at the end of the accounting year	-	-
The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under Section 23.	-	-

2.9 Corporate Social Responsibility (CSR) Activities

As per Section 135 of the Companies Act, 2013, a Corporate Social Responsibility (CSR) committee has been formed by the Company and the amount needs to be spent by the Company for the year is 2% of average net profits for previous three financial years, calculated as per Section 198 of the Companies Act, 2013. The areas for CSR activities are education & health. All these activities are covered under Schedule VII to the Companies Act, 2013. The details of amount spent are:

(Rs. In Lakhs)

Particulars	As At	
	31.03.2023	31.03.2022
Amount required to be spent by the company during the year	10.46	-
Amount of expenditure incurred	10.46	-
Shortfall at the end of the year	-	-
Total of previous years shortfall	-	-
Reason for shortfall	NA	NA
Nature of CSR activities	Education & Health	

2.10 Key Financial Ratios:

Particulars	Numerator	Denominator	Year Ended 31.03.2023	Year Ended 31.03.2022
Net worth (Rs. In Lakhs)	Equity share capital + other equity		17,450.18	16,614.50
Current Ratio (in times)	Total current assets	Total current liabilities	0.31	0.41
Debt- Equity Ratio (in times)	Non Current Borrowings (including current maturities of long-term debts) + Current Borrowings	Total Equity	0.13	0.18
Debt Service Coverage Ratio (in times)	Earnings before depreciation, interest and after tax	Finance costs + debt repayments	0.88	1.44
Interest Service Coverage Ratio (in times)	Profit after tax + Depreciation + Finance costs	Finance costs	3.98	5.76
Long Term Debt to Working Capital (in times)	Non Current Borrowings (including current maturities of long-term debts)	Net working capital (Excluding current borrowings)	(2.70)	(3.94)
Bad Debts to Account Receivable Ratio (in %)	Bad debts	Average trade receivables	-	-
Current Liability Ratio (in %)	Current liabilities (Excluding current borrowings)	Total liabilities	36.47%	33.02%
Total Debts to Total Assets ratio (in %)	Non Current borrowings + Current borrowings	Total assets	10.51%	13.81%
Debtors Turnover Ratio (in times)	Revenue from Operations	Average trade receivables	350.46	71.52
Operating Margin (in %)	Profit before tax, depreciation, finance cost and Exception items less other income	Revenue from operations	33.61%	32.13%
Net profit margin (in %)	Profit after tax	Revenue from operations	12.63%	13.07%

2.11 Capital Work-in-Progress ageing:

Ageing for capital work-in-progress as at March 31, 2023 is as follows:					
Particulars	Amount in Capital Work in Progress for a period of				Rs. In Lakhs
	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
i) Project in progress	397.89	248.67	-	-	646.56

Ageing for capital work-in-progress as at March 31, 2022 is as follows:					
Particulars	Amount in Capital Work in Progress for a period of				Rs. In Lakhs
	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
i) Project in progress	248.67	-	-	-	248.67

2.12 Categories of Financial instruments and their fair values:

The carrying amount of all financial assets and financial liabilities appearing in the financial statements are a reasonable approximation of their fair values.

Categories of Financial Instruments

Particulars	As at 31st March 2023			As at 31st March 2022		
	FVTPL	FVTOCI	Amortised Cost	FVTPL	FVTOCI	Amortised Cost
Financial Assets						
Trade Receivables	-	-	23.63	-	-	14.13
Cash and Cash Equivalents	-	-	38.98	-	-	154.25
Bank balances other than cash and cash equivalents	-	-	233.35	-	-	180.61
	-	-	**295.95**	-	-	**348.99**

Particulars	As at 31st March 2023			As at 31st March 2022		
	FVTPL	FVTOCI	Amortised Cost	FVTPL	FVTOCI	Amortised Cost
Financial Liabilities						
Borrowings	-	-	2,271.85	-	-	2,969.50
Trade Payables	-	-	114.46	-	-	118.60
Lease Liabilities	-	-	79.27	-	-	41.30
	-	-	**2,465.58**	-	-	**3,129.40**

2.13 Financial risk management objectives and policies

Financial Risk Management Framework

The Board of Directors is responsible for developing and monitoring the Company's risk management policies.

The Company’s principal financial liabilities comprises of borrowings, trade payables and other financial liabilities. The main purpose of these financial liabilities is to finance the Company’s operations. The Company’s principal financial assets include loans, trade receivables and cash and bank balances that the Company derives directly from its operations.

The Company is exposed primarily to credit risk, liquidity risk and market risk, which may adversely impact the fair value of its financial instruments. The Company assesses the unpredictability of the financial environment and seeks to mitigate potential adverse effects on the financial performance of the Company.

A. Credit Risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration of risks. Credit risk arises primarily from financial assets such as trade receivables, balances with banks and loan and other receivables.

Credit risk is controlled by analyzing credit limits and creditworthiness of customers on a continuous basis to whom the credit has been granted after obtaining necessary approvals for credit. Financial instruments that are subject to concentrations of credit risk principally consist of trade receivables, cash and bank balances and loans. None of the financial instruments of the Company result in material concentration of credit risk.

Exposure to credit risk

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk was Rs. 295.95 lakhs and Rs. 348.99 as of 31 March 2023 and 31 March 2022 respectively, being the total of the carrying amount of financial assets.

Financial assets that are neither past due nor impaired

None of the Company's cash equivalents, loans and other financial assets were either past due or impaired as at 31 March 2023 and 31 March 2022. The Company has diversified its portfolio of investment in cash and cash equivalents and term deposits with various banks which have secure credit ratings, hence the risk is reduced.

Financial assets that are past due but not impaired

The Company's credit period for customers generally 30 days. The aging of trade receivables that are past due but not impaired is given below:

Particulars	As at	
	31st March 2023	31st March 2022
Past due not impaired:		
More than 30 days	12.39	1.43
	12.39	**1.43**

B. Liquidity Risk

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Company manages liquidity risk by maintaining cash and cash equivalents and the cash flows generated from operations.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments:

As at 31st March 2023	On Demand	Up to 1 year	More than 1 year	Total
Borrowings	-	650.46	1,621.39	2,271.85
Trade Payables	-	114.46	-	114.46
Lease Liabilities	-	-	79.27	79.27
	-	**764.92**	**1,700.66**	**2,465.58**
As at 31st March 2022	**On Demand**	**Up to 1 year**	**More than 1 year**	**Total**
Borrowings	-	468.61	2,500.89	2,969.50
Trade Payables	-	118.60	-	118.60
Lease Liabilities	-	1.50	39.80	41.30
	-	**588.71**	**2,540.69**	**3,129.40**

C. Market Risk:

'Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates will affect the Company's income. Market risk is attributable to all market risk sensitive financial instruments including foreign currency receivables and payables and long term debt. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

D. Foreign exchange risk:

Foreign currency risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. The majority of Company's revenue is generated in US dollars, as a result, as the rupee appreciates or depreciates against foreign currencies, the results of the entity's operations are impacted.

a) Significant foreign currency risk exposure relating to financial assets expressed in Rs. terms are as follows:

Particulars	31st March 2023	31st March 2022
Borrowings		
- USD	1,726.80	2,413.04

b) Foreign currency sensitivity:

The following table demonstrates the sensitivity to a reasonably possible change in USD, with all other variables held constant:

Particulars	Impact on profit after tax for the year ended	
	31st March 2023	31st March 2022
USD Sensitivity		
Rs./USD - Increase by 5%	62.32	87.09
Rs./USD - Decrease by 5%	-62.32	-87.09

E. Interest rate risk

The group is exposed to interest rate risk because it borrows funds at both fixed and floating interest rates. The risk is managed by the group by maintaining an appropriate mix between fixed and floating rate borrowings.

F. Capital risk management:

Capital includes equity capital and all other reserves attributable to the equity holders of the parent. The primary objective of capital management is to ensure that it maintain an efficient capital structure and healthy capital ratios in order to support its business and maximise shareholder's value. The Company manages its capital structure and make adjustments to it, in light of changes in economic conditions or its business requirements. To maintain or adjust the capital structure, company may adjust the dividend payment to shareholders return capital to shareholders or issue new shares.

The Company monitors capital using a debt to capital employed ratio which is debt divided by total capital plus debt. The Company's policy is to keep this ratio at an optimal level to ensure that the debt related covenants are complied with.

Particulars	As at	
	31st March 2023	31st March 2022
Debt	2,271.85	2,969.50
Cash and cash equivalents and Other bank balances	272.33	334.85
Net debt	1,999.52	2,634.65
Total equity	17,450.18	16,614.50
Net debt and total equity	19,449.69	19,249.15
Net debt to equity ratio (%)	**10.28%**	**13.69%**

Note 3 : Property, Plant and Equipment

The changes in the carrying value of property, plant and equipment for the year ended March 31, 2023 :

₹ in Lakhs

Particulars	Computers	Office equipment	Furniture and fixtures	Freehold land	Freehold buildings	Right of Use Asset	Other assets	Total
Gross carrying value as at April 01, 2022	730.04	176.31	293.18	254.10	6,685.31	72.79	497.59	8,709.31
Additions	78.47	10.42	7.96	-	-	58.58	184.59	340.03
Deletions	-	-	-	-	-	44.38	-	44.38
Gross carrying value as at March 31, 2023	808.52	186.73	301.15	254.10	6,685.31	86.99	682.18	9,004.97
Accmulated depreciation as at April 01, 2022	561.71	44.89	79.10	70.48	155.09	43.66	109.43	1,064.34
Depreciation	96.76	10.28	19.04	9.22	128.15	14.67	53.61	331.73
Accmulated depreciation on deletions	-	-	-	-	-	44.38	-	44.38
Accumulated depreciation as at March 31, 2023	658.47	55.16	98.14	79.69	283.24	13.95	163.04	1,351.70
Carrying value as at April 01, 2022	168.34	131.42	214.08	183.62	6,530.22	29.13	388.16	7,644.97
Carrying value as at March 31, 2023	150.04	131.56	203.01	174.40	6,402.07	73.04	519.14	7,653.27

The changes in the carrying value of property, plant and equipment for the year ended March 31, 2022 :

₹ in Lakhs

Particulars	Computers	Office equipment	Furniture and fixtures	Freehold land	Freehold buildings	Right of Use Asset	Other assets	Total
Gross carrying value as at April 01, 2021	607.48	140.08	208.68	169.95	1,202.00	72.79	223.76	2,624.75
Additions	122.56	36.22	84.50	84.14	5,483.31	-	273.83	6,084.56
Deletions	-	-	-	-	-	-	-	-
Gross carrying value as at March 31, 2022	730.04	176.31	293.18	254.10	6,685.31	72.79	497.59	8,709.31
Accmulated depreciation as at April 01, 2021	481.53	37.17	61.53	62.41	74.05	29.14	72.51	818.34
Depreciation	80.17	7.72	17.57	8.07	81.04	14.52	36.92	246.00
Accmulated depreciation on deletions	-	-	-	-	-	-	-	-
Accumulated depreciation as at March 31, 2022	561.71	44.89	79.10	70.48	155.09	43.66	109.43	1,064.34
Carrying value as at April 01, 2021	125.95	102.92	147.16	107.54	1,127.95	43.65	151.25	1,806.41
Carrying value as at March 31, 2022	168.34	131.42	214.08	183.62	6,530.22	29.13	388.16	7,644.97

Notes Forming Part of The Standalone Financial Statements
For the year ended March 31, 2023

Note 4 : Investments : Non-current

₹ in Lakhs

Particulars	As at	
	Mar 31, 2023	Mar 31, 2022
Equity instruments of subsidiaries	9,324.56	9,324.56
Equity instruments of associates	3,276.21	3,276.21
	12,600.77	**12,600.77**

Note 5 : Loans : Non-current

₹ in Lakhs

Particulars	As at	
	Mar 31, 2023	Mar 31, 2022
Loan receivables considered good – Unsecured		
Loans to related parties	-	-
	-	-

Note 6 : Deferred Tax Assets (net) / Deferred Tax Liabilities (net)

₹ in Lakhs

Particulars	As at	
	Mar 31, 2023	Mar 31, 2022
Deferred tax liabilities	-386.29	-233.41
MAT Credit Entitlement	356.75	353.83
Deferred tax assets / (liabilities) (net)	**-29.53**	**120.42**

Movement in deferred tax assets for the year 2022-23:

₹ in Lakhs

Particulars	Opening Balance	Recognised/(Reversed) through Profit and loss account	Closing Balance
Property, Plant and Equipment	-261.2	-125.08	-386.28
Carry forward unabsorbed depreciation and business losses	27.79	-27.79	0
MAT Credit Entitlement	353.83	2.92	356.75
Total Deferred tax liability (Net)	**120.42**	**-149.95**	**-29.53**

Note 7 : Other Non-current Assets

₹ in Lakhs

Particulars	As at	
	Mar 31, 2023	Mar 31, 2022
Security Deposits	33.94	28.68
	33.94	**28.68**

Note 8 : Trade Receivables : Current

₹ in Lakhs

Particulars	As at	
	Mar 31, 2023	**Mar 31, 2022**
Trade receivables - Unsecured		
Considered good	23.63	14.13
Considered doubtful	-	-
	23.63	**14.13**

Ageing for Trade Receivables as at 31st March, 2023 is as follows: **Rs. In Lakhs**

Particulars	Outstanding for following periods from due date of payment						
	Not Due	Less than 6 months	6 Months - 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
Trade Receivables - Billed							
i) Undisputed Trade receivables - considered good	10.94	12.69	-	-	-	-	23.63
ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
iv) Disputed Trade Receivables– considered good	-	-	-	-	-	-	-
v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
Total Trade Receivables	**10.94**	**12.69**	**-**	**-**	**-**	**-**	**23.63**

Ageing for Trade Receivables as at 31st March, 2022 is as follows: **Rs. In Lakhs**

Particulars	Outstanding for following periods from due date of payment						
	Not Due	Less than 6 months	6 Months - 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
Trade Receivables - Billed							
i) Undisputed Trade receivables - considered good	12.70	1.43	-	-	-	-	14.13
ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
iv) Disputed Trade Receivables– considered good	-	-	-	-	-	-	-
v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
Total Trade Receivables	**12.70**	**1.43**	**-**	**-**	**-**	**-**	**14.13**

Note 9 : Cash and Cash Equivalents

₹ in Lakhs

Particulars	As at	
	Mar 31, 2023	Mar 31, 2022
Balances with banks	38.7	153.84
Cash on hand	0.28	0.41
Margin money and security deposits with banks	-	-
Bank deposits - current	-	-
	38.98	**154.25**

Note 10 : Bank balances other than cash and cash equivalents

₹ in Lakhs

Particulars	As at	
	Mar 31, 2023	Mar 31, 2023
Margin money and security deposits with banks	233.35	107.87
Other bank balances	-	72.74
	233.35	180.61

Note 11 : Other Current Assets

₹ in Lakhs

Particulars	As at	
	Mar 31, 2023	Mar 31, 2022
Capital Advances:		
Advance to vendors	41.54	298.31
Advances other than capital advances:		
Advance to vendors	1	0.07
Advance to employees	10.08	10
Security deposits	-	-
Loans to related parties	-	-
Prepaid expenses	99.53	55.4
Withholding taxes and others	160.93	84.44
Advance income tax	52.8	52.8
Others	13.33	11.89
	379.21	**512.91**

Note 12 : Equity Share Capital

₹ in Lakhs, except as otherwise stated

Particulars	As at	
	Mar 31, 2023	Mar 31, 2022
Authorized		
Equity shares of ₹1 each		
March 31, 2023: 25,00,00,000 equity shares of ₹1 each	2,500.00	
March 31, 2022: 25,00,00,000 equity shares of ₹1 each		2,500.00
Issued, Subscribed and Fully paid up		
Equity shares of ₹1 each		
March 31, 2023: 13,29,68,455 equity shares of 1 each	1,329.68	
March 31, 2022: 13,29,68,455 equity shares of 1 each		1,329.68

Rights, preferences and restrictions attached to the equity shares:

The Company has only one class of equity shares having a par value of Rs. 1 each per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Reconciliation of the number of shares outstanding

Number of shares

Particulars	As at	
	Mar 31, 2023	Mar 31, 2022
Shares outstanding at the beginning of the year	13,29,68,455	11,99,67,627
Shares issued during the year	-	1,30,00,828
Shares outstanding at the end of the year	13,29,68,455	13,29,68,455

Details of shareholder holding more than 5% of aggregate shares

Name of the shareholder	As at	
% of share holding	Mar 31, 2023	Mar 31, 2022
Ramarao Atchuta Mullapudi	7,83,42,049.00	7,83,36,049.00
% of share holding	58.91	58.91
Srinivasa Raju Kosuri	1,20,00,764.00	1,20,00,764.00
% of share holding	9.03	9.03

Details of shares held by the promoters in the Company and change during the year:

Name of the shareholder	As at 31st March, 2023			As at 31st March, 2022		
	No. of shares of Rs. 1 each	% of total shares	% change during the year	No. of shares of Rs. 1 each	% of total shares	% change during the year
Ramarao Atchuta Mullapudi	7,83,42,049	58.91%	0.00%	7,83,36,049	58.91%	-6.38%
Harika Vardhani Mullapudi	43,96,329	3.31%	0.00%	43,96,329	3.31%	-0.36%
Subba Rao Vuppuluri	2,05,818	0. 15%	0.00%	2,05,818	0.15%	-0.02%
Sri Rama Rudra Prasad Vuppuluri	3,36,790	0. 25%	0.00%	3,36,790	0.25%	-0.03%
Jayalakshmi Vuppuluri	2,05,818	0. 15%	0.00%	2,05,818	0.15%	-0.02%

Note 13 : Borrowings : Non-current

₹ in Lakhs

Particulars	As at	
	Mar 31, 2023	Mar 31, 2022
Secured borrowings:		
Term loans from banks	1,621.39	1,742.79
Unsecured borrowings:		
Loans from related parties	-	758.1
Loans from others	-	
Long term maturities of finance lease obligations	-	-
	1,621.39	**2,500.89**

As at March 31, 2023

Bank	Loan Outstanding	Pending Repayment	Rate of Interest
ICICI Bank Limited (Refer note 1 below)	4.59	1 Monthly Instalment	9.07%
ICICI Bank Limited (Refer note 1 below)	478.12	32 Monthly Instalments	8.68%
ICICI Bank Limited (Refer note 1 below)	256.51	31 Monthly Instalments	7.66%
ICICI Bank Limited (Refer note 1 below)	516.99	69 Monthly Instalments	8.21%
ICICI Bank Limited (Refer note 1 below)	470.58	79 Monthly Instalments	7.97%
ICICI Bank Limited (Refer note 1 below)	191.15	16 Monthly Instalments	10.65%
ICICI Bank Limited (Refer note 1 below)	215.00	36 Monthly Instalments	8.80%
Vehicle loans from ICICI Bank Limited (Refer note 2 below)	138.89	11 to 57 Monthly Instalments	7.8% to 8.4%
Less: Current maturities of non-current borrowings	-650.46		
	1,621.39		

As at March 31, 2022

Bank	Loan Outstanding	Pending Repayment	Rate of Interest
ICICI Bank Limited (Refer note 1 below)	207.59	12 Monthly Instalment	9.07%
ICICI Bank Limited (Refer note 1 below)	611.50	46 Monthly Instalments	8.68%
ICICI Bank Limited (Refer note 1 below)	331.12	43 Monthly Instalments	7.66%
ICICI Bank Limited (Refer note 1 below)	504.73	81 Monthly Instalments	8.21%
ECB loan from Mr. Ramarao Mullapudi (Refer note 3 below)	758.10	Repayable during 2022-23	7.00%
ICICI Bank Limited (Refer note 1 below)	334.51	28 Monthly Instalments	10.65%
ICICI Bank Limited (Refer note 1 below)	215.00	36 Monthly Instalments	8.80%
Vehicle loan from ICICI Bank Limited (Refer note 2 below)	6.96	23 Monthly Instalments	7.80%
Less: Current maturities of non-current borrowings	-468.61		
	2,500.89		

Note 1: Term loan from banks is secured by first *pari passu* charge on the immovable properties located at Madhurawada, Visakhapatnam and Financial District, Hyderabad owned by or belonging to the Company and are guaranteed by Mr. Ramarao Mullapudi, Managing director.

Note 2: Vehicle Loans are secured by the hypothecation of specific assets purchased from those loans.

Note 3: External commercial borrowing is received from Mr. Ramarao Mullapudi and is repayable during the FY 2022-23 with an interest of 7.00%

Note 14 : Other Financial Liabilities : Non-current

₹ in Lakhs

Particulars	As at	
	Mar 31, 2023	**Mar 31, 2022**
Lease liability	79.27	41.3
Employee benefit obligation - Gratuity liability		-
	79.27	**41.3**

Leases

The Company has lease arrangements for its office premises located in Duvvada and Madhurawada locations. These leases have original terms for a period of 25 years for Madhurawada 5 years for Duvvada locations and with multiyear renewal option at the discretion of lessee. There are no residual value guarantees provided by third parties.

Particulars	As at	
	31st March 2023	31st March 2022
The movement is lease liabilities is as follows:		
Balance at the beginning of the year	41.30	54.82
Additions during the year	58.58	-
Finance cost accrued during the year	6.92	4.32
Payment of lease liabilities	-27.53	-17.84
Lease liabilities at the end of the year	**79.27**	**41.30**

Particulars	As at	
	31st March 2023	31st March 2022
Following amount has been recognized in statement of profit and loss:		
Depreciation/amortisation on right to use asset	14.67	14.52
Interest on lease liability	6.92	4.32
Total amount recognized in the statement of profit and loss	**21.59**	**18.84**

Note 15 : Provisions : Non-current

₹ in Lakhs

Particulars	As at	
	Mar 31, 2023	Mar 31, 2022
Provision for employee benefits		
Gratuity	199.68	195.96
Leave encashment	62.32	69.16
	261.99	**265.11**

Note 16 : Borrowings : Current

₹ in Lakhs

Particulars	As at	
	Mar 31, 2023	Mar 31, 2022
Secured borrowings:		
Current Maturities of Long-Term Borrowings	650.46	468.61
Unsecured borrowings:		
Current Maturities of Long-Term Borrowings	-	-
	650.46	**468.61**

Ageing for Trade Payables as at 31st March, 2023 is as follows:						Rs. In Lakhs
Particulars	Not Due	Outstanding for following periods from due date of payment				
		Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
i) MSME	38.84	-	-	-	-	38.84
ii) Others	62.07	13.55	-	-	-	75.62
iii) Disputed dues – MSME	-	-	-	-	-	-
iv) Disputed dues - Others	-	-	-	-	-	-
Total Trade Payables	**100.91**	**13.55**	**-**	**-**	**-**	**114.46**

Ageing for Trade Payables as at 31st March, 2022 is as follows:						Rs. In Lakhs
Particulars	Not Due	Outstanding for following periods from due date of payment				
		Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
i) MSME	14.71	38.34	-	-	-	53.05
ii) Others	39.08	10.53	15.93	-	-	65.54
iii) Disputed dues – MSME	-	-	-	-	-	-
iv) Disputed dues - Others	-	-	-	-	-	
Total Trade Payables	**53.79**	**48.87**	**15.93**	**-**	**-**	**118.60**

Note 17 : Other Current Liabilities

₹ in Lakhs

Particulars	As at	
	Mar 31, 2023	Mar 31, 2022
Advances received from customers	1,185.36	1,208.33
Statutory payables	81.49	67.06
Payroll payables	1.26	1.29
Other payables	124.84	176.64
	1,392.94	**1,453.31**

Note 18 : Provisions : Current

₹ in Lakhs

Particulars	As at	
	Mar 31, 2023	Mar 31, 2022
Provision for employee benefits		
Gratuity	4.06	14.94
Leave encashment	2.06	9.11
Provision for Income tax	3.36	19.04
	9.48	**43.09**

Note 19 : Revenue from operations

₹ in Lakhs

Particulars	For the year ended	
	Mar 31, 2023	Mar 31, 2022
Revenue from sale of services	6,616.53	5,105.41
	6,616.53	**5,105.41**

Note 20 : Other Income

₹ in Lakhs

Particulars	For the year ended	
	Mar 31, 2023	**Mar 31, 2022**
Interest income	23.01	13.84
Net foreign exchange gain / (loss)	-96.77	-116.84
Other income	330.98	-
	257.22	**-102.99**

Note 21 : Employee benefits expenses

₹ in Lakhs

Particulars	For the year ended	
	Mar 31, 2023	**Mar 31, 2022**
Salaries, incentives, and allowances	3,771.15	2,875.70
Cost of outside services	623.89	333.62
Defined contribution plans (Contribution to provident fund and other funds)	124.6	81.17
Defined benefit plans (Gratuity and other benefits)	109.62	126.74
Staff welfare expenses	21.18	10.04
	4,650.44	**3,427.27**

Note 22 : Finance costs

₹ in Lakhs

Particulars	For the year ended	
	Mar 31, 2023	**Mar 31, 2022**
Interest	381.93	189.78
	381.93	**189.78**

Note 23 : Other expenses

₹ in Lakhs

Particulars	For the year ended	
	Mar 31, 2023	**Mar 31, 2022**
Rent	5.17	0.26
Rates and taxes	29.46	21.63
Power and fuel	72.41	37.8
Communication expenses	33.85	28.5
Software and licences	79	41.07
Legal and professional fee	24.85	38.62
Repairs and maintenance	23.04	6.2
Consumables	8.74	5.86
Insurance	41.81	24.65
Advertisement and promo expenses	4.76	19.45
Recruitment and training	25.58	31.43
Travel	17.25	3.73
General office expenses	71.33	38.65
Auditor's remuneration		
Statutory audit fee	2.5	2
Tax matters	-	-
Company law matters		-
Other services	2.16	3.07
Others	15.08	34.8
	456.99	**337.74**

Note 24: Income Tax and Deferred Tax

The major components of income tax expense/(benefit) and the reconciliation between expected tax expense based on the domestic effective tax rate of the Company at 27.82% (31 March 2022: 27.82%) and the reported tax expense/(benefit) in the statement of profit and loss is as follows:

Particulars	For the year ended (In lakhs)	
	Mar 31, 2023	Mar 31, 2022
Current Income Tax	181.13	-
Deferred Tax	152.88	244.44
Tax for earlier period/year	2.52	-90.23
Total	**336.53**	**154.21**

Reconciliation of tax expense and the accounting profit multiplied by India's tax rate

Particulars	For the year ended (In Lakhs)	
	Mar 31, 2023	Mar 31, 2022
Profit before Tax	1,172.20	821.40
Tax at the Indian tax rate of 27.82% (31 March 2022: 27.82%)	326.11	228.51
Tax effect of amounts which are not deductible / taxable in calculating taxable income:		
Tax of earlier years	2.52	-90.23
Effect of expenses not deductible under the IT Act, 1961	262.94	345.66
Effect of expenses allowable under the IT Act, 1961	-255.04	-329.73
Total	**336.53**	**154.21**

The accompanying notes form an integral part of the Standalone financial statements.
As per our report of even date attached

For C. Ramachandram & Co
Chartered Accountants
Firm's Registration No.: 002864S

For and on behalf of the Board of Directors
XTGlobal Infotech Limited

Ramarao A Mullapudi
Managing Director
DIN:02302179

Sreedevi Vuppuluri
Whole-time Director
DIN:02448540

Premnath Degala
Partner
Membership Number: 207133

K Raghuram
CFO

G Shikha
Company Secretary

Hyderabad, India
Date: May 30, 2023

Hyderabad, India
Date: May 30, 2023

INDEPENDENT AUDITORS' REPORT

To the Members of M/s XTGlobal Infotech Limited
Report on the Audit of the Consolidated Financial Statements

Opinion

1. We have audited the accompanying Consolidated Financial Statements of **M/s XTGlobal Infotech Limited** ("the Company"), and its wholly owned subsidiary (the Company and the wholly owned subsidiary together referred to as "the Group") and its associate company which comprise the Consolidated Balance Sheet as at March 31, 2023, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (herein referred to as "the Consolidated Financial Statements)

2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ('Ind AS'), and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group and its associate company as at March 31, 2023, and their consolidated profit, their consolidated total comprehensive income, their consolidated changes in equity and their Consolidated Cash Flows for the year ended on that date.

Basis for opinion

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

Key Audit Matters

4. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Consolidated Financial Statements of the current period. These matters were addressed in the context of our audit of the Consolidated Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

The key audit matter	How the matter was addressed in our audit
The Company's contracts with customers include contracts provision of IT services. The Company derives revenues from IT services comprising software development and related services, maintenance, consulting and package implementation, platforms across the Company's core and digital offerings. The Company assesses the services promised in a contract and identifies distinct performance obligations in the contract. Identification of distinct performance obligations to determine the deliverables and the ability of the customer to benefit independently from such deliverables involves significant judgement	Our audit procedures included the following. i. Obtained an understanding of the systems, processes and controls implemented by the Company for recording revenue. ii. On selected samples of contracts with customers, we tested that the revenue recognized is in accordance with the revenue recognition accounting standard including. a. Read contract documents for each selection, including master service agreements, timesheets accepted by the customers and other documents that were part of the agreement. b. Evaluated the identification of performance obligations and the ascertained transaction price.

Information other than the Consolidated Financial Statements and Auditors' report thereon.

5. The Company's Board of directors are responsible for the preparation of the other information. The other information comprises the information included in the annual report but does not include the consolidated financial statements, standalone financial statements and our and other auditor's report thereon. The annual report is expected to be made available to us after the date of this auditor's report

   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 compare with the financial statements of the subsidiary audited by the other auditor, to the extent it relates to that entity and, in doing so, place reliance on the work of the other auditor and 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. Other information so far as it relates to the subsidiary is traced from its financial statements audited by the other auditor.

   When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take appropriate action as applicable under the relevant laws and regulations.

Management's responsibility for the Consolidated Financial Statements

6. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Consolidated Financial Statements that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated comprehensive income, consolidated changes in equity and consolidated cash flows of the Group including its associate company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Financial Statement that give a true and fair view and are free from material misstatement, whether due to fraud error. which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Company, as aforesaid.

7. In preparing the Consolidated Financial Statements, the respective Board of Directors of the companies Included in the Group and of its associate company are responsible for assessing the Group's and of its associate company 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.

8. The respective Board of Directors of the companies included in the Group and its associate company are also responsible for overseeing the financial reporting process of the Group and its associate company.

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

9. 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.

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

    - Identify and assess the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

    - Obtain an understanding of internal financial 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 ability of the Group and its associate company 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 and its associate Company to cease to continue as a going concern.

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

    - Obtain Sufficient Audit evidence regarding the financial information of the entities or business activities within the Group and its associate company to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, Supervision and performance of the Audit of the Consolidated Financial Statements of such entities included in the Consolidated Financial Statements of which we are the Independent auditors. We remain solely responsible for our audit opinion.

11. We communicate with those charged with governance of the Company and the other Entities included in the Consolidated Financial Statements of which we are the Independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

12. 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.

13. From the matters communicated with those charged with governance, we determine those matters that were

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

Other Matters

14. We did not audit the financial statements of wholly owned foreign subsidiary (M/s XTGlobal Inc, USA), whose financial statements reflect total assets of Rs. 9,590.31 Lakhs as at March 31, 2023, total revenues of Rs. 22914.75 Lakhs and group share of net profit after tax of Rs.267.65 lakhs and its Associate company is Rs. 562.74 Lakhs for the year ended on that date, as considered in the Consolidated Financial Statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the Consolidated Financial Statements, in so far as it relates to the amounts and disclosures included in respect of the subsidiary, and our report in terms of section 143(3) and 143(11) of the Act, in so far as it relates to the aforesaid subsidiary is based solely on the reports of the other auditors.

15. Our opinion on the Consolidated Financial Statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements certified by the Management.

Report on Other Legal and Regulatory Requirements

16. As required by the Companies (Auditor's Report) Order, 2020, ("the Order") issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Companies Act, 2013, we give in the **Annexure A**, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

17. As required by Section 143(3) of the Act, based on our audit and on the consideration of the reports of the other Auditors on the separate financial Statements of subsidiary, referred to in the other Matters section above, we report, to the extent applicable, that:

    a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial Statements.

    b. In our opinion, proper books of account as required by law relating to Preparation of aforesaid Consolidated Financial Statements have been kept by the Company so far as it appears from our examination of those books.

    c. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including (including Other Comprehensive Income), Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the Consolidated Financial Statements.

    d. In our opinion, the aforesaid Consolidated Financial Statements comply with the Ind AS specified under section 133 of the Act.

    e. Based on the Written Representation received from the directors of the Company as on March 31, 2023, and taken on record by the Board of Directors, we report that none of the directors are disqualified as on March 31, 2023 from being appointed as a director in terms of Sub-section 2 of Section 164 of the Act.

    f. With respect to the adequacy of the internal financial controls with reference to consolidated financial of the Company and the operating effectiveness of such controls, refer to our separate report in **"Annexure B,** our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to consolidated financial of those companies.

    g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director by the Company is not in excess of the limit laid down under Section 197 of the Act.

h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us;

i. As informed to us and based on the audit procedures, the group does not have any pending litigations.

ii. There is no requirement for any provision as required by any act or Indian Accounting Standards for material foreseeable losses, if any, on long term contracts including derivative contracts.

iii. There are no amounts which are required to be transferred to Investor Education and protection fund.

iv.

(i) The management has represented that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

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

(iii) Based on the audit procedures, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) contain any material mis-statement.

v. The parent company has not declared dividend or paid during the year by the company accordingly this clause is not applicable.

For C RAMACHANDRAM & CO.,
Chartered Accountants
Firm Registration No. 002864S

Place: Hyderabad
Date: May 30, 2023

SD/-
PREMNATH DEGALA
Partner
Membership No. 207133
UDIN: 23207133BGWIRR6657

Annexure-A to the Auditors' Report

Annexure referred to in paragraph under 'Report on Other Legal and Regulatory Requirements' section of our report of the Independent Auditor's Report of even date of M/s XTGlobal Infotech Limited, on the Consolidated Financial Statements for the year ended March 31, 2023.

In terms of the information and explanations sought by us and given by the company and the books and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state the following:

xxi. In our opinion and based on the information provided to us, the reporting requirement under the Companies (Auditor's Report) Order (CARO) is not applicable to the foreign subsidiary.

For C RAMACHANDRAM& CO.,
Chartered Accountants
Firm Registration No. 002864S

Place: Hyderabad
Date: May 30, 2023

SD/-
PREMNATH DEGALA
Partner
Membership No. 207133
UDIN: 23207133BGWIRR6657

Annexure B to the Independent Auditor's Report

(Referred to in paragraph 1 (f) under 'Report on other legal and regulatory requirements' section of our report to the Members of **M/s XTGlobal Infotech Limited** of even date)

Report on the internal financial controls with reference to consolidated financial under clause (i) of sub-section 3 of section 143 of the Companies Act, 2013 ("the Act")

1. We have audited the internal financial controls with reference to consolidated financial of **M/s XTGlobal Infotech Limited** ("the Holding Company") as of March 31, 2023 in conjunction with our audit of the Consolidated Financial Statements of the group for the year ended on that date.

Management's responsibility for internal financial controls

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

Auditors' responsibility

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

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

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

Meaning of internal financial controls with reference to consolidated financials.

6. A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Consolidated Financial

Statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (ii) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Consolidated Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (iii) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Consolidated Financial Statements.

Inherent Limitations of internal financial controls with reference to consolidated financials.

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

Opinion

8. In our opinion and to the best of our information and according to the explanations given to us, the Company have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls with reference to consolidated financial were operating effectively as at March 31, 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal financial controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

For C RAMACHANDRAM & CO.,
Chartered Accountants
Firm Registration No. 002864S

Place: Hyderabad
Date: May 30, 2023

SD/-
PREMNATH DEGALA
Partner
Membership No. 207133
UDIN: 23207133BGWIRR6657

Consolidated Balance Sheet

As at March 31, 2023

₹ in Lakhs

Particulars	Note No.	As at Mar 31, 2023	As at Mar 31, 2022
ASSETS			
Non-current Assets			
Property, Plant and Equipment	3	7,653.27	7,668.24
Capital Work-in-progress		1,812.16	983.50
Goodwill		1,493.15	1,493.15
Intangible Assets	4	1,450.46	1,799.63
Financial Assets			
Investments	5	3,641.93	3,409.21
Other Financial Assets			
Deferred Tax Assets (net)	6	60.49	420.01
Other Non-current Assets	7	53.38	46.60
Total Non-current Assets		**16,164.83**	**15,820.34**
Current Assets			
Financial Assets			
Investments			
Trade Receivables	8	6,057.37	6,264.06
Cash and Cash Equivalents	9	39.70	1,187.44
Bank balances other than cash and cash equivalents	10	233.35	180.61
Other Current Assets	11	1,209.52	1,306.38
Total Current Assets		7,539.94	8,938.49
TOTAL ASSETS		**23,704.77**	**24,758.83**
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	12	1,329.68	1,329.68
Other Equity		14,278.91	11,724.12
Total Equity		**15,608.59**	**13,053.80**
LIABILITIES			
Non-current Liabilities			
Financial Liabilities			
Borrowings	13	2,880.40	4,644.16
Other Financial Liabilities	14	79.27	41.30
Provisions	15	261.99	265.11
Total Non-current Liabilities		**3,221.66**	**4,950.57**
Current Liabilities			
Financial Liabilities			
Borrowings	16	650.46	468.61
Trade Payables			
Dues of micro enterprises and small enterprises		39.84	53.05
Dues of creditors other than micro enterprises and small enterprises		1,004.49	923.60
Other Current Liabilities	17	3,170.24	5,266.10
Provisions	18	9.48	43.09
Total Current Liabilities		**4,874.51**	**6,754.45**
Total Equity and Liabilities		**23,704.77**	**24,758.83**

The accompanying notes form an integral part of the Consolidated financial statements.

As per our report of even date attached

For C. Ramachandram & Co
Chartered Accountants
Firm's Registration No.: 002864S

For and on behalf of the Board of Directors
XTGlobal Infotech Limited

Ramarao A Mullapudi
Managing Director
DIN:02302179

Sreedevi Vuppuluri
Whole-time Director
DIN:02448540

Premnath Degala
Partner
Membership Number: 207133

K Raghuram
CFO

G Shikha
Company Secretary

Hyderabad, India
Date: May 30, 2023

Hyderabad, India
Date: May 30, 2023

Consolidated Statement of Changes in Equity

₹ in Lakhs

A. Equity Share Capital

Balance as at April 01, 2022	Changes during the year	Balance as at March 31, 2023
1329.68	0.00	1,329.68
Balance as at April 01, 2021	**Changes during the year**	**Balance as at March 31, 2022**
1199.68	130.01	1,329.68

B. Other Equity

₹ in Lakhs

Particulars	Reserves and surplus			Exchange difference on translating the financial statements	Other comprehensive income	Total
	Capital Reserve	Securities Premium	Retained Earnings			
Balance as at April 01, 2021	-	4,602.21	1,945.77	(88.34)	12.32	6,471.96
Transfers during the year	-	3,146.20	2,022.02	117.67	(33.73)	5,252.16
Balance as at March 31, 2022	-	7,748.41	3,967.78	29.33	(21.40)	11,724.12
Balance as at April 01, 2022	-	7,748.41	3,967.78	29.33	(21.40)	11,724.12
Transfers during the year	6,325.72	(4,602.21)	643.67	96.71	90.89	2,554.79
Balance as at March 31, 2023	6,325.72	3,146.20	4,611.45	126.04	69.49	14,278.91

The accompanying notes form an integral part of the Consolidated financial statements.

As per our report of even date attached

For C. Ramachandram & Co
Chartered Accountants
Firm's Registration No.: 002864S

For and on behalf of the Board of Directors
XTGlobal Infotech Limited

Ramarao A Mullapudi
Managing Director
DIN:02302179

Sreedevi Vuppuluri
Whole-time Director
DIN:02448540

Premnath Degala
Partner
Membership Number: 207133

K Raghuram
CFO

G Shikha
Company Secretary

Hyderabad, India
Date: May 30, 2023

Hyderabad, India
Date: May 30, 2023

Nature of reserves:

a) **Capital reserves:**
This represents the reserves created upon the merger of XTGlobal Infotech Limited and Xenosoft technologies (India) private limited.

b) **Securities Premium:**
Amounts received on issue of shares in excess of the par value has been classified as securities premium. The utilization of securities premium is governed by the section 52 of the Act.

c) **Retained earnings:**
Retained earnings comprises of undistributed earnings after taxes.

d) **Other items of comprehensive income:**
Other items of other comprehensive income consist of re-measurement of net defined benefit liability.

e) **Exchange difference on translating the financial statements:**
This comprises of exchange differences upon translating the financial statements.

Consolidated Statement of Profit and Loss

For the year ended March 31, 2023

₹ in Lakhs

Particulars	Note No.	For the year ended Mar 31, 2023	For the year ended Mar 31, 2022
Revenue from operations	19	24,196.99	21,673.65
Other Income	20	243.82	(99.80)
Total Income		**24,440.82**	**21,573.84**
EXPENSES			
Employee benefits expenses	21	15,226.27	13,635.77
Cost of technical subcontractors		5,332.32	4,046.89
Finance costs	22	443.38	218.20
Depreciation and amortization expense	3	773.58	526.53
Other expenses	23	1,192.02	1,147.18
Total expenses		**22,967.57**	**19,574.57**
Share of net profit of associates		562.74	133.00
Less: Dividend received from associate		(328.84)	
Profit before exceptional items and tax		1,707.14	2,132.27
Exceptional Items		(0.29)	43.96
Profit before tax		1,706.85	2,176.23
Tax expense:			
Current tax	24	307.64	(90.23)
Deferred tax	24	152.88	244.44
Profit for the year		**1,246.33**	**2,022.02**
Other Comprehensive Income			
Items that will not be reclassified to profit or loss		90.89	-33.73
Income tax relating to items that will not be reclassified to profit or loss		-	-
Items that will be reclassified to profit or loss		-	-
Income tax relating to items that will be reclassified to profit or loss		-	-
Total Other Comprehensive Income		**90.89**	**-33.73**
Total Comprehensive Income for the year		**1,337.22**	**1,988.29**
Earnings per equity share			
Basic		1.01	1.61
Diluted		1.01	1.61

The accompanying notes form an integral part of the Consolidated financial statements.

As per our report of even date attached

For C. Ramachandram & Co
Chartered Accountants
Firm's Registration No.: 002864S

Premnath Degala
Partner
Membership Number: 207133

Hyderabad, India
Date: May 30, 2023

For and on behalf of the Board of Directors
XTGlobal Infotech Limited

Ramarao A Mullapudi
Managing Director
DIN:02302179

Sreedevi Vuppuluri
Whole-time Director
DIN:02448540

K Raghuram
CFO

G Shikha
Company Secretary

Hyderabad, India
Date: May 30, 2023

Consolidated Statement of Cash Flows

For the year ended March 31, 2023

₹ in Lakhs

Particulars	For the year ended Mar 31, 2023	For the year ended Mar 31, 2022
Cash Flow from Operating Activities		
Profit before tax	1,706.84	2,176.23
Adjustments to reconcile net profit to net cash provided by operating activities:		
Depreciation and amortization	773.58	526.53
Finance cost	443.38	218.20
Interest and dividend income	-340.59	-13.84
Exchange differences on translation of assets and liabilities	-97.63	201.88
Provisions	-463.64	115.77
Share of net profit of associates	-232.72	-33.73
Other comprehensive income	90.89	-133.00
Changes in assets and liabilities		
Trade receivables and unbilled revenue	206.68	-2,140.49
Trade payables	67.68	47.78
Other financial assets and other assets	-18.42	-203.36
Other financial liabilities, other liabilities and provisions	-1,731.97	1,727.86
Cash generated from operating activities	404.08	2,489.84
Income taxes paid	108.51	-121.91
Net cash generated from operating activities	512.59	2,367.93
Cash Flow from Investing Activities		
Expenditure on property, plant and equipment	-1,238.10	-2,245.05
Deposits with banks	-52.74	77.26
Proceeds from return on investment	340.59	13.84
Net cash used in investing activities	-950.24	-2,153.94
Cash Flow from Financing Activities		
Borrowings	1,087.34	1,195.60
Repayment of borrowings (net)	-1,354.05	-1,050.07
Finance cost paid	-443.38	-218.20
Net cash used in financing activities	-710.09	-72.67
Effect of exchange rate differences on cash and cash equivalents	-	-
Net increase / (decrease) in cash and cash equivalents	-1,147.74	141.31
Cash and cash equivalents at the beginning of the year	1,187.44	1,046.13
Cash and cash equivalents at the end of the year	39.70	1,187.44

The accompanying notes form an integral part of the Consolidated financial statements.

As per our report of even date attached

For C. Ramachandram & Co
Chartered Accountants
Firm's Registration No.: 002864S

For and on behalf of the Board of Directors
XTGlobal Infotech Limited

Ramarao A Mullapudi
Managing Director
DIN:02302179

Sreedevi Vuppuluri
Whole-time Director
DIN:02448540

Premnath Degala
Partner
Membership Number: 207133

K Raghuram
CFO

G Shikha
Company Secretary

Hyderabad, India
Date: May 30, 2023

Hyderabad, India
Date: May 30, 2023

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

A. General Information

XTGlobal Infotech Limited (Formerly Frontier Informatics Limited) was incorporated under the provisions of Companies Act, 1956 as a limited company on July 29, 1986. It has been operating in the spheres of Software product development, testing and software services since its inception. The Equity shares of the company are listed in Bombay Stock Exchange Limited (BSE) since 1996. The Company along with XTGlobal Inc and Circulus LLC are together referred to as "the Group". The registered office of the holding company is located At Plot No.31p&32, 3rd Floor, Tower A, Ramky Selenium, Financial District, Nanakramguda Hyderabad Hyderabad Tg 500032.

B. Basis of preparation of financial statements

B.1. Statement of Compliance

These financial statements are prepared in accordance with the generally accepted accounting principles (GAAP) in India and in compliance with the Indian Accounting Standards (Ind AS) Specified under section 133 of the Companies Act 2013("the Act") read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 , the Companies (Indian Accounting Standards) (Amendment) Rules, 2017 and other provisions to the Act, to the extent notified and applicable as well as applicable guidance notes and pronouncements of the Institute of Chartered Accountants of India (the ICAI).

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use. The financial statements correspond to the classification provisions contained in Ind AS 1, "Presentation of Financial Statements". For clarity, various items are aggregated in the statements of profit and loss and balance sheet. These items are disaggregated separately in the notes to the financial statements, where applicable. Previous year figures have been regrouped/re-arranged, wherever necessary.

The financial statements were authorized for issue by the Company's Board of Directors on 30th May 2023. Details of the accounting policies are included in Note 1.

B.2 Basis of preparation and presentation

The financial statements of the Group have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time). These financial statements have been prepared under the historical cost convention and on an accrual and going concern basis except for the material items:

- The defined benefit asset/(liability) is recognized as the present value of defined benefit obligation less fair value of plan assets.
- Employee defined benefit assets/(liability) are recognized as the net total of the fair value of plan assets, plus actuarial losses, less actuarial gains and the present value of the defined benefit obligation.

B.3 Functional and presentation currency

The financial statements are presented in Indian rupees, which is the functional currency of the Group. All amounts are in Lakhs of Rupees except share data, unless otherwise stated.

B.4 Operating Cycle

All the assets and liabilities have been classified as current or non-current as per the Group's normal operating cycle and other criteria set out under Ind As and in the Schedule III to the Companies Act, 2013.

Assets:

An asset is classified as current when it satisfies any of the following criteria:

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

All other assets are classified as non-current.

Liabilities:

A liability is classified as current when it satisfies any of the following criteria:

a) it is expected to be settled in the Group's normal operating cycle;
b) it is held primarily for the purpose of being traded;
c) it is due to be settled within twelve months after the reporting date; or
d) the Group does not have an unconditional right to defer settlement of the liability for at least twelve 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.

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The group has identified twelve months as its operating cycle.

B.5 Critical accounting judgements and key sources of estimation uncertainty.

In the application of the Group's accounting policies, which are described in Note 1, the management of the Group are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

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

The following are the areas of estimation uncertainty and critical judgements that the management has made in the process of applying the Group's accounting policies and that have the most significant effect on the amounts recognised in the financial statements:

g) Revenue recognition:

The Group applies judgement to determine whether each service promised to a customer is capable of being distinct, and are distinct in the context of the contract, if not, the promised services are combined and accounted as a single performance obligation. The Group allocates the arrangement consideration to separately identifiable performance obligation deliverables based on their relative stand-alone selling price.

In cases where the Group is unable to determine the stand-alone selling price, the Group uses expected cost-plus margin approach in estimating the standalone selling price. The Group uses the percentage of completion method using the input (cost expended) method to measure progress towards completion in respect of fixed price contracts. Percentage of completion method accounting relies on estimates of total expected contract revenue and costs.

This method is followed when reasonably dependable estimates of the revenues and costs applicable to various elements of the contract can be made. Key factors that are reviewed in estimating the future costs to complete include estimates of future labour costs and productivity efficiencies. Because the financial reporting of these contracts depends on estimates that are assessed continually during the term of these contracts, revenue recognised, profit and timing of revenue for remaining performance obligations are subject to revisions as the contract progresses to completion. Provisions for estimated losses, if any, on uncompleted contracts are recorded in the period in which such losses become probable based on the expected contract estimates at the reporting date.

h) Impairment testing

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

i) Income Taxes

Tax jurisdiction for the group is India & USA. Significant judgements are involved in determining the provision for income taxes including judgement on whether tax positions are probable of being sustained in Income tax assessments. Such assessments involve complex issues which would only be resolved over extended time periods.

j) Deferred Taxes

Deferred tax is recorded on temporary differences between the tax bases of assets and liabilities and their carrying amounts, at the rates that have been enacted or substantively enacted at the reporting date. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable profits during the periods in which those temporary differences and tax loss carryforwards become deductible. The Group considers the expected reversal of deferred tax liabilities and projected future taxable income in making this assessment.

k) Defined benefit plans and compensated absences

The cost of the defined benefit plans, compensated absences and the present value of the defined benefit obligations are based on actuarial valuation using the projected unit credit method as recommended by Ind AS 19. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

l) Useful lives of property, plant and equipment

The Group depreciates property, plant and equipment on a straight-line basis over estimated useful lives of the assets. Depreciation is derived based on an estimate of an asset's expected useful life and the expected residual value at the end of its life. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology. The estimated useful life is reviewed by management of the Group periodically, including at end of each financial year.

B.6. Fair value measurement and valuation process:

The Group measures financial instruments at fair value at each standalone balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

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

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

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

For assets and liabilities that are recognised in the consolidated financial statements on a recurring basis, the group determines whether transfers have occurred between levels in the hierarchy by reassessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Group's management determines the policies and procedures for both recurring fair value measurement, such as derivative instruments and unquoted financial assets measured at fair value, and for non-recurring measurement, such as assets held for distribution in discontinued operations.

External valuers are involved for valuation of significant assets, such as unquoted financial assets, and significant liabilities, such as contingent consideration. Involvement of external valuers is decided upon annually by the management. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained.

At each reporting date, the management analyses the movements in the values of assets and liabilities which are required to be re-measured or re-assessed as per the Group's accounting policies. For this analysis, the management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

For the purpose of fair value disclosures, the group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above

1. Significant accounting Policies

1.1 Revenue recognition

The Group derives revenue primarily from software development, maintenance of software and related services and business process services.

Revenues are shown net of goods and services tax. Revenue is recognised upon transfer of control of promised services to customers in an amount that reflects the consideration the Group reliably expects to receive in exchange for those products or services. To recognise revenues, the Group applies the following five step approach:

6) identify the contract with a customer,
7) identify the performance obligations in the contract,
8) determine the transaction price,
9) allocate the transaction price to the performance obligations in the contract, and
10) recognise revenues when a performance obligation is satisfied

At contract inception, the Group assesses its promise to transfer its services to a customer to identify separate performance obligations. The Group applies judgement to determine whether each product or service promised to a customer is capable of being distinct, and are distinct in the context of the contract, if not, the promised products or services are combined and accounted as a single performance obligation.

The Group allocates the arrangement consideration to separately identifiable performance obligations based on their relative stand-alone selling price or residual method. Standalone selling prices are determined based on sale prices for the components when it is regularly sold separately. In cases where the Group is unable to determine the stand-alone selling price, the Group uses third-party prices for similar deliverables or the Group uses expected cost-plus margin approach in estimating the stand-alone selling price.

Revenue on time-and-material contracts are recognized as the related services are performed and revenue from the end of the last invoicing to the reporting date is recognized as unbilled revenue. Revenue from fixed-price, fixed-timeframe contracts, where the performance obligations are satisfied over time and where there is no uncertainty as to measurement or collectability of consideration, is recognized as per the percentage-of-completion method.

When there is uncertainty as to measurement or ultimate collectability, revenue recognition is postponed until such uncertainty is resolved. Efforts or costs expended have been used to measure progress towards completion as there is a direct relationship between input and productivity. In case of volume-based contracts, revenues and costs are recognized as related services are rendered.

1.2 Other Income

Other income is comprised primarily of interest income, rental income and exchange gain / loss. For all debt instruments measured either at amortised cost or at fair value through other comprehensive income , interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset. When calculating the effective interest rate, the Group estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included under other income in the standalone statement of profit and loss

Dividend income is recognized when the Group's right to receive dividend is established.

1.3 Foreign currency Transactions.

Functional currency

The functional currency of the Group is the Indian rupee. These financial statements are presented in Lakhs of rupees.

Transactions and translations

Transactions denominated in foreign currencies are recorded at the exchange rates prevailing at the time of the transaction.

Foreign-currency denominated monetary assets and liabilities are translated into the relevant functional currency at exchange rates in effect at the Balance Sheet date. The gains or losses resulting from such translations are included in net profit in the Statement of Profit and Loss. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at fair value are translated at the exchange rate prevalent at the date when the fair value was determined. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of the transaction.

Any gains or losses arising due to differences in exchange rates at the time of translation or settlement are accounted for in the standalone statement of profit and loss either under the head foreign exchange fluctuation or interest cost except those relating to long-term foreign currency monetary items.

1.4 Taxes

i) Current income tax

Current income tax for the current and prior periods are measured at the amount expected to be paid to the income tax authorities based on the taxable income for the period. The tax rates and tax laws used to compute the current tax amount are those that are enacted or substantively enacted as at the reporting date and applicable for the period.

Current income tax is recognised in the standalone statement of profit and loss except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

ii) Deferred income tax

Deferred tax is provided using the Balance Sheet approach on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except when the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except when the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

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

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax is recognised in the standalone statement of profit and loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the deferred tax is also recognised in other comprehensive income or directly in equity, respectively.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

iii) Minimum Alternate Tax

MAT credit entitlement represents amounts paid in a year under Section 115JB of the Income Tax Act 1961 ('IT Act'), in excess of the tax payable, computed on the basis of normal provisions of the IT Act. Such excess amount can be carried forward for set off against future tax payments for ten succeeding years in accordance with the relevant provisions of the IT Act. Since such credit represents a resource controlled by the Group as a result of past events and there is evidence as at the reporting date that the Group will pay normal income tax during the specified period, when such credit would be adjusted, the same has been disclosed as 'MAT Credit entitlement', under 'Other non-current financial assets' in balance sheet with a corresponding credit to the profit and loss account, as a separate line item. Such assets are reviewed as at each balance sheet date and written down to reflect the amount that will not be available as a credit to be set off in future, based on the applicable taxation law then in force.

1.5 Earnings per share

Basic earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Group and includes post tax effect of any exceptional item by the weighted average number of equity shares outstanding during the period excluding the shares owned by the Trust, outstanding during the period.

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

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

1.6 Property, plant and equipment (PPE)

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses if any. The Group identifies and determines separate useful lives for each major component of the property, plant and equipment, if they have a useful life that is materially different from that of the asset as a whole.

Cost of an item of PPE comprises of its purchase price including import duties and non-refundable purchase taxes after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and present value of estimated costs of dismantling and removing the item and restoring the site on which it is located. General and specific borrowing costs directly attributable to the construction of a qualifying asset are capitalised as part of the cost.

Expenses on existing property, plant and equipment, including day-to-day repairs, maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the year during which such expenses are incurred. Gains or losses arising from derecognition of assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

Advances paid towards the acquisition of property, plant and equipment outstanding at each Balance Sheet date is classified as capital advances under other non-current assets and the cost of assets not ready to use before such date are disclosed under 'Capital work-in-progress'. Subsequent expenditures relating to property, plant and equipment are capitalized only when it is probable that future economic benefits associated with these will flow to the Group and the cost of the item can be measured reliably.

1.7 Depreciation

Depreciation is provided on the basis of straight-line method at the useful life and in the manner prescribed in Schedule II of the Companies Act, 2013. Management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used. Depreciation is charged on a pro-rata basis for assets purchased / sold during the year.

The management's estimates of the useful lives of various assets for computing depreciation are as follows:

Particulars	Useful life
Buildings	60
Plant and Machinery	06
Furniture & Fixtures	10
Office Equipment – Others	05
Vehicles	8

The useful lives as given above best represent the period over which the management expects to use these assets, based on technical assessment. The estimated useful lives for these assets are therefore different from the useful lives prescribed under Part C of Schedule II of the Companies Act 2013.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year-end and adjusted prospectively, if appropriate.

1.8 Impairment

The group assesses at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets.

When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Impairment losses of continuing operations, including impairment on inventories, are recognised in the standalone statement of profit and loss.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the group estimates the assets or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years.

1.9 Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value, plus in the case of financial assets not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial asset. However, trade receivables that do not contain a significant financing component are measured at transaction price.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:
- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at FVTOCI or FVTPL

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

a) The asset is held within a business model, whose objective is to hold assets for collecting contractual cash flows, and

b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the standalone statement of profit and loss. The losses arising from impairment are recognised in the standalone statement of profit and loss.

Debt instrument at FVTOCI

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and

b) The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI). On derecognition of the asset,

cumulative gain or loss previously recognised in OCI is reclassified from the equity to standalone statement of profit and loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL. Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the standalone statement of profit and loss.

Equity instruments

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the group decides to classify the same either as at FVTOCI or FVTPL. The group makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the group decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to standalone statement of profit and loss, even on sale of investment. However, the group transfers the cumulative gain or loss within equity.

De-recognition

A financial asset is primarily derecognized when:

• The rights to receive cash flows from the asset have expired, or

• The group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the group has transferred substantially all the risks and rewards of the asset, or (b) the group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the group continues to recognise the transferred asset to the extent of the group's continuing involvement. In that case, the group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the group could be required to repay.

Impairment of financial assets

In accordance with Ind AS 109, the group applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balances

- Financial guarantee contracts which are not measured as at FVTPL

The group follows 'simplified approach' for recognition of impairment loss allowance on trade receivables that do not contain a significant financing component.

The application of simplified approach does not require the group to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the group determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer

a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL is the difference between all contractual cash flows that are due to the group in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider:

- All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument.

- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the standalone statement of profit and loss. This amount is reflected under the head 'other expenses' in the standalone statement of profit and loss. The standalone balance sheet presentation for various financial instruments is described below:

• Financial assets measured at amortised cost: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the standalone balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the group does not reduce impairment allowance from the gross carrying amount.

• Financial guarantee contracts: ECL is presented as a provision in the standalone balance sheet, i.e. as a liability.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings or payables, as appropriate. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The group's financial liabilities include trade and other payables, loans and borrowings including financial guarantee contracts and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the group that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the standalone statement of profit and loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ losses are not subsequently transferred to the standalone statement of profit and loss. However, the group may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the standalone statement of profit and loss. The group has not designated any financial liability as at fair value through profit and loss.

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in the standalone statement of profit and loss when the liabilities are derecognized as well as through the EIR amortization process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the standalone statement of profit and loss. This category generally applies to borrowings from banks.

Financial guarantee contracts

Financial guarantee contracts issued by the group are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee.

Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

Trade and other payables

These amounts represent liabilities for goods and services provided to the group prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid as per agreed terms. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

De-recognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the standalone statement of profit and loss.

Offsetting of financial instruments

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

1.10 Provisions and contingencies

Provisions

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

When the group expects some or all of a provision to be reimbursed, reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the standalone statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingencies

Contingent liabilities are identified and disclosed with respect to following:

- a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity; or
- a present obligation that arises from past events but is not recognised because: it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or the amount of the obligation cannot be measured with sufficient reliability.
- Contingent assets are neither recognized nor disclosed, unless inflow of economic benefits is probable. However, when realization of income is virtually certain, related asset is recognized.

1.11 Statement of Cash Flows (Cash Flow Statement)

The standalone cash flow statement is prepared in accordance with the Indirect method. Standalone cash flow statement presents the cash flows by operating, financing and investing activities of the group. Operating cash flows are arrived by adjusting profit or loss before tax for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments, and items of income or expense associated with investing or financing cash flows.

1.12 Employee benefits

1. **Provident Fund:**
Employees of the Group receive benefits under the provident fund, a defined benefit plan. The employee and employer each make monthly contributions to the plan. A portion of the contribution is made to the provident fund trust managed by the Group or Government administered provident fund. The liability is actuarially determined (using the projected unit credit method) at the end of the year. The contributions are charged to the statement of profit and loss in the year when employee renders the related service. There are no other obligations other than the contribution payable to the respective authorities.

2. **Gratuity:**
The Group provides for gratuity, a defined benefit retirement plan ("the Gratuity Plan") covering eligible employees. The Gratuity Plan provides a lump-sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment with the Group. Liabilities with regard to the Gratuity Plan are determined by actuarial valuation, performed by an independent actuary, at each Balance Sheet date using the projected unit credit method.

3. **Compensated Absences:**
The Group has a policy on compensated absences which are both accumulating and non-accumulating in nature. The expected cost of accumulating compensated absences is determined by Estimation Basis. The actuarial valuation is done at the end of the year. Actuarial gains/losses are immediately taken to statement of profit and loss and are not deferred.

1.13 Leases

The group's lease asset classes primarily consist of leases for land and buildings. The group assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the group assesses whether: (i) the contract involves the use of an identified asset (ii) the group has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the group has the right to direct the use of the asset.

At the date of commencement of the lease, the group recognizes a right-of-use (ROU) asset and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of 12 months or less (short-term leases) and low value leases. For these short-term and low-value leases, the group recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements include the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised. The ROU assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses. ROU assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

The group measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the group uses incremental borrowing rate. For leases with reasonably similar characteristics, the group, on a lease-by-lease basis, may adopt either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the group is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The group recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the Right-of-use asset and Statement of Profit and Loss depending upon the nature of modification. Where the carrying amount of the Right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the group recognises any remaining amount of the re-measurement in the Statement of Profit and Loss.

1.14 Employee Benefits

Disclosure under Ind AS 19 “Employee Benefits” are given below

A. Gratuity:

Table 1: Change in Defined Benefit Obligation

S.No.	Particulars	For the period ending	
		31-03-2022	31-03-2023
1	DBO at the beginning of the period	10,76,387	2,89,64,479
2	Liability Transfer in/(Out)	1,70,38,851	-
3	Interest Expense	12,26,313	19,15,919
4	Past Service Cost/(credit) – vested benefits	-	-
5	Past Service Cost/(credit) – Non vested benefits	-	-
6	Current Service Cost	68,96,605	68,96,605
7	Curtailment Cost/ (credit)	-	-
8	Settlement Cost/ (credit)	-	-
9	Plan Amendments	-	-
10	Benefit payments	(6,85,168)	(31,88,419)
11	Actuarial (gains) loss on Obligation	34,11,491	(90,89,368)
12	DBO at the end of the period	2,89,64,479	2,54,99,215

Bifurcation of the present value of obligation at the end of the year

Particulars	31-03-2022	31-03-2023
Current Liabilities	20,51,975	5,07,569
Non-Current Liabilities	2,69,12,503	2,49,91,646

Table 2: Change in Fair Value of Plan Assets

S.No.	Particulars	For the period ending	
		31-03-2022	31-03-2023
1	Fair value of plan assets at the beginning of the period	-	78,74,665
2	Acquisition Adjustment	72,88,179	-
3	Charges and Taxes	(1,77,355)	-
4	Expected return on plan assets (calculated at discount rate)	5,10,296	4,39,632
5	Employer's contributions	9,00,000	-
6	Employee's contributions	-	-
7	Benefit payments	(6,85,168)	(31,88,419)
8	Return on plan assets, excluding amount recognized in net interest expense	38,713	(0)
9	Fair value of plan assets at the end of the period	78,74,665	51,25,878

Table 3: Fair Value of Plan Assets

S.No.	Particulars	For the period ending	
		31-03-2022	31-03-2023
1	Fair value of plan assets at the beginning ofthe period	-	78,74,665
2	Acquisition Adjustment	72,88,179	-
3	Charges and Taxes	(1,77,355)	-
4	Actual return on plan assets	5,49,009	4,39,632
5	Employer's contributions	9,00,000	-
6	Employee's contributions	-	-
7	Benefit payments	(6,85,168)	(31,88,419)
8	Fair value of plan assets at the end of the period	78,74,665	51,25,878

Table 4: Net Interest (Income)/Expense

S.No.	Particulars	For the period ending	
		31-03-2022	31-03-2023
1	Interest Expense – Obligation	12,26,313	19,15,919
2	Interest Income – Plan Assets	3,32,941	4,39,632
3	Net Interest (Income)/ Expense for the year	8,93,372	14,76,287

Table 5: Breakup of Service Cost

S.No.	Particulars	For the period ending	
		31-03-2022	31-03-2023
1	Past Service Cost	-	-
2	Current Service Cost	68,96,605	68,96,605
3	Curtailment Cost/ (Credit) on Plan amendments	-	-
4	Settlement Cost/ (Credit) on Plan amendments	-	-

Table 6: Re-measurements for the year (Actuarial (Gains)/ Loss)

S.No.	Particulars	For the period ending	
		31-03-2022	31-03-2023
1	Experience (Gain)/ Loss on plan liabilities	(30,77,585)	(5,88,465)
2	Demographic (Gain)/ Loss on plan liabilities	(45,87,120)	(12,37,325)
3	Financial (Gain)/ Loss on plan liabilities	1,10,76,197	(72,63,578)
4	Experience (Gain)/ Loss on plan assets	(38,713)	0
5	Financial (Gain)/ Loss on plan assets	-	-

Table 7: Amount recognized in the statement of other comprehensive income - OCI

S.No.	Particulars	For the period ending	
		31-03-2022	31-03-2023
1	Actuarial (gain)/ loss for the year – Obligation	34,11,491	(90,89,368)
2	Return on plan assets, excluding amount recognized in net interest expense	38,713	(0)
3	Re-measurements cost/ (credit) for the year	33,72,778	(90,89,367)

Table 8: Amount recognised in the Balance Sheet

S.No.	Particulars	For the period ending	
		31-03-2022	31-03-2023
1	Present value of the Obligation as at the endof the period	2,89,64,479	2,54,99,215
2	Fair Value of the Plan Assets as at the end ofthe period	78,74,665	51,25,878
3	Funded Status - Deficit/ (Surplus)	2,10,89,814	2,03,73,338
4	Net Asset / (Liability) recognised in the balance sheet	(2,10,89,814)	(2,03,73,338)

Bifurcation of the Net Liability

Particulars	31-03-2022	31-03-2023
Current Liabilities	20,51,975	-
Non-Current Liabilities	2,69,12,503	2,03,73,338

Table 9: Net Periodic Benefit Cost Recognized in the Statement of Profit and Loss

S.No.	Particulars	In Rs
1	Current Service Cost	68,96,605
2	Past Service Cost	-
3	Net Interest (Income)/ Expense	14,76,287
4	Curtailment Cost/ (Credit)	-
5	Settlement Cost/ (Credit)	-
6	Net Periodic Benefit cost recognized in P & L	83,72,891

B. Leave Encashment

Table 1: Change in Defined Benefit Obligation

S.No.	Particulars	For the period ending	
		31-03-2022	31-03-2023
1	Present Value of the Obligation as at the beginning of the period	8,79,127	78,26,459
2	Acquisition adjustment	-	-
3	Transfer In/ (Out)	36,08,770	-
4	Interest Expense	2,58,444	5,05,458
5	Past Service Cost/(credit) – vested benefits	-	-
6	Past Service Cost/(credit) – Non vested	-	-
7	Current Service Cost	1,74,936	15,62,896
8	Curtailment Cost/ (credit)	-	-
9	Settlement Cost/ (credit)	-	-
10	Benefit payments	(14,84,651)	(12,11,249)
11	Remeasurement or Actuarial (gains) loss on Obligation arising from:		
12	- change in demographic assumptions	4,56,670	38,01,550
13	- change in financial assumptions	(45,520)	(6,97,225)
14	- experience variance (actual experience Vs assumptions)	39,78,683	(53,50,103)
15	Present Value of the Obligation as at the end of the period	78,26,459	64,37,788

Table 2: Bifurcation of the present value of obligation at the end of the year

Particulars	31-03-2022	31-03-2023
Current Liabilities	9,10,740	2,06,257
Non-Current Liabilities	69,15,719	62,31,531

Table 3: Change in Fair Value of Plan Assets

S.No.	Particulars	For the period ending	
		31-03-2022	31-03-2023
1	Fair value of plan assets at the beginning of the period	-	-
2	Acquisition Adjustment	-	-
3	Interest income on plan assets (calculated at discount rate)	-	-
4	Employer's contributions	14,84,651	12,11,249
5	Employee's contributions	-	-
6	Benefit payments	(14,84,651)	(12,11,249)
7	Return on plan assets, excluding amount recognized in net interest expense	-	-
8	Fair value of plan assets at the end of theperiod	-	-

Table 4: Amount to be recognised in the Balance Sheet

S.No.	Particulars	For the period ending	
		31-03-2022	31-03-2023
1	Present value of the Obligation as at the end	78,26,459	64,37,788
2	Fair Value of the Plan Assets as at the end of the period	-	-
3	Funded Status - Deficit/ (Surplus)	78,26,459	64,37,788
4	Net Asset / (Liability) to be recognised	(78,26,459)	(64,37,788)

Table 5: Expense recognised in the statement of Profit and Loss

S.No.	Particulars	For the period ending	
		31-03-2022	31-03-2023
1	Current Service Cost	1,74,936	15,62,896
2	Acquisition (Gain)/ Loss	-	-
3	Past Service Cost	-	-
4	Interest Cost	2,58,444	5,05,458
5	Expected Return on Plan Assets	-	-
6	Curtailment (Gain)/ Loss	-	-
7	Settlement (Gain)/ Loss	-	-
8	Transfer In/ (Out)	-	-
9	Remeasurement or Actuarial (Gain)/ Loss recognised in the period	43,89,833	(22,45,777)
10	Expense recognised in the statement of P&L at the end of the period	48,23,213	(1,77,422)

Table 6: Reconciliation of Net Assets/ (Liability) recognised

S.No.	Particulars	For the period ending	
		31-03-2022	31-03-2023
1	Net Asset/ (liability) recognised at the beginning of the period	(8,79,127)	(78,26,459)
2	Company Contribution	14,84,651	12,11,249
3	Benefits paid directly by the company	-	-
4	Expense recognised at the end of the period	(48,23,213)	1,77,422
5	Mortality Charges and taxes	-	-
6	Impact of Transfer (In)/ Out	(36,08,770)	-
7	Net Asset/ (liability) recognised at the end ofthe period	(78,26,459)	(64,37,788)

2. Notes to Consolidated financial statements for the year ended March 31, 2023

Accounts in the financial statements are presented in Rupees (₹), except for per share data and as otherwise stated.

2.1 Disclosure of related parties/related party transactions pursuant to IND AS24 "Related Party Disclosures"

Names of the related parties and nature of relationship:

Name of the related party	Nature of relationship
Entities controlled/ jointly controlled by Key Management Personnel	
Mullapudi Ventures LLC	Entity controlled by Mr. M A Ramarao, Managing Director
Key-management personnel (KMP)	
Mr. Ramarao Atchuta Mullapudi	Chairman and Managing Director
Ms. Sreedevi Vuppuluri	Whole-time Director
Mr. Narasimha Raju Kalidindi	Independent Director
Mr. Jagannatha Prasad Malireddy	Non-Executive Director
Mr. Saibaba Karuturi	Independent Director
Mr. Srinivasa Raju Kosuri	Non-Executive Director
Mr. Srinivasa Pendyala	Additional Director
Mr. Raghuram Kusuluri	Chief Financial Officer
Ms. Shikha Gangrade	Company Secretary
Relative of Key Management Personnel	
Ms. Harika Vardhani Mullapudi	Relative of Managing Director

Transactions with related parties during the year ended March 31, 20223

Rs. In Lakhs

Nature of transaction	Key-management personnel	Entities controlled/ jointly controlled by KMP	Balance as on March 31, 2023
Sale of services Network Objects, Inc	-	61.86	-
Rent paid Mr. Srinivasa Raju Kosuri	5.00	-	-
Remuneration to			
- Mr. Raghuram Kusuluri	27.46	-	-
- Ms. Shikha Gangrade	11.17	-	-
- Ms. Vuppuluri Sreedevi	12.00	-	-
- Ms. Harika Vardhini Mullapudi	453.78	-	-
- Mr. Ramarao Atchuta Mullapudi	105.61	-	-
Interest on loan taken			
- Ramarao Atchuta Mullapudi	44.38	-	-
Sitting fee to			
Mr. Srinivas Pendyala	0.50	-	-
Mr. Narasimha Raju Kalidindi	1.20	-	-
Mr. Srinivasa Raju Kosuri	0.20	-	-
Mr. Jagannatha Prasad Malireddy	0.60	-	-
Mr. Saibaba Karuturi	1.10	-	-

2.2 In the opinion of the Board of Directors of the company the value on realization of Current Assets, Loans and Advances in the ordinary course of business will not be less than the amount at which they have been stated in the Balance Sheet as on March 31, 2023.

2.3 Letters have been issued to parties for confirmation of balances with the request to confirm or send comment by the stipulated date failing which balance as indicated in the letter would be taken as confirmed.

2.4 The Company has during the year sent out letters seeking confirmations from its suppliers whether they fall under the category of micro, small and medium enterprises as mentioned under the Micro, Small and Medium Enterprises Development Act, 2006. Based on the information available with the Company, the Company believes that it does not have any outstanding dues to micro, small and medium enterprises. Further, the Company has not paid any interest to the micro, small and medium enterprises.

2.5 Earnings per share (EPS)

The computation of Earnings per share is set out below:

	Year ended March 31, 2023	Year ended March 31, 2022
Earnings: (₹)		
Net Profit for the year	13,37,31,961	19,88,29,702
Shares:		
Number of shares at the beginning of the year	13,29,68,455	11,99,67,627
Add: No. of equity shares issued	-	1,30,00,828
Total number of equity shares outstanding at the end of the year	13,29,68,455	13,29,68,455
Weighted average number of equity shares outstanding during the year	13,29,68,455	12,32,80,167
Basic and Diluted Earnings per share - Par value of ₹1 (₹)	1.01	1.61

2.6 Key Financial Ratios

Particulars	Numerator	Denominator	Year Ended 31.03.2023	Year Ended 31.03.2022
Net worth (Rs. In Lakhs)	Equity share capital + other equity		15,608.59	13,053.80
Current Ratio (in times)	Total current assets	Total current liabilities	1.55	1.32
Debt- Equity Ratio (in times)	Non Current Borrowings (including current maturities of long-term debts) + Current Borrowings	Total Equity	0.23	0.39
Debt Service Coverage Ratio (in times)	Earnings before depreciation, interest and after tax	Finance costs + debt repayments	1.52	2.15
Interest Service Coverage Ratio (in times)	Profit after tax + Depreciation + Finance costs	Finance costs	6.50	12.53
Long Term Debt to Working Capital (in times)	Non Current Borrowings (including current maturities of long-term debts)	Net working capital (Excluding current borrowings)	1.06	1.93
Bad Debts to Account Receivable Ratio (in %)	Bad debts	Average trade receivables	0.53%	-
Current Liability Ratio (in %)	Current liabilities (Excluding current borrowings)	Total liabilities	52.17%	53.70%
Total Debts to Total Assets ratio (in %)	Non Current borrowings + Current borrowings	Total assets	14.90%	20.65%
Debtors Turnover Ratio (in times)	Revenue from Operations	Average trade receivables	3.93	4.17
Operating Margin (in %)	Profit before tax, depreciation, finance cost and Exception items less other income	Revenue from operations	32.52%	31.64%
Net profit margin (in %)	Profit after tax	Revenue from operations	6.89%	9.17%

2.7 Capital Work-in-Progress ageing:

Ageing for capital work-in-progress as at March 31, 2023 is as follows:					
Particulars	Amount in Capital Work in Progress for a period of				Rs. In Lakhs
	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
i) Project in progress	397.89	248.67	-	-	646.56

Ageing for capital work-in-progress as at March 31, 2022 is as follows:					
Particulars	Amount in Capital Work in Progress for a period of				Rs. In Lakhs
	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
i) Project in progress	248.67	-	-	-	248.67

Intangible assets under development ageing:					
Ageing for intangible assets under development as at March 31, 2023 is as follows:					
Particulars	**Amount in Intangible assets under development for a period of**				**Rs. In Lakhs**
	Less than 1 year	**1-2 Years**	**2-3 Years**	**More than 3 Years**	**Total**
i) Project in progress	430.77	254.89	443.26	36.68	1,165.60
Ageing for intangible assets under development as at March 31, 2022 is as follows:					
Particulars	**Amount in Intangible assets under development for a period of**				**Rs. In Lakhs**
	Less than 1 year	**1-2 Years**	**2-3 Years**	**More than 3 Years**	**Total**
i) Project in progress	254.89	443.26	36.68	-	734.83

2.8 The previous period figures have been regrouped / re-classified, wherever necessary to conform to the current period presentation.

2.9 Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006:

Dues to Micro, Small and Medium Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. The amount of dues payable to micro, small and medium enterprises are as follows:

Particulars	As At	
	31.03.2023	31.03.2022
The principal amount and interest due thereon remaining unpaid to any supplier as at the end of the financial year	39.84	53.05
The amount of interest paid by the buyer under the Act along with the amounts of payment made to the supplier beyond the appointed day during each accounting year	-	-
The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under this Act	-	-
The amount of interest accrued and remaining unpaid at the end of the accounting year	-	-
The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under Section 23.	-	-

2.10 Categories of Financial instruments and their fair values

The carrying amount of all financial assets and financial liabilities appearing in the financial statements are a reasonable approximation of their fair values.

Categories of Financial Instruments

Particulars	As at 31st March 2023			As at 31st March 2022		
	FVTPL	FVTOCI	Amortised Cost	FVTPL	FVTOCI	Amortised Cost
Financial Assets						
Investments	-	-	3,641.93	-	-	3,409.21
Trade Receivables	-	-	6,057.37	-	-	6,264.06
Cash and Cash Equivalents	-	-	39.70	-	-	1,187.44
Bank balances other than cash and cash equivalents	-	-	233.35	-	-	180.61
	-	**-**	**9,972.35**	**-**	**-**	**11,041.31**

Particulars	As at 31st March 2023			As at 31st March 2022		
	FVTPL	FVTOCI	Amortised Cost	FVTPL	FVTOCI	Amortised Cost
Financial Liabilities						
Borrowings	-	-	3,530.86	-	-	5,112.77
Trade Payables	-	-	1,044.34	-	-	976.66
Lease Liabilities	-	-	79.27	-	-	41.30
	-	-	**4,654.47**	-	-	**6,130.73**

2.11 Financial risk management objectives and policies

Financial Risk Management Framework

The Board of Directors is responsible for developing and monitoring the Group's risk management policies.

The Group's principal financial liabilities comprises of borrowings, trade payables and other financial liabilities. The main purpose of these financial liabilities is to finance the Group's operations. The Group's principal financial assets include loans, trade receivables and cash and bank balances that the Group derives directly from its operations.

The Group is exposed primarily to credit risk, liquidity risk and market risk, which may adversely impact the fair value of its financial instruments. The Group assesses the unpredictability of the financial environment and seeks to mitigate potential adverse effects on the financial performance of the Group.

B. Credit Risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration of risks. Credit risk arises primarily from financial assets such as trade receivables, balances with banks and loan and other receivables.

Credit risk is controlled by analyzing credit limits and creditworthiness of customers on a continuous basis to whom the credit has been granted after obtaining necessary approvals for credit. Financial instruments that are subject to concentrations of credit risk principally consist of trade receivables, cash and bank balances and loans. None of the financial instruments of the Group result in material concentration of credit risk.

Exposure to credit risk

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk was Rs. 295.95 lakhs and Rs. 348.99 as of 31 March 2023 and 31 March 2022 respectively, being the total of the carrying amount of financial assets.

Financial assets that are neither past due nor impaired

None of the Group's cash equivalents, loans and other financial assets were either past due or impaired as at 31 March 2023 and 31 March 2022. The Group has diversified its portfolio of investment in cash and cash equivalents and term deposits with various banks which have secure credit ratings, hence the risk is reduced.

Financial assets that are past due but not impaired

The Group's credit period for customers generally 30 days. The aging of trade receivables that are past due but not impaired is given below:

Particulars	As at	
	31st March 2023	31st March 2022
Past due not impaired:		
More than 30 days	2,217.37	2,875.80
	2,217.37	**2,875.80**

C. Liquidity Risk

Liquidity risk refers to the risk that the Group cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Group manages liquidity risk by maintaining cash and cash equivalents and the cash flows generated from operations.

The table below summarises the maturity profile of the Group's financial liabilities based on contractual undiscounted payments:

As at 31st March 2023	On Demand	Up to 1 year	More than 1 year	Total
Borrowings	-	650.46	2,880.40	3,530.86
Trade Payables	-	1,044.34	-	1,044.34
Lease Liabilities	-	-	79.27	79.27
	-	**1,694.80**	**2,959.67**	**4,654.47**

As at 31st March 2022	On Demand	Up to 1 year	More than 1 year	Total
Borrowings	-	468.61	4,644.16	5,112.77
Trade Payables	-	976.66	-	976.66
Lease Liabilities	-	1.50	39.80	41.30
	-	**1,446.78**	**4,683.96**	**6,130.73**

D. Market Risk:

'Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates will affect the Group’s income. Market risk is attributable to all market risk sensitive financial instruments including foreign currency receivables and payables and long term debt. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

E. Foreign exchange risk:

Foreign currency risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. The majority of Group's revenue is generated in US dollars, as a result, as the rupee appreciates or depreciates against foreign currencies, the results of the entity's operations are impacted.

c) Significant foreign currency risk exposure relating to financial assets expressed in Rs. terms are as follows:

Particulars	31st March 2023	31st March 2022
Borrowings		
- USD	1,726.80	2,413.04

d) Foreign currency sensitivity:

The following table demonstrates the sensitivity to a reasonably possible change in USD, with all other variables held constant:

Particulars	Impact on profit after tax for the year ended	
	31st March 2023	31st March 2022
USD Sensitivity		
Rs./USD - Increase by 5%	62.32	87.09
Rs./USD - Decrease by 5%	-62.32	-87.09

F. Interest rate risk

The group is exposed to interest rate risk because it borrows funds at both fixed and floating interest rates. The risk is managed by the group by maintaining an appropriate mix between fixed and floating rate borrowings.

G. Capital risk management:

Capital includes equity capital and all other reserves attributable to the equity holders of the parent. The primary objective of capital management is to ensure that it maintain an efficient capital structure and healthy capital ratios in order to support its business and maximise shareholder's value. The Group manages its capital structure and make adjustments to it, in light of changes in economic conditions or its business requirements. To maintain or adjust the capital structure, group may adjust the dividend payment to shareholders return capital to shareholders or issue new shares.

The Group monitors capital using a debt to capital employed ratio which is debt divided by total capital plus debt. The Group's policy is to keep this ratio at an optimal level to ensure that the debt related covenants are complied with.

Particulars	As at	
	31st March 2023	31st March 2022
Debt	2,271.85	2,969.50
Cash and cash equivalents and Other bank balances	272.33	334.85
Net debt	1,999.52	2,634.65
Total equity	17,450.18	16,614.50
Net debt and total equity	19,449.69	19,249.15
Net debt to equity ratio (%)	**10.28%**	**13.69%**

Note 3: Property, Plant and Equipment

The changes in the carrying value of property, plant and equipment for the year ended March 31, 2023 :									₹ in Lakhs
Particulars	**Computers**	**Office equipment**	**Furniture and fixtures**	**Leasehold land**	**Freehold buildings**	**Right of Use Asset**	**Other assets**	**Foreign assets**	**Total**
Gross carrying value as at April 01, 2022	730.04	176.31	293.18	254.10	6,685.31	72.79	497.59	445.61	9,154.92
Additions	78.47	10.42	7.96	-	-	58.58	184.59	8.68	348.71
Deletions	-	-	-	-	-	44.38	-	-	44.38
Gross carrying value as at March 31, 2023	**808.52**	**186.73**	**301.15**	**254.10**	**,685.31**	**86.99**	**682.18**	**454.29**	**9,459.26**
Accumulated depreciation as at April 01, 2022	561.71	44.89	79.10	70.48	155.09	43.66	109.43	422.34	1,486.68
Depreciation	96.76	10.28	19.04	9.22	128.15	14.67	53.61	31.95	363.68
Accumulated depreciation on deletions	-	-	-	-	-	44.38	-	-	44.38
Accumulated depreciation as at March 31, 2023	**658.47**	**55.16**	**98.14**	**79.69**	**283.24**	**13.95**	**163.04**	**454.29**	**1,805.99**
Carrying value as at April 01, 2022	168.34	131.42	214.08	183.62	6,530.22	29.13	388.16	23.27	7,668.24
Carrying value as at March 31, 2023	150.04	131.56	203.01	174.40	6,402.07	73.04	519.14	-	7,653.27

The changes in the carrying value of property, plant and equipment for the year ended March 31, 2022 :									₹ in Lakhs
Particulars	**Computers**	**Office equipment**	**Furniture and fixtures**	**Leasehold land**	**Freehold buildings**	**Right of Use Asset**	**Other assets**	**Foreign assets**	**Total**
Gross carrying value as at April 01, 2021	607.48	140.08	208.68	169.95	1,202.00	72.79	223.76	424.42	3,049.17
Additions	122.56	36.22	84.50	84.14	5,483.31	-	273.83	21.20	6,105.76
Deletions	-	-	-	-	-	-	-	-	-
Gross carrying value as at March 31, 2022	**730.04**	**176.31**	**293.18**	**254.10**	**6,685.31**	**72.79**	**497.59**	**445.61**	**9,154.92**
Accumulated depreciation as at April 01, 2021	481.53	37.17	61.53	62.41	74.05	29.14	72.51	422.34	1,240.68
Depreciation	80.17	7.72	17.57	8.07	81.04	14.52	36.92	-	246.00
Accumulated depreciation on deletions	-	-	-	-	-	-	-	-	-
Accumulated depreciation as at March 31, 2022	**561.71**	**44.89**	**79.10**	**70.48**	**155.09**	**43.66**	**109.43**	**422.34**	**1,486.68**
Carrying value as at April 01, 2021	125.95	102.92	147.16	107.54	1,127.95	43.65	151.25	2.07	1,808.49
Carrying value as at March 31, 2022	168.34	131.42	214.08	183.62	6,530.22	29.13	388.16	23.27	7,668.24

Note 4 : Intangible Assets

The changes in the carrying value of acquired intangible assets for the year ended March 31, 2023 :

₹ in Lakhs

Particulars	Computer Software	Others	Total
Gross carrying value as at April 01, 2022	3,444.78	-	3,444.78
Additions	-	-	-
Deletions	-	-	-
Gross carrying value as at March 31, 2023	3,444.78	-	3,444.78
Accmulated amortization as at April 01, 2022	1,645.15	-	1,645.15
Amortization expense	349.18	-	349.18
Accmulated amortization on deletions	-	-	-
Accumulated amortization as at March 31, 2023	1,994.32	-	1,994.32
Carrying value as at April 01, 2022	1,799.63	-	1,799.63
Carrying value as at March 31, 2023	1,450.46	-	1,450.46

The changes in the carrying value of acquired intangible assets for the year ended March 31, 2022 :

₹ in Lakhs

Particulars	Computer Software	Others	Total
Gross carrying value as at April 01, 2021	2,334.24	-	2,334.24
Additions	1,110.53	-	1,110.53
Deletions	-	-	-
Gross carrying value as at March 31, 2022	3,444.78	-	3,444.78
Accmulated amortization as at April 01, 2021	1,309.33	-	1,309.33
Amortization expense	335.82	-	335.82
Accmulated amortization on deletions	-	-	-
Accumulated amortization as at March 31, 2022	1,645.15	-	1,645.15
Carrying value as at April 01, 2021	1,024.92	-	1,024.92
Carrying value as at March 31, 2022	1,799.63	-	1,799.63

Note: The company has not revalued its intangible assets.

Notes Forming Part of The Consolidated Financial Statements
For the year ended March 31, 2023

Note 5 : Investments

₹ in Lakhs

Particulars	As at	
	Mar 31, 2023	Mar 31, 2022
Equity instruments of associates	3,641.93	3,409.21
	3,641.93	**3,409.21**

Note 6 : Deferred Tax Assets (net) / Deferred Tax Liabilities (net)

₹ in Lakhs

Particulars	As at	
	Mar 3, 2023	Mar 31, 2022
Deferred tax assets / (liabilities)	-296.27	66.18
MAT Credit Entitlement	356.75	353.83
Deferred tax assets (net)	**60.49**	**420.01**

Movement in deferred tax assets for the year 2022-23: ₹ in Lakhs

Particulars	Opening Balance	Recognised/(Reversed) through Profit and loss account	Closing Balance
Property, Plant and Equipment	38.39	-334.65	-296.26
Carry forward unabsorbed depreciation and business losses	27.79	-27.79	0
MAT Credit Entitlement	353.83	2.92	356.75
Total Deferred tax liability (Net)	**420.01**	**-359.52**	**60.49**

Note 7 : Other Non-current Assets

₹ in Lakhs

Particulars	As at	
	Mar 3, 2023	Mar 31, 2022
Capital advances		-
Advances other than capital advances		-
Security deposits	53.38	46.60
Advances to related parties		-
	53.38	**46.60**

Note 8 : Trade Receivables : Current

₹ in Lakhs

Particulars	As at	
	Mar 31, 2023	Mar 31, 2022
Trade receivables – Unsecured		
Considered good	6,057.37	6,264.06
Considered doubtful	-	-
	6,057.37	**6,264.06**

Ageing for Trade Receivables as at 31st March, 2023 is as follows:							Rs. In Lakhs
Particulars	Outstanding for following periods from due date of payment						
	Not Due	Less than 6 months	6 Months - 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
Trade Receivables - Billed							
i) Undisputed Trade receivables - considered good	1,632.76	2,151.71	39.85	25.81	-	-	3,850.13
ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
iv) Disputed Trade Receivables– considered good	-	-	-	-	-	-	-
v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
Total Trade Receivables - Billed	**1,632.76**	**2,151.71**	**39.85**	**25.81**	**-**	**-**	**3,850.13**
Trade Receivables - Unbilled							**2,207.24**
Total Trade Receivables	**1,632.76**	**2,151.71**	**39.85**	**25.81**	**-**	**-**	**6,057.37**

Ageing for Trade Receivables as at 31st March, 2022 is as follows:							Rs. In Lakhs
Particulars	Outstanding for following periods from due date of payment						
	Not Due	Less than 6 months	6 Months - 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
Trade Receivables - Billed							
i) Undisputed Trade receivables - considered good	1,438.36	2,739.88	0.02	1.82	81.92	52.16	4,314.16
ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
iv) Disputed Trade Receivables– considered good	-	-	-	-	-	-	-
v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
Total Trade Receivables - Billed	**1,438.36**	**2,739.88**	**0.02**	**1.82**	**81.92**	**52.16**	**4,314.16**
Trade Receivables - Unbilled							**1,949.90**
Total Trade Receivables	**1,438.36**	**2,739.88**	**0.02**	**1.82**	**81.92**	**52.16**	**6,264.06**

Note 9 : Cash and Cash Equivalents

₹ in Lakhs

Particulars	As at	
	Mar 31, 2023	Mar 31, 2022
Balances with banks	39.42	1,187.03
Cash on hand	0.28	0.41
	39.70	**1,187.44**

Note 10 : Bank balances other than cash and cash equivalents

₹ in Lakhs

Particulars	As at	
	Mar 31, 2023	Mar 31, 2022
Margin money and security deposits with banks	233.35	107.87
Other bank balances	-	72.74
	233.35	**180.61**

Note 11 : Other Current Assets

₹ in Lakhs

Particulars	As at	
	Mar 31, 2023	Mar 31, 2022
Capital Advances:		
Advance to vendors	42.54	298.31
Advances other than capital advances:		
Advance to vendors	32.41	13.55
Advance to employees	540.32	556.97
Loans to related parties	82.22	-
Prepaid expenses	308.39	203.18
Withholding taxes and others	160.93	84.44
Advance income tax	29.38	137.89
Others	13.33	12.05
	1,209.52	**1,306.38**

Note 12 : Equity Share Capital

₹ in Lakhs, except as otherwise stated

Particulars	As at	
	Mar 31, 2023	Mar 31, 2022
Authorized		
Equity shares of ₹1 each		
March 31, 2023: 25,00,00,000 equity shares of ₹1 each	2,500.00	
March 31, 2022: 18,00,00,000 equity shares of ₹1 each		1,800.00
Issued, Subscribed and Fully paid up		
Equity shares of ₹1 each		
March 31, 2023: 13,29,68,455 equity shares of 1 each	1,329.68	
March 31, 2022: 13,29,68,455 equity shares of 1 each		1,199.68

Rights, preferences and restrictions attached to the equity shares:

The Company has only one class of equity shares having a par value of Rs. 1 each per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Reconciliation of the number of shares outstanding

		Number of shares
Particulars	**As at**	
	Mar 31, 2023	**Mar 31, 2022**
Shares outstanding at the beginning of the year	13,29,68,455	11,99,67,627
Shares issued during the year	-	1,30,00,828
Shares outstanding at the end of the year	13,29,68,455	13,29,68,455

Details of shareholder holding more than 5% of aggregate shares

Name of the shareholder	**As at**	
% of share holding	**Mar 31, 2023**	**Mar 31, 2022**
Ramarao Atchuta Mullapudi	7,83,42,049.00	7,83,36,049.00
% of share holding	58.91	58.91
Srinivasa Raju Kosuri	1,20,00,764.00	1,20,00,764.00
% of share holding	9.03	9.03

Details of shares held by the promoters in the Company and change during the year:

Name of the shareholder	**As at 31st March, 2023**			**As at 31st March, 2022**		
	No. of shares of Rs. 1 each	**% of total shares**	**% change during the year**	**No. of shares of Rs. 1 each**	**% of total shares**	**% change during the year**
Ramarao Atchuta Mullapudi	7,83,42,049	58.91%	0.00%	7,83,36,049	58.91%	-6.38%
Harika Vardhani Mullapudi	43,96,329	3. 31%	0.00%	43,96,329	3.31%	-0.36%
Subba Rao Vuppuluri	2,05,818	0. 15%	0.00%	2,05,818	0.15%	-0.02%
Sri Rama Rudra Prasad Vuppuluri	3,36,790	0. 25%	0.00%	3,36,790	0.25%	-0.03%
Jayalakshmi Vuppuluri	2,05,818	0. 15%	0.00%	2,05,818	0.15%	-0.02%

Note 13 : Borrowings : Non-current

₹ in Lakhs

Particulars	**As at**	
	Mar 31, 2023	**Mar 31, 2022**
Secured borrowings:		
Term loans from banks	2,880.40	2,673.10
Unsecured borrowings:		
Loans from related parties	-	1,971.06
	2,880.40	**4,644.16**

As at March 31, 2023

Bank	**Loan Outstanding**	**Pending Repayment**	**Rate of Interest**
ICICI Bank Limited (Refer note 1 below)	4.59	1 Monthly Instalment	9.07%
ICICI Bank Limited (Refer note 1 below)	478.12	32 Monthly Instalments	8.68%
ICICI Bank Limited (Refer note 1 below)	256.51	31 Monthly Instalments	7.66%
ICICI Bank Limited (Refer note 1 below)	516.99	69 Monthly Instalments	8.21%
ICICI Bank Limited (Refer note 1 below)	470.58	79 Monthly Instalments	7.97%
ICICI Bank Limited (Refer note 1 below)	191.15	16 Monthly Instalments	10.65%
ICICI Bank Limited (Refer note 1 below)	215.00	36 Monthly Instalments	8.80%
PNC Bank	436.81	33 Monthly Instalments	3.25%
PNC Bank	822.20	Line of credit	7.50%
Vehicle loans from ICICI Bank Limited (Refer note 2 below)	138.89	11 to 57 Monthly Instalments	7.8% to 8.4%

Less: Current maturities of non-current borrowings	-650.46		
	2,880.40		

As at March 31, 2022

Bank	**Loan Outstanding**	**Pending Repayment**	**Rate of Interest**
ICICI Bank Limited (Refer note 1 below)	207.59	12 Monthly Instalment	9.07%
ICICI Bank Limited (Refer note 1 below)	611.50	46 Monthly Instalments	8.68%
ICICI Bank Limited (Refer note 1 below)	331.12	43 Monthly Instalments	7.66%
ICICI Bank Limited (Refer note 1 below)	504.73	81 Monthly Instalments	8.21%
ECB loan from Mr. Ramarao Mullapudi (Refer note 3 below)	758.10	Repayable during 2022-23	7.00%
ICICI Bank Limited (Refer note 1 below)	334.51	28 Monthly Instalments	10.65%
ICICI Bank Limited (Refer note 1 below)	215.00	36 Monthly Instalments	8.80%
PNC Bank	551.26	45 Monthly Instalments	3.25%
PNC Bank	379.05	Line of credit	7.50%
Additional paid in capital	1,212.96		
Vehicle loan from ICICI Bank Limited (Refer note 2 below)	6.96	23 Monthly Instalments	7.80%
Less: Current maturities of non-current borrowings	-468.61		
	4,644.16		

Note 1: Term loan from banks is secured by first *pari passu* charge on the immovable properties located at Madhurawada, Visakhapatnam and Financial District, Hyderabad owned by or belonging to the Company and are guaranteed by Mr. Ramarao Mullapudi, Managing director.

Note 2: Vehicle Loans are secured by the hypothecation of specific assets purchased from those loans.

Note 3: External commercial borrowing is received from Mr. Ramarao Mullapudi and is repayable during the FY 2022-23 with an interest of 7.00%

Note 14 : Other Financial Liabilities : Non-current

₹ in Lakhs

Particulars	**As at**	
	Mar 31, 2023	**Mar 31, 2022**
Lease liability	79.27	41.30
	79.27	**41.30**

Leases

The Company has lease arrangements for its office premises located in Duvvada and Madhurawada locations. These leases have original terms for a period of 25 years for Madhurawada 5 years for Duvvada locations and with multiyear renewal option at the discretion of lessee. There are no residual value guarantees provided by third parties.

Particulars	**As at**	
	31st March 2023	**31st March 2022**
The movement is lease liabilities is as follows:		
Balance at the beginning of the year	41.30	54.82
Additions during the year	58.58	-
Finance cost accrued during the year	6.92	4.32
Payment of lease liabilities	-27.53	-17.84
Lease liabilities at the end of the year	**79.27**	**41.30**

Particulars	As at	
	31st March 2023	31st March 2022
Following amount has been recognized in statement of profit and loss:		
Depreciation/amortisation on right to use asset	14.67	14.52
Interest on lease liability	6.92	4.32
Total amount recognized in the statement of profit and loss	**21.59**	**18.84**

Note 15 : Provisions : Non-current

₹ in Lakhs

Particulars	As at	
	Mar 31, 2023	Mar 31, 2022
Provision for employee benefits		
Gratuity	199.68	195.96
Leave encashment	62.32	69.16
	261.99	**265.11**

Note 16 : Borrowings : Current

₹ in Lakhs

Particulars	As at	
	Mar 31, 2023	Mar 31, 2022
Secured borrowings:		
Current Maturities of Long-Term Borrowings	650.46	468.61
Unsecured borrowings:		
Current Maturities of Long-Term Borrowings	-	-
	650.46	**468.61**

Ageing for Trade Payables as at 31st March, 2023 is as follows: Rs. In Lakhs

Particulars	Not Due	Outstanding for following periods from due date of payment				
		Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
i) MSME	39.84	-	-	-	-	39.84
ii) Others	569.76	396.05	36.51	0.33	1.85	1,004.50
iii) Disputed dues – MSME	-	-	-	-	-	-
iv) Disputed dues - Others	-	-	-	-	-	-
Total Trade Payables	**609.60**	**396.05**	**36.51**	**0.33**	**1.85**	**1,044.34**

Ageing for Trade Payables as at 31st March, 2022 is as follows: Rs. In Lakhs

Particulars	Not Due	Outstanding for following periods from due date of payment				
		Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
i) MSME	14.71	38.34	-	-	-	53.05
ii) Others	722.00	151.34	16.89	25.96	7.42	923.60
iii) Disputed dues – MSME	-	-	-	-	-	-
iv) Disputed dues - Others	-	-	-	-	-	-
Total Trade Payables	**736.71**	**189.68**	**16.89**	**25.96**	**7.42**	**976.66**

Note 17 : Other Current Liabilities

₹ in Lakhs

Particulars	As at	
	Mar 31, 2023	Mar 31, 2022
Advances received from customers	-7.76	1,301.42
Statutory payables	206.57	28.31
Payroll payables	2,555.54	3,253.65
Other payables	415.89	682.71
Employee benefit obligation - Gratuity liability	-	-
	3,170.24	**5,266.10**

Note 18 : Provisions : Current

₹ in Lakhs

Particulars	As at	
	Mar 31, 2023	Mar 31, 2022
Provision for employee benefits		
Gratuity	4.06	14.94
Compensated absences and long service awards	-	-
Leave encashment	2.06	9.11
Provision for Income tax	3.36	19.04
Provision for other expenses		-
	9.48	**43.09**

Note 19 : Revenue From Operations

₹ in Lakhs

Particulars	For the year ended	
	Mar 31, 2023	Mar 31, 2022
Revenue from sale of services	24,196.99	21,673.65
	24,196.99	**21,673.65**

Note 20 : Other Income

₹ in Lakhs

Particulars	For the year ended	
	Mar 31, 2023	Mar 31, 2022
Interest income	23.01	13.84
Net foreign exchange gain / (loss)	-96.77	-116.84
Other income	317.58	3.19
	243.82	**-99.80**

Note 21 : Employee benefits expenses

₹ in Lakhs

Particulars	For the year ended	
	Mar 31, 2023	Mar 31, 2022
Salaries, incentives and allowances	20,282.83	17,447.38
Defined contribution plans (Contribution to provident fund and other funds)	124.60	81.17
Defined benefit plans (Gratuity and other benefits)	109.62	126.74
Staff welfare expenses	41.55	27.38
	20,558.59	**17,682.66**

Note 22 : Finance costs

₹ in Lakhs

Particulars	For the year ended	
	Mar 31, 2023	Mar 31, 2022
Interest	443.38	218.20
	443.38	**218.20**

Note 23 : Other expenses

₹ in Lakhs

Particulars	For the year ended	
	Mar 31, 2023	Mar 31, 2022
Rent	97.98	68.61
Rates and taxes	82.31	44.27
Power and fuel	74.68	38.09
Communication expenses	60.37	51.39
Software and licences	255.05	374.55
Fee for professional services	204.14	296.43
Repairs and maintenance	23.04	6.20
Consumables	40.47	18.62
Insurance	41.81	24.65
Advertisement and promo expenses	47.88	28.78
Recruitment and training	27.77	36.10
Travel and conveyance	104.05	63.62
General office expenses	71.33	38.65
Auditor's remuneration		
Statutory audit fee	2.50	13.12
Tax matters	-	-
Company law matters	-	-
Other services	41.44	31.64
Others	17.19	12.47
	1,192.02	**1,147.18**

Note 24: Income Tax and Deferred Tax

The major components of income tax expense/(benefit) and the reconciliation between expected tax expense based on the domestic effective tax rate of the Company at 27.82% (31 March 2022: 27.82%) and the reported tax expense/(benefit) in the statement of profit and loss is as follows:

Income tax expense reported in the statement of profit and loss

Particulars	For the year ended	
	Mar 31, 2023	Mar 31, 2022
Current Income Tax	305.12	-
Deferred Tax	152.88	244.44
Tax for eariler period/year	2.52	-90.23
	460.52	**154.21**

Reconciliation of tax expense and the accounting profit multiplied by India's tax rate

Particulars	For the year ended	
	Mar 31, 2023	Mar 31, 2022
Profit before Tax	1,797.74	2,142.50
Tax at the Indian tax rate of 27.82% (31 March 2022: 27.82%)	500.13	596.04
Tax effect of amounts which are not deductible / taxable in calculating taxable income:		
Tax of earlier years	2.52	-90.23
Differences between Indian and foreign tax rates	-50.03	-367.53
Effect of expenses not deductible under the IT Act, 1961	262.94	345 .67
Effect of expenses allowable under the IT Act, 1961	-255.04	-329.73
	460.52	**154.21**

The accompanying notes form an integral part of the Consolidated financial statements.
As per our report of even date attached

For C. Ramachandram & Co
Chartered Accountants
Firm's Registration No.: 002864S

Premnath Degala
Partner
Membership Number: 207133

Hyderabad, India
Date: May 30, 2023

For and on behalf of the Board of Directors
XTGlobal Infotech Limited

Ramarao A Mullapudi
Managing Director
DIN:02302179

Sreedevi Vuppuluri
Whole-time Director
DIN:02448540

K Raghuram
CFO

G Shikha
Company Secretary

Hyderabad, India
Date: May 30, 2023

FORM NO. AOC-1

Statement containing salient features of the financial statement of Subsidiaries/Associate Company

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

Part A: Subsidiaries

All amounts in Rs.

S.No.	Name of the company	Date of Becoming Subsidiary	Start date of accounting period	End date of accounting period	currency	Exchange Rate	Share Capital	Reserve s and Surplus	Total Assets	Total Liabilities	Turnover	Profit before Tax	Provision on for Tax	Profit after Tax	% of share holding	Country
1	XTGlobal Inc.	14-10-2021	01-04-2022	31-03-2023	USD	82.22	8222	562403807	1077566522	515154493	2291474848	38118602	12068407	26050195	100	USA

Part B: Associates and Joint Ventures

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

Name of Associates – Network Objects Inc.

1. Latest audited Balance Sheet Date – 31st December, 2022
2. Date on which the Associate was associated or acquired – 29th December, 2021
3. Shares of Associate held by the Company on the year end

No. of shares	4433
Amount of Investment in Associates	Rs. 32,76,20,865.60
Extent of Holding (in percentage)	44.33%

4. Description of how there is significant influence – Acquired 44.33% stake of Network Objects Inc.
5. Reason why the associate/joint venture is not consolidated – Financials of associate company has been consolidated with the holding company
6. Net worth attributable to shareholding as per latest audited Balance Sheet - NA
7. Profit or Loss for the year -

i. Considered in Consolidation – Rs. 5,62,73,861

ii. Not Considered in Consolidation – Rs. 7,06,69,205

Reg. Off.: Plot No. 31 P & 32,
3rd Floor, Tower A, Ramky Selenium, Financial District, Nanakramguda, Hyderabad-500032, Telangana, India.

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