

Date: 07th September 2024

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

Sub: Submission of Annual Report for the 36th Annual General Meeting (AGM) 2023-24

Ref: scrip Code-531225-XTGlobal Infotech Limited.

Dear Sir/Madam,

This is to inform that the 36th AGM of the members of the Company is scheduled to be held on Monday, the 30th day of September 2024 at 10:00 AM 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 2023-24 along with notice of the 36th 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

**PENTE
SRIDHAR** Digitally signed by
PENTE
SRIDHAR
Date: 2024.09.07
17:11:12 +05'30'



Sridhar Pentela
Company Secretary and Compliance Officer
A55735

XTGLOBAL

XTGLOBAL INFOTECH LIMITED

36th

**ANNUAL REPORT
2023 - 2024**



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

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CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING STATEMENTS

This annual report is issued by XTGlobal (the “Company”) for general information purposes only, without regard to specific objectives, suitability, financial situations and needs of any particular person. This document contains forward-looking statements. These risks and uncertainties encompass factors such as our capacity to manage growth, intense competition in the global IT services sector, variables impacting our profitability, such as wage hikes or currency appreciation, our ability to attract and retain skilled professionals, potential delays and cost overruns on fixed-price, fixed-timeframe contracts, client concentration, limitations on the international movement of skilled personnel, effective management of our global operations, reduced demand for technology in our primary focus areas, disruptions in telecommunication networks, successful completion and integration of potential acquisitions, liabilities related to service contract damages, the performance of companies in which XTGlobal has strategically invested, withdrawal of government fiscal incentives, political instability, legal constraints on capital raising or acquisitions outside of India, unauthorized use of our intellectual property, pandemics, natural disasters, and general economic conditions affecting our industry.

XTGlobal may occasionally issue additional written or verbal forward-looking statements, including in our stakeholder reports. These forward-looking statements reflect the company's present intentions, beliefs, or expectations, and any such statement is valid only as of the date of its issuance. The company assumes no obligation to amend or update any forward-looking statements.



COMPANY OVERVIEW

XTGlobal Infotech Ltd. stands as a beacon of excellence in the realm of IT services and digital transformation. As a CMMI-Dev Level 3 (v2.0) appraised and ISO 27001 certified organization, listed on the Bombay Stock Exchange (BSE) as XTGlobal, we are recognized for our stringent software engineering processes and unwavering commitment to information security. Our robust financial foundation and governance structure assure our clients of stability and accountability.

Our mission is to lead global enterprises through the ever-evolving digital landscape, enabling them to accelerate time-to-market and boost profitability with our agile, robust, and intuitive software solutions. We understand that each business is unique, and thus, we tailor our approach to meet specific needs. By forming strategic alliances with leading technology partners and hyper-scalers like Oracle, Microsoft, Mendix, AWS, Automation Anywhere, & UiPath, we stay at the forefront of innovation.

XTGlobal Infotech offers a comprehensive suite of services, including Managed Services, SOW/Fixed Bid engagements, Build-Operate-Transfer models, Offshore On-demand Talent Partnerships, & Business Process Services also. Circulus, our Accounts Payable Automation solution based on cloud, is an in-house, innovative, and configurable software application that revolutionizes bill processing and intelligent data handling for diverse enterprises.

Our technological expertise extends across various cutting-edge technologies, such as Cloud Migration, Low-Code App Development, Robotic Process Automation, and Advanced Data Analytics.

We empower businesses to leverage technology effectively, reduce costs, enhance security, and maintain competitiveness. Whether for short-term projects or long-term strategic planning, our expert consultants play a crucial role in the success of organizations across multiple industries.




In today’s relentless business environment, the key to success lies in embracing digital transformation. At XTGlobal, we are acutely aware of this imperative. Our participation in BLUEPRINT 4D, a premier collaboration event hosted by Quest Oracle Community, underscores our commitment to guiding clients through the digital landscape with confidence and foresight.

XTGlobal Infotech Ltd. continues to drive innovation and excellence, ensuring our clients achieve their digital next, continuously. Our long-standing collaboration with Oracle America Inc., recently extended with a new USD 1 million agreement for Time and Material Professional Services worldwide, exemplifies our dedication to delivering unparalleled value and expertise.




36+
Years of Impact




175+
Happy Clients




650+
Professionals Globally




50%
Minimum Cost Savings



30+
Timely AP Enterprise Project Deliveries



800+
Projects Delivered



\$26M
Annual Revenue



24/7
Global Support via Offshore Delivery Centers

A MESSAGE FROM THE MANAGING DIRECTOR

In an era of rapid technological advancement and unpredictable global shifts, XTGlobal has steadfastly positioned itself as a cornerstone of innovation and resilience for our clients. Our mission has been clear: to drive business transformation by enabling the rapid adoption of cutting-edge technologies, fostering agility, and reimagining both customer and employee experiences.

This past year, we have partnered with leading enterprises to lay the groundwork for a digital future. Leveraging the strategic potential of data and artificial intelligence, we have worked tirelessly to enhance customer experiences, refine data architecture, and revolutionize business models. Our clients' unwavering dedication to cloud adoption and innovation has propelled them toward becoming intelligent enterprises, delivering hyper-personalized experiences and pioneering new products and services.

Despite the seismic shifts in the business environment, XTGlobal has remained resilient. The global pandemic, geopolitical uncertainties, market recessions, and the meteoric rise of artificial intelligence have all served as catalysts for change. In response, our investment in AI capabilities, including AI-powered products and platforms, has enabled us to adapt our service offerings swiftly. We have digitally empowered organizations, ensured business continuity, and driven sustainable growth.

We are proud to announce that XTGlobal achieved a revenue of INR 21,713.40 lacs for FY 2023-2024. This is a testament to our clear strategic vision, emphasizing digital transformation, customer-centricity, and operational efficiency. By investing in emerging technologies such as Business Process Automation and Cloud Computing, we have consistently delivered innovative solutions that meet the evolving business criteria. Additionally, with the introduction of Accounting Outsourcing, we ensured our clients with access to global talent perfectly aligned with their needs.

Beyond financial achievements, XTGlobal's commitment to corporate social responsibility has made a significant impact on society and the environment. We have steadfastly supported social and sustainability initiatives, reinforcing our dedication to making a positive difference.

“ Together, we will embrace the opportunities ahead and drive forward, building a brighter future for all through sustainable technologies. ”



Mr. Mullapudi Atchuta Ramarao
Managing Director

LOOKING INTO THE FUTURE WITH STAKEHOLDER SUPPORT

As we navigate the ever-evolving business landscape, our focus on technology, human, intellectual, and financial capital remains as strong as ever. The digital ecosystem has undergone a profound transformation, and resilience and sustainability have been redefined. Yet, amid these challenges, technology has enabled companies to survive and thrive.

At XTGlobal, we embrace these changes as opportunities to rise as champions. Our fundamental values have never been more critical, and we have devoted ourselves to meeting dynamic business demands. By constantly challenging the status quo, we anticipate the next challenge or opportunity and stay agile.

When we entered FY 2023-24, the global economic outlook appeared uncertain. However, the global economy's resilience, led by robust performance in the US and remarkable strength in regions like India, Japan, and the Big Tech sector, has defied expectations. Despite ongoing disruptions, the IT services market continues to evolve.

Reflecting on XTGlobal's journey, we observe three key market shifts: a new direction for digital transformation, the rise of generative AI, and the growing importance of partnerships. Enterprises are prioritizing value-adding opportunities, optimizing cloud expenditures, and improving data management. Generative AI is poised to be as transformative as the internet, and IT service providers must rapidly build thought leadership and internal skills in this area.

Partnering has become critical for IT service providers. Enterprises now view their IT partners as collaborators, seeking multiple services from fewer providers and fostering closer internal and external collaboration. Building strong partnerships with major hardware and software providers, such as Microsoft, Oracle, Automation Anywhere, AWS, and Mendix, is increasingly essential to our success.

In conclusion, XTGlobal's performance over the past year demonstrates our ability to adapt, evolve, and maintain the highest levels of customer service. We remain committed to our strategic vision and to delivering innovative, customer-centric solutions. As we look to the future, we are prepared to navigate the ever-changing business landscape, uphold the highest quality and security standards, and continue making a positive impact on society and the environment.

Thank you for your continued trust and partnership.

Sincerely,

Mr. Mullapudi Atchuta Ramarao
Managing Director

BOARD OF DIRECTORS



Mr. Mullapudi Atchuta Ramarao
Managing Director



Ms. Vuppuluri Sreedevi
Whole-time Director
Member – AC | CSRC | SRC



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



Mr. Karuturi Saibaba
Independent Director
Chairman – NRC |SRC
Member - AC



Mr. Pendyala Srinivasa
Independent Director



Mr. Malireddy Jagannatha Prasad
Non-Executive Director
Member - CSRC |NRC |SRC



Mr. Kosuri Srinivasa Raju
Non-Executive Director

AC - AUDIT COMMITTEE

NRC - NOMINATION & REMUNERATION COMMITTEE

CSRC - CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

SRC - STAKEHOLDERS RELATIONSHIP COMMITTEE

MESSAGE FROM THE BOARD OF DIRECTORS

Vested with the duty of upholding XTGlobal's corporate standards, we are honored to serve as guardians of the company's strategic vision and operational excellence. Our commitment to innovation and customer-centric service has driven XTGlobal's growth and success since its inception.

Our Board, consisting of esteemed industry experts, rigorously supervises our strategic planning, risk management, and financial oversight. We are dedicated to ensuring continuing success, ethical behavior, and sustainable growth. We strive to create lasting value through our social responsibility initiatives and economic development efforts. We offer high-quality advisory services and specialized consulting expertise to empower our clients and contribute to the greater good.

At XTGlobal, strategic governance sets the direction, while operational governance ensures effective and efficient execution. We focus on streamlining processes, optimizing resources, and managing risks. We ensure accountability across the organization by establishing clear roles, defining performance metrics, and implementing monitoring mechanisms. This enables our leaders to identify areas for improvement and take corrective actions. Additionally, we manage financial, operational, reputational, and regulatory risks to protect XTGlobal's long-term viability.

Focused on the future, we aim to extend our reach across international markets, cultivate strategic collaborations, and commit resources to our workforce's recruitment and professional advancement. We sincerely appreciate our employees, shareholders, and clients, whose unwavering commitment and collaborative spirit have propelled XTGlobal to new levels of success within the IT sector while fostering sustainable progress.



CERTIFICATIONS & ACCREDITATIONS



OUR TECH PARTNERSHIPS

ORACLE | Partner



Gold Microsoft Partner



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

XTGLOBAL SERVICES

Software Services	Microsoft	Oracle	Circulus Enterprise	BKPO
<ul style="list-style-type: none"> ➤ Application Development ➤ Cloud and Infrastructure ➤ ERP ➤ RPA ➤ Low-Code ➤ QA- Test Planning, Manual & Automated 	<ul style="list-style-type: none"> ➤ Microsoft Cloud 	<ul style="list-style-type: none"> ➤ Oracle Cloud Applications <ul style="list-style-type: none"> ▪ Financials Cloud ▪ HCM Cloud ▪ SCM Cloud ➤ Oracle E-Business Suite <ul style="list-style-type: none"> ▪ Oracle Financials ▪ Oracle SCM ▪ Oracle HRMS ➤ Oracle Analytics ➤ Oracle Integrations 	<p>Circulus Enterprise</p> <ul style="list-style-type: none"> ➤ Accounts Payable Automation Solutions ➤ Document Process Automation ➤ Data Extraction ➤ Image Review 	<p>Business & Knowledge Process Outsourcing (BKPO)</p> <ul style="list-style-type: none"> ➤ AP ➤ AR ➤ HR ➤ Payroll ➤ Finance

Delivery Models

Business & Technology Consulting

- SOW Time and Materials
- SOW Fixed Bid
- Managed Services
- On Demand Talent Partnership (ODTP) Staffing Augmentation On-Shore /Off-Shore
- BOT, (Build Your Team, Operate Your Team, Lease Your Team, Transfer)

PIONEERING COLLABORATION TO TRANSFORMATION: KEY CLIENT JOURNEYS IN FY 2023-24

Throughout FY 2023-24, we have forged strategic alliances with prominent clients spanning a wide array of industries—Banking and Financials, Healthcare, Public Sector, Toll, Ticketing, Telecom, Real Estate, Insurance, Entertainment, Mobility, Retail and Manufacturing. Our tailored solutions for each business have driven remarkable transformations, setting new benchmarks not just for individual companies but also for reshaping the industry.

1

Through XTGlobal's Cloud Expertise, Leading Law Association Achieves Impeccable Report Generation and Visibility Capabilities for Enhanced Data-Driven Decision-Making

2

Top Law Association Achieves Blazingly Fast Data Integration between Oracle ERP and EBS through XTGlobal's Unique Strategy

3

XTGlobal's Technical Prowess Empowered a Top Accounting Services Firm to Conquer Labor Market Constraints for Remarkable Success by Onboarding Seasoned Professionals (Outsourcing)

4

Toll Service Provider Maximizes Operational Efficiency and Customer Satisfaction by Partnering with XTGlobal

5

XTGlobal Low Code Services Empowers a Leading Packaging Firm with Automated Package Management for Operational Optimization And Efficiency

6

XTGlobal Significantly Reduces Manual Intervention, Enhances Accuracy, and Improves Overall Efficiency for a Top Global Battery Manufacturer

7

Print Industry Top Player Automates BO Report Generation Process with XTGlobal

8

XTGlobal Automates Complex Bank Report Management Workflow for a Printing Service Provider

9

A Global Leader in the Print Industry Elevates Their File Merge and Email Distribution Process with XTGlobal Automation

10

XTGlobal Empowers a Leading Healthcare Tech Provider with Cutting-Edge and Cost-effective Azure Managed Services for enhanced efficiency, security measures, and the ability to scale operations seamlessly.

OUR LEADERSHIP

XTGlobal thrives on technological innovation and operational excellence, guided by a team of highly accomplished and visionary leaders. Our leadership team members are dedicated to driving the company's success and fostering enterprise-wide growth and prosperity. Our vibrant leadership team has diverse experiences, cultures, nationalities, and expertise. This united diversity fuels our capacity for innovation, ensures informed decision-making, and fosters an inclusive workplace that champions excellence and positively impacts our communities.



ALMA JOHN

Executive Vice President - Consulting Services



GANGADHAR SHARYALA

Vice President Technology



DIANE GASPARRO

Vice President Sales



KUSULURI RAGHURAM

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 - Recruiting & Staffing
PENTELE SRIDHAR	Company Secretary & Compliance Officer
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

CORPORATE INFORMATION

Board of Directors

Mr. Mullapudi Atchuta Ramarao

Ms. Vuppuluri Sreedevi

Mr. Kalidindi Venkata Appala Narasimha Raju

Mr. Karuturi Saibaba

Mr. Pendyala Srinivasa

Mr. Malireddy Jagannatha Prasad

Mr. Kosuri Srinivasa Raju

Managing Director

Whole-time Director

Independent Director

Independent Director

Independent Director

Non-Executive Director

Non-Executive Director

Chief Financial Officer

Mr. Kusuluri Raghuram

Company Secretary & Compliance Officer

Mr. Pentela Sridhar

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: inward.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. Kalidindi Venkata Appala Narasimha Raju - Chairperson
2. Ms. Vuppuluri Sreedevi - Member
3. Mr. Karuturi Saibaba - Member

NOMINATION & REMUNERATION COMMITTEE:

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

STAKEHOLDERS RELATIONSHIP COMMITTEE:

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

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:

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

MANAGEMENT DISCUSSION AND EXECUTIVE SUMMARY

Seizing the Future: A Vision for Growth and Innovation

As we gaze ahead through the lens of statistical analysis for the global IT industry, XTGlobal stands poised to capitalize on emerging market opportunities and navigate potential challenges. Our cutting-edge digital services, robust outsourcing and offshore talents, and diverse technology offerings position us uniquely in the industry.

Our participation in BLUEPRINT 4D underscores our commitment to guiding clients through the digital era with strategic foresight. We excel at driving innovation, ensuring our clients achieve their digital ambitions. The enhanced USD 1 million agreement with Oracle America Inc. for global services accentuates our dedication to delivering exceptional value and expertise.

With the global IT market projected to grow from \$8,508.63 billion in 2023 to \$9,039 billion in 2024 at a CAGR of 6.2%, XTGlobal is well-positioned to ride this wave of growth. Our robust financial performance and significant advancements in operational efficiency and customer satisfaction have fortified our ability to navigate the ever-changing business landscape.

Strategic Pillars for Sustainable Growth

Market Expansion

We will continuously seek out and target new market segments and geographies where our expertise can be effectively applied.

Innovation Through R&D:

Our investments in research and development help create innovative solutions to meet evolving customer demands and industry trends.

Strategic Collaborations:

We will actively pursue strategic partnerships to expand our product portfolio, enhance our capabilities, and drive accelerated growth.

Operational Excellence:

To maintain our competitive edge, we will prioritize operational excellence, cost optimization, and process improvements.

Risk Management:

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

Our steadfast commitment to delivering sustainable growth and maximizing shareholder value ensures that XTGlobal remains a leader in the digital transformation landscape. With a clear vision and strategic foresight, we are poised to leverage opportunities and deliver long-term value to our stakeholders.

ELEVATING EMPLOYEE EXPERIENCE: BECOMING THE EMPLOYER OF CHOICE

To become an employer of choice, XTGlobal focuses on the motivational drivers that genuinely engage employees. True commitment emerges when employees are emotionally invested in the company's mission and vision. By aligning with XTGlobal's goals and believing in its values, employees are more likely to stay and contribute meaningfully. Strong leadership is central to this transition.

Employee-Centric Policies

XTGlobal distinguishes itself with employee-centric policies like flexible working hours, remote work options, and comprehensive wellness programs. By focusing on reducing workplace stress and burnout through mental well-being initiatives, XTGlobal sets a model for others. Offering generous paid time off, flexible shifts, part-time/contract roles, and job-sharing opportunities balance productivity with employee retention, fostering a less stressed, more engaged, and productive workforce.

Harnessing Work-Life Balance

XTGlobal is recognized for its strong work-life balance, with employees reporting high satisfaction. The company's flexible working hours and remote work opportunities support a balanced lifestyle. Employee reviews highlight XTGlobal's commitment to personal well-being and professional growth, contributing to a positive work environment and high ratings for work-life harmony.

Commitment to Diversity and Inclusion

XTGlobal emphasizes diversity and inclusion through various initiatives, fostering an inclusive work environment to enhance innovation and decision-making. Leadership champions diversity within the tech industry supports women's contributions and integrates equity and wellness into corporate practices for a holistic approach to employee engagement.

Culture of Continuous Learning

Investing in ongoing professional development has made XTGlobal an employer of choice. The company offers mentorship programs, skill-based training, certifications, and workshops. This culture of continuous learning aids career advancement keeps the company competitive and encourages innovation and productivity.

Promotion and Rewards

XTGlobal prioritizes employee recognition and advancement with a structured promotion and reward system. This includes merit-based promotions, performance-linked bonuses, and recognition programs to motivate and retain top talent. The company integrates performance evaluations with competitive compensation packages to reward high performers appropriately.

Growth in People Analytics

XTGlobal advances in people analytics by leveraging cutting-edge technologies to enhance HR decision-making. Sophisticated analytics tools improve talent management, employee engagement, and operational efficiency. Data-driven insights refine recruitment strategies, optimize workforce planning, boost organizational performance, aligning HR with business goals.

Leveraging Technology for Enhanced Employee Experience

To enhance employee experience, XTGlobal adopts advanced HR technologies and performance management tools. Key measures include internal mobility programs for reskilling, referral programs for expedited recruitment, and leveraging social media platforms like LinkedIn for a broader talent pool. Additionally, XTGlobal focuses on upskilling recruiters with the latest remote interviewing techniques and digital resources, ensuring a seamless transition from recruitment to onboarding.

FORGING A FUTURE OF INNOVATION AND EXCELLENCE: LUFT ADVISORY SERVICES AND XTGLOBAL UNITE

In an exciting leap towards revolutionizing the industry, Luft Advisory Services, a trailblazing Fractional CFO firm from Summerville, SC, has teamed up with Dallas-based XTGlobal, a leader in IT and Accounting Outsourcing services. Announced on April 23, 2024, this strategic partnership melds Luft's financial expertise with XTGlobal's technological prowess, creating a powerful synergy poised to deliver innovative, tailor-made solutions that cater to the dynamic needs of businesses nationwide.

"Partnering with XTGlobal allows us to enhance our service offering and deliver a more comprehensive suite of solutions to our clients," said Jeffrey Luft, Founder & President of Luft Advisory Services. Harika Mullapudi, Director of XTGlobal, added, "Together, we are poised to offer unmatched service capabilities that help businesses evolve and succeed in today's dynamic environment." As these two industry leaders join forces, they are set to redefine excellence, driving growth and efficiency with a seamless blend of financial acumen and technological innovation.

About:

Founded in 2023, Luft Advisory Services is a premier Fractional CFO service provider, specializing in financial reporting, internal controls, management reporting, and strategic growth & cost-saving initiatives. Committed to excellence, Luft Advisory Services empowers businesses to achieve their financial and strategic goals with unmatched proficiency and dedication.



Luft
ADVISORY SERVICES

XTGLOBAL

**XTGlobal Forges Strategic Partnership
With Luft Advisory Services**

**This Alliance will be a One-Stop
Solution to Bolster the Financial Management and
Technological Prowess of Global Businesses**

NOTICE

Notice is hereby given that the 36th Annual General Meeting of the members of M/s. XTGlobal Infotech Limited will be held at 10:00 AM on Monday, the 30th day of September 2024 through Video Conferencing (“VC”)/Other Audio-Visual Means (“OAVM”), to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt.

The Audited Financial Statements of the company for the year ended 31st March 2024, along with the Reports of the Board of Directors and Auditor’s report thereon.

To consider and if thought fit, to pass the following resolutions as Ordinary Resolutions:

“RESOLVED that the Financial Statements of the Company for the year ended 31st March 2024, including Consolidated Financial Statements for the said financial year, along with the Reports of the Board of Directors and the Auditors, as circulated to the Members and laid before the Meeting, be and are hereby approved and adopted.”

2. To appoint Mr. Mullapudi Atchuta Ramarao, Managing Director who retires by rotation and being eligible offered himself for reappointment.

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED that pursuant to Section 152 of the Companies Act, 2013, Mr. Mullapudi Atchuta Ramarao, Managing Director (DIN: 02302179), who retires by rotation and being eligible for re-appointment, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation.”

SPECIAL BUSINESS

3. Re- Appointment of Mr. Mullapudi Atchuta Ramarao (DIN: 02302179) as a Managing Director of the Company for a term of five years.

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

“RESOLVED THAT pursuant to the provisions of Section 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 (“Act”) and the rules made there under, as amended from time to time, read with Schedule V to the Act, and Articles of Association of the Company, as recommended by the nomination and remuneration committee and board of directors, the consent of the Members of the Company be and is hereby accorded to re-appoint Mr. Mullapudi Atchuta Rama Rao as Managing Director of the Company for the period of 5 Years with effect from the conclusion of this Annual General Meeting to the 41st AGM, upon the terms and conditions set out in the Explanatory Statement annexed to the Notice convening this meeting with liberty to the Board of Directors of the Company (hereinafter referred to as “the Board” (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) to alter and vary terms and conditions of the said appointment in such manner as may be agreed to between the Board and Mr. Mullapudi Atchuta Rama Rao.”

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

4. Re-appointment of Mr. Malireddy Jagannatha Prasad (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 section 152 of the Companies Act, 2013 (“the Act”) and the

Rules made 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, consent of members hereby accorded to appoint Mr. Malireddy Jagannatha Prasad (DIN:08835457), as Non-Executive and Non-Independent category, liable to retire by rotation for the period of one year i.e. up to 37th Annual General Meeting of the Company.”

5. Approval of Related Party Transactions for the financial year 2024-25

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

“RESOLVED THAT pursuant to the provisions of Section 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 Party transaction(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. and Network Objects 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 2024-25 (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. 200 Crores	FY 2024-25
Network Objects INC	Associate Company	Sale of IT and IT consulting services	Rs. 20 crores	FY 2024-25

“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.”

6. To make investments, give loans, guarantees and security in excess of limits specified under section 186 of the Companies Act, 2013

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

"RESOLVED THAT pursuant to the provisions of section 186(3) and any other applicable provisions of the Companies Act, 2013 read with the relevant rules made thereunder, including any statutory modification(s) and re-enactment(s) thereof for the time being in force, subject to the terms of Articles of Association of the company and subject to such other approvals, consents, sanctions and permissions as may be necessary, the consent of the members be and is hereby accorded to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include any Committee of the Board) for making investment(s) in excess of limits specified under section 186 of the Companies Act, 2013 from time to time in acquisition of securities of anybody corporate or for giving loans, guarantees or providing securities to anybody corporate or other person / entity whether in India or outside India, as may be considered appropriate for an amount not exceeding Rs. 200 Crores (Rupees Two Hundred Crores only), notwithstanding that such investment and acquisition together with existing investments of the company in all other bodies corporate, loans and guarantees given and securities provided shall be in excess of the limits prescribed under section 186(3) of the Companies Act, 2013, i.e. the limits available to the company is sixty per cent. of its paid- up share capital, free reserves, and securities premium account or one hundred per cent. of its free reserves and securities premium account, whichever is more.

FURTHER RESOLVED THAT, for the purpose of giving effect to the foregoing resolution, the Board be and is hereby authorised to do all such acts, deeds and things and to take all such steps as may be necessary or incidental thereto, including but not limited to delegation of all or any of the powers herein conferred to any Committee or any director(s) or any other officer(s)/ employee(s) of the company, or to settle any questions, difficulties or doubts that may arise in this connection, without being required to seek any further clarification, consent or approval of the members of the company."

By order of the Board of Directors
For **XTGlobal Infotech Limited**

Date: 07th September 2024
Place: Hyderabad

Sd/-
Pentela Sridhar
Company Secretary
A55735

NOTES:

The Ministry of Corporate Affairs (“MCA”), vide its General circular nos. 14/2020 dated April 8, 2020, 20/2020 dated May 5, 2020 and 09/2023 dated September 25, 2023 (collectively “MCA Circulars”) and Securities and Exchange Board of India (“SEBI”) vide its circular nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2023/167 dated October 7, 2023 (collectively “SEBI Circulars”), have permitted companies to conduct AGM through VC or other audio visual means, subject to compliance of various conditions mentioned therein. In compliance with the previously mentioned MCA and SEBI Circulars, applicable provisions of the Companies Act, 2013 and rules made thereunder, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“Listing Regulations”) the 36th AGM of the Company is being convened and conducted through VC. The registered office of the Company shall be deemed to be the venue for the AGM.

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.

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.

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.

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.

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

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.

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 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 need.

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/2024/4 dated January 5, 2024 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 2023-24 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.

AGM through VC/OAVM:

Members will be provided with a facility to attend the AGM through a 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.

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.

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).

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

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.

Members holding shares in physical form are requested to advise of 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/>

The SEBI has mandated the submission of PAN, KYC details and nomination by holders of physical securities by October 1, 2024, and linking PAN with Aadhaar by June 30, 2024, vide its circular dated March 16, 2024. 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, 2024, or link their PAN with Aadhaar before June 30, 2024, in accordance with the SEBI circular dated March 16, 2024, 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.

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/>. 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 and Share Transfer Agent of the Company, in case the shares held in physical form.

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

Attending the AGM: Members will be provided with the facility to attend the AGM through a 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.

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

Members may join the Meeting through Laptops, Smartphones, Tablets, and iPads for better experience. Further, Members will be required to use the Internet at 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 Devices 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.

Members who need assistance before or during the AGM may contact KFin Technologies Limited at Toll-FreeNo.: 1800 309 4001; or send an email request at the inward.ris@kfintech.com or evoting@kfintech.com

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 investor email-id i.e. company.secretary@xtglobal.com from 09:00 A.M. IST on 24th September 2024 to 05:00 P.M. IST on 27th September 2024 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.

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 provided in the mail received from Kfintech. On successful login, select 'Speaker Registration' which will open from 09:00 A.M. IST on 24th September 2024 to 05:00 P.M. IST on 27th September 2024. Members shall be provided with 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.

Instructions for members for remote e-Voting:

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 forth in this Notice. The instructions for e-Voting are given below.

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.

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.

The remote e-voting facility will be available during the following period:

Day, date and time of commencement of remote e-voting: 2023-24, Thursday, 26th September 2024 (9.00 A.M. IST) and ends on Sunday, 29th September 2024 (5.00 P.M. IST) beyond which remote e-voting will not be allowed.

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.





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 on 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.

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 on the cut-off date may follow steps mentioned below under “Login method for remote e-Voting and joining virtual meetings 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:

Remote e-voting: In compliance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, Members are provided with the facility to cast their vote electronically, through any of the modes listed below, on the resolution set forth in this Notice, by way of remote e-voting:

MODES OF E-VOTING	THROUGH DEPOSITORIES		THROUGH DEPOSITORY PARTICIPANTS
	NSDL	CDSL	
Individual shareholders holding securities in demat mode	1. Shareholders already registered for IDeAS facility may follow the below steps: a) Visit the following URL: https://eservices.nsdl.com b) On the home page, click on the “Beneficial Owner” icon under the ‘IDeAS’ section. c) On the new screen, enter User ID and Password. Post successful authentication, click on “Access to e- Voting” under e-voting services. d) Click on Company name or e-voting service provider name, i.e., KFintech and you will be re-directed to KFintech website for casting your vote.	1. Shareholders already registered for Easi/Easiest facility may follow the below steps: a) Visit the following URL: https://web.cdslindia.com/myeasinew/home/login/ or www.cdslindia.com b) Click on the “Login” icon and opt for “New System Myeasi” (only applicable when using the URL: www.cdslindia.com) c) On the new screen, enter User ID and Password. Without any further authentication, the e-voting page will be made available. d) Click on Company name or e-voting service provider name, i.e., KFintech to cast your vote.	Shareholders may alternatively log- in using the credentials of the demat account through their Depository Participants registered with NSDL/CDSL for the e-voting facility. On clicking the e-voting icon, shareholders will be re-directed to the NSDL/CDSL site, as applicable, on successful authentication. Shareholders may then click on Company name or e-voting service provider name, i.e., KFintech and will be redirected to KFintech website for casting their vote.
	2. Shareholders who have not registered for IDeAS facility may follow the below steps: a) To register for this facility, visit the URL: https://eservices.nsdl.com b) On the home page, select “Register Online for IDeAS” c) On completion of the registration formality, follow the steps provided above.	2. Shareholders who have not registered for Easi/ Easiest facility may follow the below steps: a) To register for this facility, visit the URL: https://web.cdslindia.com/myeasinew/Registration/EasiRegistration/ b) On completion of the registration formality, follow the	

MODES OF E-VOTING	THROUGH DEPOSITORIES		THROUGH DEPOSITORY PARTICIPANTS
	NSDL	CDSL	
		steps provided above.	
	<p>3. Shareholders may alternatively vote through the e-voting website of NSDL in the manner specified below:</p> <ol style="list-style-type: none"> Visit the URL: https://www.evoting.nsdl.com/ Click on the “Login” icon available under the ‘Shareholder/Member’ section. Enter User ID (i.e., 16-digit demat account number held with NSDL), Password / OTP, as applicable, and the verification code shown on the screen. Post successful authentication, you will be redirected to the NSDL Depository site wherein you can see the e-voting page. Click on company name or e-Voting service provider name, i.e., KFintech and you will be redirected to KFintech website for casting your vote. Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <p>NSDL Mobile App is available on</p> <p> App Store  Google Play</p> <div style="display: flex; justify-content: space-around;">   </div> <p>4. For any technical assistance, Shareholders may contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 18001020990.</p>	<p>3. Shareholders may alternatively vote through the e-voting website of CDSL in the manner specified below:</p> <ol style="list-style-type: none"> Visit the URL: www.cdslindia.com Enter the demat account number and PAN Enter OTP received on mobile number & email registered with the demat account for authentication. Post successful authentication, the shareholder will receive links for the respective e-voting service provider, i.e., KFintech where the e-voting is in progress. <p>4. For any technical assistance, Shareholders may contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or call at toll free no.: 1800225533.</p>	

MODE OF E-VOTING	THROUGH KFINTECH
<p>Non-individual shareholders holding securities in demat mode and Shareholders holding securities in physical mode</p>	<ol style="list-style-type: none"> 1. In case a Shareholder receives an email from KFinTech [for Shareholders whose email IDs are registered with the Company/Depository Participants(s)], please follow the below instructions: <ol style="list-style-type: none"> a) Visit the following URL: https://evoting.kfintech.com b) 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 KFin for e-voting, you can use your existing User ID and password for casting your vote. c) After entering these details appropriately, click on “LOGIN”. d) You will now reach the 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 your first login. 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. e) You need to login again with the new credentials. f) On successful login, the system will prompt you to select the “EVENT” and click on ‘XTGLOBAL INFOTECH LIMITED’. 2. For obtaining the User ID and Password for e-voting, Shareholders may refer the instructions below: <ol style="list-style-type: none"> a) If the mobile number of the Shareholder is registered against Folio No./DP ID Client ID, the Shareholder may send SMS: MYEPWD E-Voting Event Number+ Folio No. or DP ID Client ID to 9212993399 Example for NSDL - MYEPWD IN12345612345678 Example for CDSL - MYEPWD 1402345612345678 Example for Physical - MYEPWD XXXX1234567890 b) If e-mail address or mobile number of the Shareholder is registered against Folio No./DP ID Client ID, then on the home page of https://evoting.kfintech.com, the Shareholder may click “Forgot Password” and enter Folio No. or DP ID Client ID and PAN to generate a password. c) Shareholder may call KFinTech toll free number 1800-3094-001 for any assistance. d) Shareholder may send an e-mail request to einward.ris@kfintech.com. However, KFinTech shall endeavour to send User ID and Password to those new Shareholder whose e-mail IDs are available.

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.

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.

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.

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/Ramat, change of address, issue of duplicate shares, ECS and nomination facility

By order of the Board of Directors
For XTGlobal Infotech Limited

Sd/-
Pentela Sridhar
 Company Secretary

Date: 07th September 2024
 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 07th September 2024.

Item No: 3

Re- Appointment of Mr. Mullapudi Atchuta Ramarao (DIN: 02302179) as a Managing Director of the Company for a term of 05 years

Mr. Mullapudi Atchuta Ramarao is the Promoter Director of the Company and has been engaged in the day-to-day activities of the Company. He gained valuable industry experience working for prominent companies such as Alcatel and AT&T. His extensive knowledge and expertise in the IT sector laid a strong foundation for XTGlobal's success. Considering his vast experience and expertise, it is proposed to appoint him as Managing Director of the Company for a period of five years from the conclusion of this AGM.

In terms of the provisions of the Companies Act 2013, the consent of the shareholders is required for the appointment of Mr. Mullapudi Atchuta Ramarao (DIN: 02302179) as Managing Director of the Company. The Board, after taking confirmation with Nomination and Remuneration Committee recommend the resolution as set out in item no.3 for approval of the members as an ordinary resolution.

This intimation may be treated as an abstract of the terms and conditions governing the appointment and payment of remuneration to the Managing Director, as required under the provisions of the Companies Act, 2013.

None of the Directors other than Mr. Mullapudi Atchuta Ramarao is interested in the respective Resolution.

Item No: 4.

Re-appointment of Mr. Malireddy Jagannatha Prasad (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"), consent of members accorded for appointment of Mr. Malireddy Jagannatha Prasad (DIN:08835457) as Non- Executive and Non-Independent of the Company with effect from 29th September 2023 for a period of one year i.e. up to 36th Annual General Meeting in the 35th AGM. 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. Malireddy Jagannatha Prasad being a Director, holds office up to the date of the 36th Annual General Meeting ("AGM") of the Company.

Mr. Malireddy Jagannatha Prasad 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. The BOD of the company recommended and sought members approval for the reappointment of Mr. Malireddy Jagannatha Prasad as a non-executive non independent director for the period of 01 year i.e. up to 37th AGM.

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 this Resolution except Mr. Malireddy Jagannatha Prasad.

Item No:5

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 Ordinary 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 the sale of IT and IT consultancy services with XTGlobal Inc., wholly owned Subsidiary of XTGlobal and Network Objects INC., associate company respectively.

The Audit Committee of the Board of Directors of the Company reviewed the proposed transactions between the Company and XTGlobal Inc. and 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 06th September 2024 reviewed the transactions with XTGlobal Inc., Network Objects 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 along with the Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Except Mr. Mullapudi Atchuta Ramarao no other Director, Key Managerial Personnel, or their respective relatives are in anyway concerned or interested, financially or otherwise, in the resolutions set out in Item No. 5 of the Notice.

The Board recommends your approval.

Item No: 06

To make investments, give loans, guarantees and security more than limits specified under section 186 of the Companies Act, 2013

The Board of Directors of XTGlobal Infotech Limited proposes to seek the approval of the shareholders to make investments, provide loans, give guarantees, and offer security beyond the limits prescribed under Section 186 of the Companies Act, 2013.

Section 186 of the Companies Act, 2013 regulates the power of a company to make investments, provide loans, guarantees, and security. The section specifies the limits and conditions under which these transactions can be conducted. As per the provisions, the Company is required to obtain prior approval from its shareholders if the amounts involved exceed these limits.

The Company intends to make investments, grant loans, provide guarantees, and offer security to support its business objectives and growth plans. The proposed transactions include:

- **Investments:** Investments in various entities, joint ventures, or subsidiaries that align with the Company's strategic goals.
- **Loans:** Providing loans to related parties, subsidiaries, or other entities as deemed necessary for business operations or expansion.
- **Guarantees and Security:** Issuance of guarantees and provision of security in favor of lenders or third parties to support the Company's financing needs or obligations.

The specific details of the proposed transactions include:

- **Nature and Purpose:** The investments, loans, guarantees, and security will be used to support business expansion, new projects, acquisition of assets, etc.
- **Amount and Limits:** The aggregate amount of investments, loans, guarantees, and security to be provided will exceed the limits specified under Section 186. The exact amounts and terms will be detailed in the relevant agreements and documents.

The Board believes that exceeding these limits is in the best interest of the Company, as it will enable the Company to pursue strategic opportunities and strengthen its financial position. The proposed transactions are expected to enhance shareholder value and contribute to long-term growth.

In accordance with Section 186 of the Companies Act, 2013, the Company requires the approval of its shareholders to exceed the specified limits. Therefore, it is proposed to pass a resolution authorizing the Board to make investments, grant loans, provide guarantees, and offer security beyond these limits.

None of the Directors, except those concerned with the proposed transactions, and their relatives, are deemed to be interested or concerned in the resolution.

Brief Profile of Directors seeking Appointment /Reappointment at the 36th 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	Mr. Mullapudi Atchuta Ramarao	Mr. Jagannatha Prasad Malireddy
DIN	02302179	08835457
Date of Birth	23-08-1964	11-07-1954
Qualification	Post-Graduate in Computer Applications and Graduate of Harvard Business School	Bachelor of Technology in Mechanical Engineering
Date of first Appointment	13-04-2018	16-08-2020
Nature of Appointment	Re-appointment	Re-appointment
Terms and Conditions of Reappointment	Appointment as a Managing Director, liable to retire by rotation	Appointment as a Non-executive Director, liable to retire by rotation
Expertise	Post-Graduate in Computer Applications and Graduate of Harvard Business School	Industrial Experience and Expert in Operations Management
Directorships as on 31st March 2024 in Other Listed Companies	Nil	Nil
Chairmanship/Membership of the Committees of other Companies	Nil	Nil
Shareholding in in the Company	7,87,42,049	Nil
Disclosure of relationships between directors inter-se or with KMP	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 the number of meetings the board attended during the year, remuneration drawn in respect of the 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 2024. 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 2024, 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:

Particulars	in Lakhs			
	Standalone		Consolidated	
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
Revenue from operations	7,078.21	6,616.53	21,713.40	24,196.99
Other Income	245.95	257.22	238.29	243.82
Total Income	7,324.16	6,873.75	21,951.69	24,440.82
Total expenses	6,277.89	5,792.15	20,501.06	22,967.57
Earnings before Interest, Dividend & Tax	1,046.27	1,081.60	1,450.63	1,473.24
+ Share of net profit of associates (after Adjusting Dividend)			88.45	233.90
Profit before exceptional items and tax	1,046.27	1,081.60	1,539.08	1,707.14
Exceptional Items	-	0.29	-	(0.29)
Profit before tax	1,046.27	1,081.31	1,539.08	1,706.85
Tax expense:	252.53	336.53	371.73	460.52
Profit for the year	793.74	744.78	1,167.35	1,246.33
Total Other Comprehensive Income	(24.23)	90.89	(24.23)	90.89
Total Comprehensive Income for the year	769.51	835.67	1,143.12	1,337.22
Earnings per equity share				
Basic	0.58	0.51	0.86	1.01
Diluted	0.58	0.51	0.86	1.01

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, 2024, which forms part of the Annual Report.

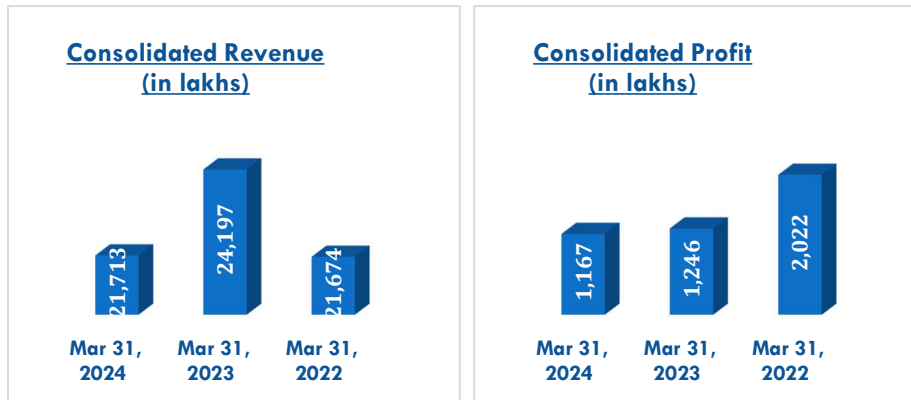
There are no material changes or commitments affecting the financial position of your Company which have occurred between the end of the financial year and the date of this report. Further, there has been no change in nature of business of your Company.

COMPANY'S FINANCIAL PERFORMANCE

On a standalone basis, the Company reported a revenue of ₹ 7,078.21 lacs for FY 2023-2024, reflecting a 6.98% increase over the previous year's revenue of ₹ 6,616.53 lacs in FY 2023. The Profit After Tax (PAT) attributable to shareholders and non-controlling interests stood at ₹ 793.74 lacs for FY 2023-2024, up from ₹ 744.78 lacs in FY 2023.



On a consolidated basis, the Company recorded a revenue of ₹ 21,713.40 lacs for FY 2023-2024, which represents a decrease of 10.26% compared to the previous year's revenue of ₹ 24,196.99 lacs. The Profit After Tax (PAT) attributable to shareholders and non-controlling interests was ₹ 1,167.35 lacs for FY 2023-2024, down from ₹ 1,246.33 lacs in FY 2022-2023.



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

DIVIDEND

Pursuant to section 123 of the Companies Act 2013 and rules made thereunder, the Board of Directors has approved issue of Interim dividend. In accordance with the Board's approval on November 14, 2023, your Company paid an interim dividend of ₹0.05/- per equity share of face value of ₹1 each to shareholders whose names appeared in the register of members as of November 24, 2023, the record date fixed for this purpose, after deduction of applicable taxes. The interim dividend declared on November 14, 2023, shall be the final dividend for the financial year 2023-24.

This decision underscores our ongoing confidence in the company's performance and financial stability. Pursuant to section 124 of the Companies Act 2013, the unclaimed dividend of Rs. 20,038.25 was transferred to a separate bank account.

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 2024. The closing balance of the retained earnings of the Company for FY 2023-24 was Rs. 2704.13 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 2023 -24, there was no change either in its Authorised share capital or paid-up share capital. As on 31st March 2024 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, 2024, the Board has 7 (Seven) Directors comprising of 1 (One) Managing Director, 1 (One) Whole-Time Director, 2 (Two) Non-Executive Directors 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 Report.

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

In accordance with the provisions of Section 152 of the Act, read with rules made thereunder and Articles of Association of the Company, Mr. Mullapudi Atchuta Ramarao (DIN: 02302179) is liable to retire by rotation at the ensuing Annual General Meeting (AGM) and being eligible offers himself for re-appointment. The Notice is the part of the report that includes a resolution that seeks shareholders' approval for the appointment Mr. Mullapudi Atchuta Ramarao (DIN: 02302179).

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.

Brief details pertaining to composition, terms of reference, meetings held and attendance of these committees during the year have been enumerated in the 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, Mr. Malireddy Jagannatha Prasad (DIN: 08835457) and Mr. Mullapudi Atchuta Ramarao (DIN: 02302179), Directors of the Company are liable to retire by rotation and out of these two directors Mr. Mullapudi Atchuta Ramarao (DIN: 02302179) is retiring by rotation being eligible, offers himself for reappointment. The Board recommended his 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 2024 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 7 (Seven) times in the financial year 2023-24. 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 2024, 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 2024:

Name of the Member	Category
Mr. Kalidindi Venkata Appala Narasimha Raju	Non-Executive-Independent Director, Chairperson
Mr. Karuturi Saibaba	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 for the Audit Committee and meetings of the Audit Committee held during the year under review have been given in the 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 2024:

Name of the Member	Category
Mr. Karuturi Saibaba	Non-Executive-Independent Director, Chairperson
Mr. Kalidindi Venkata Appala Narasimha Raju	Non-Executive-Independent Director, Member
Mr. Malireddy Jagannatha Prasad	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 each of them meets the criteria of independence as provided in Section 149(6) of the Act along with Rules framed thereunder and 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 Directors held any equity shares of your Company during the financial year ended 31st March 2024. 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 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 familiarization 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 get abreast of 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 fulltime 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 the Grant.

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

The Company has 'Nil' Share Based Payment arrangements during the year ended 31st March 2024. The estimated fair value of each stock option granted in the general employee stock benefit scheme ranges from ₹ 28.41/- to Rs. 33.44/- depending upon the vesting date. Expenses arising from the employee stock benefit scheme is Rs. 118 Lakhs for the reporting period.

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 potential equity shares. Thus, basic EPS and Diluted EPS are the same.

Details related to Scheme

A description of each ESOPs that existed at any time during the year, including the general terms and conditions of each ESOPs:

Date of shareholders' approval	30 th September 2020
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)
Vesting requirements	The vesting period for both options and RSUs shall commence after the minimum period of 1 (One) year from the grant date and it may extend up to 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.
Exercise price or pricing formula	For options: The exercise price shall be Rs. 20/- per option. For RSUs: The exercise price shall be the face value of the Equity Shares of the Company presently being Re. 1/.
Maximum term of options granted	The Options and/or RSUs granted under the Scheme shall vest up to a maximum period of Four (4) years from the grant date.
Source of shares (primary, secondary or combination)	Primary
Variation in terms of options	Not Applicable
Method used to account	Black Scholes Model

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 cost that 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 the Fair Value Method.

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	25,75,000 (16,25,000 Options & 9,50,000 RSUs)
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	24,25,000 (13,75,000 Options & 10,50,000 RSUs)

Weighted-average exercise prices: Exercise of options was not executed during the year under review. weighted-average fair values: Nil

Employee wise details (name of employee, designation, number of options granted during the year, exercise price) of options granted to Senior managerial personnel. 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 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. Nil

The 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.

A description of the method and significant assumptions used during the year to estimate the fair value of options –The fair value of the options has been calculated using the Black Scholes model considering the factors like share price, exercise price, expected volatility, option life, expected dividend and the risk-free interest rate. Expected volatility has been calculated based on the 1-year historical market price of the shares of the company.

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, 2021 and the Companies Act, 2013. The Company has received a certificate from the Statutory Auditors of the Company certifying that ESBS-2020 is being implemented in accordance 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:

- in the preparation of the annual financial statements, for the financial year ended 31st March 2024, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;
- 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 2024 and of the profit of the Company for that period;
- 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;
- the annual accounts had been prepared on a going concern basis;
- internal financial controls, to be followed by the Company, had been laid down and these controls are adequate and were operating effectively; and

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 FY 2023-24 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 in the said policy. Formulation of Risk Committee is not applicable to 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

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. Ramchandram & 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 in 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 29th September 2023.

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, to undertake the secretarial audit of your Company for FY23-24. 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 FY23-24 does not contain any qualification, reservation or adverse remark in the form MR-3 which is annexed to this report.

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, Chartered Accountants, Hyderabad as Internal Auditors for the Financial Year 2023-24.

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 organization'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

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 a conservation of Energy at the Office. 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.

Foreign Exchange Earnings and Outgo

Earning: Rs. 6735.47 Lakhs Outgo: Rs 590.97 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, 2024 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 accounting records 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, or 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 subsidiary 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% 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, consolidated financial 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 evaluate the efficacy and adequacy of the internal control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company. Based on the 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 behavior, 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 to the 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.	Vidya Sree Bommareddy	Associate Software Engineer	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.	Pullela Rajashekar	3 rd 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.	Rajyalakshmi Yamala	Senior Process Associate	Member
6.	Veera Raju Modili	3 rd 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 2023-24:

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 the public and as such, no amount on account of principal or interest deposits from the 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 FY 2023-24. Since the Company has not accepted any deposits during the Financial Year ended March 31, 2024, 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 Practising 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 of 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 of individual 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 duties and 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:

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	2.89

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

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 no change in the Remuneration of the Chief Financial Officer from the last year.
Company Secretary	NA. Since previous company secretary resigned and new company secretary appointed on 17/06/2024.

The percentage increase in the median remuneration of employees in the financial year 2023-24: 1.52 times

The number of permanent employees on the rolls of Company (As on 31st March 2024): 500 Employees (Male - 313 & Female - 187)

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 26.2% for personnel other than managerial personnel. No managerial remuneration was paid for the financial year 2023-24 except remuneration paid to Mrs. Vuppuluri Sreedevi.

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

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 Rule 5 (2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

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

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 2023-24 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 2024.

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 viral infections. 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 maintenance of cost records under sub-section (1) of section 148 of the Act, not applicable to 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 2024. 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:

- Issue of equity shares with differential rights as to dividend, voting or otherwise,
- Issue of Shares (Including ESOP) to employees of your Company under any scheme,
- 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,
- Change in the nature of business of your Company,
- Application was made or any proceeding is pending under the Insolvency and Bankruptcy Code, 2016,
- One time settlement of loan obtained from the Banks or Financial Institutions,
- 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 contribution to the growth of the Company. The Directors appreciate and value the contribution made by every member of the XTGlobal Family. The Board especially thank to the shareholders for their continued confidence and faith in the Company.

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

Date: 06th September 2024
Place: Hyderabad

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 parties referred to in sub – section (1) of Section 188 of the Companies Act, 2013 including certain arm’s length transactions under third proviso.

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 2024, which were not on an arm’s length basis.

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 31st March 2024 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 2023-24	Software services	Rs. 68.99 crores	4 th September, 2023
Network Objects Inc. US	Associate Entity	Sale of IT and IT consulting services	FY 2023-24	Software services	Rs 52.02 Lakhs	4 th September, 2023

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

Date: 06th September 2024
Place: Hyderabad

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 31.03.2024.
[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,
(CIN: 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 31/03/2024 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 31/03/2024 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. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; 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 (Issue and Listing of Non-Convertible Redeemable Preference Shares) Regulations, 2013; Not applicable to the Company during the audit period. and
 - j. 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 Trademarks 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 Bombay Stock Exchange.

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 a 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 the pursuance of the above-referred laws, rules, regulations and standards.

For VCSR & Associates
Company Secretaries

Sd/-
Ch. Veeranjanyulu

Partner
CP No. 6392

UDIN: F006121F001132961

Date: 05th September 2024
Place: Hyderabad

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,
Hyderabad

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. 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.
3. The correctness and appropriateness of the financial records and Books of accounts of the company have not been verified.
4. Wherever required, we have obtained the Management representation about the compliances of laws, Rules, Regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination is limited to verification of procedure on random test basis.
6. 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.

For VCSR & Associates
Company Secretaries

Sd/-
Ch. Veeranjanyulu

Partner
CP No. 6392

UDIN: F006121F001132961

Date: 05th September 2024
Place: Hyderabad

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 India (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, 2024 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

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

Sd/-
Ch. Veeranjanyulu
 Partner

CP No. 6392

UDIN: F006121F001132831

Date: 05th September 2024
 Place: Hyderabad

Annexure – C to Board's Report MANAGEMENT DISCUSSION AND ANALYSIS REPORT

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, while IT 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).

Opportunities

Offshore Software Maintenance and Enhancements
IT Enabled Services/BPO Operations
Increased IT spending within India
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 the 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.

Threats, Risks and Concerns

Competition from countries like China and European Countries in the medium to long term. Large international companies establishing their own subsidiaries instead of depending on Indian Companies.

Impact of COVID Pandemic

In spite of certain negative factors in the international markets, the 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. The 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.

Outlook

The management is planning to do reasonable business in the areas of Offshore IT consulting and put more marketing efforts into secure Business. The company is looking for strategic business acquisitions to enhance business opportunities and to gain operational synergy. The company is making endeavors to improve the financial strength of the company by raising funds through the issue of Equity shares on a preferential basis. The company is also working hard to increase business opportunities in the domestic market, USA and Middle East. To achieve this objective, the company hired marketing experts.

Risk and Concerns

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

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.

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:

Oversight of the 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.

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 the company'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 2024, making a profit of Rs 769.51 Lakhs. This indicates a new beginning that involved a planned strategy of taking in more resources and working on financially viable projects during the year as well as strategizing on opportunities and 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 2015	-25.82	6	Year ending March 2020	230.63
2	Year ending March 2016	-48.23	7	Year ending March 2021	315.3
3	Year ending March 2017	-20.13	8	Year ending March 2022	667.19
4	Year ending March 2018	-31.63	9	Year ending March 2023	835.67
5	Year ending March 2019	2.87	10	Year ending March 2024	769.51

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 a good working environment and imparting continuous training in latest technologies. Continuous upgradation of skills plays a key role in employee retention and job satisfaction and the 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.

Key ratios*

S. No.	Ratio	FY 2023-24	FY 2022-23	FY 2021-22
1	Debtors' turnover ratio	40.83	58.23	000
2	Inventory Turnover ratio	Not Applicable	Not Applicable	Not Applicable
3	Interest coverage ratio	6.68	3.98	5.76
4	Current ratio	0.45	0.31	0.41
5	Debt equity ratio	0.09	0.13	0.18
6	Operating margin (%)	17.99%	33.61%	32.13%
7	Net Profit margin (%)	10.87%	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 operations include 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
For XTGlobal Infotech Limited

Date: 06th September 2024
 Place: Hyderabad

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

Sd/-
Vuppuluri Sreedevi
 Whole-time Director
 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: 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 a significant role in the company's internal control system over financial reporting. However, there was no such instance.

For **XTGlobal Infotech Limited**

Date: 06th September 2024
Place: Hyderabad

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 2024 and to 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
For **XTGlobal Infotech Limited**

Date: 06th September 2024
Place: Hyderabad

Sd/-
Kusuluri 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}.

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.

XTGlobal is committed to the highest standards of corporate governance. Our governance framework is designed to ensure that we operate with integrity, transparency, and accountability, aligning with our strategic objectives and fostering trust with our stakeholders.

Core Principles

- **Accountability:** We uphold a system where the Board of Directors and executive management are accountable for their actions and decisions. This includes regular performance evaluations and clear reporting structures.
- **Transparency:** We provide clear, accurate, and timely information regarding our financial performance, strategic goals, and risk management practices.
- **Integrity:** We maintain a culture of ethical behavior and compliance with laws and regulations. Our Code of Conduct sets out the expected standards of behavior for all employees and executives.
- **Fairness:** We ensure fair treatment of all stakeholders, including shareholders, employees, customers, and the community. Decisions are made impartially, and conflicts of interest are managed effectively.

Governance Structure

- **Board Composition:** Our Board is composed of individuals with diverse skills, experience, and backgrounds. We strive for a balance of executive and independent directors to provide effective oversight.
- **Committees:** The Board has established committees to focus on specific governance areas. Each committee has defined roles, responsibilities, and authority to ensure effective oversight.
- **Executive Leadership:** The roles and responsibilities of the senior executives are clearly defined. Clear lines of reporting and accountability are established to support effective management.

Stakeholder Engagement

- **Communication:** We maintain open lines of communication with our stakeholders to understand their concerns and expectations. Feedback is used to inform decision-making and enhance governance practices.
- **Responsiveness:** We address stakeholder issues and concerns in a timely manner and demonstrate a commitment to addressing their needs effectively.

Compliance and Ethics

- **Regulatory Compliance:** We adhere to all relevant laws and regulations. Our governance practices are continuously updated to comply with regulatory changes and industry best practices.
- **Ethical Standards:** We promote a strong ethical culture through regular training, clear policies, and leadership. Unethical behavior is addressed promptly and fairly.

Performance and Evaluation

- **Board Evaluation:** The performance of the Board and its committees is assessed regularly.
- Evaluations are used to identify areas for improvement and enhance overall effectiveness.
- **Management Evaluation:** Senior executives undergo performance evaluations that link their performance to organizational goals and shareholder value.

Continuous Improvement

- **Best Practices:** We stay informed about evolving corporate governance best practices and incorporate them into our governance framework as appropriate.
- **Feedback Mechanisms:** Ongoing feedback from stakeholders is encouraged and used to continuously refine our governance practices.

Review and Amendments

- This philosophy will be reviewed periodically and updated as necessary to reflect changes in best practices, regulatory requirements, and organizational needs.

Board as a trustee

The Board recognizes its primary role of trusteeship of shareholder capital. As a trustee, it strives to ensure excellence and integrity in setting world-class corporate governance standards.

Corporate governance guidelines

At XTGlobal, our corporate governance guidelines ensure that we operate with the highest standards of integrity, transparency, and accountability. Our Board of Directors, composed of skilled and diverse members, oversees our governance framework, which includes robust risk management and internal controls. We are committed to ethical behavior, regulatory compliance, and fair treatment of all stakeholders, fostering an environment of open communication and responsiveness. Regular evaluations of board and management performance, coupled with continuous updates to our governance practices, help us uphold these principles and drive long-term success.

Role of the Board of Directors

The Board of Directors at XTGlobal plays a crucial role in guiding and overseeing the organization's strategic direction, ensuring robust governance practices, and safeguarding stakeholder interests. Key responsibilities include:

- **Strategic Oversight:** The Board sets and approves the company's strategic objectives and long-term goals, ensuring alignment with the organization's mission and vision.
- **Financial Stewardship:** It oversees financial performance, approves budgets and financial statements, and ensures the integrity of financial reporting and controls.
- **Risk Management:** The Board identifies, evaluates, and mitigates significant risks, ensuring that appropriate risk management frameworks are in place.
- **Executive Leadership:** It selects, evaluates, and, if necessary, replaces the senior executives, and ensures they are effectively managing the company's operations.
- **Governance and Compliance:** The Board ensures adherence to laws, regulations, and internal policies, and upholds high ethical standards and corporate governance practices.
- **Stakeholder Engagement:** It maintains open communication with shareholders and other stakeholders, addressing their concerns and ensuring that their interests are considered in decision-making.
- **Performance Evaluation:** The Board regularly assesses its own performance and that of its committees to identify areas for improvement and enhance overall effectiveness.

In fulfilling these roles, the Board ensures that XTGlobal operates effectively, ethically, and in the best interest of all stakeholders.

Independent directors

Independent directors are key to ensuring effective corporate governance at XTGlobal. Their primary roles and responsibilities include:

- **Objective Oversight:** Independent directors provide unbiased perspectives on company policies and strategic decisions, ensuring that management's actions align with shareholder interests and ethical standards.
- **Committee Leadership:** They typically chair or serve on key committees, where they help ensure rigorous oversight of financial reporting, executive compensation, and board composition.
- **Corporate Governance:** They play a crucial role in upholding high standards of corporate governance, ensuring that the company adheres to legal and regulatory requirements, and promoting transparency and accountability.
- **Conflict Resolution:** Independent directors help to resolve conflicts of interest by providing impartial judgments and ensuring that decisions are made in the best interest of the company and its stakeholders.
- **Performance Evaluation:** They participate in evaluating the performance of the senior executives, providing constructive feedback and ensuring that leadership performance aligns with the company's strategic goals.

By serving as independent voices on the Board, these directors enhance the credibility and effectiveness of XTGlobal's governance framework, fostering trust among shareholders and other stakeholders.

Board composition

The composition of the Board of Directors at XTGlobal is strategically designed to ensure effective governance, balanced decision-making, and diverse perspectives. Key aspects of our Board composition include:

- **Diversity:** The Board is composed of individuals with diverse backgrounds, skills, and experiences. This diversity enhances the Board's ability to address complex issues and reflect a wide range of viewpoints.
- **Independence:** A substantial proportion of the Board members are independent directors, who are not part of the company's management. This independence ensures unbiased oversight and strengthens the integrity of Board decisions.
- **Expertise:** The Board includes members with expertise in critical areas such as finance, legal, industry-specific knowledge, and strategic management. This expertise supports informed decision-making and effective oversight.
- **Leadership:** The Board includes both executive and non-executive directors, with a clear distinction between the roles of the Chairperson and others. This separation helps to ensure a balance of power and enhances accountability.
- **Tenure and Succession:** The Board is structured to ensure a mix of experienced and newer members. Regular reviews and succession planning are in place to refresh the Board and integrate new skills and perspectives.

Size and composition of the Board as on March 31, 2024.

The Board of Directors of the Company has a 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 2024, 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 Non-Independent Directors. None of the Directors on the Board is a member of more than 10 Committees and Chairman for 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	DIN	Name of Director	Changes during the year
1	Promoter and Executive Director	02302179	Mr. Mullapudi Atchuta Ramarao, Managing Director	Appointed as Managing Director on 01.10.2019. Being re-appointed in this ensuing AGM for the period of 05 years.
2	Executive Director	02448540	Ms. Vuppuluri Sreedevi, Whole-time Director	
3	Independent Directors	08835460	Mr. Kalidindi Venkata Appala Narasimha Raju	
		08945305	Mr. Karuturi Saibaba	Appointed on 29.09.2023 for the period of 05 years.
		09340407	Mr. Pendyala Srinivasa	
4	Non-Executive Directors	08835457	Mr. Malireddy Jagannatha Prasad	Appointed on 29-09-2023 for the period of 01 year and being re-appointed for the period of 01 year in the ensuing AGM.
		05186948	Mr. Kosuri Srinivasa Raju	Appointed on 29-09-2023 for the period of 05 years

Board meetings:

The Board meets at least once a quarter to review the quarterly results and other items on the agenda. Additional meetings are held as and when necessary. Independent directors are expected to attend at least four quarterly Board meetings and the Annual General Meeting (AGM).

However, with the Board being represented by independent directors from various parts of the world, it may not be possible for all of them to be physically present at all meetings. Hence, we provide video / teleconferencing facilities to enable their participation.

Number of Board Meetings held during the Financial Year 2023-24:

The Board of Directors met 7 (Seven) times during the Financial Year 2023-24 on 30th May 2023, 14th August 2023, 05th September 2023, 14th November 2023, 8th February 2024, 14th March, 2024 and 29th March 2024.

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.

Attendance of Directors at Board Meetings and General Meetings

Attendance of Directors at the Meetings of Board of Directors & Annual General Meeting held during the Financial Year 2023-24 along with the number of Directorships and Committee positions held by them in other public limited companies as on 31st March 2024 are given below:

Name and Category of Directors	Designation	No. of Board Meetings Attended During 2023-24	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. Mullapudi Atchuta Ramarao	Managing Director	5	Yes	7,85,47,049	-	-
Mrs. Vuppuluri Sreedevi	Whole time Director	6	Yes	30,000	-	-
Mr. Venkata Appala Narasimha Raju Kalidindi	Independent Director	7	Yes	-	-	-
Mr. Jagannatha Prasad Malireddy	Non-Executive Director	4	Yes	-	-	-
Mr. Karuturi Saibaba	Independent Director	7	Yes	-	-	-
Mr. Kosuri Srinivasa Raju	Non-Executive Director	5	Yes	1,20,00,764	-	-
Mr. Srinivasa Pendyala	Independent Director	6	Yes	-	-	-

Number of shares held by non-executive directors:

Mr. Kosuri Srinivasa Raju 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 equity shares of the Company.

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, absence of 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. Mullapudi Atchuta Ramarao, MD	✓	✓	✓	✓	✓
Ms. Vuppuluri Sreedevi, WTD		✓	✓	✓	✓
Mr. Kalidindi Venkata Appala Narasimha Raju, ID		✓	✓	✓	✓
Mr. Malireddy Jagannatha Prasad, NED	✓	✓	✓	✓	✓
Mr. Karuturi Saibaba, ID		✓	✓	✓	✓
Mr. Kosuri Srinivasa Raju, NED	✓	✓	✓	✓	✓
Mr. Srinivasa Pendyala, ID		✓	✓	✓	✓

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

Meeting of independent directors

For the Board to exercise free and fair judgment in all matters related to the functioning of the Company as well as the Board, it is important for the independent directors to have meetings without the presence of the executive management.

Schedule IV of the Companies Act, 2013 and the Rules thereunder mandate that the independent directors of the Company shall hold at least one meeting in a financial year, without the attendance of non-independent directors and members of the Management.

A separate meeting of the Independent Directors of the Company (without the attendance of Non-Independent directors) was held on Friday, 29th March 2024, to discuss:

- Evaluation of the performance of Non-Independent Directors and the Board of Directors as whole.
- Evaluation of the quality, content and timelines of flow of information between the management and Board 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 declarations that each of them meets the criteria of independence as provided in Section 149(6) of the Act along with Rules framed thereunder and 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. 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 Independent Directors maintained by the Indian Institute of Corporate Affairs. During the 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.

Familiarization Program

As required under Regulation 34(3) read with Schedule V of the SEBI (LODR) Regulations, 2015, the Company regularly conducts Independent Director’s Familiarization 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 the Company are available on the Company’s website at www.xtglobal.com

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. Pendyala Srinivas was appointed as an Independent Director on the Board of XTGlobal Inc.

The Financial Statements of the Subsidiaries are reviewed by the Audit Committee and the Board has periodically noted and reviewed all significant transactions entered by the subsidiaries.

Committees:

The Board has established specialized committees with clearly defined roles and responsibilities. These committees are composed of members with relevant expertise to carry out their functions effectively.

By maintaining a well-rounded and balanced Board composition, XTGlobal ensures robust governance, effective oversight, and alignment with the company’s strategic objectives.

The Board has 04 committees – Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility (CSR) Committee. All committees comprise of non-executive/executive/independent directors.

Board committees as on March 31, 2024

Audit Committee

DIN	Name of Committee members	Category 1 of directors	Category 2 of directors
08835460	Kalidindi Venkata Appala Narasimha Raju	Non-Executive - Independent Director	Chairperson
08945305	Karuturi Saibaba	Non-Executive - Independent Director	Member
02448540	Vuppuluri Sreedevi	Executive Director	Member

Nomination and remuneration committee

DIN	Name of Committee members	Category 1 of directors	Category 2 of directors
08945305	Karuturi Saibaba	Non-Executive - Independent Director	Chairperson
08835460	Kalidindi Venkata Appala Narasimha Raju	Non-Executive - Independent Director	Member
08835457	Malireddy Jagannatha Prasad	Non-Executive - Non- Independent Director	Member

Stake Holders Relationship committee

DIN	Name of Committee members	Category 1 of directors	Category 2 of directors
08945305	Karuturi Saibaba	Non-Executive - Independent Director	Chairperson
02448540	Vuppuluri Sreedevi	Executive Director	Member
08835457	Malireddy Jagannatha Prasad	Non-Executive - Non- Independent Director	Member

Corporate Social Responsibility Committee

DIN	Name of Committee members	Category 1 of directors	Category 2 of directors
08835460	Kalidindi Venkata Appala Narasimha Raju	Non-Executive - Independent Director	Chairperson
08835457	Malireddy Jagannatha Prasad	Non-Executive - Non- Independent Director	Member
02448540	Vuppuluri Sreedevi	Executive Director	Member

Details of the Committees**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.

Composition, Meetings & Attendance:

During the year under review, the Audit Committee met 5 (Five) times i.e. on 29th May 2023, 12th August 2023, 04th September 2023, 13th November 2023 and 7th February 2024 the gap between two meetings did not exceed one hundred and twenty days.

Audit Committee Composition and attendance as on 31st March 2024:

Name	Category	No. of Committee Meeting entitled to attend	No. of Committee Meeting attended
Venkata Appala Narasimha Raju Kalidindi	Independent Director	5	5
Vuppuluri Sreedevi	Executive Director	5	5
Karuturi Saibaba	Independent Director	5	5

Brief Description of Terms of Reference:

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 reviews the 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. Approval of payment to statutory auditors for any other services rendered by them.

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 the board'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

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

Previous Annual General Meeting of the Company was held on Friday 29th September 2023 and Mr. Kalidindi Venkata Appala Narasimha Raju , Chairman of the Audit Committee for that period, attended previous AGM in accordance with the applicable SEBI Listing Regulations.

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.

Composition, Meetings & Attendance:

The Committee consists of 3 (Three) Directors. The Chairman of the Committee is an Independent Director. The Committee met 02 (Two) times during the year under review on 04th September 2023 and 17th November 2023. The attendance record of the members at the meeting is as under:

Nomination and Remuneration Committee as on 31st March 2024:

Name	Category	No. of Committee Meeting entitled to attend	No. of Committee Meeting attended
Karuturi Saibaba	Independent Director	2	2
Venkata Appala Narasimha Raju Kalidindi	Independent Director	2	2
Jagannatha Prasad Malireddy	Non-Executive Director	2	2

Brief Description of Terms of Reference:

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 between the interest of the Company and the Shareholders.
- To identify persons who are qualified to become Directors and who may be appointed to senior management in accordance with the criteria laid down and to recommend to the Board their appointment and/or removal.
- Periodical review of composition of the Board with the objective of achieving an optimum balance of size, skill, independence, knowledge, age, gender and experience.
- To carry out evaluation of every Director's performance.
- To review, oversees, evaluate the criteria in relation to appointment/remuneration and other matters under the SEBI (LODR) Regulations.

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

Remuneration of Directors

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

For the period under review following are the details of remuneration paid to Executive Directors – Remuneration of Rs. 12,00,000/- to Mrs. Vuppuluri Sreedevi, Whole-time Director including all the benefits and perquisites.

Details of fixed component and performance linked incentives, along with the performance criteria – Company is not paying any performance linked incentives to directors.

Service contract, Notice period, severance fee to the above personnel – Nil

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. Kalidindi Venkata Appala Narasimha Raju	1.60 Lakhs
2	Mr. Karuturi Saibaba	1.60 Lakhs
3	Mr. Malireddy Jagannatha Prasad	0.90 Lakhs
4	Mr. Srinivasa Pendyala	0.60 Lakhs
5	Mr. Kosuri Srinivasa Raju	0.60 Lakhs

Details of Shares of the Company held by the Directors as on March 31, 2024, are as below:

Name	Designation	No. of Shares
Mullapudi Atchuta Ramarao	Managing Director	7,85,47,049
Vuppuluri Sreedevi	Whole-time Director	30,000
Kosuri Srinivasa Raju	Non-Executive Director	1,20,00,764

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

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.

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 30/12/2023. Stakeholders Relationship Committee as

on 31st March 2024;

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

Brief Description of Terms of Reference:

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.

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

Details of investor complaints/requests received, resolved and pending during the year 2023-24:

Particulars	Year ended 31.03.2024
Pending at the beginning of the year	NIL
Received during the year	01
Disposed of during the year	01
Remaining unresolved at the end of the year	NIL

SCORES:

The Securities and Exchange Board of India has initiated a platform for redressing the investor grievances 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.

INVESTOR RELATION CONTACT INFORMATION:

Ms. Pentela Sridhar
 Company Secretary & Compliance Officer
 Email: 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

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

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

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 29th May 2023. Corporate Social Responsibility Committee as on 31st March 2024;

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

Brief Description of Terms of Reference:

- 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.

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

GENERAL BODY MEETINGS

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
2023	AGM	29 th September, 2023	10:00 AM	Held through Audio visual mode	02
2022	AGM	23 rd September, 2022	10:30 AM	Held through Audio visual mode	01
2021	AGM	29 th September, 2021	10:30 AM	Held through Audio visual mode	03

Extraordinary General Meeting

No Extra-ordinary General Meetings were held during the year 2023-24.

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.

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, on the developments and performance of the Company so as to enable them to monitor the same at regular intervals. Reports on the risk assessment and minimization process and new initiatives proposed by the Company are also presented to them for suggestions and upgradation.

DISCLOSURES

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 Regulation 23 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.

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.

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.

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.

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/>.

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/>

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

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 2024, there were no proceeds from public issues, rights issues, preferential issues etc.

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.

Recommendations of Committees of the Board

There were no instances during the financial year 2023-24 wherein the Board had not accepted the recommendations made by any Committee of the Board.

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, 2024, are as follows:

Number of complaints filed during the financial year: 0

Number of complaints disposed of during the financial year: 0

Number of complaints pending as on end of the financial year: 0

Remuneration to Statutory Auditors

Details relating to fees paid to the Statutory Auditors are given in Note No. 22 to the Standalone Financial Statements.

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.

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's report.

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' – No such cases

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.

Disclosures with respect to demat suspense account/ unclaimed suspense account

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

Regulations for Prevention of Insider Trading

In terms of the SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has adopted the Code of 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.

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 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 practice and procedure for fair disclosure of un-published price sensitive information, in order to align the same with SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018.

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.

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.

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.

Means of Communication

Quarterly Results

The Company's Quarterly Results are submitted to the Stock Exchanges, published in newspapers and also 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 analysts No such occasion arose during the year under review.

General Shareholders Information

The following information would be useful to Shareholders:

Annual General Meeting

The 36th Annual General Meeting of the Company will be held at 10:00 AM on Monday, the 30th day of September 2024 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.

Financial Calendar

Financial Year – 1st April 2023 to 31st March 2024

Date of Book Closure

The dates for book closure are from Tuesday the 24th Day of September 2024 to Monday, the 30th day of September 2024 (inclusive of both days)

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

The Share and Depository Transfer Agent

M/s. KFin Technologies Ltd, Selenium Tower – B, Plot No 31–32, Gachibowli, Financial District, Nanakramguda, Hyderabad.

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 2024. 13,23,34,305 shares are under dematerialization, representing 99.52% of the paid-up capital.

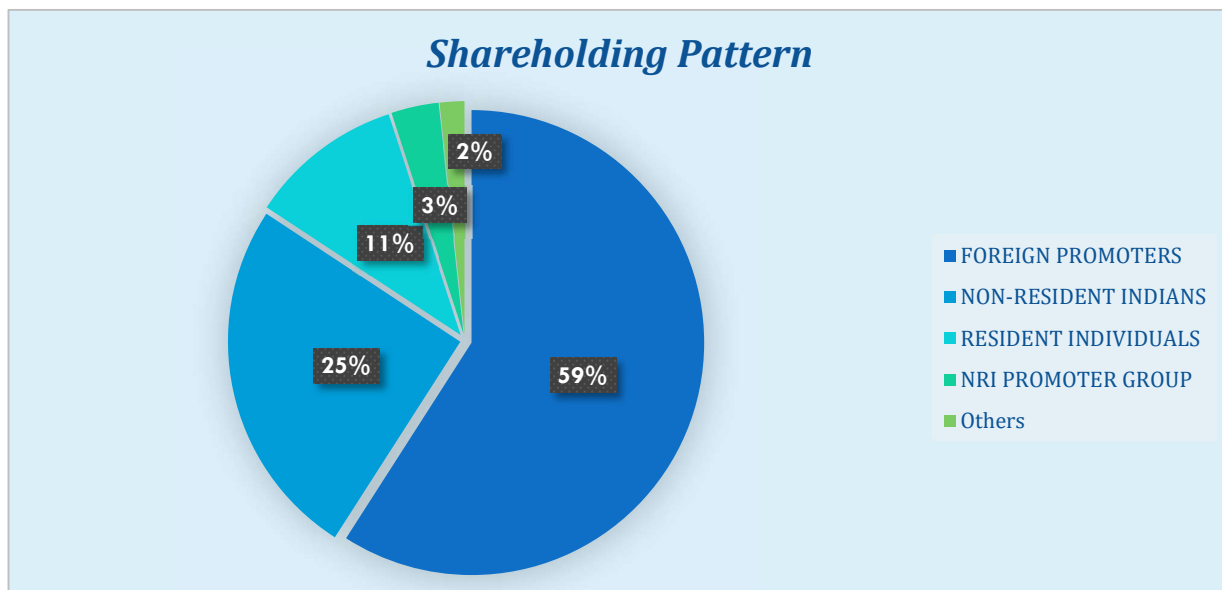
Distribution of shareholding as on 31st March 2024:

Holding of number of Equity Shares	No. of Shareholders	Share (Holders)		Shares (Amount)	
		Number of Shares	% Holders	Amount of Shares (Rs.)	%
1 – 5000	15,445	44,82,392	98.16	44,82,392	3.37
5001 – 10000	128	9,48,054	0.81	9,48,054	0.71
10001 – 20000	63	9,61,055	0.40	9,61,055	0.72
20001 – 30000	28	6,99,817	0.18	6,99,817	0.53
30001 – 40000	8	2,96,265	0.05	2,96,265	0.22
40001 – 50000	6	2,87,380	0.04	2,87,380	0.22
50001 – 100000	22	17,70,719	0.14	17,70,719	1.33
100001 – Above	33	12,35,22,773	0.21	12,35,22,773	92.9
Total	15,733	13,29,68,455	100	13,29,68,455	100

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, 2023	34.50	22.70	October, 2023	50.99	38.00
May, 2023	40.24	31.10	November, 2023	51.00	42.20
June, 2023	42.38	34.10	December, 2023	52.08	43.20
July, 2023	47.00	39.04	January, 2024	50.55	44.00
August, 2023	44.80	38.00	February, 2024	48.90	38.01
September, 2023	44.40	37.60	March, 2024	45.90	38.50

Shareholding Pattern as On 31-03-2024			
Category	No. Of Holders	Total Shares	% To Equity
Foreign Promoters	1	7,85,47,049	59.071942
Non-Resident Indians	169	3,34,95,561	25.190607
Resident Individuals	15,217	1,42,53,576	10.719517
Nri Promoter Group	1	43,96,329	3.306295
Promoter Group	3	7,48,426	0.562860
Foreign Nationals	1	5,05,190	0.379932
Non-Resident Indian Non Repatriable	56	4,62,614	0.347913
H U F	156	2,75,712	0.207351
Bodies Corporates	115	2,72,453	0.204900
Mutual Funds	6	5,900	0.004437
Foreign Institutional Investors	4	2,800	0.002106
Trusts	3	2,245	0.001688
Indian Financial Institutions	1	600	0.000451
Total	15,733	13,29,68,455	100.00



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.

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.

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 of receipt of the documents.

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.

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
For XTGlobal Infotech Limited

Date: 06th September 2024
Place: Hyderabad

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 2024, 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

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 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 2024 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 Section 143(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

Sd/-
Ch. Veeranjanyulu
Partner
CP No. 6392
UDIN: F006121F001133049

Date: 05th September 2024
Place: Hyderabad

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)

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/>

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. Malireddy Jagannatha Prasad	Non-Executive Director	Member
3	Mrs. Vuppuluri Sreedevi	Whole-time Director	Member

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) Rules, 2014 as amended there to. The details of Committee, CSR policy are available at <https://xtglobal.com/investors/corporate-governance-and-policies/>

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

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

Average net profit of the company as per section 135(5): Rs. 76041877.47/-

- Two percent of average net profit of the company as per section 135(5) – Rs. 15,21,000.00/-
- Surplus arising out of the CSR projects or programs or activities of the previous financial years – Nil
- Amount required to be set off for the financial year, if any – Nil
- Total CSR obligation for the financial year – Rs. 15,21,000.00/-

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 Schedule VII as per second proviso to section 135(5).		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
Rs. 15,25,000.00/-	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 implementation - 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	15,25,000.00/-	No	Association Saikorian	CSR00019351

Amount spent in Administrative Overheads – Nil
 Amount spent on Impact Assessment, if applicable -Nil
 Total amount spent for the Financial Year – Rs. 15,25,000.00/-
 Excess amount for set off, if any – 4000/-

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 2023-24 only, before that, provisions of said section were not applicable on your company and it is not covered in the criteria of section 135.

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

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 23-24.

The company has utilized the entire fund of Rs 15,25,000.00/-as per table (8c) to support initiatives on Education and Healthcare.

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

Date: 06th September 2024
 Place: Hyderabad

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, 2024, 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 material 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, 2024, 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
<p>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</p>	<p>Our audit procedures included the following.</p> <ol style="list-style-type: none"> 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. <ol style="list-style-type: none"> 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 statements or 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, except for matters stated in i (vi) below.

- 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, 2024 and taken on record by the Board of Directors, we report that none of the directors are disqualified as on March 31, 2024 from being appointed as a director in terms of Sub-section 2 of Section 164 of the Act.
- f. The modification relating to the maintenance of accounts and other matters connected therewith, is as stated in paragraph (b) above.
- g. 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.
- h. 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.
- i. 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. The Company did not have long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - 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 performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material mis-statement.
 - v. The Interim dividend declared or paid by the company during the year and until the date of this audit report is in accordance with Section 123 of the Act.

- vi. Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account for the year ended March 31, 2024 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software, except that audit trail was not enabled at database level and for certain master tables at the application level for accounting software to log any direct data changes.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended March 31, 2024.

Place: Hyderabad
Date: May 30, 2024

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

Sd/-
N MADHUSUDAN REDDY
Partner
Membership No. 241624
UDIN: 24241624BKALLY7312

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, 2024.

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) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and relevant details of right-of-use of assets.
 - (B) 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 its 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 to 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, 2024 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 according to the information and explanation given to us, there is no unspent amount under sub-section (5) of section 135 of the Companies Act, 2013 pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

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

Place: Hyderabad
Date: May 30, 2024

N MADHUSUDAN REDDY
Partner
Membership No. 241624
UDIN: 24241624BKALLY7312

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 31,2024 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 Financial Controls with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

3. Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements of the company 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 with reference to standalone financial statements 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 with reference to standalone financial statements

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

7. Because of the inherent limitations of internal financial controls with reference to standalone financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control with reference to standalone financial statements 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, to the best of our information and according to the explanations given to us, Company has, in all material respects, an adequate internal financial controls with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31,2024 based on the internal control with reference to standalone financial statements 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, 2024

Sd/-
N MADHUSUDAN REDDY
Partner
Membership No. 241624
UDIN: 24241624BKALLY7312

Standalone Balance Sheet			
As at March 31, 2024			
₹ in Lakhs			
Particulars	Note No	As at	
		Mar 31, 2024	Mar 31, 2023
ASSETS			
Non-current Assets			
Property, Plant and Equipment	3	8,028.98	7,653.27
Capital Work-in-progress		-	646.56
Financial Assets			
Investments	4	12,600.77	12,600.77
Other Non-current Assets	6	33.94	33.94
Total Non-current Assets		20,663.70	20,934.54
Current Assets			
Financial Assets			
Trade Receivables	7	36.57	23.63
Cash and Cash Equivalents	8	50.27	38.98
Bank balances other than cash and cash equivalents	9	245.53	233.35
Other Current Assets	10	400.03	379.21
Total Current Assets		732.40	675.16
TOTAL ASSETS		21,396.09	21,609.70
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	11	1,329.68	1,329.68
Other Equity		16,941.52	16,120.49
Total Equity		18,271.20	17,450.18
LIABILITIES			
Non-current Liabilities			
Borrowings	12	1,042.43	1,621.39
Other Financial Liabilities	13	78.28	79.27
Provisions	14	245.93	261.99
Deferred Tax Liabilities (net)	5	115.59	29.53
Total Non-current Liabilities		1,482.22	1,992.19
Current Liabilities			
Financial Liabilities			
Borrowings	15	609.18	650.46
Trade Payables			
Dues of micro enterprises and small enterprises		23.81	38.84
Dues of creditors other than micro enterprises and small enterprises		61.72	75.62
Other Current Liabilities	16	878.56	1,392.94
Provisions	17	69.41	9.48
Total Current Liabilities		1,642.67	2,167.34
Total Equity and Liabilities		21,396.09	21,609.70
The accompanying notes form an integral part of the Standalone financial statements.			
As per our report of even date attached			
For C. Ramachandram & Co		For and on behalf of the Board of Directors	
Chartered Accountants		XTGlobal Infotech Limited	
Firm's Registration No.: 002864S			
Sd/-	Sd/-		
N MADHUSUDAN REDDY	Mullapudi Atchuta Ramarao	Vuppuluri Sreedevi	
Partner	Managing Director	Whole-time Director	
Membership Number: 241624	DIN:02302179	DIN:02448540	
		Sd/-	
		Kusuluri Raghuram	
		Chief Financial Officer	
Hyderabad, India		Hyderabad, India	
Date: May 30, 2024		Date: May 30, 2024	

Standalone Statement of Changes in Equity

₹ in Lakhs

A. Equity Share Capital

Balance as at April 01, 2023 1329.68	Changes during the year 0.00	Balance as at March 31, 2024 1,329.68
Balance as at April 01, 2022 1,329.68	Changes during the year 0.00	Balance as at March 31, 2023 1,329.68

Other Equity

₹ in Lakhs

Particulars	Reserves and surplus				Other comprehensive income	Total
	Capital Reserve	Securities Premium	Share Based Payment Reserve	Retained Earnings		
Balance as at April 01, 2022	6,325.72	7,748.41	-	1,232.09	(21.40)	8,959.09
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
Balance as at April 01, 2023	6,325.72	7,748.41	-	1,976.87	69.49	16,120.49
Transfers during the year	-	-	118.00	727.26	(24.23)	821.03
Balance as at March 31, 2024	6,325.72	7,748.41	118.00	2,704.13	45.26	16,941.52

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

Sd/-

N MADHUSUDAN REDDY

Partner

Membership Number: 241624

Hyderabad, India

Date: May 30, 2024

For and on behalf of the Board of Directors

XTGlobal Infotech Limited

Sd/-

Mullapudi Atchuta Ramarao

Managing Director

DIN:02302179

Sd/-

Vuppuluri Sreedevi

Whole-time Director

DIN:02448540

Sd/-

Kusuluri Raghuram

Chief Financial Officer

Hyderabad, India

Date: May 30, 2024

Nature of reserves:

- Capital reserves:**
This represents the reserves created upon the merger of XTGlobal Infotech Limited and Xenosoft technologies (India) private limited.
- 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.
- Retained earnings:**
Retained earnings comprises of undistributed earnings after taxes.
- Other items of comprehensive income:**
Other items of other comprehensive income consist of re-measurement of net defined benefit liability.
- Share Based Payment Reserve-** This represents the reserves created upon accounting of ESOP's
- The Company paid an interim dividend of ₹0.05/- per equity share of face value of ₹1 each to shareholders. The total dividend paid for the year is 66.48 lakhs, which has been paid from the reserves of the company.

Standalone Statement of Profit and Loss
For the year ended March 31, 2024

₹ in Lakhs

Particulars	Note No.	For the year ended	
		Mar 31, 2024	Mar 31, 2023
Revenue from operations	18	7,078.21	6,616.53
Other Income	19	245.95	257.22
Total Income		7,324.16	6,873.75
EXPENSES			
Employee benefits expenses	20	4,597.46	4,026.55
Cost of technical subcontractors		632.77	623.89
Finance costs	21	189.58	381.93
Depreciation and amortization expense	3	307.99	302.79
Other expenses	22	550.10	456.99
Total expenses		6,277.89	5,792.15
Profit before exceptional items and tax		1,046.27	1,081.60
Exceptional Items		-	0.29
Profit before tax		1,046.27	1,081.31
Tax expense:			
Current tax	23	128.85	183.65
Deferred tax	23	123.68	152.88
Prior period taxes		-	-
Profit for the year		793.74	744.78
Other Comprehensive Income			
Items that will not be reclassified to profit or loss		(24.23)	90.89
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		(24.23)	90.89
Total Comprehensive Income for the year		769.51	835.67
Earnings per equity share			
Basic		0.58	0.51
Diluted		0.58	0.51

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

Sd/-

N MADHUSUDAN REDDY

Partner

Membership Number: 241624

Hyderabad, India

Date: May 30, 2024

For and on behalf of the Board of Directors

XTGlobal Infotech Limited

Sd/-

Mullapudi Atchuta Ramarao

Managing Director

DIN:02302179

Sd/-

Vuppuluri Sreedevi

Whole-time Director

DIN:02448540

Sd/-

Kusuluri Raghuram

Chief Financial Officer

Hyderabad, India

Date: May 30, 2024

Standalone Statement of Cash Flows
For the year ended March 31, 2024

₹ in Lakhs

Particulars	For the year ended	
	Mar 31, 2024	Mar 31, 2023
Cash Flow from Operating Activities		
Profit before tax	1,046.27	1,081.31
Adjustments to reconcile net profit to net cash provided by operating activities:		
Depreciation and amortization	307.99	302.79
Finance cost	189.58	381.93
ESOP expenditure	118.00	-
Interest and dividend income	(291.40)	(353.99)
Other comprehensive income	(24.23)	90.89
Changes in assets and liabilities		
Trade receivables and unbilled revenue	(12.94)	(9.49)
Trade payables	(28.94)	(4.13)
Other financial assets and other assets	117.98	(9.56)
Other financial liabilities, other liabilities and provisions	(637.99)	30.31
Cash generated from operating activities	784.32	1,510.05
Income taxes paid	(138.80)	(138.00)
Net cash generated from operating activities	645.52	1,372.05
Cash Flow from Investing Activities		
Expenditure on property, plant and equipment	(37.14)	(708.97)
Deposits with banks	-	(52.74)
Proceeds from return of investment	279.22	353.99
Net cash generated from / (used in) investing activities	242.07	(407.73)
Cash Flow from Financing Activities		
Borrowings	15.20	644.18
Repayment of borrowings (net)	(635.44)	(1,341.84)
Dividend Paid	(66.48)	-
Finance cost paid	(189.58)	(381.93)
Net cash used in financing activities	(876.30)	(1,079.59)
Effect of exchange rate differences on cash and cash equivalents	-	-
Net increase / (decrease) in cash and cash equivalents	11.29	(115.27)
Cash and cash equivalents at the beginning of the year	38.98	154.25
Cash and cash equivalents at the end of the year	50.27	38.98
Components of Cash and cash equivalents		
Cash on hand	0.14	0.28
Balances with banks in current accounts	50.13	38.70
	50.27	38.98

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

Sd/-

N MADHUSUDAN REDDY

Partner

Membership Number: 241624

Hyderabad, India

Date: May 30, 2024

For and on behalf of the Board of Directors

XTGlobal Infotech Limited

Sd/-

Mullapudi Atchuta Ramarao

Managing Director

DIN:02302179

Sd/-

Vuppuluri Sreedevi

Whole-time Director

DIN:02448540

Sd/-

Kusuluri Raghuram

Chief Financial Officer

Hyderabad, India

Date: May 30, 2024

MATERIAL ACCOUNTING POLICIES AND NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024

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 Bombay Stock Exchange Limited (BSE) since 1996.

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 2024.

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 following material items:

- Derivative financial instruments are measured at fair value.
- 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.
- Long term loans are measured at amortized cost using the effective interest rate method.
- Historical cost is generally based on the fair value of the consideration given in exchange for goods and services at the time of their acquisition.
- Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for leasing transactions that are within the scope of Ind AS 116, net realizable value in Ind AS 2 or value in use in Ind AS 36 that have some similarities to fair value but are not fair value.

B.3. Functional and presentation currency

These financial statements are presented in Indian Rupees (₹) which is the functional currency of the Company and the currency of the primary economic environment in which the Company operates.

Rounding of amounts

All amounts disclosed in the financial statements, which also include the accompanying notes have been rounded off to the nearest lakhs, 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.

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.

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 Management believes that the estimates used in preparation of the financial statements are prudent and reasonable and the associated assumptions are based on historical experience and other factors that are considered to be relevant. 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 labor 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 carry forwards become deductible. The Company uses judgement to determine the amount of deferred tax that can be recognised, based upon the likely timing and the level of future taxable profits and business developments.

E) Defined benefit plans and compensated absences

The liabilities and costs for defined benefit pension plans and other post-employment benefits are determined using actuarial valuations. The actuarial valuation involves making assumptions relating to discount rates, future salary increases, mortality rates and future pension increases. Due to the long-term nature of these plans, such estimates are subject to significant uncertainty.

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.

G) Provisions and contingencies

Provisions are recognised in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events that can reasonably be estimated. The

timing of recognition requires application of judgement to existing facts and circumstances which may be subject to change. The litigations and claims to which the Company is exposed are assessed by management and in certain cases with the support of external specialised lawyers. In the normal course of business, contingent liabilities may arise from litigation and other claims against the Company. Potential liabilities that are possible but not probable of crystallising or are very difficult to quantify reliably are treated as contingent liabilities. Such liabilities are disclosed in the notes but are not recognised.

H) Leases

Ind AS 116 Leases requires a lessee to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes

an assessment on the expected lease term on lease by lease basis and thereby assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Company considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of lease and the importance of the underlying lease to the Company's operations taking into account the location of the underlying asset and the availability of the suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances. The discount rate is based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

B.6. Fair value measurement and valuation process:

The company measured financial assets and liabilities, if any, at fair value for financial reporting purposes.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

1. Material 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 at 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, dividend income and exchange gain / loss. Interest income is recognized using the effective interest method. Dividend income from investments is recognised when the shareholder's right to receive payment has been established.

1.3. Foreign currency Transactions.

Functional currency

The functional currency of the Company is the Indian rupee. These financial statements are presented in Indian rupees (rounded off wherever required)

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.

Exchange difference on monetary items is recognised in the Statement of Profit and Loss in the period in which it arises except for;

- a. Exchange difference on foreign currency borrowings relating to depreciable capital asset is included in cost of assets.
- b. Exchange difference on foreign currency transactions, on which receipt and/ or payments is not planned, initially recognised in Other Comprehensive Income and reclassified from Equity to profit and loss on repayment of the monetary items.

1.4. 1.4 Taxes on Income Tax and Deferred Tax

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

1) Current income tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because it excludes items of income or expense that are taxable or deductible in other years and further excludes items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting date. A provision is recognised for those matters for which the tax determination is uncertain, but it is considered probable that there will be a future outflow of funds to a tax authority. The provisions are measured at the best estimate of the amount expected to become payable.

2) Deferred income tax

Deferred tax charge or benefit reflects the tax effects of timing differences between accounting income and taxable income, which originate during the year but reverse after the tax holiday period. The deferred tax charge or benefit and the corresponding deferred tax liabilities or assets are recognized using the tax rates that have been enacted or substantially enacted by the balance sheet date. Deferred tax assets are recognized only to the extent there is reasonable certainty that the assets can be realized in future; however, where there is unabsorbed depreciation or carry forward of losses, deferred tax assets are recognized only if there is a virtual certainty of realization of such assets. Deferred tax assets are reviewed at each balance sheet date and written-down or written-up to reflect the amount that is reasonably / virtually certain to be realized. The break-up of the major components of the deferred tax assets and liabilities as at balance sheet date has been arrived at after setting off deferred tax assets and liabilities where the Company has a legally enforceable right to set-off assets against liabilities and where such assets and liabilities relate to taxes on income levied by the same governing taxation laws.

3) Minimum Alternate Tax

Minimum alternate tax (MAT) credit is recognised in accordance with tax laws in India as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period.

The Company reviews the MAT credit at each balance sheet date and writes down the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that the Company will pay normal income tax during the specified period.

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 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 the systematic allocation of the depreciable amount of PPE over its useful life as per Ind AS 16 and is provided on a straight line Method basis over the useful lives as prescribed in Schedule II to the Act or as per technical assessment. 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

Property, plant and equipment are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

If such assets are considered to be impaired, the impairment to be recognized in the Statement of Profit and Loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. An impairment loss is reversed in the Statement of Profit and Loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortisation or depreciation) had no impairment loss been recognised for the asset in prior years.

1.9. Financial instruments

Financial assets and liabilities are recognized when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability. Transaction costs directly attributable to the acquisition of financial assets or liabilities at fair value through profit and loss are recognised immediately in profit and loss.

Cash and cash equivalents

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short- term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

Investments

Investment in subsidiaries are measured at cost less impairment.

Financial assets at amortized cost

Financial assets are subsequently measured at amortized cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income

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

Financial assets at fair value through profit or loss

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

Financial liabilities at fair value through profit or loss

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

Derecognition

Financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset. If the Company enters into transactions whereby it transfers assets recognised on its balance sheet but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised. On de-recognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit and loss if such gain or loss would have otherwise been recognised in profit and loss on disposal of that financial asset.

Financial liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire. The Company also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in profit or loss.

1.10. Provisions, contingent liabilities and contingent assets

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

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

A present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made, is disclosed as a contingent liability. Contingent liabilities are also disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company. Claims against the Company where the possibility of any outflow of resources in settlement is remote, are not disclosed as contingent liabilities.

Contingent assets are not recognised in financial statements since this may result in the recognition of income that may never be realised. However, when the realisation of income is virtually certain, then the related asset is not a contingent asset and is recognised. A contingent asset is disclosed, in financial statements, where an inflow of economic benefits is probable.

1.11. Statement of Cash Flows (Cash Flow Statement)

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

1.12. 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.

Employee Benefits

Disclosure under Ind AS 19 “Employee Benefits” are given below

A. Gratuity:

Table 1: Change in Defined Benefit Obligation

S.No.	Particulars	01-04-2022 To 31-03-2023	01-04-2023 To 31-03-2024
1	Defined benefit obligation at beginning of period	28,964,479	25,499,215
2	Service cost		
	a. Current service cost	6,896,605	4,788,433
	b. Past service cost - vested	-	-
	c. Past service cost - unvested	-	-
3	Interest expenses	1,915,919	1,769,847
4	Cash flows		
	a. Benefit payments from plan	(3,188,419)	(2,175,054)
	b. Benefit payments from employer	-	-
5	Actuarial Gains and Losses		
	a. Effect of changes in demographic assumptions	(1,237,325)	(4,933,923)
	b. Effect of changes in financial assumptions	(7,263,578)	5,769,211
	c. Effect of experience adjustments	(588,465)	1,725,873
6	Transfer In /Out		
	a. Transfer In	-	-
	b. Transfer out	-	-
7	Defined benefit obligation at end of period	25,499,215	32,443,603

Bifurcation of the present value of obligation at the end of the year

Particulars	31-03-2023	31-03-2024
Current Obligations	507,569	6,495,949
Non-Current Obligations	24,991,646	25,947,654
Total Obligation	25,499,215	32,443,603

Table 2: Change in Fair Value of Plan Assets

S.No.	Particulars	01-04-2022 to 31-03-2023	01-04-2023 to 31-03-2024
1	Fair value of plan assets at beginning of period	7,874,665	5,125,878
2	Other Adjustments	-	-
3	Charges and Taxes	-	-
4	Expected return on plan assets	439,632	350,077
5	Cashflows		
	a. Total employer's contribution		
	I. Employer contributions	-	1,580,601
	II. Employer direct benefit payments	-	-
	b. Benefit payments from plan assets	(3,188,419)	(2,175,054)
	c. Benefit payments from employer	-	-
	Actuarial Gains and Losses on Plan Assets		
	a. Effect of changes in financial assumptions	-	-
6	b. Effect of experience adjustments	0	138,478
7	Transfer In /Out		
	a. Transfer In	-	-
	b. Transfer out	-	-
8	Fair value of plan assets at end of period	5,125,878	5,019,980
9	Actual Return On Plan Assets	439,632	488,556

Table 3: Amounts recognized in the Balance Sheet

S.No.	Particulars	01-04-2022 to 31-03-2023	01-04-2023 to 31-03-2024
1	Defined benefit obligation	25,499,215	32,443,603
2	Fair value of plan assets	5,125,878	5,019,980
3	Funded status - Deficit/ (Surplus)	20,373,338	27,423,623
4	Effect of asset ceiling	-	-
5	Net defined benefit - (Liability)/ Asset	(20,373,338)	(27,423,623)

Table 4: Net Periodic benefit cost recognized in the Profit and Loss

S.No.	Particulars	01-04-2022 to 31-03-2023	01-04-2023 to 31-03-2024
1	Current Service Cost	6,896,605	4,788,433
2	Interest Expense - Obligation	1,915,919	1,769,847
3	Interest (Income) - Plan Assets	(439,632)	(350,077)
4	Past Service Cost	-	-
5	Net Periodic benefit cost recognized in the P & L	8,372,891	6,208,203

Table 5: Re-measurement

S.No.	Particulars	01-04-2022 to 31-03-2023	01-04-2023 to 31-03-2024
1	Actuarial (Gains)/ Losses on obligations	(9,089,368)	2,561,161
2	Return on Plan Assets, excluding amount recognized in the net interest expense	0	(138,478)
3	Change in Asset Ceiling	-	-
4	Re-measurement Cost/ (Credit) for the year	(9,089,367)	2,422,683

Table 6: Balance Sheet Reconciliation

S.No.	Particulars	01-04-2022 to 31-03-2023	01-04-2023 to 31-03-2024
1	Net defined benefit (liability) asset at beginning of period	(21,089,814)	(20,373,338)
2	Unrecognised past service cost at the beginning of the period	-	-
3	Expense In the P& L	(8,372,891)	(6,208,203)
4	Total Remeasurements included in OCI	9,089,367	(2,422,683)
5	Employer's Total Contribution	-	1,580,601
6	Net transfer	-	-
7	Unrecognised past service cost at the end of the period	-	-
8	Net defined benefit (liability) asset as at end of period	(20,373,338)	(27,423,623)

B. Leave Encashment**Table 1: Change in Defined Benefit Obligation**

S.No.	Particulars	01-04-2022 to 31-03-2023	01-04-2023 to 31-03-2024
1	Defined benefit obligation at beginning of period	7,826,459	6,437,788
2	Service cost		
	a. Current service cost	1,562,896	997,851
	b. Past service cost - vested	-	-
	c. Past service cost - unvested	-	-
3	Interest expenses	505,458	361,846
4	Cash flows		
	a. Benefit payments from plan	-	-
	b. Benefit payments from employer	(1,211,249)	(2,893,630)
5	Actuarial Gains and Losses		
	a. Effect of changes in demographic assumptions	3,801,550	(3,873)
	b. Effect of changes in financial assumptions	(697,225)	662,063
	c. Effect of experience adjustments	(5,350,103)	(1,451,754)
6	Transfer In /Out		
	a. Transfer In	-	-
	b. Transfer out	-	-
7	Defined benefit obligation at end of period	6,437,788	4,110,290

Bifurcation of the present value of obligation at the end of the year

Particulars	31-03-2023	31-03-2024
Current Obligations	206,257	1,450,346
Non-Current Obligations	6,231,531	2,659,945
Total Obligation	6,437,788	4,110,290

Table 2: Change in Fair Value of Plan Assets

S.No.	Particulars	01-04-2022 to 31-03-2023	01-04-2023 to 31-03-2024
1	Fair value of plan assets at beginning of period	-	-
2	Other Adjustments	-	-
3	Charges and Taxes	-	-
4	Expected return on plan assets	-	-
5	Cashflows		
	d. Total employer's contribution		
	III. Employer contributions	-	-
	IV. Employer direct benefit payments	1,211,249	2,893,630

	e. Benefit payments from plan assets	-	-
	f. Benefit payments from employer	(1,211,249)	(2,893,630)
	Actuarial Gains and Losses on Plan Assets		
6	c. Effect of changes in financial assumptions	-	-
	d. Effect of experience adjustments	-	-
7	Transfer In /Out		
	a. Transfer In	-	-
	b. Transfer out	-	-
8	Fair value of plan assets at end of period	-	-
9	Actual Return On Plan Assets	-	-

Table 3: Amounts recognized in the Balance Sheet

S.No.	Particulars	01-04-2022 to 31-03-2023	01-04-2023 to 31-03-2024
1	Defined benefit obligation	6,437,788	4,110,290
2	Fair value of plan assets	-	-
3	Funded status - Deficit/ (Surplus)	6,437,788	4,110,290
4	Actuarial (Gains) and Losses - on Obligations	(2,245,778)	(793,565)
5	Actuarial Gains and (Losses) - on Plan Assets	-	-
6	Net defined benefit - (Liability)/ Asset	(6,437,788)	(4,110,290)

Table 4: Net Periodic benefit cost recognized in the Profit and Loss

S.No.	Particulars	01-04-2022 to 31-03-2023	01-04-2023 to 31-03-2024
1	Current Service Cost	1,562,896	997,851
2	Interest Expense - Obligation	505,458	361,846
3	Interest (Income) - Plan Assets	-	-
4	Past Service Cost	-	-
5	Actuarial (Gains) and Losses - on Obligations	(2,245,778)	(793,565)
6	Actuarial Gains and (Losses) - on Plan Assets	-	-
7	Net Periodic benefit cost recognized in the P & L	(177,424)	566,132

Table 5: Balance Sheet Reconciliation

S.No.	Particulars	01-04-2022 to 31-03-2023	01-04-2023 to 31-03-2024
1	Net defined benefit (liability) asset at beginning of period	(7,826,459)	(6,437,788)
2	Expense In the P& L	177,424	(566,132)
3	Employer's Total Contribution	1,211,249	2,893,630
4	Net transfer	-	-
5	Net defined benefit (liability) asset as at end of period	(6,437,788)	(4,110,290)

1.13. Investments in Subsidiaries and Associates

Investments in subsidiaries are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed. Where the carrying amount of an investment is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount and the difference is transferred to the Statement of Profit and Loss. On disposal of investment, the difference between the net disposal proceeds and the carrying amount is charged or credited to the Statement of Profit and Loss.

1.14. Leases

Ind AS 116 Leases requires a lessee to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes an assessment on the expected lease term on lease by lease basis and thereby assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the

Company considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of lease and the importance of the underlying lease to the Company's operations taking into account the location of the underlying asset and the availability of the suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances. The discount rate is based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

1.15. Employees Stock Options and Restricted Stock Units

The company has issued Employee stock options (ESOP) and Restricted stock units (RSU) as a part of XTGlobal Infotech limited Employees Stock Benefit Scheme - 2020. The options/RSUs will be vested over a period of 4 years and with an exercise period of 4 years from the date of vesting at an exercise price of Rs. 20/- per option and Rs. 1/- per RSU.

The fair value of the options has been calculated using the Black Scholes model considering the factors like share price, exercise price, expected volatility, option life, expected dividend and the risk-free interest rate. Expected volatility has been calculated based on the 1-year historical market price of the shares of the company.

The issuance of ESOPs and RSUs has resulted in increase in employee costs to the tune of Rs.118.00 lakhs for the year ended and a corresponding increase in the reserves of the company.

2. Additional Notes to Standalone financial statements for the year ended March 31, 2024

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
Network Objects, Inc	Associate Entity
Mullapudi Ventures LLC	Entity controlled by Mr. M A Ramarao, Managing Director
Key-management personnel (KMP)	
Mr. Mullapudi Atchuta Ramarao	Chairman and Managing Director
Ms. Vuppuluri Sreedevi	Whole-time Director
Mr. Narasimha Raju Kalidindi	Independent Director
Mr. Malireddy Jagannatha Prasad	Non-Executive Director
Mr. Karuturi Saibaba	Independent Director
Mr. Kosuri Srinivasa Raju	Non-Executive Director
Mr. Srinivasa Pendyala	Additional Director
Mr. Kusuluri Raghuram	Chief Financial Officer
Mr. Pentela Sridhar	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, 2024

Nature of transaction	Key-management personnel	Entities controlled/ jointly controlled by KMP	Rs. In Lakhs
			Balance as on March 31, 2023
Sale of services			
- XTGlobal Inc.	-	6,898.55	-
Advance from XTGlobal Inc	-	-	735.56

Sale of services	-	52.02	-
- Network Objects, Inc			
Remuneration to			
- Mr. Kusuluri Raghuram	26.50	-	-
- Ms. Shikha Gangrade	11.34	-	-
- Ms. Vuppuluri Sreedevi	12.00	-	-
Sitting fee to			
- Mr. Pendyala Srinivas	0.60	-	-
- Mr. Narasimha Raju Kalidindi	1.60	-	-
- Mr. Kosuri Srinivasa Raju	0.60	-	-
- Mr. Malireddy Jagannatha Prasad	0.90	-	-
- Mr. Karuturi Saibaba	1.60	-	-

2.2. Earnings per share (EPS)

The computation of Earnings per share is set out below:

	Year ended March 31, 2024	Year ended March 31, 2023
Earnings: (₹)		
Net Profit for the year	7,69,51,266	8,35,67,491
Shares:		
Number of shares at the beginning of the year	13,29,68,455	13,29,68,455
Add: No. of equity shares issued	-	-
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	13,29,68,455
Basic and Diluted Earnings per share - Par value of ₹1	0.58	0.63

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, 2024.

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. The previous period figures have been regrouped / re-classified, wherever necessary to conform to the current period presentation.

2.7. Recent Pronouncements The Code on Social Security, 2020

The Indian Parliament has approved the Code on Social Security, 2020 which would impact the contributions by the company towards Provident Fund and Gratuity. The Ministry of Labour and employment has released draft rules for the Code on Social Security, 2020 on November 13, 2020, and has invited suggestions from stakeholders which are under active consideration by the Ministry. The Company will assess the impact and its evaluation once the subject rules are notified and will give appropriate impact in its financial statements in the period in which, the Code becomes effective and the related rules to determine the financial impact are published.

2.8. 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 does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- iv. The Company has 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 a willful defaulter by any bank or financial institution or government or any government authority.

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	Rs. In Lakhs	
	As at March 31, 2024	As at March 31, 2023
The principal amount and interest due thereon remaining unpaid to any supplier as at the end of the financial year	23.81	38.84
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. 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:

Particulars	(Rs. In Lakhs)	
	As At 31.03.2024	As At 31.03.2023
Amount required to be spent by the company during the year	15.21	10.46
Amount of expenditure incurred	15.25	10.46
Shortfall at the end of the year	-	-

Total of previous years shortfall	0.46	-
Reason for shortfall	NA	NA
Nature of CSR activities	Education & Health	

2.11. Key Financial Ratios

Particulars	Numerator	Denominator	Year Ended	
			31.03.2024	31.03.2023
Net worth (Rs. In Lakhs)	Equity share capital + other equity		18,271.20	17,450.18
Current Ratio (in times)	Total current assets	Total current liabilities	0.45	0.31
Debt- Equity Ratio (in times)	Non Current Borrowings (including current maturities of long-term debts) + Current Borrowings	Total Equity	0.09	0.13
Debt Service Coverage Ratio (in times)	Earnings before depreciation, interest and after tax	Finance costs + debt repayments	1.54	0.88
Interest Service Coverage Ratio (in times)	Profit after tax + Depreciation + Finance costs	Finance costs	6.68	3.98
Long Term Debt to Working Capital (in times)	Non Current Borrowings (including current maturities of long-term debts)	Net working capital (Excluding current borrowings)	(5.49)	(2.70)
Bad Debts to Account Receivable Ratio (in %)	Bad debts	Average trade receivables	-	-
Current Liability Ratio (in %)	Current liabilities (Excluding current borrowings)	Total liabilities	33.07%	36.47%
Total Debts to Total Assets ratio (in %)	Non Current borrowings + Current borrowings	Total assets	7.72%	10.51%
Debtors Turnover Ratio (in times)	Revenue from Operations	Average trade receivables	235.18	350.46
Operating Margin (in %)	Profit before tax, depreciation, finance cost and Exception items less other income	Revenue from operations	17.99%	24.18%
Net profit margin (in %)	Profit after tax	Revenue from operations	10.87%	12.63%

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 2024			As at 31st March 2023		
	FVTPL	FVTOCI	Amortised Cost	FVTPL	FVTOCI	Amortised Cost
Financial Assets						
Investments	-	-	12,600.77	-	-	12,600.77
Trade Receivables	-	-	36.57	-	-	23.63
Cash and Cash Equivalents	-	-	50.27	-	-	38.98
Bank balances other than cash and cash equivalents	-	-	245.53	-	-	233.35
	-	-	12,933.14	-	-	12,896.73
Financial Liabilities						
Borrowings	-	-	1,651.61	-	-	2,271.85
Trade Payables	-	-	85.52	-	-	114.46
Lease Liabilities	-	-	78.28	-	-	79.27
	-	-	1,815.41	-	-	2,465.58

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 comprise 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. 12933.14 lakhs and Rs. 12896.73 as of 31 March 2024 and 31 March 2023 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 of 31st March 2024 and 31st March 2023. 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 2024	31st March 2023
Past due not impaired:		
More than 30 days	22.15	1.43
	22.15	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 2024	On Demand	Up to 1 year	More than 1 year	Total
Borrowings	-	609.18	1,042.43	1,651.61
Trade Payables	-	85.52	-	85.52
Lease Liabilities	-	-	78.28	78.28
	-	694.70	1,120.70	1,815.40

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

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.

a) 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 2024	31st March 2023
Borrowings		
- USD	1,288.01	1,726.80

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 2024	31st March 2023
USD Sensitivity		
Rs./USD - Increase by 5%	46.48	62.32
Rs./USD - Decrease by 5%	-46.48	-62.32

ii) 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.

D. 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	Impact on profit after tax for the year ended	
	31st March 2024	31st March 2023
Debt	1,651.61	2,271.85
Cash and cash equivalents and Other bank balances	295.80	272.33
Net debt	1,355.81	1,999.52
Total equity	18,271.20	17,450.18
Net debt and total equity	19,627.01	19,449.69
Net debt to equity ratio (%)	7.42%	11.46%

Note 3 : Property, Plant and Equipment

The changes in the carrying value of property, plant and equipment for the year ended March 31, 2024 :

₹ 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, 2023	808.52	186.73	301.15	254.10	6,685.31	86.99	682.18	9,004.97
Additions	0.21	3.16	-	-	353.53	10.28	330.51	697.68
Deletions	-	-	-	-	-	-	-	-
Gross carrying value as at March 31, 2024	808.73	189.89	301.15	254.10	7,038.83	97.27	1,012.68	9,702.65
Accumulated depreciation as at April 01, 2023	658.47	55.16	98.14	79.69	283.24	13.95	163.04	1,351.70
Depreciation	65.90	11.11	19.41	9.24	116.36	18.71	81.23	321.97
Accumulated depreciation on deletions	-	-	-	-	-	-	-	-
Accumulated depreciation as at March 31, 2024	724.37	66.28	117.54	88.94	399.60	32.66	244.28	1,673.66
Carrying value as at April 01, 2023	150.04	131.56	203.01	174.40	6,402.07	73.04	519.14	7,653.27
Carrying value as at March 31, 2024	84.35	123.61	183.60	165.16	6,639.23	64.61	768.41	8,028.98

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
Accumulated 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
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	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

Notes:

1. Buildings with carrying amount of Rs.6639.23 lakhs are subject to *pari passu first* charge on the company's term loans.
2. The title deeds of all immovable properties are held in the name of the Company. The Company has not revalued its Property, plant and equipment.
3. Vehicles with carrying amount of Rs.172.48 lakhs are hypothecated to respective bank against vehicle loan.

Notes Forming Part of The Standalone Financial Statements
For the year ended March 31, 2024

Note 4 : Investments : Non-current

₹ in Lakhs

Particulars	As at	
	Mar 31, 2024	Mar 31, 2023
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 : Deferred Tax Assets (net) / Deferred Tax Liabilities (net)

₹ in Lakhs

Particulars	As at	
	Mar 31, 2024	Mar 31, 2023
Deferred tax liabilities	-509.97	-386.29
MAT Credit Entitlement	394.38	356.75
Deferred tax liabilities (net)	-115.59	-29.53

Movement in deferred tax assets for the year 2023-24:

₹ in Lakhs

Particulars	Opening Balance	Recognised/(Reversed) through Profit and loss account	Closing Balance
Property, Plant and Equipment	-386.28	-123.69	-509.97
MAT Credit Entitlement	356.75	37.63	394.38
Total Deferred tax liability (Net)	-29.53	-86.06	-115.59

Note 6 : Other Non-current Assets

₹ in Lakhs

Particulars	As at	
	Mar 31, 2024	Mar 31, 2023
Security Deposits	33.94	33.94
	33.94	33.94

Note 7 : Trade Receivables : Current

₹ in Lakhs

Particulars	As at	
	Mar 31, 2024	Mar 31, 2023
Trade receivables - Unsecured		
Considered good	36.57	23.63
Considered doubtful	-	-
	36.57	23.63

Ageing for Trade Receivables as at 31st March, 2024 is as follows:

Rs. In Lakhs

Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 Months - 1 year	1-2 Years	2-3 Years	More than 3 Years	
Trade Receivables - Billed							
i) Undisputed Trade receivables - considered good	14.41	20.06	-	2.09	-	-	36.57
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	14.41	20.06	-	2.09	-	-	36.57

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						Total
	Not Due	Less than 6 months	6 Months - 1 year	1-2 Years	2-3 Years	More than 3 Years	
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

Note 8 : Cash and Cash Equivalents

₹ in Lakhs

Particulars	As at	
	Mar 31, 2024	Mar 31, 2023
Balances with banks	50.13	38.70
Cash on hand	0.14	0.28
	50.27	38.98

Note 9 : Bank balances other than cash and cash equivalents

₹ in Lakhs

Particulars	As at	
	Mar 31, 2024	Mar 31, 2023
Margin money and security deposits with banks	245.53	233.35
Other bank balances	-	-
	245.53	233.35

Note 10 : Other Current Assets		
₹ in Lakhs		
Particulars	As at	
	Mar 31, 2024	Mar 31, 2023
Capital Advances:		
Advance to vendors	1.00	41.54
Advances other than capital advances:		
Advance to vendors	-	1.00
Advance to employees	5.00	10.08
Security deposits	-	-
Prepaid expenses	115.58	99.53
Withholding taxes and others	211.34	160.93
Advance income tax	52.80	52.80
Others	14.30	13.33
	400.03	379.21

Note 11 : Equity Share Capital		
₹ in Lakhs, except as otherwise stated		
Particulars	As at	
	Mar 31, 2024	Mar 31, 2023
Authorized		
Equity shares of ₹1 each		
March 31, 2024: 25,00,00,000 equity shares of ₹1 each	2,500.00	
March 31, 2023: 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, 2024: 13,29,68,455 equity shares of 1 each	1,329.68	
March 31, 2023: 13,29,68,455 equity shares of 1 each		1,329.68

Reconciliation of the number of shares outstanding		
Particulars	Number of shares	
	As at	
	Mar 31, 2024	Mar 31, 2023
Shares outstanding at the beginning of the year	13,29,68,455	13,29,68,455
Shares issued during the year	-	-
Shares outstanding at the end of the year	13,29,68,455	13,29,68,455

Details of shares held by the promoters in the Company and change during the year:						
Name of the shareholder	As at 31st March, 2024			As at 31st March, 2023		
	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
Mullapudi Atchuta Ramarao	7,85,47,049	59.07%	0.15%	7,83,42,049	58.92%	0.00%
Harika Vardhani Mullapudi	43,96,329	3.31%	0.00%	43,96,329	3.31%	0.00%
Subba Rao Vuppuluri	2,05,818	0.15%	0.00%	2,05,818	0.15%	0.00%
Sri Rama Rudra Prasad Vuppuluri	3,36,790	0.25%	0.00%	3,36,790	0.25%	0.00%
Jayalakshmi Vuppuluri	2,05,818	0.15%	0.00%	2,05,818	0.15%	0.00%

Details of shareholder holding more than 5% of aggregate shares		
Name of the shareholder	As at	
	Mar 31, 2024	Mar 31, 2023
Mullapudi Atchuta Ramarao	7,85,47,049.00	7,83,42,049.00
% of share holding	59.07	58.92
Kosuri Srinivasa Raju	1,20,00,764.00	1,20,00,764.00
% of share holding	9.03	9.03

Note 12 : Borrowings : Non-current			₹ in Lakhs	
Particulars	As at			
	Mar 31, 2024	Mar 31, 2023		
Secured borrowings:				
Term loans from banks	1,042.43	1,621.39		
	1,042.43	1,621.39		

As at March 31, 2024

Bank	Loan Outstanding	Pending Repayment	Rate of Interest
ICICI Bank Limited (Refer note 1 below)	296.99	19 Monthly Instalments	9.10%
ICICI Bank Limited (Refer note 1 below)	155.98	18 Monthly Instalments	8.46%
ICICI Bank Limited (Refer note 1 below)	431.49	56 Monthly Instalments	8.45%
ICICI Bank Limited (Refer note 1 below)	403.55	66 Monthly Instalments	8.62%
ICICI Bank Limited (Refer note 1 below)	47.79	4 Monthly Instalments	10.65%
ICICI Bank Limited (Refer note 1 below)	191.11	32 Monthly Instalments	8.80%
Vehicle loans from ICICI Bank Limited (Refer note 2 below)	124.70	16 to 50 Monthly Instalments	7.8% to 8.4%
Less: Current maturities of non-current borrowings	-609.18		
	1,042.43		

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		

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 13 : Other Financial Liabilities : Non-current			₹ in Lakhs	
Particulars	As at			
	Mar 31, 2024	Mar 31, 2023		
Lease liability	78.28	79.27		
Employee benefit obligation - Gratuity liability		-		
	78.28	79.27		

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	
	31 st March 2024	31 st March 2023
The movement in lease liabilities is as follows:		
Balance at the beginning of the year	79.27	41.30
Additions during the year	10.28	58.58
Finance cost accrued during the year	9.13	6.92
Payment of lease liabilities	-20.41	-27.53
Lease liabilities at the end of the year	78.28	79.27

Particulars	As at	
	31 st March 2024	31 st March 2023
Following amount has been recognized in statement of profit and loss:		
Depreciation/amortisation on right to use asset	18.71	14.67
Interest on lease liability	9.13	6.92
Total amount recognized in the statement of profit and loss	27.84	21.59

Note 14 : Provisions : Non-current			₹ in Lakhs
Particulars	As at		
	Mar 31, 2024	Mar 31, 2023	
Provision for employee benefits			
Gratuity	219.33	199.68	
Leave encashment	26.60	62.32	
	245.93	261.99	

Note 15 : Borrowings : Current			₹ in Lakhs
Particulars	As at		
	Mar 31, 2024	Mar 31, 2023	
Secured borrowings:			
Current Maturities of Long Term Borrowings	609.18	650.46	
Unsecured borrowings:			
Current Maturities of Long Term Borrowings	-	-	
	609.18	650.46	

Ageing for Trade Payables as at 31st March, 2024 is as follows:						Rs. In Lakhs
Particulars	Not Due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	
i) MSME	23.81	-	-	-	-	23.81
ii) Others	37.01	24.70	-	-	-	61.71
iii) Disputed dues – MSME	-	-	-	-	-	-
iv) Disputed dues - Others	-	-	-	-	-	-
Total Trade Payables	60.82	24.70	-	-	-	85.52

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				Total
		Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	
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

Note 16 : Other Current Liabilities			₹ in Lakhs
Particulars	As at		
	Mar 31, 2024	Mar 31, 2023	
Advances received from customers	735.56	1,185.36	
Statutory payables	77.61	81.49	
Payroll payables	4.13	1.26	
Other payables	61.25	124.84	
	878.56	1,392.94	

Note 17 : Provisions : Current			₹ in Lakhs
Particulars	As at		
	Mar 31, 2024	Mar 31, 2023	
Provision for employee benefits			
Gratuity	54.91	4.06	
Leave encashment	14.50	2.06	
Provision for Income tax	-	3.36	
Provision for other expenses	-	-	
	69.41	9.48	

Note 18 : Revenue from operations			₹ in Lakhs
Particulars	For the year ended		
	Mar 31, 2024	Mar 31, 2023	
Revenue from sale of services	7,078.21	6,616.53	
	7,078.21	6,616.53	

Note 19 : Other Income			₹ in Lakhs
Particulars	For the year ended		
	Mar 31, 2024	Mar 31, 2023	
Interest income	16.71	23.01	
Net foreign exchange gain / (loss)	-45.45	-96.77	
Other income	274.69	330.98	
	245.95	257.22	

Note 20 : Employee benefits expenses		
₹ in Lakhs		
Particulars	For the year ended	
	Mar 31, 2024	Mar 31, 2023
Salaries, incentives and allowances	4,228.37	3,771.15
Cost of outside services	632.77	623.89
Defined contribution plans (Contribution to provident fund and other funds)	158.78	124.60
Defined benefit plans (Gratuity and other benefits)	68.08	109.62
Staff welfare expenses	142.23	21.18
	5,230.23	4,650.44

Note 21 : Finance costs		
₹ in Lakhs		
Particulars	For the year ended	
	Mar 31, 2024	Mar 31, 2023
Interest	189.58	381.93
	189.58	381.93

Note 22 : Other expenses		
₹ in Lakhs		
Particulars	For the year ended	
	Mar 31, 2024	Mar 31, 2023
Rent	0.52	5.17
Rates and taxes	38.54	29.46
Power and fuel	70.73	72.41
Communication expenses	18.96	33.85
Software and licences	120.06	79.00
Legal and professional fee	27.55	24.85
Repairs and maintenance	32.45	23.04
Consumables	6.99	8.74
Insurance	48.39	41.81
Advertisement and promo expenses	0.16	4.76
Recruitment and training	23.53	25.58
Travel	74.38	17.25
General office expenses	63.16	71.33
Auditor's remuneration		
Statutory audit fee	2.50	2.50
Tax matters	-	-
Company law matters	-	-
Other services	1.68	2.16
Others	20.50	15.08
	550.10	456.99

Note 23: 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 2023: 27.82%) and the reported tax expense/(benefit) in the statement of profit and loss is as follows:

Particulars	For the year ended	
	Mar 31, 2024	Mar 31, 2023
Current Income Tax	168.01	181.13
Deferred Tax	123.68	152.88
Tax for earlier period/year	-39.16	2.52
	252.53	336.53
Reconciliation of tax expense and the accounting profit multiplied by India's tax rate		
Particulars	For the year ended	
	Mar 31, 2024	Mar 31, 2023
Profit before Tax	1,022.05	1,172.20
Tax at the Indian tax rate of 27.82% (31 March 2023: 27.82%)	284.33	326.11
Tax effect of amounts which are not deductible / taxable in calculating taxable income:		
Tax of earlier years	-39.16	2.52
Effect of expenses not deductible under the IT Act, 1961	218.04	262.94
Effect of expenses allowable under the IT Act, 1961	-210.68	-255.04
	252.53	336.53

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

Sd/-

N MADHUSUDAN REDDY

Partner

Membership Number: 241624

Hyderabad, India

Date: May 30, 2024

For and on behalf of the Board of Directors

XTGlobal Infotech Limited

Sd/-

Mullapudi Atchuta Ramarao

Managing Director

DIN:02302179

Sd/-

Vuppuluri Sreedevi

Whole-time Director

DIN:02448540

Sd/-

Kusuluri Raghuram

Chief Financial Officer

Hyderabad, India

Date: May 30, 2024

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, 2024, 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 material 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, 2024, 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
<p>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</p>	<p>Our audit procedures included the following.</p> <ol style="list-style-type: none"> 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. <ol style="list-style-type: none"> 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

- 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

- 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.
- 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.
- 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

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

- Identify and assess the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
 - Obtain an understanding of internal financial 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. 10,470.18 Lakhs as at March 31, 2024, total revenues of Rs. 21581.30 Lakhs and group share of net Profit after tax of Rs.465.33 lakhs 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. We did not audit the financial statements of Associates, net Profit after tax of Rs.363.01 lakhs as considered in the Consolidated Financial Statements. The unaudited financial statements and other unaudited financial information of such associate have been furnished to us by the management. Our opinion, in so far as it relates amounts and disclosures included in respect of this associate, and our report in terms of sub-sections (3) of Section 143 of the Act in so far as it relates to the aforesaid associate, is based solely on such unaudited financial statements and other unaudited financial information.
16. 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

17. 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.
18. 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, 2024, and taken on record by the Board of Directors, we report that none of the directors are disqualified as on March 31, 2024 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 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 operating effectiveness of the Company's internal financial controls with reference to consolidated financial statements 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. The Group did not have long-term contracts including derivative contracts for which there were any material foreseeable losses.
- 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 Interim dividend declared or paid by the Parent company during the year and until the date of this audit report is in accordance with Section 123 of the Act.
- vi. Based on our examination which included test checks, the Parent company incorporated in India have used an accounting software for maintaining their respective books of account for the year ended March 31, 2024 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software, except that audit trail was not enabled at database level and for certain master tables at the application level for accounting software to log any direct data changes. Further, during the course of audit, we have not come across any instance of the audit trail feature being tampered with.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, to the Parent company incorporated in India, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the year ended March 31, 2024

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

Place: Hyderabad
Date: May 30, 2024

Sd/-
N MADHUSUDAN REDDY
Partner
Membership No. 241624
UDIN: 24241624BKALLZ8241

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, 2024.

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, 2024

Sd/-
N MADHUSUDAN REDDY
Partner
Membership No. 241624
UDIN: 24241624BKALLZ8241

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 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 consolidated financial statements of **M/s XTGlobal Infotech Limited** (“the Holding Company”) as of March 31, 2024 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 reference to consolidated financial statements 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 statements 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 statements 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 consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to consolidated 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 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 with reference to consolidated financial statements.

Meaning of internal financial controls with reference to consolidated financial statements

6. A company’s internal financial control with reference to consolidated financial statements 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 with reference to consolidated financial statements 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 financial statements.

7. Because of the inherent limitations of internal financial controls with reference to consolidated financial statements, including the possibility of collusion or improper management or 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 statements to future periods are subject to the risk that the internal financial control with reference to consolidated financial statements 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 with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at March 31, 2024, based on the internal control with reference to consolidated financial statements 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, 2024

Sd/-
N MADHUSUDAN REDDY
Partner
Membership No. 241624
UDIN: 24241624BKALLZ8241

Consolidated Balance Sheet			
As at March 31, 2024			
₹ in Lakhs			
Particulars	Note No.	As at	
		Mar 31, 2024	Mar 31, 2023
ASSETS			
Non-current Assets			
Property, Plant and Equipment	3	8,228.70	7,653.27
Capital Work-in-progress		-	1,812.16
Goodwill		1,493.15	1,493.15
Intangible Assets	4	870.63	1,450.46
Financial Assets			
Investments	5	3,730.73	3,641.93
Deferred Tax Assets (net)	6	-	60.49
Other Non-current Assets	7	1,345.77	53.38
Total Non-current Assets		15,668.98	16,164.83
Current Assets			
Financial Assets			
Trade Receivables	8	6,473.04	6,057.37
Cash and Cash Equivalents	9	95.42	39.70
Bank balances other than cash and cash equivalents	10	245.53	233.35
Other Current Assets	11	1,179.62	1,209.52
Total Current Assets		7,993.60	7,539.94
TOTAL ASSETS		23,662.58	23,704.77
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	12	1,329.68	1,329.68
Other Equity		15,538.16	14,278.91
Total Equity		16,867.84	15,608.59
LIABILITIES			
Non-current Liabilities			
Financial Liabilities			
Borrowings	13	1,141.39	2,880.40
Other Financial Liabilities	14	317.01	79.27
Provisions	15	245.93	261.99
Deferred Tax Liabilities (net)	6	24.36	-
Total Non-current Liabilities		1,728.69	3,221.66
Current Liabilities			
Financial Liabilities			
Borrowings	16	2,828.95	650.46
Trade Payables			
Dues of micro enterprises and small enterprises		23.81	39.84
Dues of creditors other than micro enterprises and small enterprises		893.39	1,004.49
Other Current Liabilities	17	1,250.49	3,170.24
Provisions	18	69.41	9.48
Total Current Liabilities		5,066.05	4,874.51
Total Equity and Liabilities		23,662.58	23,704.77

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

Sd/-

N MADHUSUDAN REDDY

Partner

Membership Number: 241624

Hyderabad, India

Date: May 30, 2024

For and on behalf of the Board of Directors

XTGlobal Infotech Limited

Sd/-

Mullapudi Atchuta Ramarao

Managing Director

DIN:02302179

Sd/-

Vuppuluri Sreedevi

Whole-time Director

DIN:02448540

Sd/-

Kusuluri Raghuram

Chief Financial Officer

Hyderabad, India

Date: May 30, 2024

Consolidated Statement of Changes in Equity

₹ in Lakhs

A. Equity Share Capital

Balance as at April 01, 2023 1329.68	Changes during the year 0.00	Balance as at March 31, 2024 1,329.68
Balance as at April 01, 2022 1,329.68	Changes during the year 0.00	Balance as at March 31, 2023 1,329.68

Other Equity

₹ in Lakhs

Particulars	Reserves and surplus				Exchange difference on translating the financial statements	Other comprehensive income	Total
	Capital Reserve	Securities Premium	Share Based Payment Reserve	Retained Earnings			
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
Balance as at April 01, 2023	6,325.72	3,146.20	-	4,611.45	126.04	69.49	14,278.91
Transfers during the year	-	-	118.00	1,100.87	64.61	(24.23)	1,259.25
Balance as at March 31, 2024	6,325.72	3,146.20	118.00	5,712.32	190.65	45.26	15,538.16

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

Sd/-

N MADHUSUDAN REDDY

Partner

Membership Number: 241624

Hyderabad, India

Date: May 30, 2024

For and on behalf of the Board of Directors

XTGlobal Infotech Limited

Sd/-

Mullapudi Atchuta Ramarao

Managing Director

DIN:02302179

Sd/-

Vuppuluri Sreedevi

Whole-time Director

DIN:02448540

Sd/-

Kusuluri Raghuram

Chief Financial Officer

Hyderabad, India

Date: May 30, 2024

Nature of reserves:

- Capital reserves:**
This represents the reserves created upon the merger of XTGlobal Infotech Limited and Xenosoft technologies (India) private limited.
- 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.
- Retained earnings:**
Retained earnings comprises of undistributed earnings after taxes.
- Other items of comprehensive income:**
Other items of other comprehensive income consist of re-measurement of net defined benefit liability.
- Share Based Payment Reserve-** This represents the reserves created upon accounting of ESOP's
- The Company paid an interim dividend of ₹0.05/- per equity share of face value of ₹1 each to shareholders. The total dividend paid for the year is 66.48 lakhs, which has been paid from the reserves of the company.

Consolidated Statement of Profit and Loss
For the year ended March 31, 2024

₹ in Lakhs

Particulars	Note No.	For the year ended	
		Mar 31, 2024	Mar 31, 2023
Revenue From Operations	19	21,713.40	24,196.99
Other Income	20	238.29	243.82
Total Income		21,951.69	24,440.82
EXPENSES			
Employee benefits expenses	21	13,571.99	15,226.27
Cost of technical subcontractors		4,297.66	5,332.32
Finance costs	22	271.20	443.38
Depreciation and amortization expense	3	903.40	773.58
Other expenses	23	1,456.82	1,192.02
Total expenses		20,501.06	22,967.57
Share of net profit of associates		363.01	562.74
Less: Dividend received from associate		(274.56)	(328.84)
Profit before exceptional items and tax		1,539.08	1,707.14
Exceptional Items		-	(0.29)
Profit before tax		1,539.08	1,706.85
Tax expense:			
Current tax	24	248.04	307.64
Deferred tax	24	123.68	152.88
Profit for the year		1,167.35	1,246.33
Other Comprehensive Income			
Items that will not be reclassified to profit or loss		(24.23)	90.89
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		(24.23)	90.89
Total Comprehensive Income for the year		1,143.12	1,337.22
Earnings per equity share			
Basic		0.86	1.01
Diluted		0.86	1.01

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

Sd/-

N MADHUSUDAN REDDY

Partner

Membership Number: 241624

Hyderabad, India

Date: May 30, 2024

For and on behalf of the Board of Directors

XTGlobal Infotech Limited

Sd/-

Mullapudi Atchuta Ramarao

Managing Director

DIN:02302179

Sd/-

Vuppuluri Sreedevi

Whole-time Director

DIN:02448540

Sd/-

Kusuluri Raghuram

Chief Financial Officer

Hyderabad, India

Date: May 30, 2024

Consolidated Statement of Cash Flows		
For the year ended March 31, 2024		
₹ in Lakhs		
Particulars	For the year ended	
	Mar 31, 2024	Mar 31, 2023
Cash Flow from Operating Activities		
Profit before tax	1,539.08	1,706.84
Adjustments to reconcile net profit to net cash provided by operating activities:		
Depreciation and amortization	903.40	773.58
Finance cost	271.20	443.38
Interest and dividend income	(16.71)	(23.01)
ESOP expenditure	118.00	-
Exchange differences on translation of assets and liabilities	64.61	(97.63)
Share of net profit of associates	(88.80)	(232.72)
Other comprehensive income	(24.23)	90.89
Changes in assets and liabilities		
Trade receivables and unbilled revenue	(415.66)	206.68
Trade payables	(127.14)	67.68
Other financial assets and other assets	15.35	(18.42)
Other financial liabilities, other liabilities and provisions	(1,925.03)	(1,978.60)
Cash generated from operating activities	314.05	938.68
Income taxes paid	(138.80)	(108.51)
Net cash generated from operating activities	175.25	830.17
Cash Flow from Investing Activities		
Expenditure on property, plant and equipment	(225.88)	(1,238.10)
Deposits with banks	-	(52.74)
Proceeds from return on investment	4.53	23.01
Net cash used in investing activities	(221.35)	(1,267.82)
Cash Flow from Financing Activities		
Borrowings	2,059.98	1,087.34
Repayment of borrowings (net)	(1,620.50)	(1,354.05)
Dividend paid	(66.48)	-
Finance cost paid	(271.20)	(443.38)
Net cash generated from / (used in) financing activities	101.81	(710.09)
Effect of exchange rate differences on cash and cash equivalents	-	-
Net increase / (decrease) in cash and cash equivalents	55.71	(1,147.74)
Cash and cash equivalents at the beginning of the year	39.70	1,187.44
Cash and cash equivalents at the end of the year	95.42	39.70
Components of Cash and cash equivalents		
Cash on hand	0.14	0.28
Balances with banks in current accounts	95.28	39.42
	95.42	39.70
The accompanying notes form an integral part of the Consolidated financial statements.		
As per our report of even date attached		
For C. Ramachandram & Co	For and on behalf of the Board of Directors	
Chartered Accountants	XTGlobal Infotech Limited	
Firm's Registration No.: 002864S		
	Sd/-	Sd/-
	Mullapudi Atchuta Ramarao	Vuppuluri Sreedevi
	Managing Director	Whole-time Director
	DIN:02302179	DIN:02448540
Sd/-		
N MADHUSUDAN REDDY		
Partner		
Membership Number: 241624		Sd/-
		Kusuluri Raghuram
		Chief Financial Officer
Hyderabad, India		Hyderabad, India
Date: May 30, 2024		Date: May 30, 2024

MATERIAL ACCOUNTING POLICIES AND NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024

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 Bombay Stock Exchange Limited (BSE) since 1996. The Company along with XTGlobal Inc together referred to as “the Group”.

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 2024.

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 following material items:

- Derivative financial instruments are measured at fair value.
- 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.
- Long term loans are measured at amortized cost using the effective interest rate method.
- Historical cost is generally based on the fair value of the consideration given in exchange for goods and services at the time of their acquisition.
- Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for leasing transactions that are within the scope of Ind AS 116, net realizable value in Ind AS 2 or value in use in Ind AS 36 that have some similarities to fair value but are not fair value.

B.3. Functional and presentation currency

These financial statements are presented in Indian Rupees (₹) which is the functional currency of the Company and the currency of the primary economic environment in which the Company operates.

Rounding of amounts

All amounts disclosed in the financial statements, which also include the accompanying notes have been rounded off to the nearest lakhs, 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.

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.

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 Management believes that the estimates used in preparation of the financial statements are prudent and reasonable and the associated assumptions are based on historical experience and other factors that are considered to be relevant. 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:

A) 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 labor 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 Group is in India and United States of America. 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 uses judgement to determine the amount of deferred tax that can be recognised, based upon the likely timing and the level of future taxable profits and business developments.

E) Defined benefit plans and compensated absences

The liabilities and costs for defined benefit pension plans and other post-employment benefits are determined using actuarial valuations. The actuarial valuation involves making assumptions relating to discount rates, future salary increases, mortality rates and future pension increases. Due to the long-term nature of these plans, such estimates are subject to significant uncertainty.

F) 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.

G) Provisions and contingencies

Provisions are recognised in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events that can reasonably be estimated. The timing of recognition requires application of judgement to existing facts and circumstances which may be subject to change. The litigations and claims to which the Group is exposed are assessed by management and in certain cases with the support of external specialised lawyers. In the normal course of business, contingent liabilities may arise from litigation and other claims against the Group. Potential liabilities that are possible but not probable of crystallising or are very difficult to quantify reliably are treated as contingent liabilities. Such liabilities are disclosed in the notes but are not recognised.

H) Leases

Ind AS 116 Leases requires a lessee to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Group makes an assessment on the expected lease term on lease by lease basis and thereby assesses whether it is reasonably

certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Group considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of lease and the importance of the underlying lease to the Group's operations taking into account the location of the underlying asset and the availability of the suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances. The discount rate is based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

B.6. Fair value measurement and valuation process:

The company measured financial assets and liabilities, if any, at fair value for financial reporting purposes.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

1. Material 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 at 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:

- (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 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, dividend income and exchange gain / loss. Interest income is recognized using the effective interest method. Dividend income from investments is recognised when the shareholder's right to receive payment has been established.

1.3. Foreign currency Transactions.

Functional currency

The functional currency of the Company is the Indian rupee. These financial statements are presented in Indian rupees (rounded off wherever required)

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.

Exchange difference on monetary items is recognised in the Statement of Profit and Loss in the period in which it arises except for;

- a. Exchange difference on foreign currency borrowings relating to depreciable capital asset is included in cost of assets.
- b. Exchange difference on foreign currency transactions, on which receipt and/ or payments is not planned, initially recognised in Other Comprehensive Income and reclassified from Equity to profit and loss on repayment of the monetary items.

1.4. 1.4 Taxes on Income Tax and Deferred Tax

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

1) Current income tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because it excludes items of income or expense that are taxable or deductible in other years and further excludes items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting date. A provision is recognised for those matters for which the tax determination is uncertain, but it is considered probable that there will be a future outflow of funds to a tax authority. The provisions are measured at the best estimate of the amount expected to become payable.

2) Deferred income tax

Deferred tax charge or benefit reflects the tax effects of timing differences between accounting income and taxable income, which originate during the year but reverse after the tax holiday period. The deferred tax charge or benefit and the corresponding deferred tax liabilities or assets are recognized using the tax rates that have been enacted or substantially enacted by the balance sheet date. Deferred tax assets are recognized only to the extent there is reasonable certainty that the assets can be realized in future; however, where there is unabsorbed depreciation or carry forward of losses, deferred tax assets are recognized only if there is a virtual certainty of realization of such assets. Deferred tax assets are reviewed at each balance sheet date and written-down or written-up to reflect the amount that is reasonably / virtually certain to be realized. The break-up of the major components of the deferred tax assets and liabilities as at balance sheet date has been arrived at after setting off deferred tax assets and liabilities where the Group has a legally enforceable right to set-off assets against liabilities and where such assets and liabilities relate to taxes on income levied by the same governing taxation laws.

3) Minimum Alternate Tax

Minimum alternate tax (MAT) credit is recognised in accordance with tax laws in India as an asset only when and to the extent there is convincing evidence that the Group will pay normal income tax during the specified period. The

Group reviews the MAT credit at each balance sheet date and writes down the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that the Group will pay normal income tax during the specified period.

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 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 the systematic allocation of the depreciable amount of PPE over its useful life as per Ind AS 16 and is provided on a straight line Method basis over the useful lives as prescribed in Schedule II to the Act or as per technical assessment. 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

Property, plant and equipment are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

If such assets are considered to be impaired, the impairment to be recognized in the Statement of Profit and Loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. An impairment loss is reversed in the Statement of Profit and Loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortisation or depreciation) had no impairment loss been recognised for the asset in prior years.

1.9. Financial instruments

Financial assets and liabilities are recognized when the Group becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability. Transaction costs directly attributable to the acquisition of financial assets or liabilities at fair value through profit and loss are recognised immediately in profit and loss.

Cash and cash equivalents

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short- term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

Investments

Investment in subsidiaries are measured at cost less impairment.

Financial assets at amortized cost

Financial assets are subsequently measured at amortized cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income

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

Financial assets at fair value through profit or loss

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

Financial liabilities at fair value through profit or loss

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

Derecognition

Financial assets

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset. If the Group enters into transactions whereby it transfers assets recognised on its balance sheet but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised. On de-recognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit and loss if such gain or loss would have otherwise been recognised in profit and loss on disposal of that financial asset.

Financial liabilities

The Group derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire. The Group also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in profit or loss.

1.10. Provisions, contingent liabilities and contingent assets

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

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

A present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made, is disclosed as a contingent liability. Contingent liabilities are also disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group. Claims against the Group where the possibility of any outflow of resources in settlement is remote, are not disclosed as contingent liabilities.

Contingent assets are not recognised in financial statements since this may result in the recognition of income that may never be realised. However, when the realisation of income is virtually certain, then the related asset is not a contingent asset and is recognised. A contingent asset is disclosed, in financial statements, where an inflow of economic benefits is probable.

1.11. Statement of Cash Flows (Cash Flow Statement)

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

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.

Disclosure under Ind AS 19 “Employee Benefits” are given below

A. Gratuity:

Table 1: Change in Defined Benefit Obligation

S.No.	Particulars	01-04-2022 To 31-03-2023	01-04-2023 To 31-03-2024
1	Defined benefit obligation at beginning of period	28,964,479	25,499,215
2	Service cost		
	a. Current service cost	6,896,605	4,788,433
	b. Past service cost - vested	-	-
	c. Past service cost - unvested	-	-
3	Interest expenses	1,915,919	1,769,847
4	Cash flows		
	c. Benefit payments from plan	(3,188,419)	(2,175,054)
	d. Benefit payments from employer	-	-
5	Actuarial Gains and Losses		
	a. Effect of changes in demographic assumptions	(1,237,325)	(4,933,923)
	b. Effect of changes in financial assumptions	(7,263,578)	5,769,211
	c. Effect of experience adjustments	(588,465)	1,725,873
6	Transfer In /Out		
	a. Transfer In	-	-
	b. Transfer out	-	-
7	Defined benefit obligation at end of period	25,499,215	32,443,603

Bifurcation of the present value of obligation at the end of the year

Particulars	31-03-2023	31-03-2024
Current Obligations	507,569	6,495,949
Non-Current Obligations	24,991,646	25,947,654
Total Obligation	25,499,215	32,443,603

Table 2: Change in Fair Value of Plan Assets

S.No.	Particulars	01-04-2022 to 31-03-2023	01-04-2023 to 31-03-2024
1	Fair value of plan assets at beginning of period	7,874,665	5,125,878
2	Other Adjustments	-	-
3	Charges and Taxes	-	-
4	Expected return on plan assets	439,632	350,077
5	Cashflows		
	a. Total employer's contribution		
	I. Employer contributions	-	1,580,601
	II. Employer direct benefit payments	-	-
	b. Benefit payments from plan assets	(3,188,419)	(2,175,054)
	c. Benefit payments from employer	-	-
	Actuarial Gains and Losses on Plan Assets		
	a. Effect of changes in financial assumptions	-	-
6	b. Effect of experience adjustments	0	138,478
7	Transfer In /Out		
	a. Transfer In	-	-
	b. Transfer out	-	-
8	Fair value of plan assets at end of period	5,125,878	5,019,980
9	Actual Return On Plan Assets	439,632	488,556

Table 3: Amounts recognized in the Balance Sheet

S.No.	Particulars	01-04-2022 to 31-03-2023	01-04-2023 to 31-03-2024
1	Defined benefit obligation	25,499,215	32,443,603
2	Fair value of plan assets	5,125,878	5,019,980
3	Funded status - Deficit/ (Surplus)	20,373,338	27,423,623
4	Effect of asset ceiling	-	-
5	Net defined benefit - (Liability)/ Asset	(20,373,338)	(27,423,623)

Table 4: Net Periodic benefit cost recognized in the Profit and Loss

S.No.	Particulars	01-04-2022 to 31-03-2023	01-04-2023 to 31-03-2024
1	Current Service Cost	6,896,605	4,788,433
2	Interest Expense - Obligation	1,915,919	1,769,847
3	Interest (Income) - Plan Assets	(439,632)	(350,077)
4	Past Service Cost	-	-
5	Net Periodic benefit cost recognized in the P & L	8,372,891	6,208,203

Table 5: Re-measurement

S.No.	Particulars	01-04-2022 to 31-03-2023	01-04-2023 to 31-03-2024
1	Actuarial (Gains)/ Losses on obligations	(9,089,368)	2,561,161
2	Return on Plan Assets, excluding amount recognized in the net interest expense	0	(138,478)
3	Change in Asset Ceiling	-	-
4	Re-measurement Cost/ (Credit) for the year	(9,089,367)	2,422,683

Table 6: Balance Sheet Reconciliation

S.No.	Particulars	01-04-2022 to 31-03-2023	01-04-2023 to 31-03-2024
1	Net defined benefit (liability) asset at beginning of period	(21,089,814)	(20,373,338)
2	Unrecognised past service cost at the beginning of the period	-	-
3	Expense In the P& L	(8,372,891)	(6,208,203)
4	Total Remeasurements included in OCI	9,089,367	(2,422,683)
5	Employer's Total Contribution	-	1,580,601
6	Net transfer	-	-
7	Unrecognised past service cost at the end of the period	-	-
8	Net defined benefit (liability) asset as at end of period	(20,373,338)	(27,423,623)

B. Leave Encashment**Table 1: Change in Defined Benefit Obligation**

S.No.	Particulars	01-04-2022 to 31-03-2023	01-04-2023 to 31-03-2024
1	Defined benefit obligation at beginning of period	7,826,459	6,437,788
2	Service cost		
	a. Current service cost	1,562,896	997,851
	b. Past service cost - vested	-	-
	c. Past service cost - unvested	-	-
3	Interest expenses	505,458	361,846
4	Cash flows		
	a. Benefit payments from plan	-	-
	b. Benefit payments from employer	(1,211,249)	(2,893,630)
5	Actuarial Gains and Losses		
	a. Effect of changes in demographic assumptions	3,801,550	(3,873)
	b. Effect of changes in financial assumptions	(697,225)	662,063
	c. Effect of experience adjustments	(5,350,103)	(1,451,754)
6	Transfer In /Out		
	a. Transfer In	-	-
	b. Transfer out	-	-
7	Defined benefit obligation at end of period	6,437,788	4,110,290

Bifurcation of the present value of obligation at the end of the year

Particulars	31-03-2023	31-03-2024
Current Obligations	206,257	1,450,346
Non-Current Obligations	6,231,531	2,659,945
Total Obligation	6,437,788	4,110,290

Table 2: Change in Fair Value of Plan Assets

S.No.	Particulars	01-04-2022 to 31-03-2023	01-04-2023 to 31-03-2024
1	Fair value of plan assets at beginning of period	-	-
2	Other Adjustments	-	-
3	Charges and Taxes	-	-
4	Expected return on plan assets	-	-
5	Cashflows		
	d. Total employer's contribution		

	III. Employer contributions	-	-
	IV. Employer direct benefit payments	1,211,249	2,893,630
	e. Benefit payments from plan assets	-	-
	f. Benefit payments from employer	(1,211,249)	(2,893,630)
	Actuarial Gains and Losses on Plan Assets		
6	c. Effect of changes in financial assumptions	-	-
	d. Effect of experience adjustments	-	-
7	Transfer In /Out		
	a. Transfer In	-	-
	b. Transfer out	-	-
8	Fair value of plan assets at end of period	-	-
9	Actual Return On Plan Assets	-	-

Table 3: Amounts recognized in the Balance Sheet

S.No.	Particulars	01-04-2022 to 31-03-2023	01-04-2023 to 31-03-2024
1	Defined benefit obligation	6,437,788	4,110,290
2	Fair value of plan assets	-	-
3	Funded status - Deficit/ (Surplus)	6,437,788	4,110,290
4	Actuarial (Gains) and Losses - on Obligations	(2,245,778)	(793,565)
5	Actuarial Gains and (Losses) - on Plan Assets	-	-
6	Net defined benefit - (Liability)/ Asset	(6,437,788)	(4,110,290)

Table 4: Net Periodic benefit cost recognized in the Profit and Loss

S.No.	Particulars	01-04-2022 to 31-03-2023	01-04-2023 to 31-03-2024
1	Current Service Cost	1,562,896	997,851
2	Interest Expense - Obligation	505,458	361,846
3	Interest (Income) - Plan Assets	-	-
4	Past Service Cost	-	-
5	Actuarial (Gains) and Losses – on Obligations	(2,245,778)	(793,565)
6	Actuarial Gains and (Losses) - on Plan Assets	-	-
7	Net Periodic benefit cost recognized in the P & L	(177,424)	566,132

Table 5: Balance Sheet Reconciliation

S.No.	Particulars	01-04-2022 to 31-03-2023	01-04-2023 to 31-03-2024
1	Net defined benefit (liability) asset at beginning of period	(7,826,459)	(6,437,788)
2	Expense In the P& L	177,424	(566,132)
3	Employer's Total Contribution	1,211,249	2,893,630
4	Net transfer	-	-
5	Net defined benefit (liability) asset as at end of period	(6,437,788)	(4,110,290)

1.13. Investments in Subsidiaries and Associates

Investments in subsidiaries are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed. Where the carrying amount of an investment is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount and the difference is transferred to the Statement of Profit and Loss. On disposal of investment, the difference between the net disposal proceeds and the carrying amount is charged or credited to the Statement of Profit and Loss.

1.14. Leases

Ind AS 116 Leases requires a lessee to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Group makes an assessment on the expected lease term on lease by lease basis and thereby assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Group considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of lease and the importance of the underlying lease to the Group's operations taking into account the location of the underlying asset and the availability of the suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances. The discount rate is based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

2. Additional Notes to Standalone financial statements for the year ended March 31, 2024

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. Mullapudi Atchuta Ramarao	Chairman and Managing Director
Ms. Vuppuluri Sreedevi	Whole-time Director
Mr. Narasimha Raju Kalidindi	Independent Director
Mr. Malireddy Jagannatha Prasad	Non-Executive Director
Mr. Karuturi Saibaba	Independent Director
Mr. Kosuri Srinivasa Raju	Non-Executive Director
Mr. Srinivasa Pendyala	Additional Director
Mr. Kusuluri Raghuram	Chief Financial Officer
Mr. Pentela Sridhar	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, 2024

Nature of transaction	Key-management personnel	Rs. In Lakhs	
		Entities controlled/ jointly controlled by KMP	Balance as on March 31, 2023
Sale of services			
- Network Objects, Inc	-	52.02	-
Remuneration to			
- Mr. Kusuluri Raghuram	26.50	-	-
- Ms. Shikha Gangrade	11.34	-	-
- Ms. Vuppuluri Sreedevi	12.00	-	-
- Ms. Mullapudi Harika Vardhini	446.66	-	-
- Mr. Mullapudi Atchuta Ramarao	108.16	-	-
Sitting fee to			
- Mr. Pendyala Srinivas	0.60	-	-
- Mr. Narasimha Raju Kalidindi	1.60	-	-
- Mr. Kosuri Srinivasa Raju	0.60	-	-
- Mr. Malireddy Jagannatha Prasad	0.90	-	-
- Mr. Karuturi Saibaba	1.60	-	-

2.2. Earnings per share (EPS)

The computation of Earnings per share is set out below:

	Year ended March 31, 2024	Year ended March 31, 2023
Earnings: (₹)		
Net Profit for the year	11,43,12,253	13,37,31,961
Shares:		
Number of shares at the beginning of the year	13,29,68,455	13,29,68,455
Add: No. of equity shares issued	-	-
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	13,29,68,455
Basic and Diluted Earnings per share - Par value of ₹1	0.86	1.01

- 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, 2024.
- 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. The previous period figures have been regrouped / re-classified, wherever necessary to conform to the current period presentation.

2.7. Recent Pronouncements The Code on Social Security, 2020

The Indian Parliament has approved the Code on Social Security, 2020 which would impact the contributions by the company towards Provident Fund and Gratuity. The Ministry of Labour and employment has released draft rules for the Code on Social Security, 2020 on November 13, 2020, and has invited suggestions from stakeholders which are under active consideration by the Ministry. The Company will assess the impact and its evaluation once the subject rules are notified and will give appropriate impact in its financial statements in the period in which, the Code becomes effective and the related rules to determine the financial impact are published.

2.8. 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 does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- iv. The Company has 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 a willful defaulter by any bank or financial institution or government or any government authority.

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 March 31, 2024	As at March 31, 2023
The principal amount and interest due thereon remaining unpaid to any supplier as at the end of the financial year	23.81	38.84
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. Key Financial Ratios:

Particulars	Numerator	Denominator	Year Ended	
			31.03.2024	31.03.2023
Net worth (Rs. In Lakhs)	Equity share capital + other equity		16,867.84	15,608.59
Current Ratio (in times)	Total current assets	Total current liabilities	1.58	1.55
Debt- Equity Ratio (in times)	Non-Current Borrowings (including current maturities of long-term debts) + Current Borrowings	Total Equity	0.24	0.23
Debt Service Coverage Ratio (in times)	Earnings before depreciation, interest and after tax	Finance costs + debt repayments	1.23	1.34
Interest Service Coverage Ratio (in times)	Profit after tax + Depreciation + Finance costs	Finance costs	8.55	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)	0.33	1.06
Bad Debts to Account Receivable Ratio (in %)	Bad debts	Average trade receivables	0.03%	0.01
Current Liability Ratio (in %)	Current liabilities (Excluding current borrowings)	Total liabilities	32.92%	52.17%
Total Debts to Total Assets ratio (in %)	Non-Current borrowings + Current borrowings	Total assets	16.78%	14.90%
Debtors Turnover Ratio (in times)	Revenue from Operations	Average trade receivables	3.47	3.93
Operating Margin (in %)	Profit before tax, depreciation, finance cost and Exception items less other income	Revenue from operations	10.88%	10.49%
Net profit margin (in %)	Profit after tax	Revenue from operations	5.26%	5.53%

2.11. 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 31 st March 2024			As at 31 st March 2023		
	FVTPL	FVTOCI	Amortised Cost	FVTPL	FVTOCI	Amortised Cost
Financial Assets						
Investments	-	-	3,730.73	-	-	3,641.93
Trade Receivables	-	-	6,473.04	-	-	6,057.37
Cash and Cash Equivalents	-	-	95.42	-	-	39.70
Bank balances other than cash and cash equivalents	-	-	245.53	-	-	233.35
	-	-	10,544.71	-	-	9,972.35
Particulars	FVTPL	FVTOCI	Amortised Cost	FVTPL	FVTOCI	Amortised Cost
Financial Liabilities						
Borrowings	-	-	3,970.35	-	-	3,530.86
Trade Payables	-	-	917.20	-	-	1,044.34
Lease Liabilities	-	-	317.01	-	-	79.27
	-	-	5,204.56	-	-	4,654.47

2.12. 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 comprise 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. 10,544.71 lakhs and Rs. 9,972.35 as of 31 March 2024 and 31 March 2023 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 of 31st March 2024 and 31st March 2023. 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 2024	31st March 2023
Past due not impaired:		
More than 30 days	2,623.51	2,217.37
	2,623.51	2,217.37

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 2024	On Demand	Up to 1 year	More than 1 year	Total
Borrowings	-	2,828.95	1,141.39	3,970.35
Trade Payables	-	917.20	-	917.20
Lease Liabilities	-	-	317.01	317.01
	-	3,746.15	1,458.40	5,204.55

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

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.

a) 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.

- i. Significant foreign currency risk exposure relating to financial assets expressed in Rs. terms are as follows:

Particulars	31st March 2024	31st March 2023
Borrowings		
- USD	1,288.01	1,726.80

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	
	31 st March 2024	31 st March 2023
USD Sensitivity		
Rs./USD - Increase by 5%	46.48	62.32
Rs./USD - Decrease by 5%	-46.48	-62.32

ii) 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.

D. 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	Impact on profit after tax for the year ended	
	31 st March 2024	31 st March 2023
Debt	3,970.35	3,530.86
Cash and cash equivalents and Other bank balances	340.95	273.05
Net debt	3,629.40	3,257.81
Total equity	16,867.84	15,608.59
Net debt and total equity	20,497.24	18,866.40
Net debt to equity ratio (%)	21.52%	20.87%

Note:3 Property, Plant & Equipment**The changes in the carrying value of property, plant and equipment for the year ended March 31, 2024 :**

₹ 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, 2023	808.52	186.73	301.15	254.10	6,685.31	86.99	682.18	454.29	9,459.26
Additions	0.21	3.16	-	-	353.53	10.28	330.51	276.62	974.30
Deletions	-	-	-	-	-	-	-	-	-
Gross carrying value as at March 31, 2024	808.73	189.89	301.15	254.10	7,038.83	97.27	1,012.68	730.91	10,433.56
Accumulated depreciation as at April 01, 2023	658.47	55.16	98.14	79.69	283.24	13.95	163.04	454.29	1,805.99
Depreciation	65.90	11.11	19.41	9.24	116.36	18.71	81.23	76.90	398.87
Accumulated depreciation on deletions	-	-	-	-	-	-	-	-	-
Accumulated depreciation as at March 31, 2024	724.37	66.28	117.54	88.94	399.60	32.66	244.28	531.19	2,204.86
Carrying value as at April 01, 2023	150.04	131.56	203.01	174.40	6,402.07	73.04	519.14	-	7,653.27
Carrying value as at March 31, 2024	84.35	123.61	183.60	165.16	6,639.23	64.61	768.41	199.72	8,228.70

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	6,685.31	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

Notes:

- Buildings with carrying amount of Rs.6639.23 lakhs are subject to *pari passu first* charge on the company's term loans.
- The title deeds of all immovable properties are held in the name of the Company. The Company has not revalued its Property, plant and equipment.
- Vehicles with carrying amount of Rs.172.48 lakhs are hypothecated to respective bank against vehicle 1

**Notes Forming Part of The Consolidated Financial Statements
For the year ended March 31, 2024**

Note 4: Intangible Assets

The changes in the carrying value of acquired intangible assets for the year ended March 31, 2024 :

₹ in Lakhs

Particulars	Computer Software	Others	Total
Gross carrying value as at April 01, 2023	3,444.78	-	3,444.78
Additions	-	-	-
Deletions	-	-	-
Gross carrying value as at March 31, 2024	3,444.78	-	3,444.78
Accumulated amortization as at April 01, 2023	1,994.32	-	1,994.32
Amortization expense	579.82	-	579.82
Accumulated amortization on deletions	-	-	-
Accumulated amortization as at March 31, 2024	2,574.15	-	2,574.15
Carrying value as at April 01, 2023	1,450.46	-	1,450.46
Carrying value as at March 31, 2024	870.63	-	870.63

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
Accumulated amortization as at April 01, 2022	1,645.15	-	1,645.15
Amortization expense	349.18	-	349.18
Accumulated 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

Note 5: Investments

₹ in Lakhs

Particulars	As at	
	Mar 31, 2024	Mar 31, 2023
Equity instruments of associates	3,730.73	3,641.93
	3,730.73	3,641.93

Note 6: Deferred Tax Assets (net) / Deferred Tax Liabilities (net)

₹ in Lakhs

Particulars	As at	
	Mar 31, 2024	Mar 31, 2023
Deferred tax liabilities	-418.74	-296.27
MAT Credit Entitlement	394.38	356.75
Deferred tax assets / (liabilities) (net)	-24.36	60.49

Movement in deferred tax assets for the year 2023-24:			₹ in Lakhs
Particulars	Opening Balance	Recognised/(Reversed) through Profit and loss account	Closing Balance
Property, Plant and Equipment	-296.26	-122.48	-418.74
MAT Credit Entitlement	356.75	37.63	394.38
Total Deferred tax liability (Net)	60.49	-84.85	-24.36

Note 7: Other Non-current Assets			₹ in Lakhs
Particulars	As at		
	Mar 31, 2024	Mar 31, 2023	
Capital advances		-	
Advances other than capital advances		-	
Security deposits	206.74	53.38	
Deferred expenditure	1,139.04	-	
	1,345.77	53.38	

Note 8: Trade Receivables : Current			₹ in Lakhs
Particulars	As at		
	Mar 31, 2024	Mar 31, 2023	
Trade receivables - Unsecured			
Considered good	6,473.04	6,057.37	
Considered doubtful	-	-	
	6,473.04	6,057.37	

Ageing for Trade Receivables as at 31st March, 2024 is as follows:								Rs. In Lakhs
Particulars	Outstanding for following periods from due date of payment						Total	
	Not Due	Less than 6 months	6 Months - 1 year	1-2 Years	2-3 Years	More than 3 Years		
Trade Receivables - Billed								
i) Undisputed Trade receivables - considered good	1,467.88	2,557.83	59.30	3.38	3.00	-	4,091.40	
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	1,467.88	2,557.83	59.30	3.38	3.00	-	4,091.40	
Trade Receivables - Unbilled							2,381.64	
Total Trade Receivables	1,467.88	2,557.83	59.30	3.38	3.00	-	6,473.04	

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						Total
	Not Due	Less than 6 months	6 Months - 1 year	1-2 Years	2-3 Years	More than 3 Years	
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

Note 9: Cash and Cash Equivalents

₹ in Lakhs

Particulars	As at	
	Mar 31, 2024	Mar 31, 2023
Balances with banks	95.28	39.42
Cash on hand	0.14	0.28
	95.42	39.70

Note 10: Bank balances other than cash and cash equivalents

₹ in Lakhs

Particulars	As at	
	Mar 31, 2024	Mar 31, 2023
Margin money and security deposits with banks	245.53	233.35
Earmarked balances with banks	-	-
	245.53	233.35

Note 11: Other Current Assets

₹ in Lakhs

Particulars	As at	
	Mar 31, 2024	Mar 31, 2023
Capital Advances:		
Advance to vendors	-	42.54
Advances other than capital advances:		
Advance to vendors	28.56	32.41
Advance to employees	651.20	540.32
Loans to related parties	83.33	82.22
Prepaid expenses	213.00	308.39
Withholding taxes and others	211.34	160.93
Advance income tax	-22.12	29.38
Others	14.30	13.33
	1,179.62	1,209.52

Note 12 : Equity Share Capital

₹ in Lakhs, except as otherwise stated

Particulars	As at	
	Mar 31, 2024	Mar 31, 2023
Authorized Equity shares of ₹1 each March 31, 2024: 25,00,00,000 equity shares of ₹1 each March 31, 2023: 18,00,00,000 equity shares of ₹1 each	2,500.00	1,800.00
Issued, Subscribed and Fully paid up Equity shares of ₹1 each March 31, 2024: 13,29,68,455 equity shares of 1 each March 31, 2023: 13,29,68,455 equity shares of 1 each	1,329.68	1,199.68

Reconciliation of the number of shares outstanding

Particulars	Number of shares	
	Mar 31, 2024	Mar 31, 2023
Shares outstanding at the beginning of the year	13,29,68,455	13,29,68,455
Shares issued during the year	-	-
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 % of share holding	As at	
	Mar 31, 2024	Mar 31, 2023
Mullapudi Atchuta Ramarao % of share holding	7,85,47,049.00 59.07	7,83,42,049.00 58.92
Kosuri Srinivasa Raju % of share holding	1,20,00,764.00 9.03	1,20,00,764.00 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, 2024			As at 31st March, 2023		
	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
Mullapudi Atchuta Ramarao	7,85,47,049	59.07%	0.15%	7,83,42,049	58.92%	0.00%
Harika Vardhani Mullapudi	43,96,329	3.31%	0.00%	43,96,329	3.31%	0.00%
Subba Rao Vuppuluri	2,05,818	0.15%	0.00%	2,05,818	0.15%	0.00%
Sri Rama Rudra Prasad Vuppuluri	3,36,790	0.25%	0.00%	3,36,790	0.25%	0.00%
Jayalakshmi Vuppuluri	2,05,818	0.15%	0.00%	2,05,818	0.15%	0.00%

Note 13 : Borrowings : Non-current

₹ in Lakhs

Particulars	As at	
	Mar 31, 2024	Mar 31, 2023
Secured borrowings: Term loans from banks	1,141.39	2,880.40
Unsecured borrowings:	1,141.39	2,880.40

As at March 31, 2024

Bank	Loan Outstanding	Pending Repayment	Rate of Interest
ICICI Bank Limited (Refer note 1 below)	296.99	19 Monthly Instalments	9.10%
ICICI Bank Limited (Refer note 1 below)	155.98	18 Monthly Instalments	8.46%
ICICI Bank Limited (Refer note 1 below)	431.49	56 Monthly Instalments	8.45%
ICICI Bank Limited (Refer note 1 below)	403.55	66 Monthly Instalments	8.62%
ICICI Bank Limited (Refer note 1 below)	47.79	4 Monthly Instalments	10.65%
ICICI Bank Limited (Refer note 1 below)	191.11	32 Monthly Instalments	8.80%
PNC Bank	273.96	33 Monthly Instalments	3.25%
Origin Bank	2,044.78	Line of credit	7.50%
Vehicle loans from ICICI Bank Limited (Refer note 2 below)	124.70	16 to 50 Monthly Instalments	7.8% to 8.4%
Less: Current maturities of non-current borrowings	-784.17		
	3,186.17		

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		

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 14 : Other Financial Liabilities : Non-current		
Particulars	₹ in Lakhs	
	As at	
	Mar 31, 2024	Mar 31, 2023
Lease liability	317.01	79.27
	317.01	79.27

Leases

The Company has lease arrangements for its office premises located in Dallas, Duvvada and Madhurawada locations. These leases have original terms for a period of 6 years for Dallas 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 the third parties.

Particulars	As at	
	31st March 2024	31st March 2023
The movement in lease liabilities is as follows:		
Balance at the beginning of the year	79.27	41.30
Additions during the year	335.09	58.58
Finance cost accrued during the year	18.18	6.92
Payment of lease liabilities	-115.53	-27.53
Lease liabilities at the end of the year	317.01	79.27

Particulars	As at	
	31st March 2024	31st March 2023
Following amount has been recognized in statement of profit and loss:		
Depreciation/amortisation on right to use asset	81.97	14.67
Interest on lease liability	18.18	6.92
Total amount recognized in the statement of profit and loss	100.14	21.59

Note 15 : Provisions : Non-current			₹ in Lakhs
Particulars	As at		
	Mar 31, 2024	Mar 31, 2023	
Provision for employee benefits			
Gratuity	219.33	199.68	
Leave encashment	26.60	62.32	
	245.93	261.99	

Note 16 : Borrowings : Current			₹ in Lakhs
Particulars	As at		
	Mar 31, 2024	Mar 31, 2023	
Secured borrowings:			
Current Maturities of Long Term Borrowings	784.17	650.46	
Current Borrowings	2,044.78	-	
	2,828.95	650.46	

Ageing for Trade Payables as at 31st March, 2024 is as follows:						Rs. In Lakhs
Particulars	Not Due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	
i) MSME	23.81	-	-	-	-	23.81
ii) Others	289.03	582.52	21.84	-	-	893.39
iii) Disputed dues – MSME	-	-	-	-	-	-
iv) Disputed dues - Others	-	-	-	-	-	-
Total Trade Payables	312.84	582.52	21.84	-	-	917.20

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				Total
		Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	
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

Note 17 : Other Current Liabilities			₹ in Lakhs
Particulars	As at		
	Mar 31, 2024	Mar 31, 2023	
Advances received from customers	-	-7.76	
Statutory payables	419.98	206.57	
Payroll payables	580.33	2,555.54	
Other payables	250.18	415.89	
Employee benefit obligation - Gratuity liability	-	-	
	1,250.49	3,170.24	

Note 18 : Provisions : Current			₹ in Lakhs
Particulars	As at		
	Mar 31, 2024	Mar 31, 2023	
Provision for employee benefits			
Gratuity	54.91	4.06	
Compensated absences and long service awards	-	-	
Leave encashment	14.50	2.06	
Provision for Income tax	-	3.36	
	69.41	9.48	

Note 19 : Revenue From Operations			₹ in Lakhs
Particulars	For the year ended		
	Mar 31, 2024	Mar 31, 2023	
Revenue from sale of services	21,713.40	24,196.99	
	21,713.40	24,196.99	

Note 20 : Other Income			₹ in Lakhs
Particulars	For the year ended		
	Mar 31, 2024	Mar 31, 2023	
Interest income	16.71	23.01	
Net foreign exchange gain / (loss)	-45.45	-96.77	
Other income	267.02	317.58	
	238.29	243.82	

Note 21: Employee benefits expenses

₹ in Lakhs

Particulars	For the year ended	
	Mar 31, 2024	Mar 31, 2023
Salaries, incentives and allowances	17,468.46	20,282.83
Defined contribution plans (Contribution to provident fund and other funds)	158.78	124.60
Defined benefit plans (Gratuity and other benefits)	68.08	109.62
Staff welfare expenses	174.32	41.55
	17,869.65	20,558.59

Note 22: Finance costs

₹ in Lakhs

Particulars	For the year ended	
	Mar 31, 2024	Mar 31, 2023
Interest	271.20	443.38
	271.20	443.38

Note 23: Other expenses

₹ in Lakhs

Particulars	For the year ended	
	Mar 31, 2024	Mar 31, 2023
Rent	122.73	97.98
Rates and taxes	82.87	82.31
Power and fuel	73.08	74.68
Communication expenses	36.18	60.37
Software and licences	503.77	255.05
Fee for professional services	229.85	204.14
Repairs and maintenance	32.45	23.04
Consumables	4.95	40.47
Insurance	48.39	41.81
Advertisement and promo expenses	18.06	47.88
Recruitment and training	35.70	27.77
Travel and conveyance	120.95	104.05
General office expenses	63.16	71.33
Auditor's remuneration		
Statutory audit fee	2.50	2.50
Tax matters	12.30	-
Other services	22.91	41.44
Others	46.99	17.19
	1,456.82	1,192.02

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 2023: 27.82%) and the reported tax expense/(benefit) in the statement of profit and loss is as follows:

Particulars	For the year ended	
	Mar 31, 2024	Mar 31, 2023
Current Income Tax	287.21	305.12
Deferred Tax	123.68	152.88
Tax for earlier period/year	-39.16	2.52
	371.73	460.52
Reconciliation of tax expense and the accounting profit multiplied by India's tax rate		
Particulars	For the year ended	
	Mar 31, 2024	Mar 31, 2023
Profit before Tax	1,514.85	1,797.74
Tax at the Indian tax rate of 27.82% (31 March 2022: 27.82%)	421.43	500.13
Tax effect of amounts which are not deductible / taxable in calculating taxable income:		
Tax of earlier years	-39.16	2.52
Differences between Indian and foreign tax rates	-17.90	-50.03
Effect of expenses not deductible under the IT Act, 1961	218.04	262.94
Effect of expenses allowable under the IT Act, 1961	-210.68	-255.04
	371.73	460.52

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

Sd/-

N MADHUSUDAN REDDY

Partner

Membership Number: 241624

Hyderabad, India

Date: May 30, 2024

For and on behalf of the Board of Directors

XTGlobal Infotech Limited

Sd/-

Mullapudi Atchuta Ramarao

Managing Director

DIN:02302179

Sd/-

Vuppuluri Sreedevi

Whole-time Director

DIN:02448540

Sd/-

Kusuluri Raghuram

Chief Financial Officer

Hyderabad, India

Date: May 30, 2024

Annual Report 2023 - 2024

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.

Name of Company	Date of Becoming Subsidiary	Start date of Accounting year	End date of Accounting year	Currency	Exchange Rate	Share Capital	Reserves & Surplus	Total Assets	Total Liabilities	Inv*	Turnover	Profit Before Tax	Provision for Tax	Profit After Tax	PD*	% of Share holding	Country
XTGlobal INC	14.10.2021	01-04-2023	31-03-2024	USD	83.327	8333	597346000	1047018000	449663667		2158897000	40435346	11919384	28515962	-	100	USA

*Inv - Investments, PD - Preferential Dividend

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, 2023
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. 3,63,01,276
 - ii. Not Considered in Consolidation – Rs. 4,55,87,458



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