



CIN: L72300DL1977PLC008782

International Data Management Ltd.

Registered Office : 806, Siddhartha, 96, Nehru Place, New Delhi - 110019,
Tel. : 011-26444812

Email: idmcomplianceofficer@gmail.com

www.idmlimited.in

3rd September, 2024

BSE Limited
Phirojze Jeejeebhoy Towers
27th Floor, Dalal Street
Mumbai - 400 001

Sub: Submission of Annual Report in terms of Regulation 34(1) (a) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015

Dear Sir,

We wish to inform your good office that the 47th Annual General Meeting (“AGM”) of International Data Management Limited (“the Company”) will be held on Thursday, the 26th day of September, 2024 at 3:30 P.M. (IST) through Video Conferencing/ Other Audio-Visual Means (“VC”/ “OAVM”).

Pursuant to Regulation 34(1)(a) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Notice of 47th AGM and Annual Report for the Financial year ended March 31, 2024 which is being sent through electronic mode to the Members of the Company. Notice of 47th AGM and Annual Report 2023-24 are also available on website of the Company i.e. www.idmlimited.in.

Kindly take the above information on record.

Thanking You
For **International Data Management Limited**

Pradeep Tahiliani
Company Secretary & Compliance Officer
ACS18570

Enclosed as above

International Data Management Limited

CIN L72300DL1977PLC008782

Regd. Office : 806, Siddharth, 96, Nehru Place, New Delhi-110019

Email : idsmcomplianceofficer@gmail.com; Tel. : 011-26444812Website : www.idmlimited.in

NOTICE

NOTICE is hereby given that the 47th Annual General Meeting of the Members of International Data Management Limited will be held on Thursday, 26th day of September, 2024 at 3:30 PM (IST), through Video Conferencing/ Other Audio-Visual Means ("VC"/ "OAVM") Facility to transact the following businesses:

ORDINARY BUSINESS:

Item No. 1 - Adoption of Audited Financial Statements along with the Reports of the Board of Directors and of the Auditors thereon

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2024, together with the reports of the Board of Directors and of the Auditors thereon, and in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** the Audited Financial Statements of the Company for the financial year ended March 31, 2024, together with the reports of the Board of Directors and of the Auditors thereon be and are hereby received, considered, and adopted."

Item No. 2 - Re-appointment of Mr. Sashi Sekhar Mishra as a Director liable to retire by rotation

To re-appoint Mr. Sashi Sekhar Mishra (DIN – 03072330), who retires by rotation and being eligible, has offered himself for re-appointment as a Director, liable to retire by rotation, and in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, Mr. Sashi Sekhar Mishra (DIN 03072330), who retires by rotation at this Annual General Meeting and being eligible, has offered himself for re-appointment as a Director, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

Item No. 3 – Appointment of M/s V. Nagarajan & Co, Chartered Accountants (FRN 004879N) as the Statutory Auditors of the Company for a term of Five Years and to fix their remuneration

To appoint M/s V. Nagarajan & Co, Chartered Accountants (FRN 004879N) as the Statutory Auditors of the Company for a term of Five Years commencing from conclusion of this Annual General Meeting till conclusion of 52nd Annual General Meeting of the Company to be held in the year 2029 and to fix their remuneration and in this regard to consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Section 139, 141, 142 and other applicable provisions, of the Companies Act, 2013 (the "Act") read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s V Nagarajan & Co, Chartered Accountants, New Delhi, (FRN 004879N) be and are hereby appointed as the Statutory Auditors of the Company to hold office for a term of five years commencing from the conclusion of this Annual General Meeting till the conclusion of the

52nd Annual General Meeting of the Company to be held in the year 2029, at a remuneration as mentioned in the explanatory statement annexed herewith.

RESOLVED FURTHER THAT the Directors of the Company be and are hereby severally authorized to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

By Order of the Board

For International Data Management Limited

Sd/-

Place: New Delhi
Date: 12th August, 2024

Pradeep Tahiliani
Company Secretary &
Compliance Officer

Membership No: ACS 18570

Notes:

- In compliance with the Circular(s) issued by the Ministry of Corporate Affairs ("MCA") bearing nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 2/2022 dated May 5, 2022, 10/2022 dated December 28, 2022, and 09/2023 dated September 25, 2023 and other relevant circulars, if any, issued by MCA ("MCA Circulars"), Regulation 44 of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 and EBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 as issued by the Securities and Exchange Board of India (collectively referred to as "SEBI Circulars") and other applicable laws, rules and regulations, the 47th Annual General Meeting ("AGM") of the Company is being held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), without the physical presence of the members at a common venue. The deemed venue for the 47th AGM shall be the Registered Office of the Company.
- The MCA Circulars and the SEBI Circulars have dispensed with the requirement of sending the physical copies of the AGM Notice and Annual Report to the Members of the Company. Accordingly, the Notice of the 47th AGM and the Annual Report 2023-24 of the Company are being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories as on 30th August, 2024. Members who wish to obtain physical copies of the 47th AGM Notice and the Annual Report 2023-24, may write to us at idsmcomplianceofficer@gmail.com.

3. Members who have not registered their email addresses with the Company or with their respective Depository Participant(s) and who wish to receive the Notice of the 47th AGM and the Annual Report 2023-24 and other communication(s) sent by the Company, from time to time, can register their email address by following the below procedure:
 - Members holding shares in physical form, are requested to register/update their email addresses by submitting physical copy of Form ISR-1 (as available on the website of the Company: www.idmlimited.in) to the Company's Registrar and Share Transfer Agent ("RTA") along with relevant documents at below mentioned address:

Skyline Financial Services Private Limited
D-153 A, 1st Floor, Okhla Industrial Area,
Phase – I, New Delhi-110 020
Email: admin@skylinerta.com
 - Members holding shares in demat form are requested to register/update their email addresses with their Depository Participant(s) only.
4. The attendance of the Members attending the 47th AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013 ("the Act").
5. In terms of the MCA Circulars, since the physical attendance of Members has been dispensed with, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Act will not be available for the 47th AGM. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the Members may be appointed for the purpose of voting through remote e-Voting, for participation in the 47th AGM through VC/OAVM Facility and e-Voting during the 47th AGM.
6. Pursuant to Section 91 of the Act and Regulation 42 of the SEBI Listing Regulations, the Register of Members and Share Transfer Books of the Company shall remain closed on Book Closure Dates i.e. from Friday, 20th September, 2024 to Sunday, 22nd September, 2024 (both days inclusive).
7. Pursuant to Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI Listing Regulations and Secretarial Standard on General Meetings (SS- 2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide the facility to Members to exercise their right to vote on the resolutions proposed to be passed at AGM by electronic means. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on the cut-off date i.e. Thursday, 19th September, 2024 are entitled to vote on the resolutions as mentioned in this Notice. The voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the aforesaid cut-off date. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only. The Members may cast their votes through electronic voting system (remote e-voting). The remote e-voting period will commence at 9.00 a.m. (IST) on Monday, 23rd September, 2024 and will end at 5.00 p.m. (IST) on Wednesday, 25th September, 2024. The remote e-voting module shall be disabled after 5:00p.m. (IST) on Wednesday, 25th September, 2024. In addition, the facility for e-voting shall also be made available during the AGM. Members participating in the AGM through Video Conference/ Other Audio-Visual Means who have not cast their vote by remote e-voting shall be eligible to cast their vote through e-voting during the AGM. Members who have voted through remote e-voting shall be eligible to participate the AGM, however, they shall not be eligible to vote at the meeting. The Company has appointed Mr. Nishant Rana, Proprietor of M/s Rana & Associates, Company Secretaries, to act as the Scrutinizer, to scrutinize the entire e-voting process in a fair and transparent manner.
8. Corporate / Institutional Members (i.e. other than individuals, HUF, NRI etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the 47th AGM through VC / OAVM and vote on its behalf. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address at rana.nishant11@gmail.com or to the Skyline Financial Services Private Limited, Registrar and Share Transfer Agent at admin@skylinerta.com / compliances@skylinerta.com with a copy marked to helpdesk.evoting@cdslindia.com.
9. Members may join the 47th AGM through VC/OAVM Facility, by following the procedure as mentioned below, which shall be kept open from 3:00 p.m. (IST) i.e. 30 minutes before the time scheduled to start the 47th AGM and the Company may close the window for joining the VC/OAVM Facility 15 minutes after the scheduled time to start the 47th AGM. Members may note that the VC/OAVM Facility allows participation of at least 1,000 Members on a first-come-first-served basis. The large shareholders (i.e. shareholders holding 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, the Chairperson(s) of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, auditors, etc. can attend the 47th AGM without any restriction on account of first-come-first-served principle.
10. 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 their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company at idmcomplianceofficer@gmail.com or the Skyline Financial Services Private Limited, Registrar and Share Transfer Agent at admin@skylinerta.com / compliances@skylinerta.com.
11. The SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSDPoD-1/P/CIR/2023/37 dated March 16, 2023 read with SEBI Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2023/158 dated September 26, 2023 has required the following:
 - furnishing of PAN, Address with PIN code, Mobile Number, Bank Account details, Specimen Signature and Nomination by holders of physical securities. Shareholders are encouraged to also register their email address with the RTA to avail the online service.
 - any service request of the shareholder shall be entertained only upon registration of the aforementioned details.The relevant forms for submitting aforementioned details are available on the website of the Company. The shareholders are advised to provide the duly filled in and signed documents along with the related proofs to the RTA.
12. The SEBI Circular no. SEBI/HO/MIRSD/POD/1/P/CIR/2024/81 dated June 10, 2024, notified that the security holders holding securities in physical form shall be eligible for receipt of any payment including dividend, interest or redemption payment as

well as to lodge grievances or avail any service from the RTA even if "Choice of Nomination" is not submitted by them.

13. As per Regulation 40 of the SEBI Listing Regulations, as amended, the securities of listed companies can be transferred only in dematerialized form. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact their Depository Participants with whom they are maintaining their demat account, the Company or Company's Registrars and Transfer Agent for assistance in this regard.
14. Members may please note that SEBI, vide its Circular dated 25th January, 2022, mandated the listed companies to issue securities in demat form only, while processing any service request(s) related to issue of duplicate securities certificate; renewal/exchange of securities certificate; endorsement; subdivision/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition, etc. Accordingly, the Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the website of the Company at www.idmlimited.in.
15. Central Depository Services (India) Limited ("CDSL") will be providing facility for convening 47th AGM through VC/OAVM Facility, voting through remote e-voting and e-voting during the 47th AGM. The Notice calling the 47th AGM can be accessed on the website of the Company at www.idmlimited.in. The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com. The 47th AGM Notice is also disseminated on the website of CDSL i.e. www.evotingindia.com.
16. In case of joint holders attending the Meeting, only the Member whose name appears first will be entitled to vote.
17. Since 47th AGM of the Company will be held through VC/OAVM Facility, therefore Route Map is not annexed to this Notice.
18. The resolutions will be deemed to be passed on the date of AGM subject to receipt of the requisite number of votes in favour of the Resolutions. The results shall be declared within two working days of conclusion of the AGM of the Company. The results along with Scrutinizer's Report shall be placed on the website of the Company, website of CDSL and by filing with the Stock Exchange (BSE Limited). It shall also be displayed on the Notice Board at the Registered Office of the Company.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 2

Presently, the Board of Directors of the Company comprises of five Directors including two Independent Directors, who are not liable to retire by rotation. The Board of Directors of the Company, on the recommendation of the Nomination and Remuneration Committee has recommended the re-appointment of Mr. Sashi Sekhar Mishra, Director & Manager, as a Director liable to retire by rotation at this AGM of the Company. Mr. Sashi Sekhar Mishra, being eligible has offered himself for re-appointment.

The Board of Directors recommends the resolution as set out at item no. 2 of the Notice for the approval of the Members as an ordinary resolution.

None of the Directors or Key Managerial Personnel or their relatives are in any way, concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their respective shareholding, if any, in the Company.

The details as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 in respect of Mr. Sashi Sekhar Mishra are mentioned hereunder:

| | |
|--|--|
| Name of Director | Mr. Sashi Sekhar Mishra (DIN 03072330) |
| Date of Birth | 1 st November, 1968 |
| Age | 55 years |
| Qualification | B.Com & LL.B |
| Brief resume, nature of expertise in specific areas and experience | Mr. Sashi Sekhar Mishra is a Commerce and Law Graduate having nearly 28 years of experience in various operational and compliance roles. His engagements include Accounts & Finance, Treasury management, MIS, Taxation, etc. |
| Terms and Conditions of appointment/re-appointment including remuneration to be paid | As per the provisions of the Companies Act, 2013, Mr. Sashi Sekhar Mishra is eligible to be re-appointed as Director liable to retire by rotation at this AGM. The other terms and conditions of re-appointment of Mr. Sashi Sekhar Mishra as Director & Manager of the Company remain the same as approved by the Members of the Company at 43 rd AGM held on 23 rd September, 2020. |
| Details of past remuneration | NIL |
| Date of first appointment | 31-March-2015 |
| Shareholding in the Company | NIL |
| Shareholding as a beneficial owner | NIL |
| Relationship with other Directors/Manager and other KMPs | None |
| Directorships on Board of other companies | Mr. Sashi Sekhar Mishra is on the Board of following other companies: <ul style="list-style-type: none"> • Grotto Infra Developers Private Limited • Saola Infra Developers Private Limited • Dhrtvan Business Accelerations Private Limited (Formerly known as Spire Infra Developers Private Limited) • Cityframe Infra-Developers Pvt. Ltd. • Buoyant Infra-Developers Private Limited • Esthetic Infra-Developers Private Limited • Pimpri Chinchwad eservices Limited • South Asian Computers Limited • HCL Infosolutions Limited • Universal Office Automation Limited • HCL Employees Investment Co. Limited |
| Membership/Chairmanship of Committees of other companies | NIL |

| | |
|---|--|
| Membership/Chairmanship of Committees of the Company | NIL |
| No. of Board Meetings attended during the financial year ended March 31, 2024 | 5 meetings were held during FY 2023-24. All these meetings were attended by Mr. Sashi Sekhar Mishra. |
| Resignation from Listed entities in the past three years | NIL |

Item No. 3

M/s V. Nagarajan & Co., Chartered Accountants, (Firm Registration No. 004879N) were appointed as the Statutory Auditors of the Company in the casual vacancy caused by the resignation of M/s Purushothaman Bhutani & Co., Chartered Accountants, (FRN 005484N) to hold office of Statutory Auditors of the Company till the conclusion of this Annual General Meeting ("AGM"), vide resolution passed by the Members of the Company through Postal Ballot for which the voting results were declared on 25th January, 2024.

Based on the recommendations of the Audit Committee, the Board of Directors at their meeting held on 27th May, 2024, considered, approved and recommended the appointment of M/s V. Nagarajan & Co., Chartered Accountants to the Members of the Company for their approval at this AGM for the first term of 5 (five) consecutive years from conclusion of the 47th AGM until the conclusion of the 52nd AGM of the Company to be held to in the year 2029. M/s V Nagarajan & Co., Chartered Accountants, have consented to be appointed as the Statutory Auditors of the Company and have confirmed that their appointment, if approved by the Members of the Company, would be within the limits prescribed under the Companies Act, 2013 and they are not disqualified to act as Statutory Auditors of the Company.

The Board of Directors recommends the resolution as set out at item no. 3 of the Notice for the approval of the Members as an ordinary resolution.

None of the Directors or Key Managerial Personnel or their relatives are in any way, concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their respective shareholding, if any, in the Company.

Additional Information pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is as under:

| Details | Particulars |
|--|--|
| Proposed fees payable to statutory auditors | Fees proposed to be paid to M/s. V. Nagarajan & Co., Chartered Accountants for the financial year 2024-25 is Rs. 1,00,000/- (Rupees One Lakh only) excluding applicable taxes. The fees for subsequent financial years of the term of appointment, may be revised by the Board of Directors, on recommendation of the Audit Committee and as may be mutually agreed with the Statutory Auditors. |
| Terms of appointment | M/s V. Nagarajan & Co., Chartered Accountants, (Firm Registration No. 004879N) are proposed to be appointed for the first term of five (5) consecutive years from the conclusion of the 47 th AGM till the conclusion of 52 nd AGM of the Company. |
| In case of a new auditor, any material change in the fee payable to such auditor from that paid to the outgoing auditor along with the rationale for such change | M/s V. Nagarajan & Co., Chartered Accountants, were appointed to hold office of the Statutory Auditors of the Company in the casual vacancy till conclusion of this AGM. Since there is no outgoing auditor hence not applicable. |

Basis of recommendation for appointment including the details in relation to and credentials of the statutory auditor(s) proposed to be appointed

Profile of M/s V. Nagarajan & Co., Chartered Accountants: Established in year 1984, M/s V. Nagarajan & Co., Chartered Accountants, (Firm Registration No. 004879N) ("VNC") is a professionally managed Chartered Accountants firm. VNC has offices in Noida, Gurugram and Hyderabad and has five Partners, Six Senior Consultants and thirty-five plus staff inter-alia in the field of Taxation, Audit & Assurance, Merger-Demerger.

VNC has specialized in Taxation, Litigation, Statutory Audit, Internal Audit, Valuation, Governance Risk and Compliance, FEMA and Other Management reporting and has undergone for peer review from the Board of the Institute of Chartered Accountants of India and has been awarded with the peer review certificate. VNC also has experience in international consulting assignments in the above fields of specialization, in South East Asian Countries. It acted as consultants to CGAP, (an arm of World Bank), Shore Bank International, Ford Foundation and Swiss Development Cooperation.

Considering the evaluation of the past performance and basis the profile and credentials of M/s V. Nagarajan & Co., Chartered Accountants, the Audit Committee and the Board of the Company recommended the proposed appointment of M/s V. Nagarajan & Co., Chartered Accountants as the Statutory Auditors, to be in the best interest of the Company.

By Order of the Board
For International Data Management Limited

Sd/-

Place: New Delhi
Date: 12th August, 2024

Pradeep Tahiliani
Company Secretary &
Compliance Officer
Membership No: ACS 18570

THE INSTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

- Step 1 :** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.
- Step 2 :** Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.
- (i) The voting period begins on **23rd September, 2024 at 9:00 A.M. (IST)** and ends on **25th September, 2024 at 5:00 P.M. (IST)**. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **19th September, 2024**, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
 - (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
 - (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure

Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for **Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

| Type of shareholders | Login Method |
|--|---|
| Individual Shareholders holding securities in Demat mode with CDSL Depository | <ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/ Easiest, option to register is available at |

| | |
|--|--|
| | <p>https://web.cdslindia.com/myeasi/Registration/EasiRegistration4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p> |
| Individual Shareholders holding securities in demat mode with NSDL Depository | <ol style="list-style-type: none"> 1) If you are already registered for NSDL IDEAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDEAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDEAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDEAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. |

| | |
|--|--|
| Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP) | You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. |
|--|--|

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

| Login type | Helpdesk details |
|---|--|
| Individual Shareholders holding securities in Demat mode with CDSL | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cDSLindia.com or contact at toll free no. 1800 22 55 33 |
| Individual Shareholders holding securities in Demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 022 - 4886 7000 and 022-2499 7000 |

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for e-Voting and joining virtual meetings for **Physical Shareholders and Shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-Voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

| For Members holding shares in Demat form & Physical form | |
|--|---|
| PAN | Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA. |
| Dividend Bank Details OR Date of Birth (DOB) | Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v). |

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the 'International Data Management Limited'
- (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer at the email address at rana.nishant11@gmail.com or to Skyline Financial Services Private Limited, Registrar and Share Transfer Agent at admin@skylinerta.com / compliances@skylinerta.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE 47th AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the 47th AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the 47th AGM.
4. Shareholders are encouraged to join the 47th AGM through Laptops /IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 2 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at company email id i.e. idmcomplianceofficer@gmail.com or the Skyline Financial Services Private Limited, Registrar and Share Transfer Agent at admin@skylinerta.com / compliances@skylinerta.com . The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance atleast 2 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at company email id i.e. idmcomplianceofficer@gmail.com the Skyline Financial Services Private Limited, Registrar and Share Transfer Agent at admin@skylinerta.com / compliances@skylinerta.com. These queries will be replied to by the company suitably by email
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the 47th AGM.
9. Only those shareholders, who are present in the 47th AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the 47th AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the 47th AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE RTA/DEPOSITORIES.

- Members holding shares in physical form, are requested to register/update their email addresses/mobile number by submitting physical copy of Form ISR-1 (as available on the website of the Company:www.idmlimited.in) to the Company's Registrar and Share Transfer Agent (“RTA”) along with relevant documents at below mentioned address:

Skyline Financial Services Private Limited
D-153 A, 1st Floor, Okhla Industrial Area,
Phase – I, New Delhi-110 020
Email: admin@skylinerta.com

- Members holding shares in demat form are requested to register/update their email addresses / mobile number with their Depository Participant(s) only.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futorex, Mafatlat Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 22 55 33.

**ANNUAL REPORT
2023-2024**

IDM

International Data Management Limited

INTERNATIONAL DATA MANAGEMENT LIMITED

| | | |
|--------------------|-----------------------------|-------------------------|
| Board of Directors | Ms. Rita Gupta | Director |
| | Mr. P.S. Ravishankar | Independent Director |
| | Mr. Suresh Chand Sharma | Independent Director |
| | Mr. Sunil Kumar Shrivastava | Director |
| | Mr. Sashi Sekhar Mishra | Director & Manager |
| | Ms. Bina Bhatia | Chief Financial Officer |

Company Secretary &
Compliance Officer Mr. Pradeep Tahiliani

Auditors M/s. V. Nagarajan & Co., Chartered Accountants

Banker Bank of Baroda, Noida

Registered Office 806, Siddharth
96, Nehru Place
New Delhi-110 019
Website: www.idmlimited.in

Listed at BSE Limited, Mumbai

Registrar Transfer Agent Skyline Financial Services Private Limited
D-153 A, 1st Floor, Okhla Industrial Area,
Phase-I, New Delhi-110020
E-mail : compliances@skylinerta.com
Contact No. 011-40450193 to 97 | Fax: 011 26812682

Note:- The designated e-mail ID for Investors Complaints / grievance redressal is :
idmcomplianceofficer@gmail.com

DIRECTORS' REPORT**To the Members****International Data Management Limited**

The Board of Directors of the Company presents herewith the 47th Annual Report together with the Audited Accounts of the Company for the financial year ended 31st March, 2024.

1. FINANCIAL HIGHLIGHTS

The highlights of the financial results of the Company are as follows:

(Rs. in Lacs)

| Particulars | Financial Year Ended March 31, 2024 | Financial Year Ended March 31, 2023 |
|---|-------------------------------------|-------------------------------------|
| Total Income | 0 | 0.06 |
| Total Expenses | 17.44 | 165.53 |
| Profit/ (Loss) | (17.44) | (165.47) |
| Depreciation | 0 | 0 |
| Profit/ (Loss) Before finance Cost | (17.44) | (165.47) |
| Finance Cost | 0 | 0 |
| Profit/ (Loss) Before Exceptional Items | (17.44) | (165.47) |
| Exceptional items | 0 | 0 |
| Profit/ (Loss) Before Tax | (17.44) | (165.47) |
| Tax Expense | 0.03 | 0 |
| Profit/ (Loss) After Tax | (17.47) | (165.47) |

2. STATE OF COMPANY'S AFFAIRS

During the year under review loss of Rs. 17.47 Lacs has been reported by the Company as against the loss of Rs. 165.47 Lacs for the previous year.

No business could be undertaken due to paucity of working capital and other business constraints.

3. DIVIDEND

In view of the loss incurred during the year under review and past accumulated losses, the Board of Directors of the Company does not recommend any dividend for the financial year ended March 31, 2024.

4. RESERVES & SURPLUS

In absence of profits during the year under review, no amount has been transferred to reserves.

5. EXTRACT OF THE ANNUAL RETURN

Pursuant to the provisions of the Section 92(3) and 134(3)(a) of the Companies Act, 2023 the Annual Return of the Company is available on the website of the Company at <https://idmlimited.in/annual-return/>

6. CHANGE IN NATURE OF BUSINESS, IF ANY

There has been no change in the nature of business of the Company during the year under review.

7. MEETINGS OF THE BOARD

During financial year 2023-24, the Board met 5 (Five) times on the below mentioned dates:

- I. 29th May, 2023
- II. 10th August, 2023
- III. 10th November, 2023
- IV. 8th December, 2023
- V. 12th February, 2024

The gap between two Board meetings did not exceed one hundred and twenty days. The following table mentions the record of attendance at the Board Meetings:

| Name of the Director | No. of Board Meetings held | No. of Board Meetings attended |
|-------------------------|----------------------------|--------------------------------|
| Mr. Sunil K Shrivastava | 5 | 5 |
| Mr. Sashi Sekhar Mishra | 5 | 5 |
| Ms. Rita Gupta | 5 | 5 |
| Mr. P S Ravishankar | 5 | 5 |
| Mr. Suresh Chand Sharma | 5 | 5 |

8. HOLDING, SUBSIDIARY, ASSOCIATE AND JOINT VENTURE COMPANIES

During the financial year ended March 31, 2024, the Company had no holding, subsidiary, associate or joint venture company. In view of this Form AOC-1 is not attached with the financial statements of the Company. The Company is an Associate Company of HCL Corporation Private Limited, as per the provisions of section 2(6) of the Companies Act, 2013.

9. SHARE CAPITAL: There was no change in the share capital of the Company during the year under review.

- a. Issue of equity shares with differential rights – NIL
- b. Issue of sweat equity shares – NIL
- c. Issue of employee stock option – NIL
- d. Provision of moneys by company for purchase of its own shares - NIL

10. DIRECTORS' RESPONSIBILITY STATEMENT

As required under Section 134(5) of the Companies Act, 2013, the Directors hereby confirm that:

- i. in the preparation of the Annual Accounts for the financial year ended at 31st March, 2024; the applicable accounting standards have been followed along with proper explanation relating to material departures, wherever applicable;
- ii. appropriate accounting policies have been selected

and applied consistently and that the judgments and estimates made are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2024 and of the loss of the Company for the said period;

- iii. proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. in view of expected future business, the annual accounts for the financial year ended on 31st March, 2024 have been prepared on a going concern basis;
- v. the internal financial controls were followed by the Company and that internal financial controls are adequate and were operating effectively; and
- vi. proper systems were devised to ensure compliance with the provision of all applicable laws and the systems were adequate and operating effectively.

11. SECRETARIAL STANDARD

The Company complies with all applicable secretarial standards as issued by the Institute of Company Secretaries of India.

12. INDEPENDENT DIRECTORS DECLARATION

The Company has received the necessary declaration from each Independent Director in accordance with Section 149(7) of the Companies Act, 2013, that they meet the criteria of independence as laid out in sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015.

13. MANAGEMENT'S DISCUSSION AND ANALYSIS

Since the Company does not have any operations during the year under review, therefore there is no data to be reported under Management Discussion and Analysis as required in terms of the provisions of Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015.

14. CORPORATE GOVERNANCE REPORT

As per Regulation 15(2) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the provisions related to Corporate Governance are not applicable on the "Companies having paid up equity share capital not exceeding Rs. 10 crores and Net Worth not exceeding Rs. 25 crores, as on the last day of the previous financial year". Since the Company fulfils the criteria(s) as mentioned above, the Company is exempted from complying with the Corporate Governance provisions as envisaged under the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and therefore report on Corporate Governance for the year under review is not required to be enclosed along with this report.

15. COMPENSATION POLICY FOR BOARD AND SENIOR MANAGEMENT

Based on the recommendations of the Nomination and Remuneration Committee, the Board had approved the Nomination and Remuneration Policy for Directors, KMP, Senior Management and other employees of the Company. The Nomination and Remuneration Policy is annexed to this report as **Annexure 1**.

16. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

During the year under review, the Company has not given any loan, provided guarantees or made investments under the provisions of Section 186 of the Companies Act, 2013.

17. RELATED PARTY TRANSACTIONS

During the year under review, the Company has not entered into any contract or arrangement with any related party attracting the provisions of Section 188 of the Companies Act, 2013. In view of this Form AOC-2 is not attached with this report.

Further, there have been no materially significant related party transactions between the Company and the Directors, the management, the associate or the relatives except for those disclosed in the financial statements.

18. MATERIAL CHANGES AND COMMITMENTS

During the period between the close of the financial year of the Company to which the financial statements relate and the date of this report, there were no material changes and commitments that affects the financial position of the Company.

19. DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Retirement by rotation: Pursuant to Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013, one third of such of the directors as are liable to retire by rotation, shall retire at every Annual General Meeting. The retiring directors may offer themselves for re-appointment at every Annual General Meeting. Accordingly, Mr. Sashi Sekhar Mishra, Director & Manager, shall retire by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment in accordance with the provisions of Companies Act, 2013.

B. There was no change in the composition of the Board of the Company during the year under review.

C. Formal Annual Evaluation: Pursuant to provisions of the Companies Act, 2013 the Board has carried out an evaluation of its own performance, the Directors individually and the evaluation of the working of its Audit committee, Nomination & Remuneration Committee, Corporate Social Responsibility Committee and Stakeholder Relationship Committee.

D. Key Managerial Personnel: During the year under review, there was no change in Key Managerial Personnel of the Company.

20. COMMITTEES OF BOARD:**A. Audit Committee:**

The Audit Committee which was constituted on March 31, 2015, was re-constituted on February 12, 2019. The Committee has adopted a Charter for its functioning. The primary objective of the Committee is to monitor and provide effective supervision of the Management's financial reporting process, to ensure accurate and timely disclosures, with the highest levels of transparency, integrity and quality of financial reporting.

The Committee met 5 (Five) times during the Financial Year 2023-24 on 29th May, 2023; 10th August, 2023; 10th November, 2023; 8th December, 2023 and 12th February, 2024. As on the date of this report, the Committee is comprises of:

| S. No. | Name of Director | Category | Designation |
|--------|-----------------------------|--------------------------|-------------|
| 1 | Mr. Suresh Chand Sharma | Independent Director | Chairman |
| 2 | Mr. P S Ravishankar | Independent Director | Member |
| 3 | Mr. Sunil Kumar Shrivastava | Non-Independent Director | Member |

B. Nomination and Remuneration Committee:

The Nomination & Remuneration Committee which was constituted on March 31, 2015, was re-constituted on February 12, 2019. The Committee has adopted a Charter for its functioning. The primary objective of the Committee is to recommend suggestions to the Board of Directors pertaining to the Remuneration for Directors, KMP and all other employees of the Company.

During the Financial Year 2023-24, the Committee met on 29th May, 2023 and 12th February 2024. As on the date of this report, the Committee comprises of:

| S. No. | Name of Director | Category | Designation |
|--------|-----------------------------|--------------------------|-------------|
| 1 | Mr. Suresh Chand Sharma | Independent Director | Chairman |
| 2 | Mr. P S Ravishankar | Independent Director | Member |
| 3 | Mr. Sunil Kumar Shrivastava | Non-Independent Director | Member |

The Nomination and Remuneration Policy of the Company is Annexed to this Report as **Annexure 1**.

C. Stakeholder Relationship Committee

The Stakeholder Relationship Committee which was constituted on March 31, 2015, was re-constituted on February 12, 2019. The Committee has adopted a Charter for its functioning. The primary objective of the Committee is to consider and resolve the grievances of Security Holders of the Company.

During the Financial Year 2023-24, the Committee met 4 (four) times on 29th May, 2023; 27th September, 2023; 6th November, 2023 and 12th February, 2024. As on the date of this report, the Committee comprises of:

| S. No. | Name of Director | Category | Designation |
|--------|-----------------------------|--------------------------|-------------|
| 1 | Mr. Suresh Chand Sharma | Independent Director | Chairman |
| 2 | Mr. P S Ravishankar | Independent Director | Member |
| 3 | Mr. Sunil Kumar Shrivastava | Non-Independent Director | Member |

D. Corporate Social Responsibility Committee:

The Corporate Social Responsibility Committee was constituted on February 12, 2019. During the Financial Year 2023-24, the Committee met on 29th May, 2023. As on the date of this report, the Committee comprises of:

| S. No. | Name of Director | Category | Designation |
|--------|-----------------------------|--------------------------|-------------|
| 1 | Mr. Suresh Chand Sharma | Independent Director | Chairman |
| 2 | Mr. P S Ravishankar | Independent Director | Member |
| 3 | Mr. Sunil Kumar Shrivastava | Non-Independent Director | Member |

The CSR Policy of the Company can be viewed at <https://idmlimited.in/policies-2/>

A brief outline of the CSR Policy of the Company and other details as required in prescribed under Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021 are set out in **Annexure 2** of this Report.

21. Vigil Mechanism

The Board at its meeting held on March 31, 2015, approved the Vigil Mechanism that provides a formal mechanism for all Directors, employees and vendors of the Company to report genuine concerns or grievances about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct.

The Vigil mechanism provides a channel to the employees, Directors etc to report to the management concerns about unethical behavior, actual or suspected fraud or violation of the Code of Conduct or legal or regulatory requirements incorrect or misrepresentation of any financial statements and reports, etc. The Vigil Mechanism policy of the Company is available on the Company's website at below link: <https://idmlimited.in/policies/>

No individual was denied access to the Audit Committee for reporting concerns, if any, during the year under review. Further, the Vigil Mechanism prescribes adequate safeguard against the victimization.

During the year under review, no complaint was received

from any Whistle Blower.

22. Independent Director's meeting

In compliance with Schedule IV to the Companies Act, 2013 and regulation 25 (3) of the SEBI Listing Regulations, 2015, a separate meeting of the independent directors was convened on 12th February, 2024.

Without the attendance of non-independent directors and members of management, inter alia, the independent directors discussed the following:

- i. Review the performance of non-independent directors and the board as a whole;
- ii. Review the performance of the chairperson of the Company, taking into account the views of executive directors and non-executive directors;
- iii. Assess the quality, quantity and timeliness of flow of information between the Company Management and the board that is necessary for the Board to effectively and reasonably perform their duties; and
- iv. Review the responsibility of independent directors with regards to internal financial controls.

23. AUDITORS AND AUDITORS' REPORT

Statutory Auditors

The Members at the 45th Annual General Meeting of the Company held on 14th September, 2022, approved re-appointment of M/s. Purushothaman Bhutani & Co., Chartered Accountants, New Delhi (FRN 005484N) as the Statutory Auditors of the Company for the further term of five years i.e. from the conclusion of 45th Annual General Meeting until the conclusion of 50th Annual General Meeting. M/s Purushothaman Bhutani & Co., Chartered Accountants resigned from the office of Statutory Auditor of the Company vide letter dated 10th November, 2023 due to pre-occupation in other assignments. There was no other material reason for resignation of statutory auditor.

The Members of the Company vide resolution passed through postal ballot process on 24th January, 2024 (the last date specified for remote e-voting) for which the voting results were declared on 25th January, 2024 approved the appointment of M/s. V. Nagarajan & Co., Chartered Accountants, (Firm Registration No. 004879N) to fill the casual vacancy in the office of Statutory Auditors of the Company caused by resignation of M/s Purushothaman Bhutani & Co., Chartered Accountants (FRN 005484N) to hold the office of Statutory Auditors of the Company until the conclusion of the ensuing Annual General Meeting of the Company.

The Auditors' Report with notes to accounts are self-explanatory and, therefore, do not call for further comments. The Audit Report does not contain any qualification, reservation or adverse remarks.

Pursuant to the recommendation of the Audit Committee, the Board of Directors have considered, approved and

recommended to the Members for their approval at the ensuing Annual General Meeting, the appointment of M/s. V. Nagarajan & Co., Chartered Accountants, (Firm Registration No. 004879N) as the Statutory Auditors of the Company, for a period of 5 (Five) consecutive years from the conclusion of the 47th Annual General Meeting till the conclusion of the 52nd Annual General Meeting to be held in the year 2029.

Internal Auditors

The Board of Directors based on the recommendation of the Audit Committee, had appointed Mr. Ashish Mittal (M.No 518891) a qualified Chartered Accountant as the Internal Auditors of the Company for the financial year 2023-24.

Secretarial Auditor

The Board has appointed M/s Rana & Associates, Practicing Company Secretaries (CP No. 22302) to conduct the secretarial audit for the financial year 2023-24 i.e. from 1st April, 2023 to 31st March, 2024. The Secretarial Audit report is annexed herewith marked as **Annexure 3** to this report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remarks.

24. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS AND OUTGO

Considering the nature of activities of your Company and fact that there has been no business in the Company during the year under review, there are no particulars to be furnished in respect of conservation of energy and technology absorption. There were no foreign exchange earning and outgo during the year under review.

25. PARTICULARS OF EMPLOYEES

During the year under review, there were no employees covered under section 197 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of managerial Personnel) Rules, 2014. Due to paucity of resources, no remuneration was paid to managerial personnel & KMPs of the Company, during the year under review. In view of above, the statement of disclosure of Remuneration as required under Section 197(12) of the Act and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 ('Rules'), is not applicable for the period under review.

26. DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

The Company has in place adequate internal financial controls commensurate with the volume of the transactions of the Company and are operating effectively. During the year under review, such controls were tested and no reportable material weakness was observed.

27. RISK MANAGEMENT POLICY

Pursuant to Section 134(3) (n) of the Companies Act, 2013, the Company has laid down Risk Management Policy to inform Board Members about the risk assessment and

minimization procedures.

28. DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SUB-SECTION (12) OF SECTION 143 OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT

The Statutory Auditors have not reported any incident of fraud by the officers or employees of the Company for the financial year under review.

29. PUBLIC DEPOSITS

As on 31st March, 2024, neither the Company has not accepted any public deposit nor there is any unclaimed deposit. Further, there is no amount of principal or interest outstanding on public deposit as on the date of Balance Sheet

30. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNAL

There were no significant material orders passed by the Regulators or Courts or Tribunals which would impact the going concern status of the Company and its future operations.

31. DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

In view of number of employees being less than prescribed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 Internal Complaints Committee under the said Act is not required to be constituted. Further, no complaint regarding sexual harassment was received during the year under review and no complaint was outstanding.

32. MAINTENANCE OF COST RECORDS

The maintenance of cost records as specified by Central Government under Section 148(1) of Companies Act, 2013 is not applicable to the Company.

33. OTHER DISCLOSURES

Your Directors state that no disclosure or reporting is required in respect of the following items, for the year under review:

- a) No application has been admitted against the Company under the Insolvency and Bankruptcy Code, 2016.
- b) There was no instance of one-time settlement with any bank or financial institution.
- c) The Company does not have any subsidiary Company, therefore providing details of payment of remuneration/commission to executive directors from subsidiary companies is not applicable.

- d) As on date of this report no employee stock option plan of the Company exists and accordingly no stock options have been granted by the Company till date.
- e) There was no instance of issue of equity shares with differential rights as to dividend, voting or otherwise and Issue of shares (including sweat equity shares) to employees.
- f) There were no unclaimed and unpaid dividends amount / the corresponding shares which were due to be transferred to Investor Education and Protection Fund during the financial year 2023-24.
- g) The Company does not have any scheme of provision of money for the purchase of its own shares by employees or by trustees for the benefit of employees.
- h) The equity shares of the Company are listed at the BSE Limited (Scrip Code 517044). The Company has paid the annual listing fee for the financial year 2024-25 to BSE Limited.
- i) During the year under review, the Company did not obtain any credit rating.
- j) There was no buy-back of shares under Section 67(3) of the Companies Act, 2013.

34. ACKNOWLEDGMENT

The Directors wish to record their appreciation to the Government authorities, Bankers and Shareholders for their co-operation and unstinted support extended to the Company during the year under review.

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

Sd/-

Sunil K Shrivastava

Director

DIN: 00259961

Address: S-1/730, Sector-5, Vaishali,
Ghaziabad -201012

Sd/-

Sashi Sekhar Mishra

Director & Manager

DIN: 03072330

Address: YB-355, Lane No. 16, Pocket-6
NTPC Anandam Society,
Greater Noida (UP) - 201308

Place: New Delhi

Date: 12 August, 2024

Annexure 1

INTERNATIONAL DATA MANAGEMENT LIMITED
NOMINATION AND REMUNERATION COMMITTEE POLICY

Introduction

The Board of Directors of International Data Management Limited constituted the “Nomination and Remuneration Committee” on 31st March, 2015 & re-constituted on February 12, 2019 consisting of three Non- Executive Directors of which majority is of Independent Directors.

1. Committee Objective:

The Committee is constituted by and accountable to the Board of Directors of International Data Management Limited. The primary objectives of the committee would be:

- 1.1. To guide or recommend the Board in relation to appointment and removal of Directors, Key Managerial Personnel and Senior Management.
- 1.2. To evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board.
- 1.3. To recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.
- 1.4. To provide to Key Managerial Personnel and Senior Management reward linked directly to their effort, performance, dedication and achievement relating to the Company’s operations.
- 1.5. To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.
- 1.6. To devise a policy on Board diversity
- 1.7. To develop a succession plan for the Board and to regularly review the plan;

2. Role of Committee

The committee shall:

- 2.1.1. formulates the criteria for determining qualifications, positive attributes and independence of a director;
- 2.1.2. identify persons who are qualified to become directors and who may be appointed in senior management;
- 2.1.3. recommend to the board relating to appointment, removal or remuneration of directors, key managerial personnel and other employees.

3. Composition

The Nomination and Remuneration Committee consist of three Non- Executive Directors majority of which are Independent Directors.

4. Frequency of the Meeting

The committee shall meet as many times as the committee deems necessary to carry out its duties effectively.

Notice of every meeting will be given to every member of the Committee.

5. Quorum

The presence of any two members of the committee is necessary to form the quorum for the meeting.

6. Decision considers by the Board but is not binding

The decision for appointment or removal of Directors, Key Managerial Personnel and Senior Management is to be considered by the Board. The committee will only recommend to the Board the candidature of the suitable personnel in the office as required from time to time. The Board is at its discretion to accept the recommendations made to them.

7. Review of Policy

This Policy will be reviewed and reassessed by the Committee as and when required and appropriate recommendations shall be made to the Board to update this Policy based on changes that may be brought about due to any regulatory amendments or otherwise.

8. Disclosure

As per Companies Act, 2013 the Board have to make disclosures of appointment and removal and managerial remuneration of Directors, key managerial personnel and senior management in the Board Report to its shareholders.

Annexure 2

**Annual Report of International Data Management Limited on the
Corporate Social Responsibility Activities**

1. Brief outline on CSR policy of the Company:

The objective of CSR policy is to lay down guiding principles for selection, implementation and monitoring of CSR activities as well as the formulation of the Annual Action Plan, for ensuring growth and advancement of society. The CSR activities, projects and programmes undertaken by the Company shall be those as recommended by the CSR Committee and are covered under the areas or subject, set out in Schedule VII of the Companies Act, 2013. In accordance with the Companies Act, 2013 the Company shall commit 2% of average net profits of the Company made during the three immediately preceding financial years towards CSR initiatives. The Company shall carry on its CSR activities through public charitable trusts registered/ any other registered trust/ any registered society/ any other company or by company directly registered with the Ministry of Corporate Affairs under the Companies Act, 2013 and Rules made thereunder, and under Sections 12A and 80G of the Income Tax Act, 1961.

2. Composition of the CSR Committee

| Sl. No. | Name of Director | Designation /Nature of Directorship | Number of meetings of CSR Committee held during the year | Number of meetings of CSR Committee attended during the year |
|---------|-----------------------------|-------------------------------------|--|--|
| 1. | Mr. Suresh Chand Sharma | Independent Director & Chairman | 1 (One) | 1 (One) |
| 2. | Mr. P S Ravishankar | Independent Director & Member | 1 (One) | 1 (One) |
| 3. | Mr. Sunil Kumar Shrivastava | Non- Independent Director & Member | 1 (One) | 1 (One) |

3. Provide the web-link(s) where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company: <https://idmlimited.in/policies/>
4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable (attach the report): **Not Applicable**
5. (a) Average net profit of the company as per sub-section (5) of section 135 - NIL
 (b) Two percent of average net profit of the company as per sub-section (5) of section 135(5) - NIL
 (c) Surplus arising out of the CSR Projects or programmes or activities of the previous financial years: NIL
 (d) Amount required to be set-off for the financial year, if any: NIL
 (e) Total CSR obligation for the financial year [(b)+(c)-(d)] - NIL
6. (a) Amount spent on CSR Project (both Ongoing Project and other than Ongoing Project): NIL
 (b) Amount spent in Administrative Overheads - NIL
 (c) Amount spent on Impact Assessment, if applicable - Not Applicable
 (d) Total amount spent for the Financial Year [(a)+(b)+(c)] -NIL
 (e) CSR amount spent or unspent for the Financial Year:

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

(f) Excess amount for set-off, if any:

| Sl. No. | Particular | Amount (in Rs.) |
|---------|---|-----------------|
| (i) | Two percent of average net profit of the company as per sub-section (5) of section 135 | NIL |
| (ii) | Total amount spent for the Financial Year | NIL |
| (iii) | Excess amount spent for the Financial Year [(ii)-(i)] | NIL |
| (iv) | Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any | NIL |
| (v) | Amount available for set off in succeeding Financial Years [(iii)-(iv)] | NIL |

7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:

| 1 Sl. No | 2 Preceding Financial Year(s) | 3 Amount transferred to Unspent CSR Account under Section 135(6) (in Rs.) | 4 Balance Amount in Unspent CSR Account under section in the reporting Financial Year (in Rs.) | 5 Amount Spent in the Financial Year (in Rs) | 6 Amount transferred to any Fund specified under Schedule VII as per Section 135(6), if any. | | 7 Amount remaining to be spent in succeeding financial years. | 8 Deficiency, if any |
|----------------|--|--|--|--|--|---------------------|---|-------------------------|
| | | | | | Amount (in Rs.) | Date of Transfer | | |
| 1 | 2020-21 | NIL | NIL | NIL | NIL | NIL | NIL | NIL |
| 2 | 2021-22 | NIL | NIL | NIL | NIL | NIL | NIL | NIL |
| 3 | 2022-23 | NIL | NIL | NIL | NIL | NIL | NIL | NIL |

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: **No**If Yes, enter the number of Capital assets created/ acquired: **Not Applicable**

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

| Sl No. | Short particulars of the property or asset(s) [including complete address and location of the property | Pincode of the property or asset(s) | Date of Creation | Amount of CSR amount spent | Details of entity/ Authority/beneficiary of the registered owner | | |
|-----------|--|---|---------------------|-------------------------------|--|------|-----------------------|
| | | | | | CSR Registration Number, if applicable | Name | Registered address |
| | NA | | | | | | |
| Nil | | | | | | | |

** (All the fields should be captured as appearing in the revenue record, flat no, house no, Municipal Office/Municipal Corporation/ Gram panchayat are to be specified and also the area of the immovable property as well as boundaries).

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per subsection (5) of section 135: **Not Applicable**

Sd/-

Suresh Chand Sharma
Chairperson of CSR Committee
DIN- 02435235

Sd/-

Sunil Kumar Shrivastava
Non Independent Director & Member
DIN- 00259961

Place: New Delhi

Date: 12th August, 2024

FORM No. MR-3
SECRETARIAL AUDIT REPORT

Annexure 3

FOR THE FINANCIAL YEAR ENDED 31ST MARCH 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,
International Data Management Limited
(CIN: L72300DL1977PLC008782)
806, Siddhartha 96, Nehru Place,
New Delhi - 110019

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices of **International Data Management Limited (CIN: L72300DL1977PLC008782)** (hereinafter called **The Company**) for the year ended 31st March 2024. 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 Company's books, minute books, forms and returns filed and other records maintained by the Company and also the information and representations 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 31st March 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, minute books, forms and returns filed and other records made available to us and maintained by Company for the financial year ended on 31st March 2024 according to the provisions of:

- (a) The Companies Act, 2013 (the Act) and the rules made there under.
- (b) The Securities Contracts (Regulations) Act, 1956 (SCRA) and the rules made there under;
- (c) The Depositories Act, 1996 and the regulations and by-laws framed there under;
- (d) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of foreign direct investment, overseas direct investment and external commercial borrowing;
- (e) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (f) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (g) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (h) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (i) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (j) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (k) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- (l) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

We have also examined compliance with the applicable clauses of the Secretarial Standards issued by The Institute of Company Secretaries of India with respect to board and general meetings.

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

We further report that:

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

Adequate notices are given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent 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 in compliance of the Act.

Decisions at the Board Meetings were taken unanimously and there is no dissent from directors during the audit period.

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.

FOR RANA & ASSOCIATES
COMPANY SECRETARIES

Sd/-

Date: 12.08.2024
Place: New Delhi

NISHANT RANA
(Proprietor)
Membership No: F10333
C.P.: 22302
UDIN: F010333F000952274

TO THE MEMBERS OF INTERNATIONAL DATA MANAGEMENT LIMITED**Report on the Audit of the Ind AS Financial Statements****Opinion**

We have audited the Ind AS Financial statements of International Data Management Limited ("the Company"), which comprise the Balance sheet as at 31st March, 2024, the Statement of Profit and Loss (including other comprehensive income), the statement of changes in equity, Cash flow Statement for the year then ended, and notes to the Ind AS financial statements, including a summary of the material accounting policies and other explanatory information (hereinafter referred to as "the Ind AS Financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("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 31st March, 2024, and its loss, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of financial statement in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the 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 financial statements.

Material Uncertainty Related to Going Concern

The Company has significant accumulated losses and has incurred losses of Rs. 17.47 lakhs during the current year and Rs. 165.47 lakhs in previous year. The Company's net worth is fully eroded and the current liabilities exceed its current assets by Rs. 410.91 lakhs as at March 31, 2024. These conditions raise a doubt regarding the Company's ability to continue as a going concern. However, the financial statements have been prepared on a going concern basis in view of the financial support from the Promoter Group to meet its financial obligations as and when they fall due.

Our opinion is not modified in respect of this matter.

Key Audit Matter

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. Except for the matter described in Material Uncertainty Related to Going Concern section, we have determined that there are no other key audit matters to communicate in our report.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, but does not include the financial statements and our auditor's report thereon.

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

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

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

Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act.. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibility for the Audit of Financial Statements

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

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

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

underlying transactions and events in a manner that achieves fair presentation.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the 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.

Other Matter

The Financial Statements of the Company for the year ended 31st March, 2023, prepared in accordance with Ind AS have been audited by the predecessor auditors. The report of the predecessor auditors dated 29th May, 2023, expressed an unmodified opinion.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us and the representation obtained from the management, we give in the "Annexure A" a statement on the matters specified in the paragraphs 3 and 4 of the said Order.
2. As required by Section 143 (3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The balance sheet, the statement of profit and loss including Other Comprehensive Income, the statement of changes in equity and the cash flow statement dealt with by this report are in agreement with the relevant books of account.
 - (d) In our opinion, the aforesaid Ind AS financial statements comply with the Ind AS specified under Section 133 of the Act.

- (e) On the basis of written representations received from the directors as on 31st March, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B".
- (g) The Company has not paid or provided for any managerial remuneration during the year. Accordingly, reporting under section 197 (16) of the Act is not applicable.
- (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) The Company does not have any pending litigations which would impact its financial position;
 - ii) The Company did not have any long-term contracts including derivative contracts, for which there were any material foreseeable losses.
 - iii) There were no amounts, which were required to be transferred during the year to the Investor Education and Protection Fund by the Company.
 - iv) (a) The management has represented to us that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other 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;
 - (b) The management has also represented to us, that, to the best of its knowledge and belief, 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
- (c) Based on such audit procedures that we 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 (a) and (b) contain any material mis-statement.
- v) No dividend declared or paid during the year by the company.
3. Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account 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. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the company as per the statutory requirements for record retention.

For V Nagarajan & Co.
Chartered Accountants
FRN : 004879N

Sd/-

Pradeep Kumar
Partner

M.No. 514068

Place: New Delhi
Date: 27th May 2024

UDIN: 24514068BKCAUI9648

"Annexure A" referred to in the Independent Auditors' report to the shareholders of International Data Management Limited on the accounts for the year ended 31st March, 2024.

To the best of our information, according to the explanations provided to us the company and the books of account and records examined by us in the normal course of audit, we state that :

I. In respect of its Property Plant and Equipment:

- a) (A) The Company does not have any property, plant and equipment accordingly, reporting under clause 3(i)(a)(A) of the Companies (Auditor's Report) Order, 2020 (hereinafter referred to as 'the Order') is not applicable to the Company.
- (B) The Company does not have any intangible assets and accordingly, reporting under clause 3(i)(a)(B) of the Order is not applicable to the Company.
- b) The property, plant and equipment have been physically verified by the management during the year and no material discrepancies were noticed on such verification. In our opinion, the frequency of

- physical verification program adopted by the Company, is reasonable having regard to the size of the Company and the nature of its assets
- c) The title deeds of all the immovable properties (including investment properties) held by the Company (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company.
 - d) The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the year.
 - e) Based on the audit procedure performed and the representation obtained from the management, 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.
- ii. a) The Company does not hold any inventory. Accordingly, reporting under clause 3(ii)(a) of the Order is not applicable to the Company.
 - b) The Company has not been sanctioned working capital limits by banks or financial institutions on the basis of security of current assets during any point of time of the year. Accordingly, reporting under clause 3(ii)(b) of the Order is not applicable to the Company
 - iii. The Company has not made investment, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or other parties. Therefore, the provisions of clause 3(iii)(a) to 3(iii)(f) of the Order are not applicable.
 - iv. In our opinion and according to the information and explanations given to us and the representation obtained from the management (i) the Company has not granted any loans to any of its directors or any other person to whom director is interested or given guarantee or provided any security in connection with any loan taken by him or such other person within the meaning of section 185 of the Act and (ii) the Company has not given any loan, given any guarantee or provided any security and acquired securities within the meaning of section 186 of the Act.
 - v. In our opinion, and according to the information and explanations given to us, the Company has not accepted any deposits or there is no amount which has been considered as deemed deposit within the meaning of sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.
 - vi. The Central Government has not prescribed maintenance of cost records under sub-section (1) of section 148 of the Companies Act, 2013 in respect of Company's activities. Hence, reporting under clause (vi) of the Order is not applicable to the Company.
 - vii. a) In our opinion, and according to the information and explanations given to us, undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, have generally been regularly deposited with the appropriate authorities by the Company, though there have been slight delays in a few cases. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.
 - b) There are no disputed statutory dues referred to in clause (a) above which have remained unpaid as on 31st March, 2024.
 - viii. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
 - ix. a) On the basis of the verification of records and information and explanations given to us, the Company has not defaulted in repayment of loans or other borrowings 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) According to the information and explanations given to us, the Company has taken term loans during the year. Further, term loans were applied for the purpose 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) According to the information and explanations given to us, the Company does not have any subsidiaries, associate or joint venture within the meaning of Companies Act, 2013. Hence, reporting under clause 3(ix) (e) and clause 3(ix)(f) of the Order is not applicable.
 - x. (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
 - (b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.
 - xi. a) Based on the audit procedure performed and the representation obtained from the management, we report that no case of fraud by the Company or on the Company has been noticed or reported during the year under audit.

- b) No report under section 143(12) of the Act has been filed with the Central Government for the period covered by our audit.
- c) According to the information and explanations given to us including the representation made to us by the management of the Company, there are no whistle-blower complaints received by the Company during the year.
- xii The Company is not a Nidhi Company. Therefore, the provisions of clause 3(xii) of the Order are not applicable.
- xiii. In our opinion and according to the information and explanations given to us, all transactions entered into by the Company with the related parties are in compliance with sections 177 and 188 of the Act, where applicable. Further, the details of such related party transactions have been disclosed in the financial statements, as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified in Companies (Indian Accounting Standards) Rules 2015 as prescribed under section 133 of the Act).
- xiv (a) In our opinion the Company has an adequate internal audit system as required under section 138 of the Act commensurate with the size and the nature of its business.
- (b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
- xv. According to the information and explanations given to us and the representation obtained from the management, the Company has not entered into any non-cash transactions with directors or persons connected with him. Therefore, the provisions of section 192 of the Act are not applicable to the Company.
- xvi. a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.
- b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- xvii. The Company has incurred cash losses amounting to Rs. 17.47 lakhs during the current financial year covered by our audit and the Rs. **165.53** In the immediately preceding financial year
- xviii. There has been resignation of the statutory auditors during the year and based on the information and explanations given to us by the management and the response to our communication with the outgoing auditors, there have been no issues, objections or concerns raised by the outgoing auditors.
- xix On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of

- Directors and management plans, and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx According to the information and explanations given to us, the Company does not fulfill the criteria as specified under section 135(1) of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 and according, reporting under clause 3(xx) of the Order is not applicable to the Company.
- xxi The Company is not required to prepare consolidated financial statements and accordingly clause 3(xxi) of the Order is not applicable.

For V Nagarajan & Co.
Chartered Accountants
FRN : 004879N

Sd/-

Pradeep Kumar
 Partner

M.No. 514068

Place: New Delhi

Date: 27th May 2024

UDIN: 24514068BKCAUI9648

“Annexure B” to the Independent Auditors’ report on the Financial statements of International Data Management Limited for the year ended 31st March, 2024.

Report on the internal financial controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

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

Opinion

We have audited the internal financial controls over financial reporting of 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.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2024, based on the internal financial controls with reference to 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 (the “Guidance Note”).

Management’s Responsibility for Internal Financial

Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Internal Financial Control over Financial Reporting issued by the ICAI.

For V Nagarajan & Co.
Chartered Accountants
FRN : 004879N

Sd/-

Pradeep Kumar
Partner

M.No. 514068

Place: New Delhi
Date: 27th May 2024

UDIN: 24514068BKCAUI9648

Balance Sheet as at 31 March 2024
(All amount in ₹ lakhs unless otherwise stated)

| | Notes | As at March 31, 2024 (in Rs.) | As at March 31, 2023 (in Rs.) |
|---|-------|-------------------------------------|-------------------------------------|
| ASSETS | | | |
| Non-current assets | | | |
| ASSETS | | | |
| Non-current assets | | | |
| Property, plant and equipment | 3 | - | 0.59 |
| Financial assets | | | |
| Other financial assets | 4 | - | 3.38 |
| Total non-current assets | | - | 3.97 |
| Current assets | | | |
| Financial assets | | | |
| Cash and cash equivalents | 5 | 11.41 | 2.85 |
| Other current assets | 6 | - | 0.12 |
| Total current assets | | 11.41 | 2.97 |
| Total assets | | 11.41 | 6.94 |
| EQUITY AND LIABILITIES | | | |
| Equity | | | |
| Equity share capital | 7 | 220.00 | 220.00 |
| Other equity | 8 | (630.91) | (613.44) |
| Total equity | | (410.91) | (393.44) |
| Current liabilities | | | |
| Financial liabilities | | | |
| Borrowings | 9 | 419.55 | 399.55 |
| Trade payables | 10 | | |
| -total outstanding dues of micro enterprises and small enterprises | | | |
| -total outstanding dues of creditors other than micro enterprises and small enterprises | | 1.50 | 0.55 |
| Other current liabilities | 11 | 1.27 | 0.28 |
| Total current liabilities | | 422.32 | 400.38 |
| Total liabilities | | 422.32 | 400.38 |
| Total equity and liabilities | | 11.41 | 6.94 |
| Summary of material accounting policies | 1-2 | | |
| The accompanying notes form an integral part of the financial statements | 3-23 | | |

As per our report of even date attached

For V Nagarajan & Co.
Chartered Accountants
Firm Registration No. 004879N

For and on behalf of Board
International Data Management Limited

Pradeep Kumar
Partner
Membership No 514068

Sunil Kumar Shrivastava
Director
DIN:00259961

Sashi Sekhar Mishra
Manager & Director
DIN:03072330

Place: New Delhi
Date: 27 May 2024
UDIN : 24514068BKCAUI9648

Pradeep Tahiliani
Company Secretary & Compliance Officer
Membership No.ACS18570

Bina Bhatia
Chief Financial Officer
PAN:BDYPB0279A
Place: New Delhi
Date: 27 May 2024

Statement of Profit and Loss for the year ended on 31 March 2024
(All amount in ₹ lakhs unless otherwise stated)

| | Notes | For the Year Ended March 31, 2024 (in Rs.) | For the Year Ended March 31, 2023 (in Rs.) |
|---|------------------------|---|---|
| Income | | | |
| Other Income | 12 | - | 0.06 |
| Total Income | | - | 0.06 |
| Expenses | | | |
| Other expenses | 13 | 17.44 | 165.53 |
| Total expenses | | 17.44 | 165.53 |
| Profit / (loss) before exceptional items and tax | | (17.44) | (165.47) |
| Exceptional Items | | - | - |
| Profit(loss) before before tax | | (17.44) | (165.47) |
| Tax expense: | | | |
| (1) Current year | | - | - |
| (2) Earlier years | | 0.03 | - |
| Net loss for the year | (a) | (17.47) | (165.47) |
| Other comprehensive income | | - | - |
| Other comprehensive income for the year, net of income tax | (b) | - | - |
| Total comprehensive loss for the year | (c) = (a) + (b) | (17.47) | (165.47) |
| Earnings per equity share: | | | |
| Basic earning per share | 14 | (0.79) | (7.52) |
| Diluted earning per share | | (0.79) | (7.52) |
| Summary of material accounting policies | 1-2 | | |
| The accompanying notes form an integral part of the financial statements. | 3-23 | | |

As per our report of even date attached

For V Nagarajan & Co.
Chartered Accountants
Firm Registration No. 004879N

For and on behalf of Board
International Data Management Limited

Pradeep Kumar
Partner
Membership No 514068

Sunil Kumar Shrivastava
Director
DIN:00259961

Sashi Sekhar Mishra
Manager & Director
DIN:03072330

Place: New Delhi
Date: 27 May 2024
UDIN : 24514068BKCAUI9648

Pradeep Tahiliani
Company Secretary & Compliance Officer
Membership No.ACS18570

Bina Bhatia
Chief Financial Officer
PAN:BDYPB0279A
Place: New Delhi
Date: 27 May 2024

Cash Flow Statement for the year ended 31 March 2024
(All amount in ₹ lakhs unless otherwise stated)

| | For the Year Ended March 31, 2024 (in Rs.) | For the Year Ended March 31, 2023 (in Rs.) |
|---|---|---|
| (A) Cash flow from operating activities | | |
| Profit/ (loss) before tax | (17.44) | (165.47) |
| Adjustments for: | | |
| Advance tax written off | - | 156.83 |
| Provision for diminution in assets | 3.97 | |
| Operating profit/ (loss) before working capital changes | (13.46) | (8.64) |
| Movement in working capital | | |
| Increase in other current assets | 0.12 | - |
| Increase in other non-current assets | - | |
| (Decrease)/Increase in trade payable | 0.95 | (1.93) |
| Decrease in other current liability | 0.99 | (0.10) |
| Cash flow from operating activities post working capital changes | (11.41) | (10.67) |
| Income tax paid (net) | (0.03) | - |
| Net cash flow from operating activities (A) | (11.44) | (10.67) |
| (B) Cash flows from investing activities | | |
| Interest on FD | - | - |
| Net cash flows used in investing activities (B) | - | - |
| (C) Cash flows from financing activities | | |
| Proceeds from borrowings | 20.00 | 12.00 |
| Net cash used in financing activities (C) | 20.00 | 12.00 |
| Total (A) + (B) + (C) | 8.56 | 1.33 |
| Opening balance of cash & cash equivalents | 2.85 | 1.52 |
| Closing balance of cash & cash equivalents | 11.41 | 2.85 |
| Net increase/ (decrease) in cash and cash equivalents | 8.56 | 1.33 |

Note: The above statement of Cash Flow has been prepared under the 'Indirect Method' as set out in Ind AS 7, 'Statement of Cash Flows'.

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

As per report of even date attached

For V Nagarajan & Co.
Chartered Accountants
Firm Registration No. 004879N

For and on behalf of Board
International Data Management Limited

Pradeep Kumar
Partner
Membership No 514068

Sunil Kumar Shrivastava
Director
DIN:00259961

Sashi Sekhar Mishra
Manager & Director
DIN:03072330

Place: New Delhi
Date: 27 May 2024
UDIN : 24514068BKCAUI9648

Pradeep Tahiliani
Company Secretary & Compliance Officer
Membership No.ACS18570

Bina Bhatia
Chief Financial Officer
PAN:BDYPB0279A
Place: New Delhi
Date: 27 May 2024

Statement of changes in equity for the year ended 31 March 2024
(All amount in ₹ lakhs unless otherwise stated)

| | | |
|----------|---|---------------|
| A | Equity share capital | Amount |
| | Balance as at 01 April 2023 | 220.00 |
| | Changes in equity share capital during the year | - |
| | Balance as at 31 March 2024 | 220.00 |

B **Other equity**

| | Capital redemption reserve | Securities premium reserve | Capital reserve | Retained earnings | Total |
|------------------------------------|----------------------------|----------------------------|-----------------|-------------------|-----------------|
| Balance as at 01 April 2023 | 6.00 | 17.60 | 345.54 | (982.58) | (613.44) |
| Profit/ (loss) for the year | - | - | - | (17.47) | (17.47) |
| Balance as at 31 March 2024 | 6.00 | 17.60 | 345.54 | (1,000.05) | (630.91) |

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

For V Nagarajan & Co.
Chartered Accountants
Firm Registration No. 004879N

For and on behalf of Board
International Data Management Limited

Pradeep Kumar
Partner
Membership No 514068

Sunil Kumar Shrivastava
Director
DIN:00259961

Sashi Sekhar Mishra
Manager & Director
DIN:03072330

Place: New Delhi
Date: 27 May 2024
UDIN : 24514068BKCAUI9648

Pradeep Tahiliani
Company Secretary & Compliance Officer
Membership No.ACS18570

Bina Bhatia
Chief Financial Officer
PAN:BDYBP0279A
Place: New Delhi
Date: 27 May 2024

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2024**1. General information**

International Data Management Limited (“the Company”) is a public limited company incorporated under the provisions of Companies Act, 2013. The Company is domiciled in India with its registered office situated at 806, Siddhartha, 96, Nehru Place, New Delhi – 110019, India. The Company’s shares are listed with BSE Limited. The Company’s primary line of business had been manufacturing of computers and related peripherals.

2.1 Basis of preparation**A. Statement of compliance**

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).

The financial statements were approved by the Company’s Board of Directors on 27 May 2024.

Details of the Company’s accounting policies are included in Note 2.2.

B. Functional and presentation currency

These financial statements are presented in Indian Rupees (Rs.), which is also the Company’s functional currency.

C. Basis of measurement

The financial statements have been prepared on the historical cost basis except for certain financial assets and liabilities which have been measured at fair value.

D. Use of estimates and judgments

The preparation of financial statements in conformity with Ind AS requires the management to make judgments, estimates and assumptions that affects the application of accounting policies and the reported amounts of revenues, expenses, assets and liabilities. Although these estimates are based on the management’s best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

Estimates and underlying assumptions are reviewed on an ongoing basis. Any revisions to accounting estimates are recognized prospectively in current and future periods.

E. Current and non-current classification

The Company presents assets and liabilities in the balance sheet based on current / non-current classification.

An asset is classified as current when it satisfies any of the following criteria:

- it is expected to be realized in, or is intended for sale or consumption in, the Company’s normal operating cycle.
- it is held primarily for the purpose of being traded;
- it is expected to be realized within 12 months after the reporting date; or
- it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability

for at least 12 months after the report date

A liability is classified as current when it satisfies any of the following criteria:

- it is expected to be settled in the Company’s normal operating cycle;
- it is held primarily for the purpose of being traded;
- it is due to be settled within 12 months after the reporting date; or
- the Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current assets/liabilities include current portion of non-current financial assets/liabilities respectively. All other assets/ liabilities are classified as non-current. Deferred tax assets and liabilities (if any) are classified as non-current assets and liabilities.

Operating cycle

Based on the nature of the operations and the time between the acquisition of assets for processing and their realization in cash or cash equivalents, the Company has ascertained its operating cycle as twelve months for the purpose of current/non-current classification of assets and liabilities.

2.2 Summary of material accounting policies**a) Financial instruments****i) Recognition and initial measurement**

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument. A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

ii. Classification and subsequent measurement**Financial assets**

On initial recognition, a financial asset is classified as measured at:

- amortised cost;
- fair value through other comprehensive income (FVOCI)-debt investment;
- fair value through other comprehensive income (FVOCI)-equity investment; or
- FVTPL

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as FTVPL:

- the asset is held within a business model whose objective is to hold assets 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.

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as FVTPL:

- the asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets, and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial asset: Business model assessment

The Company makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management, for instance the stated policies and objectives for the portfolio, frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Company's continuing recognition of the assets.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

Financial assets: Assessment whether contractual cash flows are solely payments of principal and interest.

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this

condition. In making this assessment, the Company considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rates including variable interest rate features and
- prepayment and extension features.

Financial assets: Subsequent measurement and gains and losses

Financial assets at FVTPL

These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.

Financial assets at amortised cost

These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

Debt investments at FVOCI

These assets are subsequently measured at fair value. Interest income under the effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. Other net gains and losses recognised in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss.

Equity investments at FVOCI

These assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to profit or loss.

Financial liabilities: Classification, subsequent measurement and gains and losses

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.

iii. 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 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.

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.

iv. Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to the asset and settle the liability simultaneously.

b) Intangible asset under development

Costs incurred on development of intangible assets are classified as intangible assets under development.

c) Impairment

i. Impairment of financial instruments

The Company recognises loss allowances for expected credit losses on financial assets measured at amortised cost.

At each reporting date, the Company assesses whether financial assets carried at amortised cost and debt securities at FVOCI are credit impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

The Company measures loss allowances at an amount equal to lifetime expected credit losses.

Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

12-month expected credit losses are the portion of expected credit losses that result from default events that are possible within 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

In all cases, the maximum period considered when estimating expected credit losses is the maximum contractual period over which the

Company is exposed to credit risk.

The Company assumes that the credit risk on a financial asset has increased significantly if it is more than 30 days past due.

The Company considers a financial asset to be in default when:

- the borrower is unlikely to pay its credit obligations to the Company in full, without recourse by
- the Company to actions such as realising security (if any is held); or the financial asset is 90 days or more past due

ii. Impairment of non-financial assets

The carrying amounts of assets are reviewed at each reporting date if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset (or cash generating unit) exceeds its recoverable amount. The recoverable amount is the greater of the asset's (or cash generating unit's) net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and risks specific to the asset (or cash generating unit).

An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined net of depreciation or amortisation, if no impairment loss had been recognised. The carrying amounts of assets are reviewed at each reporting date if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset (or cash generating unit) exceeds its recoverable amount. The recoverable amount is the greater of the asset's (or cash generating unit's) net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and risks specific to the asset (or cash generating unit). An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying of the asset does not exceed its recoverable amount, nor exceed the

carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the Statement of Profit or Loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as an increase in revaluation.

d) Provisions (other than for employee benefits)

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost. Expected future operating losses are not provided for. Provisions are reviewed by the management at each reporting date and adjusted to reflect the current best estimates.

e) Contingent liabilities

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

f) Income taxes

Income tax comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to an item recognised directly in equity or in other comprehensive income.

i. Current tax

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

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

ii. Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits. Deferred tax is not recognised for:

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

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets – unrecognised or recognised, are reviewed at each reporting date and are recognised/reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realized.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

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

g) Cash and cash equivalents

Cash and short-term deposits in the balance sheet comprise cash at banks and cash in hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

Cash and cash equivalents include bank overdrafts as same form an integral part of Company's cash management for the purpose of preparing of cash flow statements.

h) Earnings per equity share

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

i) Recent accounting pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended 31 March 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

Notes to the Financial statements for the year ended 31 March 2024**(All amount in ₹ lakhs unless otherwise stated)****3. Property, plant and equipment****Description****Gross carrying value**

As at 01 April 2022

Additions

Disposals

As at 31 March 2023

Additions

Disposals

Less: Provision made during the year

As at 31 March 2024**Accumulated depreciation**

As at 01 April 2022

Charge for the year

As at 31 March 2023

Charge for the year

As at 31 March 2024**Net block as at 31 March 2023****Net block as at 31 March 2024****Freehold land****Total**

0.59

0.59

-

-

-

-

0.59**0.59**

-

-

-

-

(0.59)

-

0.00**0.00**

-

-

-

-

-

-

-

-

0.59**0.59****NIL****NIL****4. Other Financial Assets****As at
31 March 2024
(in Rs.)****As at
31 March 2023
(in Rs.)****Unsecured, considered good**

Security deposits

3.38

3.38

Less: Provision made during the year

(3.38)

-

-

3.38**5. Cash and cash equivalents****As at
31 March 2024
(in Rs.)****As at
31 March 2023
(in Rs.)**

Balances with banks

-on current accounts

11.41

2.85

11.41**2.85****6. Other current assets****As at
31 March 2024
(in Rs.)****As at
31 March 2023
(in Rs.)**

Advances to supplier

-

0.12

-

0.12

7. Equity share capital

| | As at 31 March 2024 (in Rs.) | As at 31 March 2023 (in Rs.) |
|--|------------------------------------|------------------------------------|
| Authorised capital | | |
| 75,000 (Previous Year : 75,000) | | |
| 13% Redeemable cumulative preference shares of ₹ 10 each | 7.50 | 7.50 |
| 10,925,000 (Previous year : 10,925,000) | | |
| Equity shares of ₹ 10 each | 1,092.50 | 1,092.50 |
| | 1,100.00 | 1,100.00 |
| Issued, subscribed capital and fully paid up | | |
| 2,200,000 (Previous year : 2,200,000) | | |
| Equity shares of ₹ 10 each | 220.00 | 220.00 |
| | 220.00 | 220.00 |

Of the above,

(i) 8,50,170 shares were issued as fully paid bonus shares by capitalisation of reserves, and

(ii) 4,40,000 shares were issued on part conversion of debentures

(i) Reconciliation of equity shares outstanding at the beginning and at the end of the year.

| | As at 31 March 2024 | | As at 31 March 2023 | |
|---|---------------------|---------------|---------------------|---------------|
| | No. in lakhs | (₹ in lakhs) | No. in lakhs | (₹ in lakhs) |
| Equity shares at the beginning of the year | 22.00 | 220.00 | 22.00 | 220.00 |
| Shares issued during the period | - | - | - | - |
| Shares bought back during the period | - | - | - | - |
| Equity shares at the end of the year | 22.00 | 220.00 | 22.00 | 220.00 |

(ii) Terms/rights attached to equity shares

The company has only one class of equity shares having a par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividends in Indian rupees.

In the event of liquidation of the company, the holders of the equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(iii) Details of shareholders holding more than 5% shares in the Company

| | As at 31 March 2024 | | As at 31 March 2023 | |
|--|---------------------|-----------|---------------------|-----------|
| | No. of shares | % holding | No. of shares | % holding |
| Equity shares of ₹ 10 each fully paid up | | | | |
| HCL Corporation Private Limited | | | | |
| Investing party (to which the Company is an associate) | 490,125 | 22.28 | 490,125 | 22.28 |

As per records of the company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

(iv) Shares held by the promoter at the end of the year

| SI No. | Promoter Name | No of shares | % of total shares | % change during the year |
|--------|------------------------------------|-----------------|-------------------|--------------------------|
| 1 | HCL Corporation Private Limited | 4,90,125 | 22.28 | NIL |
| 2 | Apollo Trading & Finance Pvt. Ltd. | 38,220 | 1.74 | NIL |
| 3 | Viren Investments Pvt Ltd | 16,250 | 0.74 | NIL |
| 4 | Vireet Investments Pvt Ltd | 11,250 | 0.51 | NIL |
| 5 | Molly Trading Co Pvt Ltd | - | - | Refer Note* |
| | | 5,55,845 | 25.27 | |

*Note-Pursuant to an order passed by Hon'ble NCLT, Delhi Bench, Molly Trading Company Private Limited holding 1,200 shares was amalgamated with an existing shareholder forming part of 'Public Shareholders' category of the Company.

| | As at 31 March 2024 (in Rs.) | As at 31 March 2023 (in Rs.) |
|--|------------------------------------|------------------------------------|
| 8 Other equity | | |
| Capital redemption reserve | 6.00 | 6.00 |
| Capital reserve | 345.54 | 345.54 |
| Securities premium reserve | 17.60 | 17.60 |
| Surplus in the statement of profit and loss | | |
| As per last balance sheet | (982.58) | (817.11) |
| Add: Net profit/ (loss) for the year | (17.47) | (165.47) |
| Closing balance | (1,000.05) | (982.58) |
| | (630.91) | (613.44) |

Nature and purpose of other reserves**Capital reserve**

This reserve represents the excess of net assets taken, over the cost of consideration paid at the time of amalgamation done previously. This reserve is not available for the distribution to the shareholders.

Securities premium reserve

Securities premium reserve represents premium received on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act.

| | As at 31 March 2024 (in Rs.) | As at 31 March 2023 (in Rs.) |
|--|------------------------------------|------------------------------------|
| 9. Borrowings | | |
| Loan from related party (refer note 16)* | 419.55 | 399.55 |
| | 419.55 | 399.55 |

Notes:

* As per the terms of the contract, the loan is interest-free and is repayable within twelve months from the date of sanction or is repayable on demand.

| | As at 31 March 2024 (in Rs.) | As at 31 March 2023 (in Rs.) |
|---|------------------------------------|------------------------------------|
| 10. Trade payables | | |
| -total outstanding dues of micro enterprises and small enterprises | 0.14 | - |
| -total outstanding dues of creditors other than micro enterprises and small enterprises | 1.36 | 0.55 |
| | 1.50 | 0.55 |

(i) Dues to micro and small enterprises pursuant to section 22 of the Micro, Small and Medium Enterprises Development Act (MSMED), 2006

On the basis of confirmation obtained from suppliers who have registered themselves under the Micro, Small and Medium Enterprises Development Act ,2006 (MSMED Act, 2006) and based on the information available with the company, the following are the details:

| | | |
|--|------|-----|
| Principal amount remaining unpaid | 0.14 | Nil |
| Interest accrued and due thereon remaining unpaid | Nil | Nil |
| Interest paid by the company in terms of service 16 of MSMED Act 2006, along with the amount of the payment made to the suppliers and service providers beyond the appointed day during the year. | | |
| 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 MSMED Act ,2006. | Nil | Nil |
| Interest accrued and remaining unpaid as at the end of the year | Nil | Nil |
| Further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act,2006. | Nil | Nil |

Trade Payable Ageing Schedule as at 31 March 2024

| Particulars | Less than 1 Year | 1-2 Year | 2-3 Year | > 3 year | Total |
|-----------------------------|------------------|-------------|----------|----------|-------------|
| (I) MSME | 0.14 | - | - | - | 0.14 |
| (ii) Others | 0.71 | 0.65 | - | - | 1.36 |
| (iii) Disputed dues — MSME | - | - | - | - | - |
| (iv) Disputed dues - Others | - | - | - | - | - |
| Total | 0.85 | 0.65 | - | - | 1.50 |

Trade Payable Ageing Schedule as at 31 March 2023

| Particulars | Less than 1 Year | 1-2 Year | 2-3 Year | > 3 year | Total |
|-----------------------------|------------------|----------|-------------|-------------|-------------|
| (I) MSME | - | - | - | - | - |
| (ii) Others | 0.15 | - | 0.38 | 0.02 | 0.55 |
| (iii) Disputed dues — MSME | - | - | - | - | - |
| (iv) Disputed dues - Others | - | - | - | - | - |
| Total | 0.15 | - | 0.38 | 0.02 | 0.55 |

| | As at 31 March 2024 (in Rs.) | As at 31 March 2023 (in Rs.) |
|---|--|--|
| 11 Other current liabilities | | |
| Statutory Dues | 0.19 | 0.02 |
| Provision for Expenses | 1.08 | 0.26 |
| | 1.27 | 0.28 |
| 12 Other Income | | |
| Liabilities written back | - | 0.06 |
| | - | 0.06 |
| 13. Other expenses | For the year ended 31 March 2024 (in Rs.) | For the year ended 31 March 2023 (in Rs.) |
| Legal and professional fees | 5.17 | 3.75 |
| Listing fees | 3.83 | 3.54 |
| Auditor's remuneration | 1.00 | 0.26 |
| Advertising & Publication | 0.60 | 0.65 |
| Advance income tax written off | - | 156.83 |
| Communication Expense | 0.03 | - |
| Membership Expense | 0.06 | - |
| Printing & Stationery | 1.89 | - |
| Interest Expense | 0.05 | - |
| Miscellaneous expenses | 0.83 | 0.50 |
| Provision for diminution of assets | 3.98 | - |
| | 17.44 | 165.53 |
| Payment to auditor | | |
| As auditor : | | |
| Audit fee | 1.00 | 0.26 |
| Reimbursement of expenses | - | - |
| | 1.00 | 0.26 |
| 14. Earnings per share | For the year ended 31 March 2024 (in Rs.) | For the year ended 31 March 2023 (in Rs.) |
| Earning | | |
| Net profit(loss) attributable to equity shareholder (basic and diluted) | (17.47) | (165.47) |
| Shares | | |
| Weighted average number of equity shares (basic and diluted) | 2,200,000 | 2,200,000 |
| Nominal value of each equity share (₹) | 10.00 | 10.00 |
| Earning per share (basic and diluted) (₹) | (0.79) | (7.52) |
| | For the year ended 31 March 2024 (in Rs.) | For the year ended 31 March 2023 (in Rs.) |
| 15. Deferred tax | | |
| Income tax expense recognised in statement of profit and loss | | |
| Income tax -current year | - | - |
| Income tax -earlier year | - | - |
| | - | - |

The major components of income tax expense and the reconciliation of expense based on the domestic effective tax rate of at 25.08% and the reported tax expense in profit or loss are as follows:

Particulars

| | | |
|---|---------|----------|
| Profit/ (loss) before tax | (17.44) | (165.47) |
| Income tax using the Company's domestic tax rate * | 25.08% | 27.82% |
| Expected tax expense [A] | - | - |
| Tax effect of adjustment to reconcile expected income tax expense to reported income tax expense | | |
| Difference in property, plant and equipment as per books and Income Tax Act, 1961 | - | - |
| Previously unrecognised tax losses now recouped to reduce current tax expense | - | - |
| Deferred tax not created on unabsorbed losses | - | - |
| Total adjustments [B] | - | - |
| Actual tax expense [C=A+B] | - | - |

*Domestic tax rate applicable to the Company has been computed as follows

| | | |
|----------------------|--------|--------|
| Base tax rate | 22% | 25% |
| Surcharge (% of tax) | 10% | 7% |
| Cess (% of tax) | 4% | 4% |
| Applicable rate | 25.08% | 27.82% |

Note

(i) Unrecognised deferred tax assets :

As of 31st March 2024 and 31st March 2023, The Company has not recognised deferred tax asset on unused tax losses in absence of reasonable certainty and availability of sufficient future taxable profits against which such unused tax losses shall be utilized..

16 Related party disclosures**Name of related parties and related party relationship**

| | | |
|--|---------------------------------|--|
| Investing party (to which the Company is an associate) | HCL Corporation Private Limited | |
| Key Management Personnel | Ms. Rita Gupta | Director |
| | Mr. P.S. Ravishankar | Director |
| | Mr. Suresh Chand Sharma | Director |
| | Mr. Sashi Sekhar Mishra | Director and Manager |
| | Mr. Sunil Kumar Shrivastava | Director |
| | Ms. Bina Bhatia | Chief Financial Officer |
| | Mr. Pradeep Tahiliani | Company Secretary & Compliance officer |

Summary of related party disclosures:**a) Disclosure of related party transactions:****Loan received during the year**

| | | |
|---------------------------------|-------|-------|
| HCL Corporation Private Limited | 20.00 | 12.00 |
|---------------------------------|-------|-------|

b) Outstanding balances as at year end**Borrowings**

| | | |
|---------------------------------|--------|--------|
| HCL Corporation Private Limited | 419.55 | 399.55 |
|---------------------------------|--------|--------|

17 Financial instruments - Fair values and risk management**(i) Fair values hierarchy**

Financial assets and financial liabilities measured at fair value in the statement of financial position are divided into three Levels of a fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, as follows:

Level 1: quoted prices (unadjusted) in active markets for financial instruments.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data rely as little as possible on entity specific estimates.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

(ii) Accounting classification and fair values

The following table shows the carrying amounts and fair value of financial assets and liabilities, including their level in the fair value hierarchy

| Particulars | March 31, 2024 | | | | | |
|---|-----------------|-------|----------------|------------|---------|---------|
| | Carrying amount | | | Fair value | | |
| | FVTPL | FVOCI | Amortised cost | Level 1 | Level 2 | Level 3 |
| Financial assets not measured at fair value | | | | | | |
| Cash and cash equivalents | - | - | 11.41 | - | - | - |
| Total | - | - | 11.41 | - | - | - |
| Financial liabilities not measured at fair value | | | | | | |
| Loan from related party | - | - | 419.55 | - | - | - |
| Trade payables | - | - | 1.50 | - | - | - |
| Total | - | - | 421.05 | - | - | - |
| Particulars | March 31, 2023 | | | | | |
| | Carrying amount | | | Fair value | | |
| | FVTPL | FVOCI | Amortised cost | Level 1 | Level 2 | Level 3 |
| Financial assets not measured at fair value | | | | | | |
| Cash and cash equivalents | - | - | 2.85 | - | - | - |
| Security deposits | - | - | 3.38 | - | - | - |
| Total | - | - | 6.23 | - | - | - |
| Financial liabilities not measured at fair value | | | | | | |
| Loan from related party | - | - | 399.55 | - | - | - |
| Trade payables | - | - | 0.55 | - | - | - |
| Total | - | - | 400.10 | - | - | - |

The company has not disclosed fair value financial instruments carried at amortised cost such as cash equivalents, security deposits and trade receivable because their carrying amount are reasonable approximates of fair value.

The company has not disclosed fair value financial instruments carried at amortised cost such as borrowings, trade payables because their carrying amounts are reasonable approximation of fair value.

18 Financial risk management

i) Risk Management

The Company's activities expose it to market risk, liquidity risk and credit risk. The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements.

ii) Credit risk

Credit risk is the risk that a counterparty fails to discharge an obligation to the company. The company is exposed to this risk

for various financial instruments, for example by granting loans and receivables to customers, placing deposits, etc. The company's maximum exposure to credit risk is limited to the carrying amount of following types of financial assets.

- cash and cash equivalents,
- loans & receivables carried at amortised cost, and
- deposits with banks"

Credit risk management

The Company assesses and manages credit risk based on internal credit rating system, continuously monitoring defaults of customers and other counterparties, identified either individually or by the company, and incorporates this information into its credit risk controls. Internal credit rating is performed for each class of financial instruments with different characteristics. The Company assigns the following credit ratings to each class of financial assets based on the assumptions, inputs and factors specific to the class of financial assets.

A: Low

B: Medium

C: High

Assets under credit risk –

| Credit rating | Particulars | 31 March 2024 | 31 March 2023 |
|---------------|---------------------------|---------------|---------------|
| A: Low | Other financial assets | - | 3.38 |
| | Cash and cash equivalents | 11.41 | 2.85 |

Cash & cash equivalents and bank deposits

Credit risk related to cash and cash equivalents and bank deposits is managed by only accepting highly rated banks and diversifying bank deposits and accounts in different banks.

iii) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due.

a) Exposure to liquidity risk

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

| 31 March 2024 | On demand | Less than 1 year | 1-3 year | 3-5 year | More than 5 years | Total |
|---------------|---------------|------------------|----------|----------|-------------------|---------------|
| Borrowings | 419.55 | - | - | - | - | 419.55 |
| Trade payable | - | 1.50 | - | - | - | 1.50 |
| Total | 419.55 | 1.50 | - | - | - | 421.05 |
| 31 March 2023 | On demand | Less than 1 year | 1-3 year | 3-5 year | More than 5 years | Total |
| Borrowings | 399.55 | - | - | - | - | 399.55 |
| Trade payable | - | 0.55 | - | - | - | 0.55 |
| Total | 399.55 | 0.55 | - | - | - | 400.10 |

iv) Market Risk

Market risk is the risk that changes in market prices – such as foreign exchange rates, interest rates and equity prices – will affect the Company's income or the value of its holdings of financial instruments. Market risk is attributable to all market risk sensitive financial instruments including foreign currency receivables and payables and long term debt.

The Company is not exposed to currency risk exposure as the Company does not have any foreign currency balances as on reporting dates.

19 Capital management

The Company's capital management objectives are

- to ensure the Company's ability to continue as a going concern
- to provide an adequate return to shareholders

The Company monitors capital on the basis of the carrying amount of equity less cash and cash equivalents as presented on the face of balance sheet.

Management assesses the Company's capital requirements in order to maintain an efficient overall financing structure while avoiding excessive leverage. This takes into account the subordination levels of the Company's various classes of debt. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, or sell assets to reduce debt.

Debt equity ratio

| Particulars | 31 March 2024 | 31 March 2023 |
|----------------------------------|---------------|---------------|
| Total borrowings | 419.55 | 399.55 |
| Total equity | (410.91) | (393.44) |
| Net debt to equity ratio* | - | - |

The Company has not declared dividend in current year or previous year.

*Owing to equity being negative, debt to equity ratio has been shown as nil.

20 The financial statements of the Company for the year ended March 31, 2024 has been approved by the Board of Directors in its meeting held on May 27, 2024.

21 Ratios

| Ratio | Numerator | Denominator | Current Period | Previous Period | % Variance | Reason for variance |
|----------------------------------|--|------------------------------|----------------|-----------------|------------|---|
| Current ratio | Current Assets | Current Liabilities | 0.03 | 0.01 | 264% | The variance is on account of increase in borrowing during the current year. |
| Debt -equity ratio | Total Debt | Shareholder's Equity | -1.02 | -1.02 | 1% | NA |
| Debt service coverage ratio | Earning Available for Debt Service | Debt Service | NA | NA | NA | No Cash Profit |
| Return on equity ratio | Net Profits after taxes – Preference Dividend (if any) | Average Shareholder's Equity | 4% | 53% | -92% | The ratio has changed due to reduction in continuous losses during current year |
| Inventory turnover ratio | COGS or Sales | Average Inventory | - | - | 0% | NA |
| Trade receivables turnover ratio | Net Credit Sales | Average Account Receivables | - | - | 0% | NA |
| Trade payables turnover ratio | Net Credit Purchases | Average Account Payables | - | - | 0% | NA |
| Net capital turnover ratio | Net Sales | Working Capital | - | - | 0% | NA |
| Net profit ratio | Net Profit | Net Sales | - | - | 0% | NA |

| | | | | | | |
|----------------------------|-----------------------------------|------------------------------|-------|--------|------|---|
| Return on capital employed | Earning before interest and taxes | Capital Employed | -2.02 | -27.07 | -93% | The ratio has changed due to reduction in losses during current year |
| Return on investment | Net Profit after Tax | Average Shareholder's Equity | 4.34% | 53.3% | -92% | The ratio has changed due to reduction in continuous losses during current year |

22 Other Notes

- (i) The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- (ii) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017. No layers of companies has been established beyond the limit prescribed as per above said section / rules.
- (iii) No bank or financial institution has declared the company as "Willful defaulter".
- (iv) No transaction has been made with the company struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.
- (v) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (vi) 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 lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries). The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (vii) There is no such income which has not been disclosed in the books of accounts. None of undisclosed income is surrendered or disclosed as income during the period under Income Tax Act, 1961.

(viii) Status of Charges beyond statutory period (borrowings)

The following charges are appearing on MCA Portal. As per the Management, all following charges were satisfied and requisite forms were filed with the Office of Registrar of Companies. The Company is in the process of getting the MCA Portal rectified for removal of below mentioned charges:

| Charge Id | Charge Holder Name | Date of Creation/ Modification | Location of Registrar | Amount in INR |
|-----------|--------------------|--------------------------------|-----------------------|---------------|
| 90335320 | Canara Bank | 16/09/1985 | Delhi | 3,33,395 |
| 90333962 | Canara Bank | 02/02/1985 | Delhi | 30,87,500 |
| 90335311 | Canara Bank | 28/06/1984 | Delhi | 6,90,600 |
| 90333939 | Canara Bank | 01/04/1981 | Delhi | 89,00,000 |

23 Figures for previous periods have been regrouped and rearranged, wherever necessary, to conform with the relevant current period's classification.

For V Nagarajan & Co.
Chartered Accountants
Firm Registration No. 004879N

For and on behalf of Board
International Data Management Limited

Pradeep Kumar
Partner
Membership No 514068

Sunil Kumar Shrivastava
Director
DIN:00259961

Sashi Sekhar Mishra
Manager & Director
DIN:03072330

Place: New Delhi
Date: 27 May 2024
UDIN : 24514068BKCAUI9648

Pradeep Tahiliani
Company Secretary & Compliance Officer
Membership No.ACS18570

Bina Bhatia
Chief Financial Officer
PAN:BDYPB0279A
Place: New Delhi
Date: 27 May 2024