

Date: 16.08.2024

To,
Listing Manager,
Listing Compliance,
Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400001.
Phones: 91 -22-22721233 / 4, Fax: 91 -22-22721919.

To,
Listing Manager,
Listing Compliance,
Metropolitan Stock Exchange of India
Limited,
205(A), 2nd Floor, Piramal Agastya Corporate
Park, Kamani Junction, LBS Road, Kurla,
(West), Mumbai-400 070

Sub: Intimation of 31st Annual General Meeting of the Company, Record Date for AGM, Book Closure, Cut-off date for e-voting and other matters.

Ref: Scrip Code: 511658 (NETTLINX) ISIN: INE027D01019

Dear Sir,

We hereby inform you that:

1. ANNUAL GENERAL MEETING FOR THE FINANCIAL YEAR 2023-24:

The 31st Annual General Meeting of the Company for the Financial Year 2023-24 of the Members of Nettlinx Limited will be held at 11.00 A.M. Indian Standard Time (IST) on Wednesday, 25th day of September, 2024 through Video Conferencing ('VC')/ Other Audio Visual Means ("OAVM") without the in-person presence of members in accordance with the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India (SEBI).

In compliance with the relevant circulars, the Annual Report for the financial year 2023-24, comprising the Notice of the AGM and the Standalone and Consolidated Financial Statements, along with Board's Report, Auditors Report and other documents required to be attached thereto, will be sent to all the members of the Company whose email addresses are registered with the Registrar & Transfer Agent (RTA)/ Depository Participant(s).

2. BOOK CLOSURE AND RECORD DATE:

Pursuant to section 91 of the Companies Act, 2013 read with Rule 10 of the Companies (Management and Administration) Rules, 2014 and Regulation 42 of the SEBI (LODR) Regulations, 2015. the Register of Members and share Transfer Books of the company will remain closed from Wednesday, 18th September, 2024 to Wednesday, 25th September, 2024 for the purpose of payment of final dividend and 31st Annual General Meeting of the Company.



The final dividend for the financial year 2023-24, if declared at the 31st AGM, will be payable within 30 days from the date of declaration, to those members whose names appear on the company's register of members as at the closure of business hours on Wednesday, 18th September, 2024.

3. REMOTE E-VOTING AND E-VOTING AT THE AGM:

Shareholders will have an opportunity to cast their vote on the businesses set out in the Notice of the AGM only through electronic voting system. Detailed instructions and manner of remote e-voting and e-voting at the AGM will be provided in the AGM notice. The voting rights shall be reckoned on the paid-up value of the shares registered in the name of the member(s) / beneficial owner(s) (in case of electronic shareholding) as at the close of business hours on the cut-off date i.e. Wednesday, 18th September, 2024.

The details of e-voting are as under:

Cut-off date for voting by the members and participation in AGM through VC	Wednesday, 18 th September, 2024
Date and time of commencement of remote e-voting	Saturday, September 21, 2024 (9.00 a.m. IST)
Date and end time of remote e-voting	Tuesday, September 24, 2024(5.00 p.m. IST)

4. OTHER MATTERS:

Other details such as manner of (i) registering/ updating email addresses, (ii) casting vote through e-voting and (iii) attending the AGM through VC / OAVM.

Thanking you,

Yours Sincerely,

For M/s. Nettlinx Limited

Sai Ram Gandikota
Company Secretary & Compliance Officer



NETTLINX LIMITED

Your Power to Communicate



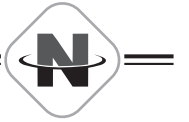
Connecting you to the

WORLD

31st
ANNUAL
REPORT
2023-24

NETTLINX

Your Power to Communicate



31st
ANNUAL
REPORT
2023-24



NETTLINX LIMITED
YOUR POWER TO COMMUNICATE



CORPORATE INFORMATION

BOARD OF DIRECTORS :

Dr. Manohar Loka Reddy
Mr. Vijaya Bhasker Reddy Maddi
Mr. Venkateswara Rao Narepalem
Ms. Radhika Kundur
Mr. Erwin Leopold Dieck

Mr. Jeeten Anil Desai
Mr. Vijay Kumar Maistry

- Promoter and Managing Director
- Independent and Non-Executive Director
- CFO cum Director
- Woman and Non-Executive Director
- Independent and Non Executive Director (Resigned as Director w.e.f 07.11.2023)
- Independent and Non-Executive Director
- Independent and Non-Executive Director

Chief Financial Officer

Mr. Venkateswara Rao Narepalem

Company Secretary & Compliance Officer

Mr. Sai Ram Gandikota

Corporate Identification Number: L67120TG1994PLC016930

REGISTERED OFFICE

5-9-22, Flat No.303, 3rd Floor, My home Sarovar Plaza,
Secretariat, Saifabad, Hyderabad, Telangana-500063.
Ph: 91-040-23232200/23231621
Fax: 23231610 | E - Mail: secretarial@netllinx.org
Website: www.netllinx.com

REGISTRARS AND SHARE TRANSFER AGENTS

Venture Capital and Corporate Investments Pvt. Ltd.,
Regd. Off : Door No. 4-50/P-II/57/4 & 5th Floors,
Plot No. 57, Jayabheri Enclave, Phase II, Gachibowli,
Seri Lingampally - 500032, Telangana, India.
Tel: 91-40-23818475/23818476/2386808023
Fax: 040 - 23868024 | E - Mail: info@vccilindia.com

STATUTORY AUDITORS

M/s. NIRANJAN & NARAYAN
Chartered Accountants
7-1-28/1/A/21, Shyam Karan Road, 21 Park Avenue Co,
Ameerpet, opposite line to Indo US Hospital,
Hyderabad - 500016, Telangana.

STATUTORY COMMITTEES

Audit Committee:

Mr. Vijaya Bhasker Reddy Maddi - Chairman
Mr. Jeeten Anil Desai - Member
Dr. Manohar Loka Reddy - Member

Nomination and Remuneration Committee:

Mr. Vijaya Bhasker Reddy Maddi- Chairman
Mr. Jeeten Anil Desai - Member
Dr. Erwin Leopold Dieck - Member (Resigned w.e.f 07.11.2023)
Mr. Vijay Kumar Maistry - Member (Appointed w.e.f 07.11.2023)

SECRETARIAL AUDITOR

VCSR & Associates,
Company Secretaries,
Flat No. 305A & B, 3rd Floor, Pancom Business Center,
Ameerpet, Hyderabad-500073, India.

***CSR Committee (constituted w.e.f 10.05.2024):**

Mr. Vijaya Bhasker Reddy Maddi - Chairman
Dr. Manohar Loka Reddy - Member
Mr. Vijay Kumar Maistry - Member

INTERNAL AUDITORS

SYB & Co.,
Chartered Accountants
H.No: 1-34, Abbapoor, Mulugu,
Warangal-506343, Telangana.

Stakeholders Relationship Committee:

Mr. Vijaya Bhasker Reddy Maddi - Chairman
Mr. Jeeten Anil Desai - Member
Dr. Manohar Loka Reddy - Member

BANKERS

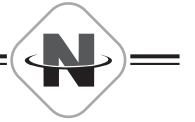
M/s. HDFC Bank Limited
1st Floor, 6-3-249/5/1, ANR Center Road No.1,
Besides Taj Krishna Hotel, Banjara Hills,
Hyderabad-500034, Telangana, India.

Risk Management Committee:

Mr. Vijaya Bhasker Reddy Maddi - Chairman
Mr. Jeeten Anil Desai - Member
Mr. Manohar Loka Reddy - Member

Internal Compliants Committee:

Mrs. Radhika Kundur - Chairperson
Dr. Manohar Loka Reddy - Member
Ms. P. Saritha - External Member



NOTICE

NOTICE is hereby given that the 31st Annual General Meeting of the Members of Netllinx Limited will be held at 11.00 A.M. Indian Standard Time (IST) on Wednesday, 25th September, 2024 through Video Conferencing (‘VC’)/ Other Audio Visual Means (‘OAVM’) without the in-person presence of members to transact the following business(es):

ORDINARY BUSINESS

Item No.1 – Adoption of financial statements:

To receive, consider and adopt:

- a) The Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and the Auditors thereon; and
- b) The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, together with the Report of the Auditors thereon.

Item No. 2 To declare a final dividend of Rs. 0.40/- paisa per equity share of Rs. 10/- each for the financial year ended 31st March, 2024.

Item No.3 – Appointment of Director:

To appoint a director in place of Mrs. Radhika Kundur (Holding DIN:07135444) who retires by rotation and, being eligible, seeks reappointment.

Based on the terms of Appointment, Executive Directors and the Non-Executive, Non-Independent Chairman are subject to retirement by rotation. Mrs. Radhika Kundur (Holding DIN:07135444) is one of the longest serving members on the Board, retires by Rotation and, being eligible, seeks reappointment. To the extent that Mrs. Radhika Kundur (Holding DIN:07135444) is required to retire by rotation, she would need to be reappointed as a director. Therefore, shareholders are requested to consider and if thought fit, to pass the following resolution as an ordinary resolution:

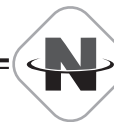
“RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, the approval of members of the company be and is hereby accorded to the reappointment of Mrs. Radhika Kundur (Holding DIN:07135444) as a director, to the extent that she is required to retire by rotation.”

Explanation: Details of Mrs. Radhika Kundur (Holding DIN: 07135444) as required under SEBI (LODR) Regulations, 2015 for the proposed re- appointment is annexed to this notice.

**By order of the Board of Directors
For Netllinx Limited**

Date: 25.07.2024
Place: Hyderabad

Sd/-
Dr. Manohar Loka Reddy
Managing Director
DIN: 00140229



NOTES

1. In view of the current extraordinary circumstances due to COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 (dated April 8, 2020), Circular No.17/2020 (dated April 13, 2020) Circular No. 20/2020 (dated May 5, 2020), Circular No. 02/2021 (dated January 13, 2021), Circular No. 19/2021 (dated December 8, 2021), Circular No. 21/2021 (dated December 14, 2021) and Circular No.2/2022 (dated May 5, 2022) Circular No.10/2022 (dated December 28, 2022) and Circular SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 Master Circular No. SEBI/ HO/CFD/PoD2/CIR/P/2023/120 dated 11th July 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2023/167 dated 7th October 2023 issued by SEBI ("the Circulars"), companies are allowed to hold Annual General Meetings ("AGM") through video conference or other audio visual means ("VC") up to 30th September 2024. Hence, Members can attend and participate in the ensuing AGM through VC and Members of the Company joining through VC shall be reckoned for the purpose of quorum under Section 103 of the Act. Further, all resolutions in the meeting shall be passed through the facility of e-Voting/electronic system. The registered office of the Company shall be deemed to be the venue for the AGM.
 2. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form, Attendance Slip and route map of AGM are not annexed to this Notice.
 3. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts concerning the items of Special Business as set out above is annexed hereto. The relevant details as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), of the person seeking re-appointment as Director under Item No.3 of the Notice, are also annexed.
 4. Institutional shareholders/corporate shareholders (i.e. other than individuals, HUF's, NRI's, etc.) are required to send a scanned copy (PDF/JPG Format) of their respective Board or governing body Resolution/Authorization etc., authorizing their representative to attend the AGM through VC/OAVM on their behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by e-mail on its registered e-mail address to chveeru@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com. Institutional shareholders (i.e. other than individuals, HUF's, NRI's etc.) can also upload their Board Resolution/Power of Attorney/ Authority Letter etc. by clicking on "Upload Board Resolution/Authority Letter" displayed under "e-Voting" tab in their login.
 5. The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, 18th September, 2024 to Wednesday, 25th September, 2024 (both days inclusive) for the purpose of payment of dividend, if any, for the financial year ended 31st March, 2024 and the Annual General Meeting (AGM).
 6. Members intending to seek clarification at the Annual General Meeting concerning the accounts and any aspect of operations of the company are requested to send their questions in writing to the Company so as to reach the company at least 7 (seven) days in advance before the date of the Annual General Meeting, specifying the points.
- Members holding shares in physical form are requested to intimate the following details directly to the Company's Registrar and Share Transfer Agent, Venture Capital and Corporate Investments Pvt. Ltd. Regd. Off: Door No. 4-50/P-II/57/4 & 5th Floors, Plot No. 57, Jayabheri Enclave, Phase II, Gachibowli, Seri Lingampally-500032, Telangana, India.
- (a) Bank Mandate with full particulars for remittance of dividend directly into their bank accounts, if declared at the meeting.
 - (b) Changes, if any, in their address at an early date.
 - (c) Application for consolidation of folios, if shareholdings are under multiple folios.
 - (d) Despatch of share certificates for consolidation.
 - (e) Request for nomination forms for making nominations as per the provisions of the Companies Act.
- Dispatch of Annual Report through electronic mode:**
1. In compliance with the MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2023-2024 will be sent only through electronic mode to those Members who have registered their e-mail addresses with the Company/ Depositories. Members may note that the Notice of AGM and Annual Report 2023-2024 will also be available on the Company's website www.netllinx.com, on the website of CDSL (www.evotingindia.com) and on the websites of the Stock Exchanges, i.e., BSE Limited (www.bseindia.com) and MSEI Limited at www.msei.in.
 2. For receiving all communication (including Annual Report) from the Company electronically:
 - a) Members holding shares in physical mode and who have not registered / updated their email address with the Company are requested to register / update the same by writing to the Company with details of folio number and attaching a self-attested copy of PAN card to the Company's Registrar and Share Transfer Agent (RTA), M/s. Venture Capital and Corporate Investments Private Limited, Door No. 4-50/P-II/57/4 & 5th Floors, Plot No. 57, Jayabheri Enclave, Phase II, Gachibowli, Seri Lingampally-500032, Telangana, India Tel:



040- 23818475, 8476, Fax: 040-23868024, E-mail ID: info@vccipl.com and/or investor.relations@vccipl.com.

- b) Members holding shares in dematerialized mode are requested to register / update their email addresses with the relevant Depository Participant.
3. Members are requested to quote ledger folio numbers in all their correspondences.
4. If the shares are held in dematerialized form, members are requested to update their bank details, nominations, power of attorney and notify any changes with respect to their address, e-mail id, contact numbers, ECS mandates etc. to their depository participants with whom they are maintaining their demat accounts. If the shares are held in physical form, members are requested to intimate such details, to the Company's Registrar and Share Transfer Agent (RTA), M/s. Venture Capital and Corporate Investments Private Limited, Door No. 4-50/P-II/57/4 & 5th Floors, Plot No. 57, Jayabheri Enclave, Phase II, Gachibowli, Seri Lingampally-500032, Telangana, India Tel: 040-23818475, 8476, Fax: 040-23868024, E-mail ID: info@vccipl.com and/or investor.relations@vccipl.com.

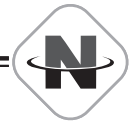
All communications in respect of share transfers, dematerialization and change in the address of the members may be communicated to the RTA.

5. 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 should submit their PAN to the Company or its RTA.
6. In terms of Section 72 of the Companies Act, 2013, a member of the company may nominate a person on whom the shares held by him/her shall vest in the event of his/her death. Members desirous of availing this facility may submit nomination in prescribed Form-SH-13 to the company/RTA in case shares are held in physical form, and to their respective depository participant, if held in electronic form.
7. Any director himself or any member intending to propose any person as a director other than a retiring director, has to give a notice as to his intention to propose him/her as a candidate for that office not less 14 (fourteen) days before the meeting along with deposit of Rs.1,00,000 (Rupees One Lakh).
8. The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliance by the companies and has issued circulars stating that service of notice/documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members are requested to register their e-mail

addresses in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to send their e-mail address to the Registrar and Share Transfer Agent Venture Capital and Corporate Investments Pvt. Ltd. Regd. Off: Door No. 4-50/P-II/57/4 & 5th Floors, Plot No. 57, Jayabheri Enclave, Phase II, Gachibowli, Seri Lingampally-500032, Telangana, India.

The Notice of the AGM along with the Annual Report 2023-2024 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode. Members may note that this Notice and the Annual Report 2023-2024 will also be available on the Company's website viz. www.Netllinx.com. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in Hyderabad for inspection during the normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's email id: secretarial@netllinx.org; info@vccipl.com and/or investor.relations@vccipl.com.

9. Members are requested to note that the Company's Equity Shares are compulsorily traded in demat form for the investors, effective from 26th March 2001. Members are requested to open Depository Account in their names with a Depository participant to dematerialize their holdings. This would be necessary for facilitating the transfers of Company's Equity shares in all Stock Exchanges connected to the Depository System.
10. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents, M/s. Venture Capital and Corporate Investments Private Limited for assistance in this regard.
11. Members who are holding shares in identical order of names in more than one folio are requested to send to the Company the details of such folios together with the share certificates for consolidating their holdings in one folio. The share certificates will be returned to the members after making requisite changes thereon.



12. Members holding shares in the same name under different Ledger Folios are requested to apply for consolidation of such Folios and send the relevant share certificates to the RTA/Company.
13. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
14. Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Agreements in which the Directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available electronically for inspection by the members during the Annual General Meeting.
15. Retirement of Directors by rotation: Mrs. Radhika Kundur (Holding DIN:07135444) Director of the Company, retires by rotation at the ensuing AGM and, being eligible, offers herself for re-appointment. The Board of Directors recommends the re-appointment of Mrs. Radhika Kundur (Holding DIN:07135444) Director as Director the Company whose office is liable to retire by rotation. Brief profiles of Director are provided as an "Annexure" to this Notice.
16. Members may also note that the Notice of the 31st Annual General Meeting is available on the website of the Company www.netllinx.com. All documents referred to in the accompanying Notice and the Statement pursuant to Section 102(1) of the Companies Act, 2013 shall be open for inspection in electronic mode by the Members by writing an e-mail to the Company Secretary at cs@netllinx.org, secretarial@netllinx.org.
17. Since the AGM will be held through VC/ OAVM, the Route Map of the venue of the Meeting is not annexed hereto. The deemed venue for the AGM shall be the Registered Office of the Company.
18. Voting through electronic means:

CDSL e-Voting System – For Remote e-voting and e-voting during AGM

1. In view of the current extraordinary circumstances due to COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 (dated April 8, 2020), Circular No.17/2020 (dated April 13, 2020) Circular No. 20/2020 (dated May 5, 2020), Circular No. 02/2021 (dated January 13, 2021), Circular No. 19/2021 (dated December 8, 2021), Circular No. 21/2021 (dated December 14, 2021) and Circular No.2/2022 (dated May 5, 2022) Circular No.10/2022 (dated December 28, 2022) and Circular SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 Master Circular No. SEBI/ HO/ CFD/PoD2/CIR/P/2023/120 dated 11th July 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2023/167

dated 7th October 2023 issued by SEBI (hereinafter collectively referred to as "the Circulars"), issued by the Ministry of Corporate Affairs (MCA), physical attendance of the Members to the AGM venue is not required and annual general meeting (AGM) be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.

2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No.14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at WWW.NETLLINX.COM. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and metropolitan stock exchange of India Limited at www.bseindia.com and www.msei.in respectively and the



AGM Notice is also available on the website of CDSL (agency for providing the Remote e-Voting facility) i.e. www.evotingindia.com.

7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with Circular No. 14/2020 (dated April 8, 2020), Circular No.17/2020 (dated April 13, 2020) Circular No. 20/2020 (dated May 5, 2020), Circular No. 02/2021 (dated January 13, 2021), Circular No. 19/2021 (dated December 8, 2021), Circular No. 21/2021 (dated December 14, 2021) and Circular No.2/2022 (dated May 5, 2022) Circular No.10/2022 (dated December 28, 2022) and Circular SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 issued by SEBI (hereinafter collectively referred to as "the Circulars").

THE INSTRUCTIONS FOR SHARE HOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

- (i) The voting period begins on Saturday, September 21, 2024 (9.00 a.m. IST) and ends on Tuesday, September 24, 2024 (5.00 p.m. IST) (Both Days Inclusive). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on Wednesday, 18th September, 2024 i.e., cut-off date (record date) 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.

- (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 above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> Users of who have opted for CDSL's 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 URLs for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on Login icon and select New System Myeasi. After successful login the Easi / Easiest user will be able to see the e-voting Menu. On clicking the e-voting menu, the user will be able to see his/her holdings along with links of the respective e-voting service provider i.e. CDSL/ NSDL/ KARVY/ LINK INTIME as per information provided by Issuer / Company. Additionally, we are providing links to e-Voting Service Providers, so that the user can visit the e-Voting service providers' site directly. If the user is not registered for Easi/Easiest, option to register is available https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link in www.cdslindia.com home page. 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 e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<p>A. NSDL IDeAS Facility If you are already registered for NSDL IDeAS facility :</p> <ol style="list-style-type: none"> 1. 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. 2. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. 3. 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 redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & e-voting during the meeting. <p>If the user is not registered for IDeAS e-Services, follow the below steps:</p> <ol style="list-style-type: none"> 1) Option to register is available at https://eservices.nsdl.com. 2) 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	<ol style="list-style-type: none"> 1) You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. 2) 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’s 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 above mentioned 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 022- 23058738 and 22-23058542-43.
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.: 1800 1020 990 and 1800 22 44 30

(i) Login method for e-Voting and joining virtual meeting for shareholders other than individual shareholders & physical shareholders

- 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. Shareholders 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 Shareholders holding shares in Demat Form other than individual and in 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) - 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. - 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 (3).

- 7) After entering these details appropriately, click on "SUBMIT" tab.
- 8) 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.
- 9) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- 10) Click on the EVSN for the relevant Company **NETLLINX LIMITED** on which you choose to vote.
- 11) 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.
- 12) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

- 13) After selecting the resolutions 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.
- 14) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- 15) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- 16) 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.
- 17) Facility for Non-Individual Shareholders and Custodians-Remote Voting
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "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 by e-mail on its registered e-mail address to chveeru@gmail.com and to the Company at the email address viz; secretarial@netllinx.org, info@vccipl.com, cs@netllinx.org (designated email address of the Company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

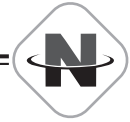
1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

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 022-23058738 and 022-23058542/43.

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 Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING AREAS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM/EGM is same as the instructions mentioned above for Remote 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 Remote 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 AGM.
4. Shareholders are encouraged to join the Meeting 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 at least 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at secretarial@netllinx.org. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at secretarial@netllinx.org. 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 meeting.
9. Only those shareholders, who are present in the 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 AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the 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.

If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact Mr. Nitin Kunder (022-23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh

Dalvi, Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.netllinx.com and on the website of CDSL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai and MSEI Limited.

PROFILE OF DIRECTORS BEING APPOINTED

As required by Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the particulars of Appointment/Re-appointment of Directors are given below:

Name of the Director	Ms. Radhika Kunder
Category	Non-Executive- Director
DIN	07135444
Date of Birth and Age	20/03/1979 & 45 Years
Qualification	1. B.Sc. & PG Diploma in Business Administration from BITE
Nature of Expertise/Experience	Over 10 years of work experience in IT
First Appointment on the Board	25 March, 2015
Terms & Conditions of Appointment/ Re-appointment	Not Applicable
Remuneration Details	NIL
No. of shares held in Netllinx Limited as at March 31, 2024	NIL
Relationship with other Directors/ Manager/KMP	Not Applicable
No. of Board meetings attended out of 6 meetings held during the year 2023-2024	1 out of 6
Other Directorships	Listed Public Companies
	1. Netllinx Limited
	Public Companies:
	NIL
	Private Companies:
	NIL
	Foreign Companies:
	Nil
	Section 8 Companies
	NIL
	LLPs:
	NIL
Committee Positions	Member: 1. Internal Complaints Committee
Chairmanships/Memberships of the Committees of other public limited companies as on March 31, 2024	Nil



COMMUNICATION ON TAX DEDUCTION AT SOURCE ('TDS') ON DIVIDEND DISTRIBUTION:

As you may be aware w.e.f. 1st April 2020, Dividend Distribution Tax u/s 115-O of the Income-tax Act, 1961 ('the IT Act') payable by domestic companies on declaration of dividend has been abolished. Pursuant to this amendment and certain consequential amendments brought vide Finance Act, 2020, the Company would be under an obligation to TDS in accordance with the provisions of the IT Act, from dividend distributed on or after 1st April 2020. Please take note of the below TDS provisions and information/document requirements for each shareholder:

Section 1: For all members - Details that should be completed and/or updated, as applicable

All members are requested to ensure that the below details are completed and/or updated, as applicable, in their respective demat account/s maintained with the Depository Participant/s; or in case of shares held in physical form, with the Company, by August 14, 2024. Please note that these details as available on book closure date in the Register of Members/ Register of Beneficial Ownership will be relied upon by the Company, for the purpose of complying with the applicable TDS provisions:

- i. Valid Permanent Account Number (PAN);
- ii. Residential status as per the IT Act i.e. Resident or Non-Resident for FY2024-25;
- iii. Category of the member:
 - ❖ Mutual Fund
 - ❖ Insurance Company
 - ❖ Alternate Investment Fund (AIF) Category I and II
 - ❖ AIF Category III
 - ❖ Government (Central/State Government)
 - ❖ Foreign Portfolio Investor (FPI) /Foreign Institutional Investor (FII): Foreign Company
 - ❖ FPI/FII: Others (being Individual, Firm, Trust, AJP, etc.)
 - ❖ Individual
 - ❖ Hindu Undivided Family (HUF)
 - ❖ Firm
 - ❖ Limited Liability Partnership (LLP)
 - ❖ Association of Persons (AOP), Body of individuals (BOI) or Artificial Juridical Person (AJP)
 - ❖ Trust
 - ❖ Domestic company
 - ❖ Foreign company;
- iv. Email Address;
- v. Address with PIN code;
- vi. Mobile number;
- vii. Bank account details;

Following additional documents are to be submitted by the shareholders holding shares in physical form:

- viii. Scanned copy of cancelled cheque leaf of the above-

mentioned bank account (In case, the cancelled cheque leaf does not bear your name, please attach a copy of the bank pass-book statement, duly self-attested); and

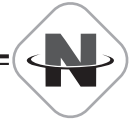
- ix. Self-attested copy of your PAN card.

Section 2: TDS provisions and documents required, as applicable for relevant category of Members:

Members are requested to take note of the TDS rates and document/s, if any, required to be submitted to the Company by August 14, 2024, for their respective category, in order to comply with the applicable TDS provisions.

A. For resident members:

- i. Mutual Funds: No TDS is required to be deducted as per section 196(iv) of the IT Act subject to specified conditions. Self-attested copy of valid SEBI registration certificate needs to be submitted.
- ii. Insurance companies: No TDS is required to be deducted as per section 194 of the IT Act subject to specified conditions. Self-attested copy of valid IRDA registration certificate needs to be submitted.
- iii. Category I and II Alternative Investment Fund: No TDS is required to be deducted as per section 197A (IF) of the IT Act subject to specified conditions. Self-attested copy of valid SEBI registration certificate needs to be submitted.
- iv. Recognised Provident funds: No TDS is required to be deducted as per Circular No.18/2017 subject to specified conditions. Self attested copy of a valid order from Commissioner under Rule 3 of Part A of Fourth Schedule to the IT Act, or Self-attested valid documentary evidence (e.g. relevant copy of registration, notification, order, etc.) in support of the provident fund being established under a scheme framed under the Employees' Provident Funds Act, 1952 needs to be submitted.
- v. Approved Superannuation fund: No TDS is required to be deducted as per Circular No.18/2017 subject to specified conditions. Self attested copy of valid approval granted by Commissioner under Rule 2 of Part B of Fourth Schedule to the IT Act needs to be submitted.
- vi. Approved Gratuity Fund: No TDS is required to be deducted as per Circular No.18/2017 subject to specified conditions. Self-attested copy of valid approval granted by Commissioner under Rule 2 of Part C of Fourth Schedule to the IT Act needs to be submitted.
- vii. National Pension Scheme: No TDS is required to be deducted as per Section 197A (1E) of the IT Act.
- viii. Government (Central/State): No TDS is required to be deducted as per Section 196(i) of the IT Act.
- ix. Any other entity entitled to exemption from TDS: Valid self-attested documentary evidence (e.g. relevant copy of registration, notification, order, etc.) in support of the entity being entitled to exemption from TDS needs to be submitted.



x. Other resident members:

- a. TDS is required to be deducted at the rate of 10% under u/s 194 of the IT Act.
- b. No TDS is required to be deducted, if aggregate dividend distributed or likely to be distributed during the financial year to individual shareholder does not exceed Rs.5000/-
- c. Normal dividend/s declared in the preceding financial year 2023-24 would be considered as the basis to determine applicability of the said threshold for the entire financial year.
- d. No TDS is required to be deducted on furnishing of valid Form 15G (for individuals, with no tax liability on total income and income not exceeding maximum amount which is not chargeable to tax) or Form 15H (for individual above the age of 60 years with no tax liability on total income).
- e. TDS is required to be deducted at the rate of 20% u/s 206AA of the IT Act, if valid PAN of the shareholder is not available. TDS is required to be deducted at the rate prescribed in the lower tax withholding certificate issued u/s 197 of the Act, if such valid certificate is provided.

B. For non-resident members:

- i. FPI and FII: TDS is required to be deducted at the rate of 20% (plus applicable surcharge and cess) u/s 196D of the IT Act.
- ii. Any entity entitled to exemption from TDS: Valid self-attested documentary evidence (e.g. relevant copy of registration, notification, order, etc. by Indian tax authorities) in support of the entity being entitled to exemption from TDS needs to be submitted.

iii. Other non-resident members:

- a) TDS is required to be deducted at the rate of 20% (plus applicable surcharge and cess) u/s 195 of the IT Act.
- b) Shareholder may be entitled to avail lower TDS rate as per Double Tax Avoidance Treaty (DTAA) between India and the country of tax residence of the shareholder, on furnishing the below specified documents:
 1. Self-attested copy of PAN;
 2. Self-attested copy of valid Tax Residency Certificate (TRC) obtained from the tax authorities of the country of which the shareholder is a resident;
 3. Self-declaration in Form 10F filed on Income tax portal; and
 4. Self-declaration on letterhead of having no Permanent Establishment in India, Beneficial ownership of shares and eligibility to claim treaty benefits.
- c) TDS is required to be deducted at the rate prescribed in valid lower tax withholding certificate issued u/s 197 of the IT Act, if such valid certificate is provided.

TDS to be deducted at higher rate in case of non-linkage of PAN with Aadhaar:

As per Section 139AA of the Act, every person who has been allotted a PAN and who is eligible to obtain Aadhaar, shall be required to link the PAN with Aadhaar. In case of failure to comply to this, the PAN allotted shall be deemed to be invalid/inoperative and tax shall be deducted at the rate of 20% as per the provisions of section 206AA of the IT act. The Company will be using online functionality of the Income-tax department for the above purpose and no claim shall lie against the Company for such taxes deduction. If you have not linked your PAN with Aadhaar, kindly do so, to avoid higher tax deduction.

TDS to be deducted at higher rate in case of 'Specified person'

TDS is required to be deducted at the rates specified u/s 206AB of the IT Act, if dividend is payable to 'specified person' and tax shall be deducted at higher of the following rates namely:

- ❖ At twice the rate specified in the relevant provision of the IT act
- ❖ At twice the rate or rates in force; or
- ❖ At the rate of five percent

For the purpose of section 206AB, the term 'specified person' means:

"A person who has not furnished the return of income for the assessment year relevant to the previous year immediately preceding the financial year in which tax is required to be deducted, for which the time limit for furnishing the return of income under sub-section (1) of section 139 has expired and the aggregate of tax deducted at source and tax collected at source in his case is rupees fifty thousand or more in the said previous year. Provided that the term specified person shall not include a non-resident who does not have a permanent establishment in India."

If the provisions of section 206AA is applicable to a specified person, in addition to the provision of this section, the tax shall be deducted at higher of the two rates provided in this section and in section 206AA.

Details and / or documents as mentioned above in Section 1 and Section 2, as applicable to the member, need to be sent, duly completed and signed, through registered email address of the member with PAN being mentioned in the subject of the email to reach Secretarial@netlinx.org by September 14, 2024. Please note that no communication in this regard, shall be accepted post September 14, 2024.

Section 3: Other general information for the members

- i. For all self-attested documents, members must mention on the document "certified true copy of the original". For all documents being sent / accepted by email, the member undertakes to send the original document/s on the request by the Company.



- ii. In case, the dividend income is assessable to tax in the hands of a person other than the registered member as on the book closure date, the registered member is required to furnish a declaration containing the name, address, PAN of the person to whom TDS credit is to be given and reasons for giving credit to such person.
- iii. TDS deduction certificate will be sent to the members' registered email address in due course.
- iv. Surcharge rates applicable for financial year 2024-25 for non-residents:
- a. Individual, HUF, AOP, BOI, AJP, Trust

Dividend Income	Rate
Upto Rs. 50 lakhs	NIL
Income exceeds Rs. 50 lakhs but does not exceed Rs. 1 crore	10%
Income exceeds Rs. 1 crore	15%

- b. Co-operative society or Firm, registered under applicable Indian law

Aggregate Income	Rate
Income exceeds Rs. 1 crore	12%

- c. Foreign company

Dividend Income	Rate
Income exceeds Rs. 1 Crores but does not exceed Rs. 10 crore	2%
Income exceeds Rs. 10 crore	5%

- v. Normal dividend/s declared in the preceding financial year 2023-24 would be considered as the basis to determine applicability of the surcharge rate.
- vi. Health and Education Cess of 4% is applicable for financial year 2024-25 for non-residents.
- vii. Application of TDS rate is subject to necessary due diligence and verification by the Company of the shareholder details as available in Register of Members on the Book Closure Date, documents, information available in public domain, etc. In case of ambiguous, incomplete or conflicting information, or the valid information/documents not being provided, the Company will arrange to deduct tax at the

maximum applicable rate.

- viii. In case TDS is deducted at a higher rate, an option is still available with the shareholder to file the return of income and claim an appropriate refund, if eligible.

- ix. In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided / to be provided by the member/s, such member/s will be responsible to indemnify the Company and also, provide the Company with all information / documents and co-operation in any appellate proceedings. Note: Above communication on TDS sets out the provisions of law in a summary manner only and does not purport to be a complete analysis or listing of all potential tax consequences. Shareholders should consult with their own tax advisors for the tax provisions applicable to their particular circumstances.

(Refer Section 2(I)(iii)(b)(4) of above Communication on TDS on Dividend Distribution)

Kindly refer to the below links to download the format of any of the above-mentioned forms or declarations:

https://www.nettlinx.com/company/Form_15H.pdf- Form 15H

https://www.nettlinx.com/company/Form_15G.pdf- Form 15G

https://www.nettlinx.com/company/Form_10F.pdf- Form 10F

<https://www.nettlinx.com/company/Form-10-F-NRI.pdf>- Form 10F for NRI

<https://www.nettlinx.com/company/Self-Declaration-Sec-206AB.pdf>-Self declaration

<https://www.nettlinx.com/company/Self-Declaration-Form-NETTLINX-Limited.pdf> -Self declaration (Non-resident shareholder)

<https://www.nettlinx.com/company/FAQs-TDS-on-dividend-26-06-2020.pdf>-FAQs on Tax deducted at Source (TDS) on Dividend

BOARD'S REPORT

To,
The Members,

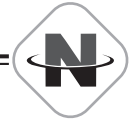
Your Directors take pleasure in presenting their thirty first (31st) Annual Report and the audited Statement of Accounts, highlighting the business operations and financial results for the financial year ended March 31, 2024. Consolidated performance of the Company and its subsidiaries has been referred to wherever required.

1. **FINANCIAL HIGHLIGHTS:**

The summarized standalone and consolidated results of your Company and its subsidiaries are given in the table below:

(Amount in Lakhs)

Particulars	Standalone		Consolidated	
	2023-2024	2022-2023	2023-2024	2022-2023
Revenue from Operations	1998.33	1017.84	3,274.93	2,166.96
Other Income	4.49	6.27	13.95	137.06
Total Income	2002.82	1024.11	3,288.88	2,304.02
Total Expenditure	1125.37	836.58	2159.32	2272.62
Profit before Interest and Depreciation	1068.91	377.88	1329.3	229.16
Finance Cost	98.88	97.88	100.54	98.91
Depreciation	92.57	92.48	99.2	98.85
Profit before exceptional items and Tax	877.45	187.53	1129.56	31.4
Exceptional Item	0	0	-	-
Profit/(Loss) Before Tax	877.45	187.53	1129.56	31.4
Current Tax	241.83	48.77	312.36	51.17
Prior Period Taxes	1.9	0.07	1.97	-0.06
Deferred Tax Asset	-0.14	1.97	0.29	2.04
Less: Provision of MAT	0	0	0	0
Net Profit/ (loss) after Tax	633.85	136.72	814.94	-21.74
Other Comprehensive Income				
Net (loss)/gain on fair value through OCI (FVTOCI)	37.02	17.79	246.61	17.79
Income-tax effect	-10.3	-4.95	-64.79	-4.95
Other comprehensive income for the year, net of tax	26.72	12.84	181.82	12.84
Total comprehensive income for the Year	660.57	149.56	997.49	10.24
Total comprehensive income attributable to non-controlling interest	--	--	-0.73	-19.14
Total comprehensive income attributable to parent	--	--	997.49	10.24
Surplus brought forward from previous year	1284.31	1194.64	-40.43	28.37
Balance available for appropriation	1918.16	1331.36	774.51	6.63
Proposed Dividend on Equity Shares	--	-47.05	--	-47.05
Provision for Dividend Tax	--	--	--	--
Transfer to General Reserves	--	--	--	--
Bonus	-74.94	--	-74.94	--
Others	--	--	--	--
Surplus carried forward to Balance Sheet	1843.22	1284.31	699.57	-40.42
Equity Share Capital (2,41,766,24 Shares of Rs 10/- each)	2417.6624	1176.3312	2417.6624	1176.3312
E.P.S (After Prior Period Items) (Rupees)	2.62	1.16	3.37	-0.02
Net Worth	47.32	38.34	50.22	39.48
Book Value in Rupees (face value of Rs. 10/- each)	19.57	15.85	20.77	16.32



2. BRIEF DESCRIPTION OF THE COMPANY'S WORKING DURING THE YEAR/STATE OF COMPANY'S AFFAIR:

During the fiscal year 2023-24, Nettlinx Limited has demonstrated remarkable financial performance, marking a significant milestone in our growth trajectory.

Revenue Growth: Our revenue from operations experienced a substantial increase of 96.33%, rising from Rs. 1,017.84 lakhs in FY 2022-23 to Rs. 1,998.33 lakhs in FY 2023-24. This impressive growth underscores our enhanced market presence and operational efficiency, driven by new product launches, market expansion and strategic initiatives.

Profitability Enhancement: The company's net profit witnessed a dramatic surge of 363.61%, growing from Rs. 136.72 lakhs in FY 2022-23 to Rs. 633.85 lakhs in FY 2023-24. This substantial increase in profitability reflects our successful implementation of cost-control measures, improved operational efficiencies, and robust revenue growth.

On a consolidated basis,

◆ **Revenue Growth:**

- The revenue from operations increased by 51.10% from 2,166.96 lakhs in FY 2022-23 to 3,274.93 lakhs in FY 2023-24. This growth indicates a strong rebound and improved business activities during the year.

◆ **Profitability:**

- The net profit showed a remarkable turnaround, moving from a loss of 21.74 lakhs in FY 2022-23 to a substantial profit of 814.94 lakhs in FY 2023-24. This improvement highlights effective cost management, increased operational efficiency, and enhanced market performance.

◆ **Operational Efficiency:**

- The total expenditure decreased from 2,272.62 lakhs in FY 2022-23 to 2,159.32 lakhs in FY 2023-24, reflecting a focused approach towards cost control and resource optimization.

◆ **Profit before Interest and Depreciation:**

- The profit before interest and depreciation rose significantly from 229.16 lakhs in FY 2022-23 to 1,329.30 lakhs in FY 2023-24, showcasing the Company's ability to generate higher earnings from its core operations.

The financial year 2023-24 has been a year of strong recovery and growth for your Company. With significant increases in revenue and profitability, along with effective cost management, the Company is well-positioned for sustained future performance. The strategic initiatives implemented during the year have yielded positive results, laying a solid foundation for continued success.

3. CHANGE IN THE NATURE OF BUSINESS, IF ANY:

Consolidation of Clients, rationalization of market segments & expansion of Sales force will be the Focused

approach in Financial Year 2023-2024 to achieve the targeted numbers. During the Financial Year 2023-2024 the plan is to profitably balance out and integrate Top line growth with reasonable bottom lines.

4. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

There have been no material changes and commitments, if any, affecting the financial position of your Company which have occurred between the end of financial year of the Company to which the Financial Statements relate and date of this Report.

5. FUTURE OUTLOOK:

Renewed thrust with a larger Sales force to tap the growing market during Q 2, Q 3 & Q 4 will take up the Top line under stand alone to a level of Rs.3002.82 lakhs, up from the previous year's Rs. 2002.82 Lakhs, an estimated growth of around 49.92 % YoY.

Standalone:

In the ISP segment, there is immense competition in both the twin states of Telangana State & Andhra Pradesh State. On one hand, Home grown and dominant localized State level A & B category ISPs are fighting for larger market shares with bigger brand presence & reach. On the other side, National TELCOs are also directly marketing all their Voice, Data & Video service offerings in the same markets. Margins are shrinking with incremental fixed costs. Fall in Internet Bandwidth buying prices is getting negated with higher demand from end consumers from the point of view of both quality & quantity of bandwidth, which poses a challenge in optimizing usage of Internet bandwidth manage the band, thus not. State Governments on both sides are exploring the possibility of providing Free Wi-Fi in select Cities & principal towns. This may add to the existing fierce competition. Additionally, Reliance J10 Communications is expected to play havoc in the market with their aggressive combo offerings and marketing campaigns. Against the above backdrop, Nettlinx has strategically positioned itself in a niche market segment comprising of larger reliance on SMEs, Educational Institutions & Business Broadband than relying on third party Cable Operators network as opposed to only the home broadband segment & whole sale bandwidth by most others. Under these circumstances, Nettlinx will be able to overcome competition and scale over all the hurdles and achieve the desired and budgeted financial numbers.

Consolidated:

Nettlinx Technologies Private Limited:

Nettlinx Technologies Private Limited is a wholly owned



subsidiary of Netllinx Realty Private Limited. Netllinx Technologies Private Limited is a global Information Technology company which provides Information Technology Support Services in field of System Administration, System Architect, Datacenter Support, Business Continuity, Disaster Recovery, Storage, Backup and Virtualization.

In the rapidly changing technology world, Enterprises recognize that all of the new technology products they want to deploy – IoT, serverless, containers, hybrid cloud, AI – require a robust, flexible, secure, self-healing, software & hardware driven high quality equipment & devices that can be integrated, leading to a seamless hyper converged technological advantage to achieve efficient productivity with commercially viable pricing and sustained after sales service extended model. We work 24/7. The support includes:

- Servers, Routers & Networks Switches
- Cabling, Wireless equipment & Wi-Fi devices
- Firewalls
- Projectors - DLP (Digital Light Processing)
- Projectors - LCD (Liquid Crystal Display)
- Mobile Jammers
- Printers / Photocopiers / Scanners
- Internal LAN projects
- CCTV and security surveillance
- Biometric
- Technical Manpower Services
- Web Hosting Services
- Co-location Services
- Managed Data Centre Services

Netllinx Realty Private Limited:

With an objective of profitable diversification under the Netllinx Holding Company, Netllinx Realty Private Limited has chalked out ambitious plans as the real estate sector is booming across the principal cities in India and is poised to grow rapidly in the next few years. As a first step towards achieving this objective, The Company, several years back, has acquired a land at Gachibowli at Hyderabad. Additionally it has bought another land at Nagpur identifying its potential and to take advantage of Nagpur becoming a major multi modal cargo hub and this land is very close to the SEZ. The Company has initiated the process of considering possible tie up with leading Companies to jointly leverage this land bank for possible conversion into residential / commercial property development projects.

The initial investments on these two lands got appreciated manifold owing to huge demand and land rates going up north. In Both these specific locations where the land is situated, exponential residential apartments are coming up from multiple developers. We should be able to monetize over a period of 2 – 3 years as we are going to enter development agreements with leading Companies.

SALION SE:

Salion SE is a subsidiary of Netllinx Aqua culture Private Limited. It has acquired 95% of Salion SE of Germany.

Salion SE is an Management consultant company based out of Berlin, Germany. The Corporation manages more than Euro 1.70 Million investments. It has a specialized team which advises on M&A and financing of M&A transactions.

This strategic investment will help Netllinx build a war chest for future acquisitions of High tech companies in the industrial space in Germany.

The Company derives advantage through this route on account of extended leverage it gets in a low interest country where in the current interest rates are lesser than 2% PA against the interest rates prevailing in India which hover around 10% PA.

Salion SE has excellent credit rating and presently can leverage this investment to the tune of around Euro 20 Million. For overseeing this new project, Mr. Abraham Joy will be on the supervisory board of Salion SE to take care of the overall operations along with his team.

NETLLINX INC:

Netllinx Inc. is a 18-year-old US (registered office in NJ) corporation. We are into software consulting, network services, application development, and outsourcing and managed cloud services. Clients include big companies like IBM, Microsoft, Vanguard, HCL to name a few.

Currently, we are developing a micro ERP application framework. It is aimed at small businesses which do not need the complex structure that a full-fledged ERP provides. The target market small businesses which do not have the need or utilize their own IT department. Currently, it is in production with two pharmaceutical distributors.

SRI VENKATESWARA GREEN POWER PROJECTS LIMITED:

Sri Venkateswara Green Power Projects Limited (SV Green) was incorporated in the year 1999 to establish power projects in the non renewable energy sector. "14 MW Waste to Energy Power Plant Based on RDF" facility at Yacharam Village & Mandal, Range Reddy District, Telangana State, utilizing the MSW from GHMC with a project cost of Rs.247.69 cr.

SV Green has entered into a Concession Agreement with GHMC on 10th November 2010 for the supply of 700 TPD Hyderabad MSW to the project site – Re Ratified vide G.O. No. 448 date 26.07.2017. (MA&UD – Govt. Of Telangana).

With all the required permissions in place, the present project envisages developing and implementing a viable and environmentally sustainable 14 MW Energy from Waste, which would scientifically process and dispose the MSW. The project facility covers processing and treatment of MSW, which includes:

- Upto 1000 TPD MSW receipt and processing plant,



- 14 MW Waste to Energy Plant for combustible component,
- Leachate collection and Treatment system,
- Inert management facility.

The company has already acquired land admeasuring about 25 Acres in Yacharam Village, near Hyderabad. The project site is about 2kms. From SH-19, Nagarjunasagar Highway, 55 km from city centre, 22 km from ORR.

Power Finance Corporation has issued a sanction as a lead lender for a debt of Rs. 136.22 cr. Out of which PFC is taking an exposure of Rs. 95.36 cr. and the remaining Rs. 40.86 cr. will be provided by the secondary lenders. The company has launched the applications for the same at Bank of Maharashtra, Indian Bank and Punjab National Bank. The sanction for the said amount is expected in by end of September, 2021.

MNRE under Central Financial Assistance has announced a grant of Rs. 478 cr. for the renewable energy projects (Waste to Energy/ Bio Mass/ Gasification). SV Green is also eligible for a grant upto Rs. 50 cr. The company has applied for the grant and is one among the shortlisted companies. The application is under process. The sanction for the same is expected in next few months.

6. SUBSIDIARIES:

Company has Two wholly owned subsidiaries namely Nettlinx Inc., and Nettlinx Realty Private Limited, Two Subsidiaries namely Sri Venkateswara Green Power Projects Limited and Salion SE and one step down subsidiary namely Nettlinx Technologies Private Limited. There are no associate companies within the meaning of Section 2(6) of the Companies Act, 2013 ("Act").

The details of financial performance of Subsidiary/ Joint Venture/Associate Company is furnished in **Annexure-A**.

7. RESERVES:

The closing balance of the retained earnings of the Company for FY 2024, after all appropriation and adjustments was Rs. 558.91 Lakhs.

No amount is proposed to be transferred to reserves for the financial year ended March 31, 2024.

8. SHARE CAPITAL:

The Authorized Share Capital of the company is Rs. 34,50,00,000 divided into 3,45,00,000 equity shares of Rs. 10 (Rupees Ten Only) each as on March 31, 2024.

The Issued, Subscribed and Paid up Capital of the Company as on March 31, 2024 is Rs. 24,17,66,240 divided into 2,41,76,624 equity shares of Rs. 10 (Rupees Ten Only) each.

A. BUY BACK OF SECURITIES:

The Company has not bought back any of its securities during the year under review.

B. SWEAT EQUITY:

The Company has not issued any Sweat Equity Shares during the year under review.

C. BONUS SHARES:

During the financial year 2023-24, the Company issued bonus shares in the ratio of 1:1. This means that for every share held by the shareholders, they received one additional share. The decision to issue bonus shares reflects the Company's robust financial health and its commitment to enhancing shareholder value. The issuance of bonus shares not only increases the liquidity of the Company's shares in the market but also rewards the shareholders for their continued support and confidence in the Company's growth prospects.

D. EMPLOYEES STOCK OPTION PLAN:

The Company has not provided any Stock Option Scheme to the employees.

9. DIVIDEND:

The Board of Directors at their meeting held on May, 10, 2024 has recommended payment of Rs 0.40/- paise per equity share being 4% on the face value of Rs 10 each as final dividend for the financial year ended March, 31 2024. The payment of dividend is subject to approval of the shareholders at the 31st Annual General Meeting ("AGM") of the Company. The dividend payout is in accordance with the company's dividend distribution policy. In view of the changes made under the Income Tax Act, 1961, by the Finance Act, 2020, dividends paid or distributed by the Company shall be taxable in the hands of the shareholders. Your Company shall, accordingly, make the payment of the dividend after deduction of tax at source.

Pursuant to Regulation 43A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"), the Dividend Distribution Policy duly approved by the Board is available on the website of the Company and can be accessed at <https://www.nettlinx.com/company/DIVIDENDDISTRIBUTIONPOLICY.pdf>

10. DEPOSITS:

The Company has not accepted any deposits from the public in terms of Chapter V of the Companies Act, 2013. Hence, no amount on account of principal or interest on public deposits was outstanding as on the date of the balance sheet.

11. DETAILS OF COMPANIES WHICH HAVE BECOME OR CEASED TO BE ITS SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES DURING THE YEAR.

During the Financial Year 2023-2024, no company ceased to be subsidiary and associates of the company and your company does not have any joint ventures.

12. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

The composition of the Board is in accordance with provisions of Section 149 of the Companies Act, 2013 and Regulation 17 of the Listing Regulations, with an appropriate combination of Non-executive and Independent Directors.

DIRECTORS:

Mr. Vijay Kumar Maistry was appointed as Additional Director of the company with effect from 28.07.2023 who shall hold office upto the date of ensuing Annual General Meeting and he later regularized as director in the 30th Annual General Meeting held on 20.09.2023.

RE-APPOINTMENTS:

In accordance with the provisions of the Companies Act, 2013 and Articles of Association of the Company, Mrs. Radhika Kundur (Holding DIN: 07135444), Director of the Company retires by rotation and being eligible, offers herself for re-appointment. The Board recommends her reappointment at the ensuing Annual general Meeting of the company.

STATEMENT ON THE DECLARATION GIVEN BY THE INDEPENDENT DIRECTORS AS PER SECTION 149(6) OF COMPANIES ACT, 2013:

The company has received necessary declarations from each Independent Director under section 149(7) of Companies Act, 2013, that they meet the criteria of independence as laid down under section 149 (6) of the Companies Act, 2013 and Regulation 25 of Securities And Exchange Board Of India (Listing Obligations And Disclosure Requirements) Regulations, 2015.

DETAILS OF KEY MANAGERIAL PERSONAL (KMP):

Pursuant to the provisions of section 203 of the Act, the key managerial personnel of the Company are – Dr. Manohar Loka Reddy, Managing Director, Mr. Venkateswara Rao Narepalem, Chief Financial Officer and Mr. Sai Ram Gandikota, Company Secretary as on 31.03.2024.

NUMBER OF MEETINGS OF THE BOARD:

Six (6) meetings of the board were held during the year. For details of the meetings of the board, please refer to the corporate governance report, which forms part of this report.

Details of the attendance of the Directors at the Board meetings held during the year ended 31st March 2024 areas follows:

Date of board meeting	Mr. Manohar Reddy Loka	Mr. Vijaya Bhasker Reddy Maddi	Mr. Venkateswara Rao Narepalem	Mrs. Radhika Kundur	Mr. Jeeten Anil Desai	Dr. Dieck Erwin Leopold	Mr Vijay Kumar Maistry
12.04.2023	Present	Present	Present	Absent	Present	Absent	NA
25.04.2023	Present	Present	Present	Absent	Present	Absent	NA
30.05.2023	Present	Present	Present	Absent	Present	Absent	NA
28.07.2023	Present	Present	Present	Present	Present	Absent	NA
07.11.2023	Present	Present	Present	Absent	Present	Absent	Present
02.02.2024	Present	Present	Present	Absent	Present	NA	Present

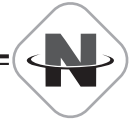
- a. Extraordinary General Meeting: No extraordinary general meeting of the members was held during financial year 2023-2024.
- b. Postal ballot: During the financial year 2023-2024, the Company passed one special resolution through postal ballot through e-voting.

Date of EGM Notice	Resolutions passed	Date of EGM	Scrutinizer	Link for EGM notice and results
10.03.2023	To Capitalise Reserves of the company and to issue bonus equity shares	08.04.2023	VCSR & Associates Upender Reddy Sama (M No.A17738 CP No:6877) Practicing Company Secretaries	https://www.netllinx.com/company/PBR-Feb2023.pdf

Description of the Resolution	Votes in favour of the resolution			Votes against the resolution			Invalid votes	
	Number of members	Number of valid votes cast (Shares)	Percentage of total number of valid votes cast	Number of members voted	Number of valid votes cast (Shares)	Percentage of total number of votes	Total number of members whose votes were declared invalid	Total number of invalid votes cast (Shares)
To Capitalise Reserves of the company and to issue bonus equity shares	43	5277172	100%	1	1	-	-	-

Meeting of Independent directors meeting held on 02.02.2024.

The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.



BOARD EVALUATION:

The board of directors has carried out an annual evaluation of its own performance, board committees and individual directors pursuant to the provisions of the Act and the corporate governance requirements as prescribed by Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015 ("SEBI Listing Regulations").

The performance of the board was evaluated by the board after seeking inputs from all the directors on the basis of the criteria such as the board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc.

The board and the nomination and remuneration committee reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the chairman was also evaluated on the key aspects of his role.

In a separate meeting of independent directors, performance of non-independent directors, performance of the board as a whole and performance of the chairman was evaluated, taking into account the views of executive directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the independent directors, at which the performance of the board, its committees and individual directors was also discussed. Performance evaluation of independent directors was done by the entire board, excluding the independent director being evaluated.

POLICY ON DIRECTORS APPOINTMENT AND REMUNERATION AND OTHER DETAILS:

The Company's policy on directors' appointment and remuneration and other matters provided in section 178(3) of the Act has been disclosed in the corporate governance report, which forms part of this report.

13. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 134(5) of the Act, the Board of Directors, to the best of its knowledge and ability, confirm that:

1. In the preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures;
2. They have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
3. That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4. They have prepared the annual accounts on a going concern basis;
5. They have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and operating effectively;; and;
6. They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, the work performed by the internal, statutory and secretarial auditors and external consultants, including the audit of internal financial controls over financial reporting by the statutory auditors and the reviews performed by management and the relevant board committees, including the audit committee, the Board is of the opinion that the Company's internal financial controls were adequate and effective during FY 2024.

14. COMPOSITION OF THE COMMITTEES AND ITS MEETINGS:

AUDIT COMMITTEE:

The Audit Committee working under Chairmanship of Mr. Vijaya Bhasker Reddy Maddi, with Mr. Jeeten Anil Desai and Mr. Manohar Reddy Loka as co-members. During the year, the sub-committee met on five occasions with full attendance of all the members.

There were six (6) Audit Committee Meetings held during the year on 12.04.2023, 25.04.2023, 30.05.2023, 28.07.2023, 07.11.2023 and 02.02.2024.

The composition of the Audit Committee as at March 31, 2024 and details of the Members participation at the Meetings of the Committee are as under:

Attendance at the Committee Meetings held on	Name of the Director		
	Dr. Manohar Reddy Loka Category - Member	Mr. Vijaya Bhasker Reddy Maddi Category - Chairman	Mr. Jeeten Anil Desai Category - Member
12.04.2023	Present	Present	Present
25.04.2023	Present	Present	Present
30.05.2023	Present	Present	Present
28.07.2023	Present	Present	Present
07.11.2023	Present	Present	Present
02.02.2024	Present	Present	Present

The composition of the Audit Committee and details of the Members is as follows:

Name of Director	Designation	Category
Sri. Vijaya Bhasker Reddy Maddi	Chairman	NED(I)
Sri. Jeeten Anil Desai	Member	NED(I)
Dr. Manohar Loka Reddy	Member	Managing Director

STAKEHOLDER'S RELATIONSHIP COMMITTEE:

Name of Director	Designation	Category
Sri. Vijaya Bhasker Reddy Maddi	Chairman	NED(I)
Sri. Jeeten Anil Desai	Member	NED(I)
Dr. Manohar Loka Reddy	Member	Managing Director

The composition of Stakeholders Relationship Committee as at March 31, 2024 and details of the Members participation at the Meetings of the Committee are as under:

Attendance at the Committee Meetings held on	Name of the Director		
	Dr. Manohar Reddy Loka Category - Member	Mr. Vijaya Bhasker Reddy Maddi Category - Chairman	Mr. Jeeten Anil Desai Category - Member
10.04.2023	Present	Present	Present
30.05.2023	Present	Present	Present
30.06.2023	Present	Present	Present
24.07.2023	Present	Present	Present
14.08.2023	Present	Present	Present
20.09.2023	Present	Present	Present
07.11.2023	Present	Present	Present
02.02.2024	Present	Present	Present

NOMINATION AND REMUNERATION COMMITTEE:

The Details of composition of the Committee as on 31st March, 2024 are given below:

Name	Designation	Category
Sri. Vijaya Bhasker Reddy Maddi	Chairman	NED(I)
Sri. Jeeten Anil Desai	Member	NED(I)
Mr. Erwin Leopold Dieck	Member	NED(I)

Consequent to cessation of Mr. Erwin Leopold Dieck as director, the composition of the Nomination and Remuneration Committee were reconstituted on 07th November, 2024 and details of the Members is as follows:

Name	Designation	Category
Sri. Vijaya Bhasker Reddy Maddi	Chairman	NED(I)
Sri. Jeeten Anil Desai	Member	NED(I)
Mr. Vijay Kumar Maistry	Member	NED(I)

NED (I) : Non Executive Independent Director

The composition of the Nomination, Remuneration and Compensation Committee as at March 31, 2024 and details of the Members participation at the Meetings of the Committee are as under:

Attendance at the Committee Meetings held on	Name of the Director			
	Mr. Erwin Leopold Dieck Category - Member	Mr. Vijaya Bhasker Reddy Maddi Category - Chairman	Mr. Jeeten Anil Desai Category - Member	Mr. Vijay Kumar Maistry Category - Member
12.04.2023	Absent	Present	Present	NA
25.04.2023	Absent	Present	Present	NA
30.05.2023	Absent	Present	Present	NA
28.07.2023	Absent	Present	Present	NA
07.11.2023	Absent	Present	Present	Present
02.02.2024	NA	Present	Present	Present

15. MEETING OF INDEPENDENT DIRECTORS

A separate meeting of the Independent Directors was held on 02nd February 2024, inter-alia, to discuss evaluation of the performance of Non-Independent Directors, the Board as a whole, evaluation of the performance of the Chairman, taking into account the views of the Executive and Non-Executive Directors and the evaluation of the quality, content and timeliness of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

The Independent Directors expressed satisfaction with the overall performance of the Directors and the Board as a whole.

16. AUDITORS AND AUDITOR'S REPORT:

M/s. Niranjana & Narayan, Chartered Accountants (Firm Registration No. 005899S) allotted by The Institute of Chartered Accountants of India (ICAI) was appointed as Auditors of the company for a term of consecutive five years at the 29th Annual General Meeting held on 04th August, 2022.

They have confirmed that they are not disqualified from continuing as auditors of the company.

The notes on financial statements referred to in the Auditor's report are self-explanatory and do not call for any further comments. The auditor's report does not contain any qualification, reservation, adverse remark or disclaimer.

SECRETARIAL AUDITOR:

Pursuant to the provisions of Section 204 of the Act and Rules, Regulation 24A of the Listing Regulations and other applicable provisions framed there under, your Company had appointed M/s VCSR & Associates, Company Secretaries, to carry out Secretarial Audit for the financial year 2023-2024.

SECRETARIAL AUDITORS' REPORT:

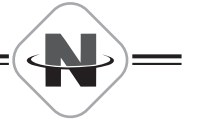
The auditors' report and secretarial auditors' report does not contain any qualifications, reservations or adverse remarks. The Secretarial Audit report is annexed herewith as "**(Annexure B)**" & "**(Annexure B1)**". The report is self-explanatory and do not call for any further comments.

SECRETARIAL AUDITORS CERTIFICATE ON CORPORATE GOVERNANCE:

As required by Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015 ("SEBI Listing Regulations") the Secretarial Auditor's Certificate on Corporate Governance is enclosed as **Annexure-C** to the Board's Report. The Auditors certificate for **Financial Year 2023-2024** does not contain any qualifications, reservations or adverse remarks.

REPORTING OF FRAUDS BY AUDITORS

During the year under review, the Statutory Auditors, Internal Auditors and Secretarial Auditor have not reported any instances of frauds committed in the Company by its Directors or Officers or Employees to the Audit Committee under section 143(12) of the Companies Act, 2013, details of which needs to be mentioned in this Report.



17. ANNUAL RETURN AND EXTRACT OF ANNUAL RETURN:

Pursuant to Section 92(3) and Section 134(3)(a) of the Companies Act, 2013, the Company has placed a copy of the Annual Return as of March 31, 2024, on its website at the web-link : <https://www.nettlinx.com/annual-returns-2/>.

18. PARTICULARS OF EMPLOYEES:

- a) The information required under section 197 of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed as **Annexure-D** to this report.
- b) Pursuant to Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, during the Year under review, None of the employees of the company employed throughout the financial year, was in receipt of remuneration for that year which, in the aggregate, was not less than sixty lakh rupees; None of the employees of the company employed for a part of the financial year, was in receipt of remuneration for any part of that year, at a rate which, in the aggregate, was not less than five lakh rupees per month; None of the employees of the company employed throughout the financial year or part thereof, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the managing director or whole-time director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the company.

19. CORPORATE GOVERNANCE AND MANAGEMENT DISCUSSION & ANALYSIS REPORTS:

The Corporate Governance and Management Discussion & Analysis Report, which form an integral part of this Report, are set out as Annexure-E and Annexure-F respectively together with the **Certificate** from the auditors of the Company regarding compliance with the requirements of Corporate Governance as per SEBI Listing Regulations.

20. TRANSACTIONS WITH RELATED PARTIES:

All contracts / arrangements / transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis.

There are no materially significant related party transactions made by the Company with Promoters, Directors or Key Managerial Personnel etc, which may have potential conflict with the interest of the Company at large. Hence no disclosure in Form AOC-2 is required. All related party transactions are presented to the Audit Committee and the Board for its approval.

The Related Party Transaction Policy has been devised by your company for determining the materiality of transactions with related parties and dealings with them.

21. COMPLIANCE WITH SECRETARIAL STANDARDS:

The Company has complied with Secretarial Standards issued by the Institute of Company Secretaries of India.

22. MAINTENANCE OF COST RECORDS:

The Company is not required maintain the Cost records Under the Companies Act, 2013.

23. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has in place, an adequate system of internal controls commensurate with its size, requirements and the nature of operations. These systems are designed, keeping in view the nature of activities carried out at each location and the various business operations. The company has documented a robust and comprehensive internal control system for all the major processes to ensure reliability of financial reporting, timely feedback on achievement of operational and strategic goals, compliance with policies, procedures, laws and regulations, safeguarding of assets and economical and efficient use of resources.

The Internal Auditor monitors and evaluates the efficiency adequacy of internal controls system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company and its subsidiaries. Based on the report of internal audit, process owners undertake corrective action in their respective areas and thereby strengthen the controls. During the year, the Audit Committee met regularly to review reports submitted by the Internal Audit. All significant audit observations and follow-up actions thereon were reported to the Audit Committee. The Audit Committee also met the Company's Statutory Auditors to ascertain their views on the financial statements, including the financial reporting system, compliance to accounting policies and procedures, the adequacy and effectiveness of the internal controls and systems followed by the Company. Your Company also has a Risk Management Framework in place covering all critical areas of operation. This framework is reviewed periodically keeping in mind the business dynamics and external environment and provides the guidelines for managing the various risks across the business.

24. VIGIL MECHANISM:

In pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013, a Vigil Mechanism for directors and employees to report genuine concerns has been established. The Vigil Mechanism Policy has been uploaded on the website of the Company at www.nettlinx.com.

25. RISK MANAGEMENT:

The board of directors of the Company has formed a risk management committee to frame, implement and monitor the risk management plan for the Company. The

committee is responsible for reviewing the risk management plan and ensuring its effectiveness. The audit committee has additional oversight in the area of financial risks and controls. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis.

The development and implementation of risk management policy has been covered in the management discussion and analysis, which forms part of this report.

26. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE:

No significant and material order has been passed by the regulators, courts, tribunals impacting the going concern status and Company's operations in future.

27. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186:

The particulars of loans, guarantees or investments made under section 186 of the Companies Act 2013 are covered in the notes of the Financial Statement for the year ended 31st March, 2024.

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

The Company has adopted policy on Prevention of Sexual Harassment of Women at Workplace in accordance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

- ◆ The Company has not received any complaints during the year.
- ◆ The Company regularly conducts awareness programs for its employees.
- ◆ The following is a summary of sexual harassment complaints received and disposed off during the year:

S.No.	Particulars	Status of the No. of complaints received and disposed off
1.	Number of complaints on Sexual harassment received	Nil
2.	Number of Complaints disposed off during the year	Not Applicable
3.	Number of cases pending for more than ninety days	Not Applicable
4.	Number of workshops or awareness programme against sexual harassment carried out	The Company regularly conducts necessary awareness programs for its employees
5.	Nature of action taken by the employer or district officer	Not Applicable

29. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

(A) Conservation of Energy:

The operations of the company involve low energy consumption. However adequate measures have been taken to conserve energy wherever practicable.

(B) Technology absorption, adaptation and innovation:

The company continues to use the latest technologies for improving the quality of its operations. Provision of state of the Art communication facilities to all software development centres and total technology solutions to its clients contribute to technology absorption and innovation.

(C) Foreign exchange earnings and Outgo:

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows is as follows:

Foreign Exchange Inflows :Rs. NIL/-

Foreign Exchange Outflows: Rs. NIL/-

30. CORPORATE SOCIAL RESPONSIBILITY (CSR):

For the year ended 31st March, 2024 the provisions of Section 135 of the Companies Act, 2013 are applicable to the

Company as the net profit of the Company for the year 2023-2024 is more than Rs.5.00 Crores. The details pertaining to the utilization of the Profits towards the CSR Activities, CSR policy and the Corporate Social Responsibility Committee are given in the Corporate Governance Report annexed to this report. The Company is in the process of identifying the project to spend CSR amount.

The Annual Report on CSR activities in terms of the requirements of Companies (Corporate Social Responsibility Policy) Rules, 2014 is enclosed at **Annexure-H**, which forms part of this Board's Report.

31. HEALTH AND SAFETY/ INDUSTRIAL RELATIONS:

The company continues to accord high priority to health and safety of employees at manufacturing locations. During the year under review, the company conducted safety training programmes for increasing disaster preparedness and awareness among all employees at the plants. Training programmes and mock drills for safety awareness were also conducted for all employees at the plants. Safety Day was observed with safety competition programmes with aim to imbibe safety awareness among the employees at the plant. During the year under review, your Company enjoyed cordial relationship with workers and employees at all levels.



32. FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS:

All new independent directors inducted into the Board attend an orientation program. The details of the training and familiarization program are provided in the Corporate governance report. Further, at the time of the appointment of an independent director, the Company issues a formal letter of appointment outlining his / her role, function, duties and responsibilities. The format of the letter of appointment is available on our website, at https://www.nettlinx.com/company/Nettlinx_Familiarization_Programme.pdf.

33. LISTING WITH STOCK EXCHANGES:

The Company confirms that it has paid the Annual Listing Fees for the year 2023-2024 to BSE and MSEI where the Company's Shares are listed.

34. PREVENTION OF INSIDER TRADING:

In compliance with the SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended, your Company has instituted comprehensive Code titled as "Code of Conduct to regulate, Monitor and Report trading by Insiders" which lays down guidelines and advises the Directors and Employees of the Company on procedures to be followed

and disclosures to be made while dealing in securities of the Company.

The policy provides the framework in dealing with securities of the Company. Details of the policy are available on our website at <https://www.nettlinx.com/company/Code%20of%20Conduct%20to%20Regulate%20Monitor-%20Report%20Trading%20by%20Insiders.pdf> to regulate, Monitor and Report trading by Insiders.

All Board Directors and the designated employees have confirmed compliance with the Code.

35. ACKNOWLEDGMENTS:

Your Directors wish to convey their deep appreciation to all the employees, customers, vendors, investors, Bankers, Financial Institutions for their sincere and dedicated services as well as their collective contribution to the Company's performance.

Your Directors also thank the Government of India, Government of various States in India and concerned Government Departments for their co-operation.

Date: 25.07.2024

Place: Hyderabad

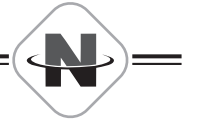
**By the order of the Board of Directors
For Nettlinx Limited**

Sd/-
Dr. Manohar Loka Reddy
Managing Director
DIN: 00140229

Sd/-
Mr. Vijaya Bhasker Reddy Maddi
Director
DIN: 00278842

ANNEXURE INDEX

Annexure	Content
A	AOC-1
B & B1	MR-3 Secretarial Audit Report
C	Secretarial Auditors Certificate on corporate Governance
D	Particulars of Employees
E	Corporate Governance Report
F	Management Discussion & Analysis Reports
G	Directors Non-Disqualifications Certificate
H	Annual Report on CSR Activities



ANNEXURE-A Form AOC-I

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)
Statement containing salient features of the financial statement of Subsidiaries or Associates or Joint Ventures
Part "A": Subsidiaries

Information in respect of Netllinx Realty Private Limited to be presented with amounts in Rupees (lakhs):

1. Sl.No:1
2. Name of the subsidiary: Netllinx Realty private Limited
3. The date since when subsidiary was acquired: 16/09/2006
4. Reporting period for the subsidiary concerned, if different from the holding company's reporting period: 01st Apr, 2023 to 31st March, 2024.
5. Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries: INR
6. Share capital: 38
7. Reserves and surplus: 1782.53
8. Total Assets: 2137.37
9. Total Liabilities: 2137.37
10. Investments: 1479.13
11. Turnover: Nil
12. Profit before taxation: -4.23
13. Provision for taxation: -0.40
14. Profit after taxation: -4.64
15. Proposed Dividend: Nil
16. Extent of shareholding (in percentage): 100

Information in respect of Netllinx Technologies Private Limited to be presented with amounts in Rupees (lakhs):

1. Sl.No: 2
2. Name of the subsidiary: Netllinx Technologies private Limited
3. The date since when subsidiary was acquired: 22.11.2019
4. Reporting period for the subsidiary concerned, if different from the holding company's reporting period: 01st Apr, 2023 to 31st March, 2024.
5. Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries: INR
6. Share capital: 10
7. Reserves and surplus: 189.57
8. Total Assets: 511.12
9. Total Liabilities: 511.12
10. Investments: NIL
11. Turnover: 714.80
12. Profit before taxation: 248.90
13. Provision for taxation: 69.22
14. Profit after taxation: 179.68
15. Proposed Dividend: Nil
16. Extent of shareholding (in percentage): 100

Information in respect of Netllinx INC to be presented with amounts in US Dollar:

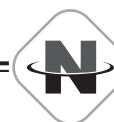
1. Sl.No.:3.
2. Name of the subsidiary: Netllinx, INC.
3. The date since when subsidiary was acquired: 22.08.2003
4. Reporting period for the subsidiary concerned: 01st Apr, 2023 to 31st March, 2024.
5. Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries: US Dollar at 82.79.
6. Share capital: \$ 381000
7. Reserves & surplus: \$ 294288.50
8. Total assets: \$ 745892.17
9. Total Liabilities: \$ 745892.17
10. Investments: \$ Nil
11. Turnover: \$ 729142
12. Profit before taxation: \$ 6888.08
13. Provision for taxation: Nil
14. Profit after taxation: \$ -141450.29
15. Proposed Dividend: Nil
16. Extent of shareholding: 100%

Information in respect of SALION SE to be presented with amounts in EURO:

1. Sl.No.:4.
2. Name of the subsidiary: SALION SE.
3. The date since when subsidiary was acquired: 17.02.2017
4. Reporting period for the subsidiary concerned: 01st Apr, 2023 to 31st March, 2024.
5. Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries: EURO at 89.608
6. Share capital: € 6,20,000
7. Reserves & surplus: € (1581119)
8. Total assets: € 497424
9. Total Liabilities: € 497424
10. Investments: € NIL
11. Turnover: € NIL
12. Profit before taxation: NIL
13. Provision for taxation: Nil
14. Profit after taxation: € NIL
15. Proposed Dividend: NIL
16. Extent of shareholding: 95%

Names of subsidiaries which are yet to commence operations:

1. **Sri Venkateswara Green Power Projects Limited**

**ANNEXURE-B****FORM MR-3****SECRETARIAL AUDIT REPORT**

{Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014}

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2024

To

The Members,

M/s. Nettlinx Limited.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. Nettlinx Limited (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the Company's Books, Papers, Minute Books, Forms and Returns filed and other Records maintained by the Company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the financial year commencing from 1st April, 2023 and ended 31st March, 2024, complied with the statutory provisions listed hereunder and also that the Company has proper Board process and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by Nettlinx Limited ("The Company") for the financial year ended on 31st March, 2024 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under.
- iv. Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of Foreign Direct Investment (FDI) and Overseas Direct Investment and External Commercial Borrowings;
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
 - c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and Amended Regulations 2018;
 - d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amendments from time to time;
 - e) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (Not applicable to the Company during the audit period)"
 - f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (Not applicable to the Company during the audit period);
 - g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client- (Not applicable to the Company during the Audit Period);
 - h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 and The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; (Not applicable to the Company during the audit period); and
 - i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (Not applicable to the Company during the audit period);
 - j) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
 - vi) The other laws, as informed and certified by the Management of the Company which are specifically applicable to the Company based on the Sectors/ Industry are:
 - a) The Telecom Regulatory Authority of India Act, 1997 ("TRAI Act")
 - b) Guidelines and General Information for Grant of License for Operating Internet Services dated August 24, 2007 ("ISP License Guidelines")
 - c) Information Technology Act, 2000 and the rules made thereunder;
3. We have also examined compliance with the applicable clauses of the following:
 - i. Secretarial Standards issued by the Institute of



Company secretaries of India under the provisions of Companies Act, 2013 and

- ii. The Listing Agreements entered into by the Company with Stock Exchanges in compliance with The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015;
- 4. During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.;
- (a) As per the information and explanations provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we report that:
 - (i) External Commercial Borrowings were not attracted to the Company under the financial year under report;
 - (ii) Overseas Direct Investment by Residents in Joint Venture/Wholly Owned Subsidiary abroad was not attracted to the company under the financial year under report.
 - (v) As per the information and explanations provided by the company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we report that the Company has not made any GDRs/ADRs or any Commercial Instrument under the financial year under report.

We further report that:-

We further report that the Board of Directors of the Company is duly constituted with proper balance of executive directors, non-executive directors and independent directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act and Listing Regulations.

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

As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded. All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the respective meetings of the Board or Committee thereof.

We further report that there are adequate systems

and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that, during the audit report, the following events occurred which had bearing on the company's affairs in pursuance of the above referred laws, rules, regulations and guidelines:

1. Company has issued bonus shares to the shareholders as on record date as on 24.04.2023 in the ratio of 1:1 and the allotment of bonus share has been done on 25th April 2023 in the ratio of one equity share for every one equity share held (i.e., in the ratio of 1:1 shares) to those shares holders whose name appear in the Register of Members of the company maintained by RTA and as per the beneficial owner information available from NSDL & CDSL on Record Date i.e., 24.04.2023 fixed for this purpose.

We further report that, during the year under review, the Company has received

1. Action under SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/48 from MSE relating to Non Compliance with disclosure of Annual Secretarial Compliance Report For the Financial year ending 2022-2023 within stipulated time. The said non-compliance was since cured w.e.f. 01.06.2023. Further, the Rs 4,720/- fine was also duly paid by the company.
2. Action under SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/94 from BSE relating to The Company has not implemented the bonus within two months from the date of board meeting of board of directors (06/03/2023). Further, the Rs. 165200/- (including GST)/- fine was duly paid by the company.
3. Action under SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/94 from MSEI relating to The Company has not implemented the bonus within two months from the date of board meeting of board of directors (06/03/2023). Further, the Rs. 1,18,000/- (including GST)/- fine was duly paid by the company.

Date: 25.07.2024

Place: Hyderabad

**For VCSR & Associates
Company Secretaries**

Sd/-

Ch. Veeranjanyulu

Partner

FCS No:6121 C.P.No: 6392

UDIN: F006121F000826677

Peer Review No:751/2020

Notes: This report is to be read with our letter of even date which is annexed as Annexure-B1 and forms an integral part of this report.

**ANNEXURE B1**

To

The Members of

M/s. Netllinx Limited.

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

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

Place: Hyderabad

Date: 25.07.2024

For VCSR & Associates**Company Secretaries****Sd/-****Ch.Veeranjaneyulu**

Partner

FCS No:6121 C.P.No: 6392

UDIN: F006121F000826677

Peer Review No:751/2020

Form No. MR-3**SECRETARIAL AUDIT REPORT****FOR THE FINANCIAL YEAR ENDED 31.03.2024**

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

To,

The Members,

Sri Venkateswara Green Power Projects Limited

Hyderabad

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions of the Acts, Rules and regulations as mentioned below and the adherence to good corporate practices by SRI VENKATESWARA GREEN POWER PROJECTS LIMITED (herein called 'the Company'). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of the SRI VENKATESWARA GREEN POWER PROJECTS LIMITED books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2024 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by SRI VENKATESWARA GREEN POWER PROJECTS LIMITED ('the Company') for the financial year ended on March 31, 2024 according to the provisions of:

- I. The Companies Act, 2013 (the Act) and the rules made thereunder as applicable;
- II. The Securities Contract (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- III. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder;
- IV. Employees Provident Fund and Miscellaneous Provisions Act, 1952
- V. Equal Remuneration Act, 1976
- VI. Income Tax Act, 1961 and Indirect Tax Laws
- VII. Indian Contract Act, 1872
- VIII. Minimum Wages Act, 1948
- IX. The Employees Compensation Act, 1923
- X. Payment of Wages Act, 1936 and other applicable labour laws



- XI. The Apprentices Act, 1961
- XII. The Factories Act, 1948
- XIII. The Contract Labour (Regulation & Abolition) Act, 1970
- XIV. The Shop & Establishment Act, 1988
- XV. The Maternity Benefit Act, 1961
- XVI. The Industrial Disputes Act, 1946
- XVII. The Payment of Gratuity Act, 1972 XVIII. Payment of Bonus Act, 1965.
- XIX. Employee State Insurance Act
- XX. The Employees Exchanges (Compulsory notification of vacancies) Act, 1959 XXI. The other Laws, as informed and certified by the management of the company which are specifically applicable to the company based on their sector/Industry is:
 - a. Air (Prevention and control of pollution) Act, 1981
 - b. Water (Prevention and control of pollution) Act, 1974
 - c. Electricity Act, 2003 & The Electricity Rules, 2005;
 - d. Indian Electricity Rules, 1956;
 - e. Energy Conservation Act, 2011;
 - f. The Central Electricity Authority (Installation and Operation of Meters) Regulations, 2006;
 - g. Central Electricity Authority (Safety requirements for construction, operation and maintenance of electrical plants and electric lines) Regulations, 2011;
 - h. Central Electricity Authority (Technical Standards for Construction of Electrical Plants and Electric Lines) Regulations, 2010.

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

- i. Secretarial Standards issued by The Institute of Company Secretaries of India. During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that the Board of Directors of the Company is duly constituted with proper balance of executive directors, non executive directors and independent directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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

As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded. All decisions at Board Meetings and Committee Meetings

are carried out unanimously as recorded in the minutes of the respective meetings of the Board or Committee thereof.

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.

Place: Hyderabad

Date: 25.07.2024

For VCSR & Associates

Company Secretaries

Sd/-

Ch.Veeranjaneyulu

Partner

FCS No:6121 C.P.No: 6392

UDIN:F006121F000826842

Peer Review No:751/2020

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

'ANNEXURE'

To,

The Members,

Sri Venkateswara Green Power Projects Limited

Hyderabad

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

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

Place: Hyderabad

Date: 25.07.2024

For VCSR & Associates**Company Secretaries****Sd/-****Ch. Veeranjanyulu**

Partner

FCS No: 6121

C.P.No: 6392

UDIN: F006121F000826842

Peer Review No: 751/2020

Form No. MR-3**SECRETARIAL AUDIT REPORT****FOR THE FINANCIAL YEAR ENDED 31.03.2024**

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

To,

The Members,

NETLLINX REALTY PRIVATE LIMITED

5-9-22, 3rd Floor, My Home Sarovar Plaza,

Secretariat Road, Saifabad, Hyderabad,
Telangana- 500063, India.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by NETLLINX REALTY PRIVATE LIMITED (hereinafter called the company), having its Registered Office at 5-9-22, 3rd Floor, My Home Sarovar Plaza, Secretariat Road, Saifabad, Hyderabad, Telangana- 500063, India. 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 NETLLINX REALTY PRIVATE LIMITED books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit. We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 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, papers, minute books, forms and returns filed and other records maintained by NETLLINX REALTY PRIVATE LIMITED ("the Company") for the financial year ended on 31st March, 2024 according to the provisions of:

- I. The Companies Act, 2013 (the Act) and the rules made thereunder as applicable;
- II. The Depositories Act, 1996 and the Regulations and the Bye-laws framed there under;
- III. Other laws as may be applicable specifically to the company.

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

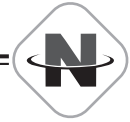
- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.

The Company has identified the following Industry specific laws which are applicable to the Company:

1. The Building and other Construction Workers (Regulation of Employment and Conditions of Service) Act, 1996.
2. Inter-State Migrant Workmen (Regulation of Employment & Conditions of Service) Act, 1979.

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

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



We further report that the Board of Directors of the Company is duly constituted with proper balance of executive directors, non executive directors and independent directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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

As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded. All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the respective meetings of the Board or Committee thereof.

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.

Place: Hyderabad

Date: 25.07.2024

For VCSR & Associates

Company Secretaries

Sd/-

Ch. Veeranjanyulu

Partner

FCS No:6121 C.P.No: 6392

UDIN:F006121F000826811

Peer Review No:751/2020

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

'ANNEXURE'

To,

The Members,

NETLLINX REALTY PRIVATE LIMITED

5-9-22, 3rd Floor, My Home Sarovar Plaza,

Secretariat Road, Saifabad, Hyderabad,

Telangana- 500063, India.

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Place: Hyderabad

Date: 25.07.2024

For VCSR & Associates

Company Secretaries

Sd/-

Ch. Veeranjanyulu

Partner

FCS No:6121 C.P.No: 6392

UDIN:F006121F000826811

Peer Review No:751/2020

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31.03.2024

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

To,

The Members,

NETLLINX TECHNOLOGIES PRIVATE LIMITED

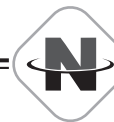
5-9-22, 3rd Floor, My Home Sarovar Plaza,

Secretariat Road, Saifabad, Hyderabad,

Telangana- 500063, India.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by NETLLINX TECHNOLOGIES PRIVATE LIMITED (hereinafter called the company), having its Registered Office at 5-9-22, 3rd Floor, My Home Sarovar Plaza, Secretariat Road, Saifabad, Hyderabad, Telangana- 500063, India 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 NETLLINX TECHNOLOGIES PRIVATE LIMITED books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit. We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 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, papers, minute books, forms and returns filed and other records maintained by NETLLINX TECHNOLOGIES PRIVATE LIMITED ("the Company") for the financial year ended on 31st March, 2024 according to the provisions of:

1. The Companies Act, 2013 (the Act) and the rules made thereunder as applicable;
2. The Depositories Act, 1996 and the Regulations and the Bye-laws framed thereunder; Other laws as may be applicable specifically to the company.
3. We have also examined compliance with the applicable clauses of the following:
 - (ii) Secretarial Standards issued by The Institute of Company Secretaries of India.

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

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

We further report that the Board of Directors of the Company is duly constituted with proper balance of executive directors, non executive directors and independent directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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

As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded. All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the respective meetings of the Board or Committee thereof.

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.

Place: Hyderabad
Date: 25.07.2024

**For VCSR & Associates
Company Secretaries**

Sd/-

Ch. Veeranjanyulu
Partner
FCS No:6121 C.P.No: 6392
UDIN:F006121F000826688
Peer Review No:751/2020

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

'ANNEXURE'

To,
The Members,
NETLLINX TECHNOLOGIES PRIVATE LIMITED
5-9-22, 3rd Floor, My Home Sarovar Plaza,
Secretariat Road, Saifabad, Hyderabad,
Telangana- 500063, India.

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

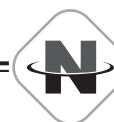
1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the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

Place: Hyderabad
Date: 25.07.2024

**For VCSR & Associates
Company Secretaries**

Sd/-

Ch. Veeranjanyulu
Partner
FCS No:6121 C.P.No: 6392
UDIN:F006121F000826688
Peer Review No:751/2020



ANNEXURE-C
SECRETARIAL AUDITOR'S CERTIFICATE
ON CORPORATE GOVERNANCE

To,
The Members of
Netllinx Limited,

1. We have examined the compliance of the conditions of Corporate Governance by Netllinx Limited ('the Company') for the year ended on March 31, 2024, as stipulated under Regulations 17 to 27, clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").
2. The compliance of the conditions of Corporate Governance is the responsibility of the management of the Company. Our examination was limited to the review of procedures and implementation thereof, as adopted by the Company for ensuring compliance with conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
3. In our opinion and to the best of our information and according to the explanations given to us and the

representations made by the Directors and the management; We certify that no investor grievances are pending for a period exceeding one month against the Company as per the records maintained by the Company/RTA.

We certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulations 17 to 27 and applicable clauses from (b) to (i) of Regulation 46(2) and para C, D and E of Schedule V of the SEBI (LODR) Regulation, 2015.

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

Place: Hyderabad
Date: 25.07.2024

For VCSR & Associates
Company Secretaries

Sd/-

Ch.Veeranjaneyulu

Partner

FCS No: 6121 C.P.No: 6392

UDIN: F006121F000827117

Peer Review No: 751/2020

ANNEXURE-D
PARTICULARS OF EMPLOYEES

- a) The information required under section 197 of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below:
- i) The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the Financial Year 2023-2024 and the percentage increase in remuneration of each Director, Chief Financial Officer & Company Secretary during the financial year 2023-2024 are as under::

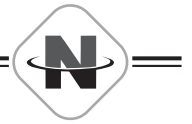
S.No.	Name	Designation/Status	Remuneration of	% increase / (decrease)	Ratio of remuneration
			director/KMP for financial year 2023-24 Rs. in Lakhs	in Remuneration in the financial Year 2023-2024 %	of each director/ to median Remuneration of employees Times
1	Dr. Manohar Loka Reddy	Managing Director	60	900	20
2	Mr. Venkateswara Rao Narepalem	CFO cum Director	17.28	NA	5.76
3	Ms. Radhika Kundur	Woman and Non-Executive Director	0.05	0	0.2
4	**Mr. Erwin Leopold Dieck	Independent and Non-Executive Director	0.00	0	0
5	Mr. Jeeten Anil Desai	Independent and Non-Executive Director	0.30	-25	1.2
6	Mr. Vijaya Bhasker Reddy Maddi	Independent and Non-Executive Director	0.30	-25	1.2
7	***Mr. Vijay Kumar Maistry	Independent and Non-Executive Director	0.10	NA	0.4
8	Mr. Sai Ram Gandikota	Company Secretary & Compliance Officer	8.64	NA	2.88

** Mr. Erwin Leopold Dieck, Independent and Non-Executive Director resigned as Director of the company with effect from 07.11.2023.

*** Mr. Vijay Kumar Maistry appointed as Independent Director of the company with effect from 28.07.2023 and regularized as Director of the company at the Annual general Meeting of the company held on 20.09.2023. Accordingly data is not comparable.

No Remuneration was paid to other Directors.

Information pertains to the period from April 1, 2023 to March 31, 2024.



- ii) the percentage increase in the median remuneration of employees in the financial year: 12.6
- iii) There were 53 permanent employees on the rolls of Company as on March 31, 2024:
- (iv) Average percentile increases already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:
- During the course of the year, after accounting for promotions and other event based compensation revisions, there is an increase of 900% in remuneration of Dr. Manohar Loka Reddy, Managing Director of the Company.
- (v) Affirmation that the remuneration is as per the remuneration policy of the company:
- It is hereby affirmed that the remuneration paid is as per the Nomination & Remuneration Policy of the Company.

ANNEXURE-E

In accordance with Regulation 34 (3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the report containing the details of Corporate Governance systems and processes at Netllinx Limited as follows:

CORPORATE GOVERNANCE REPORT FOR THE FINANCIAL YEAR ENDED ON 31st MARCH, 2024:

I. Company's philosophy on Code of Governance:

Netllinx believes that good corporate governance emerges from the application of best Management practices and compliance with the laws coupled with the highest standards of integrity, transparency, accountability and ethics in all business matters.

Netllinx also believes that sound corporate governance is critical to enhance and retain investor trust. Hence Netllinx's business policies are based on ethical conduct, health, safety and a commitment to building long term sustainable relationships with relevant stakeholders. The Company continues to strengthen its governance principles to generate long term value for its stakeholders on sustainable basis thus ensuring ethical and responsible leadership both at the Board and Management levels.

At Netllinx, we also consider it as our inherent responsibility to disclose timely and accurate information regarding our financials and performance, as well as the leadership and governance of the Company. The company is committed to a balanced corporate governance system which provides the framework for attaining the company's objectives encompassing practically every sphere of management from action plans and internal controls to corporate disclosure.

Your Company is not only in compliance with the requirements stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR") with regard to corporate governance but is also committed to sound corporate governance principles & practices and constantly strives to adopt emerging best corporate governance practices being followed worldwide.

A report on compliance with the corporate governance provisions as prescribed under the SEBI LODR is given below:

II. Board of Directors:

As on March 31, 2024, the Company has six Directors out of which 4 (i.e. 66.67 percent) are Non-Executive Directors out of which 3 (i.e. 75 percent) are Independent Directors. The composition of the Board is in conformity with Regulation 17 of the SEBI Listing Regulations read with Section 149 and 152 of the Act.

A. None of the Directors on the Board:

- ◆ holds directorships in more than ten public companies;
- ◆ serves as Director or as independent directors in more than seven listed entities; and
- ◆ who are the Executive Directors serves as independent directors in more than three listed entities.

Necessary disclosures regarding Committee positions in other public companies as on March 31, 2024 have been made by the Directors.

B. None of the Directors is related to each other

- ii Independent Directors are non-executive directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations and Section 149(6) of the Act along with rules framed thereunder. In terms of Regulation 25(8) of SEBI Listing Regulations, they have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties. Based on the declarations received from the Independent Directors, the Board of Directors has confirmed that they meet the criteria of independence as mentioned under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and that they are independent of the management. Further, the Independent Directors have included their names in the data bank of Independent Directors maintained with the Indian Institute of Corporate Affairs in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

- C. 6 Board Meetings were held during the year under review and the gap between two meetings did not exceed one hundred and twenty days.

The said meetings were held on: 12.04.2023, 25.04.2023, 30.05.2023, 28.07.2023, 07.11.2023 and 02.02.2024.

D. The names and categories of the directors on the Board, their attendance at Board Meetings held during the year under review and at the last Annual General Meeting ("AGM"), name of other listed entities in which the Director is a director and the number of Directorships and Committee Chairmanships/Memberships held by them in other public limited companies as on March 31, 2024 are given herein below. Other directorships do not include directorships of private limited companies, foreign

companies and companies registered under Section 8 of the Act. Further, none of them is a member of more than ten committees or chairman of more than five committees across all the public limited companies in which he/she is a director. For the purpose of determination of limit of the Board Committees, chairperson ship and membership of the Audit Committee and Stakeholders' Relationship Committee has been considered as per Regulation 26(1)(b) of SEBI Listing Regulations.

Name	Category	No. of Board Meetings		Attendance at the Last AGM (20.09.2023)	No. of Directorships in other Public Companies	Chairmanships/ memberships in Committees of other Public Companies		Name of other listed entities where he/she is a director and the category of directorship
		Held	Attended			Membership	Chairmanship	
Dr. Manohar Loka Reddy**	Promoter & Managing Director	6	6	YES	3	0	0	-
Mr. Venkateswara Rao Narepalem	Executive Director	6	6	YES	1	0	0	-
Mr. Vijaya Bhasker Reddy Maddi	Independent	6	6	YES	3	0	0	-
***Dr. Erwin Leopold Dieck	Independent	5	0	NO	0	0	0	-
Ms. Radhika Kundur	Non-Executive	6	1	NO	0	0	0	-
Mr. Jeeten Anil Desai	Independent	6	6	YES	0	0	0	-
****Mr. Vijay Kumar Maistry	Independent	2	2	YES	0	0	0	-

* Does not include directorships in Netllinx Limited, foreign bodies corporate and companies incorporated under Section 8 of the Act / Section 25 of the Companies Act, 1956.

** Promoter

*** Dr. Erwin Leopold Dieck resigned as director and approved by the board w.e.f 07.11.2023.

**** Mr. Vijay Kumar Maistry appointed as director w.e.f 28.07.2023

E. There is no inter-se relationship between the Directors.

F. A brief resume of the Directors, nature of their expertise in specific functional areas, etc. are available on website of the Company <https://www.netllinx.com/director-1/>

The Board meets at least once in every quarter and / or whenever necessary for an update and to review the business performance and financial results. The Board / its

Committee review the Company's annual financial plan. On an ongoing basis during the year, the Board monitors the performance of the Company as against its annual financial plan as well as resource allocation decisions made during the period. The Board also evaluates the Company's strategy and assesses progress against agreed milestones.

Independent Directors of your Company are independent of the Management and have complied with the applicable conditions of the Listing Regulations.

The Company Secretary in consultation with the Managing Director & CFO drafts the agenda for each meeting, along with notes and circulate the same in advance to the Board / Committee members. All material information is incorporated in the agenda facilitating meaningful and focused discussions during the meeting. Where it is not practicable to attach any document in the agenda, the same is tabled at the meeting. Every Board member is free to suggest items for inclusion in the agenda. The Directors



are provided uninterrupted access to office and employees of the Company. Management is encouraged to invite the Company personnel to any Board / Committee meeting at which their presence and expertise would help the Board to have a full understanding of the matters being considered.

G. Details of equity shares of the Company held by the Directors as on March 31, 2024 are given below:

Name	Category	Number of Equity Shares
Dr. Manohar Loka Reddy	Promoter & Managing Director	99,06,716
Mr. Vijaya Bhasker Reddy Maddi	Independent Director	69,640

H. Shareholding of Non-Executive Directors:

The details of Company's shares held by Non – Executive Directors as on March 31, 2024 are as below:

Directors	No. of shares held as on March 31, 2024
Mr. Vijaya Bhasker Reddy Maddi	69640
Ms. Radhika Kundur	NIL
Mr. Jeeten Anil Desai	NIL
***Dr. Erwin Leopold Dieck	NIL
**Mr. Vijay Kumar Maistry	NIL

Shareholding of Non-Executive Directors:

The details of Company's shares held by Non – Executive Directors as on March 31, 2024 are as below:

I. Meeting of Independent Director (IDs):

Independent Directors met on 02nd February, 2024 without the presence of the Chairman and other Non-Executive & Non-Independent Directors and the Management Team. The meeting was attended by all the Independent Directors and enables them to review the performance of non-independent directors and the Board as a whole review the performance of the Chairperson of the company, taking into account the views of executive directors and non-executive directors 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.

J. Details of Familiarisation programme imparted to Independent Directors:

During the year, the Independent Directors were apprised at frequent intervals on the industry trends, business model and the overview of the Company and its operations by the senior management team. Further, various business unit heads made presentations to the Independent Directors at periodic intervals on the performance and future strategy of their respective business units. The

Independent Directors were also regularly apprised of all regulatory and policy changes including their roles, rights and responsibilities. Presentations on internal control over financial reporting, operational control over financial reporting, Prevention of Insider Trading Regulations, SEBI LODR, framework for Related Party Transactions, etc. were made to the Board members during the year.

The Company's familiarisation policy is available on the company's website https://www.nettlinx.com/company/Nettlinx_Familiarization_Programme.pdf

K. Performance Evaluation:

The Nomination & Remuneration Committee of your Company has formulated and laid down criteria for Performance Evaluation of the Board (including Committees) and every Director (including Independent Directors) pursuant to provision of Section 134, Section 149 read with Code of Independent Directors (Schedule IV) and Section 178 of the Companies Act, 2013 and under Regulation 19(4) read with Part D of Schedule II of the SEBI Listing Regulations, 2015 with Stock Exchanges.

Based on these criteria, the performance of the Individual Directors (including Independent Directors), the Board and various Board Committees viz. Audit Committee, Stakeholder's Relationship Committee, Nomination and Remuneration Committee, was evaluated.

During the year under review, the Independent Directors of your Company reviewed the performance of Non-Independent Directors and Chairperson of your Company, taking into account the views of Executive Directors and Non-Executive Directors. The Board as a whole is an integrated, balanced and cohesive unit where diverse views are expressed and dialogued when required, with each Director bringing professional domain knowledge to the table. All Directors are participative, interactive and communicative. The information flow between your Company's Management and the Board is complete, timely with good quality and sufficient quantity.

L. Code of Conduct:

The Company has adopted a Code of Conduct specifically for the members of the Board of Directors and/or members of the Senior Management of the Company, which sets out as follows:

The Company's Code of Conduct is available on the company's website www.Nettlinx.com.com and on the weblink <https://www.nettlinx.com/company/Code%20of%20Conduct%20For%20Board%20Members%20And%20Senior%20Management%20Personnel.pdf> It is hereby declared that the company has obtained from all Board Members and Senior Executives an affirmation that they have complied with the code of conduct for financial year 2023-24.

With a view to regulate trading in securities by the directors and designated employees, the Company has adopted a

Code of Conduct for Prohibition of Insider Trading.

I Confirmation that in the opinion of the board, the independent directors fulfill the conditions specified in these regulations and are independent of the management.

The Board of Directors be and is hereby confirm that in the opinion of the Board, the Independent Directors fulfill the conditions specified by SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and they are independent of the management.

Detailed reasons for the resignation of an independent director who resigns before the expiry of his tenure along with a confirmation by such director that there are no other material reasons other than those provided.

M. List of core skills/expertise/competencies identified by the board of directors:

The Company requires skills, expertise and competencies in the areas of strategy, finance, accounting, legal and regulatory matters, the environment, sustainability and operations of the Company's businesses to efficiently carry on its core businesses such as Internet Service Provider.

The Board comprises of qualified members who bring in the required skills, expertise and competences mentioned above which allow them to make effective contributions to the Board and its committees. The members of the Board are committed to ensure that the Company is in compliance with the highest Standards of corporate governance.

List of skills/competencies required in relation to business operations	Names of Directors having such skills/competencies
Finance, Law, Management, Administration	Dr. Manohar Reddy Loka, Mr. Jeeten Anil Desai, Mr. Vijaya Bhasker Reddy Maddi, Mr. Venkateswara Rao Narepalem, Mr. Vijay Kumar Maistry
Technical knowledge on operations, Production	Dr. Manohar Reddy Loka, Mrs Radhika Kundur, Mr. Jeeten Anil Desai
Corporate Governance, Strategic Management Marketing and Sales	Dr. Manohar Reddy Loka, Mr. Vijaya Bhasker Reddy Maddi Dr. Manohar Reddy Loka, Mr. Vijaya Bhasker Reddy Maddi

I Confirmation from the Board: All the Independent Directors of the Company have given their respective declaration/ disclosures under Section 149(7) of the Act and Regulation 25(8) of the Listing Regulations and have confirmed that they fulfill the independence criteria as specified under section 149(6) of the Act and Regulation 16 of the Listing Regulations and have also confirmed that they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an

objective independent judgment and without any external influence. Further, the Board after taking these declarations /disclosures on record and acknowledging the veracity of the same, concluded that the Independent Directors are persons of integrity and possess the relevant expertise and experience to qualify as Independent Directors of the Company and are Independent of the Management.

Dr. Erwin Leopold Dieck Non-Executive Independent Director of the Company has resigned as director and approved by the board w.e.f 07.11.2023 and confirmed that there are no other material reasons for his resignation other than those mentioned in his resignation letter.

III. COMMITTEES OF THE BOARD:

The Board currently has 5 Committees: 1) Audit Committee, 2) Nomination and Remuneration Committee, 3) Stakeholders Relationship Committee and 4) Risk Management Committee 5) Internal Complaints Committee 6) CSR Committee. The terms of reference of the Board Committees are determined by the Board from time to time. The Board is responsible for constituting, assigning and co-opting the members of the Committees. The meetings of each Board Committee are convened by the respective Committee Chairman. The role and composition of these Committees, including the number of meetings held during the financial year and related attendance is provided below.

1. AUDIT COMMITTEE:

A. BRIEF DESCRIPTION OF TERMS OF REFERENCE:

- ◆ Overview of the Company's financial reporting process and disclosure of its financial information to ensure that the financial statements reflect a true and fair position and that sufficient and credible information is disclosed.
- ◆ Recommending the appointment and removal of external auditors, fixation of audit fee and also approval for payment for any other services.
- ◆ Discussion with external auditors before the audit commences, of the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
- ◆ Reviewing the financial statements and draft audit report including quarterly / half yearly financial information.
- ◆ Reviewing with management the annual financial statements before submission to the Board, focusing on:
 - a. Any changes in accounting policies and practices;
 - b. Qualification in draft audit report;
 - c. Significant adjustments arising out of audit;
 - d. The going concern concept;
 - e. Compliance with accounting standards; Compliance with stock exchange and legal requirements concerning financial statements and
 - f. Any related party transactions



- ◆ Reviewing the company's financial and risk management's policies.
- ◆ Disclosure of contingent liabilities. Reviewing with management, external and internal auditors, the adequacy of internal control systems.
- ◆ Reviewing the adequacy of internal audit function, including the audit character, the structure of the internal audit department, approval of the audit plan and its execution, staffing and seniority of the official heading the department, reporting structure, coverage and frequency of internal audit.
- ◆ Discussion with internal auditors of any significant findings and follow-up thereon.
- ◆ Reviewing the findings of any internal investigations by the internal auditors into the matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
- ◆ Looking into the reasons for substantial defaults in payments to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
- ◆ Reviewing compliances as regards the Company's Whistle Blower Policy.
- ◆ Reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.
- ◆ Approval of appointment of CFO (i.e., the Whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background etc., of the candidate
- ◆ Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern
- ◆ Any other item or subject that may be required by the Companies Act, 2013 or SEBI Listing Regulations, as amended from time to time or under any other applicable law or statute.
- ◆ Review compliance with the provisions of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 at least once in a financial year and shall verify that the systems for internal control are adequate and are operating effectively.

B. COMPOSITION, MEETINGS & ATTENDANCE:

The Audit Committee working under Chairmanship of Mr. Vijaya Bhasker Reddy Maddi, with Mr. Jeeten Anil Desai and Mr. Manohar Reddy Lokaas co-members. During the year, the sub-committee met on five occasions with full attendance of all the members.

There were six (6) Audit Committee Meetings held during the year on 12.04.2023, 25.04.2023, 30.05.2023, 28.07.2023, 07.11.2023 and 02.02.2024.

The composition of the Audit Committee as at March 31, 2024.

and details of the Members participation at the Meetings of the Committee are as under:

Name of Director	Designation	Category
Sri. Vijaya Bhasker Reddy Maddi	Chairman	NED(I)
Sri. Jeeten Anil Desai	Member	NED(I)
Dr. Manohar Loka Reddy	Member	Managing Director

NED (I) : Non Executive Independent Director

ED: Executive Director

Details of the Members participation at the Meetings of the Committee:

Attendance at the Committee Meetings held on	Name of the Director		
	Dr. Manohar Reddy Loka	Mr. Vijaya Bhasker Reddy Maddi	Mr. Jeeten Anil Desai
	Category Member	Category Chairman	Category Member
12.04.2023	YES	YES	YES
25.04.2023	YES	YES	YES
30.05.2023	YES	YES	YES
28.07.2023	YES	YES	YES
07.11.2023	YES	YES	YES
02.02.2024	YES	YES	YES

All the Members of the Audit Committee have the requisite qualification for appointment on the Committee and possess sound knowledge of finance, accounting practices and internal controls.

The statutory auditors and the internal auditors of the Company are invited to join the Audit Committee Meetings. The Company Secretary acts as Secretary to the Committee

All the recommendations of the Audit Committee have been accepted by the Board of Directors.

2. STAKEHOLDER'S RELATIONSHIP COMMITTEE:

A) BRIEF DESCRIPTION OF TERMS OF REFERENCE:

Terms of reference, powers and scope of the Stakeholders Relationship Committee includes:

- (1) Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
- (2) Review of measures taken for effective exercise of voting rights by shareholders.
- (3) Review of adherence to the service standards adopted by

the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.

- (4) Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.

B) COMPOSITION:

The Details of composition of the Committee as on 31st March, 2024 are given below:

Name of Director	Designation	Category
Sri. Vijaya Bhasker Reddy Maddi	Chairman	NED(I)
Sri. Jeeten Anil Desai	Member	NED(I)
Dr. Manohar Loka Reddy	Member	Managing Director

NED (I) : Non Executive Independent Director

ED: Executive Director

Attendance at the Committee Meetings held on	Name of the Director		
	Mr. Vijaya Bhasker Reddy Maddi	Dr. Manohar Reddy Loka	Mr. Jeeten Anil Desai
	Category Chairman	Category Member	Category Member
12.04.2023	YES	YES	YES
25.04.2023	YES	YES	YES
30.05.2023	YES	YES	YES
28.07.2023	YES	YES	YES
07.11.2023	YES	YES	YES
02.02.2024	YES	YES	YES

C) NAME AND DESIGNATION OF COMPLIANCE OFFICER:

Mr. Sai Ram Gandikota, Company Secretary of the company, is the compliance officer of the Company.

D) DETAILS OF COMPLAINTS/REQUESTS RECEIVED, RESOLVED AND PENDING DURING THE YEAR 2023-24:

INVESTOR COMPLAINTS	Year ended
Particulars	31.03.2024
Pending at the beginning of the year	0
Received during the year	0
Disposed of during the year	0
Remaining unresolved at the end of the year	0

3. NOMINATION AND REMUNERATION COMMITTEE:

The Committee comprises of three non-executive independent Directors

A) BRIEF DESCRIPTION OF TERMS OF REFERENCE:

- * To approve the fixation/revision of remuneration of Executive Directors of the Company and while approving:
- * to take into account the financial position of the Company, trend in the industry, appointee's qualification, experience, past performance, past remuneration etc.

- * to bring out objectivity in determining the remuneration package while striking a balance between the interest of the Company and the Shareholders.
- * To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment and/or removal.
- * To carry out evaluation of every Director's performance.
- * To formulate the criteria for determining qualifications, positive attributes and independence of a Director, and recommend to the Board a policy, relating to the remuneration for the Directors, key managerial personnel and other employees.
- * To formulate the criteria for evaluation of Independent Directors and the Board.
- * To recommend/review remuneration of the Managing Director and Whole-time Director(s) based on their performance and defined assessment criteria.

B) COMPOSITION OF THE COMMITTEE, MEETINGS AND ATTENDANCE DURING THE YEAR:

The Details of composition of the Committee as on 31st March, 2024 are given below:

Name of Director	Designation	Category
Sri. Vijaya Bhasker Reddy Maddi	Chairman	NED(I)
Sri. Jeeten Anil Desai	Member	NED(I)
Mr. Erwin Leopold Dieck	Member	NED(I)

Consequent to cessation of Dr. Erwin Leopold Dieck as director, the composition of the Nomination and Remuneration Committee were reconstituted on 07th November, 2023 and details of the Members is as follows:

Name of Director	Designation	Category
Mr. Vijaya Bhasker Reddy Maddi	Chairman	NED(I)
Sri. Jeeten Anil Desai	Member	NED(I)
Mr Vijay Kumar Maistry	Member	NED(I)

NED (I) : Non Executive Independent Director

ED: Executive Director

Attendance at the Committee Meetings held on	Name of the Director			
	Mr. Vijaya Bhasker Reddy Maddi	Mr. Erwin Leopold Dieck	Mr. Jeeten Anil Desai	Mr. Vijay Kumar Maistry
	Category Chairman	Category Member	Category Member	Category Member
12.04.2023	YES	NO	YES	NA
25.04.2023	YES	NO	YES	NA
30.05.2023	YES	NO	YES	NA
28.07.2023	YES	NO	YES	NA
07.11.2023	YES	NO	YES	YES
02.02.2024	YES	NA	YES	YES

C) PERFORMANCE EVALUATION CRITERIA FOR INDEPENDENT DIRECTORS:

The Nomination & Remuneration Committee shall evaluate each individual with the objective of having a group that best enables the success of the company's business.

Policy:

1. The Nomination and Remuneration Committee, and the Board, shall review on annual basis, appropriate skills, knowledge and experience required of the Board as a whole and its individual members. The objective is to have a board with diverse background and experience that are relevant for the Company's operations.
2. In evaluating the suitability of individual Board member the NR Committee may take into account factors, such as:
 - ◆ General understanding of the company's business dynamics, global business and social perspective;
 - ◆ Educational and professional background
 - ◆ Standing in the profession;
 - ◆ Personal and professional ethics, integrity and values;
 - ◆ Willingness to devote sufficient time and energy in carrying out their duties and responsibilities effectively.
3. The proposed appointee shall also fulfil the following requirements:
 - ◆ shall possess a Director Identification Number;
 - ◆ shall not be disqualified under the companies Act, 2013;
 - ◆ shall endeavour to attend all Board Meeting and Wherever he is appointed as a Committee Member, the Committee Meeting;
 - ◆ shall abide by the code of Conduct established by the company for Directors and senior Management personnel;
 - ◆ shall disclose his concern or interest in any company or companies or bodies corporate, firms, or other association of individuals including his shareholding at the first meeting of the Board in every financial year and thereafter whenever there is a change in the disclosures already made;
 - ◆ Such other requirements as may be prescribed, from time to time, under the companies Act, 2013, Equity listing Agreements and other relevant laws.
4. **Criteria of independence:**
 - 4.1 The Nomination & Remuneration Committee shall assess the independence of Directors at time of appointment/ re-appointment and the Board shall assess the same annually. The Board shall re-assess determinations of independence when any new interest or relationships are disclosed by a Director.
 - 4.2 The criteria of independence shall be in accordance with guidelines as laid down in companies Act, 2013 and Regulation 16(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
 - 4.3 The independent Director shall abide by the "code for

independent Directors "as specified in Schedule IV to the companies Act, 2013.

5. Other directorships/ committee memberships:

- 5.1 The Board members are expected to have adequate time and expertise and experience to contribute to effective Board performance. Accordingly, members should voluntarily limit their directorships in other listed public limited companies in such a way that it does not interfere with their role as director of the company. The NR Committee shall take into account the nature of and the time involved in a director service on other Boards, in evaluating the suitability of the individual Director and making its recommendations to the Board.
- 5.2 A Director shall not serve as director in more than 20 companies of which not more than 10 shall be public limited companies.
- 5.3 A Director shall not serve as an independent Director in more than 7 listed companies and not more than 3 listed companies in case he is serving as a whole-time Director in any listed company.
- 5.4 A Director shall not be a member in more than 10 committees or act as chairman of more than 5 committee across all companies in which he holds directorships.

For the purpose of considering the limit of the committee, Audit committee and stakeholder's relationship committee of all public limited companies, whether listed or not, shall be included and all other companies including private limited companies, foreign companies and companies under section 8 of the companies Act, 2013 shall be excluded.

4. RISK MANAGEMENT COMMITTEE:

A. COMPOSITION:

The Details of composition of the Committee as on 31st March, 2024 are given below:

Name of Director	Designation	Category
Sri. Vijaya Bhasker Reddy Maddi	Chairman	NED(I)
Sri. Jeeten Anil Desai	Member	NED(I)
Dr. Manohar Loka Reddy	Member	Managing Director

NED (I) : Non Executive Independent Director

ED: Executive Director

B) ROLE AND RESPONSIBILITIES OF THE COMMITTEE INCLUDES THE FOLLOWING:

- * Framing of Risk Management Plan and Policy
- * Overseeing implementation of Risk Management Plan and Policy
- * Monitoring of Risk Management Plan and Policy
- * Validating the process of risk management
- * Validating the procedure for Risk minimisation.
- * Periodically reviewing and evaluating the Risk Management

Policy and practices with respect to risk assessment and risk management processes.

- * Continually obtaining reasonable assurance from management that all known and emerging risks have been identified and mitigated or managed.

5. Internal Complaints Committee:

The company has formed an Internal Complaint Committee as envisaged under Section 4 of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 for receiving complaint of sexual harassment. The Committee consisting of the following members:

Name	Designation	Category
Ms. Radhika Kundur	Chairman	NED
Dr. Manohar Loka Reddy	Member	Managing Director
Ms. P. Sarita	Member	External member-NGO

6. Corporate Social Responsibility Committee:

The provisions of Section 135 of the Companies Act, 2013 are applicable to the Company from the current Financial Year i.e. 2024-2025 as the net profit of the Company for the year 2023-2024 is more than Rs.5.00 Crores. The utilization of the 2% of the net profits towards the activities mentioned in the Companies (Corporate Social Responsibility Policy) Rules, 2014, will be taken up in the Financial Year 2024-2025.

In this regard, the Board of Directors constituted the Corporate Social Responsibility Committee consisting of ● Mr. Vijaya Bhasker Reddy Maddi ● Dr. Manohar Loka Reddy ● Mr. M Vijay Kumar

The company has constituted the CSR committee w.e.f 10.05.2024.

- a. Composition & Attendance details The Corporate Social Responsibility Committee ('CSR') comprises of Three (3) directors including Two Independent Director.
- b. The composition of the CSR Committee are as follows

Mr. Vijaya Bhasker Reddy Maddi	- Chairman
Dr. Manohar Loka Reddy	- Member
Mr Vijay Kumar Maistry	- Member
- c. Brief description of terms of reference

The terms of reference of the Corporate Social Responsibility Committee are as prescribed under the Act, and the Rules framed thereunder, and it discharges such other functions as may be delegated by the Board of Directors from time to time. The role of the Committee includes formulating and recommending to the Board of Directors a Corporate Social Responsibility ("CSR") Policy indicating all the activities to be undertaken by the Company as specified in the Act, recommending the

amount of expenditure to be incurred on such activities and monitoring the CSR Policy of the Company from time to time. The Corporate Social Responsibility Committee also reviews periodically the progress of CSR projects / programs / activities undertaken by the Company.

- d. CSR Policy: The company has not framed the policy as on the date of approval of this directors report.

7. Senior management:

Particulars of senior management including the changes therein since the close of the previous financial year.

The list of senior management Team including those falling within the definition of Senior Management Personnel as defined in SEBI LODR, 2015 as on March 31, 2024 is as follows.

Name	Designation
Sunil Kumar Juvvadi	Operations Head
Shyam Kumar jasthi	Networks Head
Balu	Marketing Manager
Sairam Gandikota	Company Secretary

- ** There is no change in Senior Management Personnel during the Financial Year 2023-2024.

8. REMUNERATION OF DIRECTORS:

- A. PECUNIARY RELATIONSHIP OR TRANSACTIONS OF THE NON-EXECUTIVE DIRECTORS **VIS-À-VIS THE LISTED COMPANY: The Non- Executive Directors have no pecuniary relationship or transactions.**
- B. **CRITERIA FOR MAKING PAYMENTS TO NON-EXECUTIVE DIRECTORS:**

Policy:

1. Remuneration to Executive Director and key managerial personnel

- 1.1 The Board on the recommendation of the Nomination and Remuneration (NR) committee shall review and approve the remuneration payable to the Executive Director of the company within the overall limit approved by the shareholders.
- 1.2 The Board on the recommendation of the NR committee shall also review and approve the remuneration payable to the key managerial personnel of the company.
- 1.3 The remuneration structure to the Executive Director and key managerial personnel shall include the following components:
 - (i) Basic pay
 - (ii) Perquisites and Allowances
 - (iii) Stock Options
 - (iv) Commission (Applicable in case of Executive Directors)
 - (v) Retrial benefits
 - (vi) Annual performance Bonus

- 14 The Annual plan and Objectives for Executive committee shall be reviewed by the NR committee and Annual performance Bonus will be approved by the committee based on the achievement against the Annual plan and Objectives.

2. Remuneration to Non – Executive Directors

- 2.1 The Board, on the recommendation of the NR Committee, shall review and approve the remuneration payable to the Non – Executive Directors of the Company within the overall limits approved by the shareholders.
- 2.2 Non – Executive Directors shall be entitled to sitting fees attending the meetings of the Board and the Committees thereof. The Non – Executive Directors shall also be entitled to profit related commission in addition to the sitting fees.
3. Remuneration to other employees
- 3.1. Employees shall be assigned grades according to their qualifications and work experience, competencies as well as their roles and responsibilities in the organization. Individual remuneration shall be determined within the appropriate grade and shall be based on various factors such as job profile skill sets, seniority, experience and prevailing remuneration levels for equivalent jobs.

C. REMUNERATION TO DIRECTORS PAID DURING THE FINANCIAL YEAR 2023-2024 AND OTHER DISCLOSURES:

i)

Name of the Director	Salary	Perks & other Benefits	Performance Bonus/ Commission	Sitting Fee/ Each Meeting	Total
Dr. Manohar Reddy Loka	60,00,000	Nil	Nil	Nil	Rs.60,00,000
Mr. Vijaya Bhasker Reddy Maddi	Nil	Nil	Nil	30,000	Rs.30,000
Ms. Radhika Kundur	Nil	Nil	Nil	5,000	Rs.5,000
Dr. Erwin Leopold Dieck	Nil	Nil	Nil	Nil	Nil
Mr. Jeeten Anil Desai	Nil	Nil	Nil	30,000	Rs. 30,000
Mr. Venkateswara Rao Narepalem	17,28,000	Nil	Nil	Nil	Rs. 17,28,000
Mr. Vijay Kumar Maistry	Nil	Nil	Nil	10,000	Rs.10,000

- ii. Details of fixed component and performance linked incentives, along with the performance criteria: No Director is paid any fixed component nor performance linked incentives.
- (iii) Service contracts, notice period, severance fees: A separate contract of employment was entered with each of the Executive Directors with terms and conditions of appointment as per the HR Policy of the Company and approved by the Board.
- (iv) Stock option details, if any including issue at a discount as well as the period over which accrued and over which exercisable: Not Applicable.

REMUNERATION POLICY:

The objectives of the remuneration policy are to motivate Directors to excel in their performance, recognize their contribution and retain talent in the organization and reward merit.

The remuneration levels are governed by industry pattern, qualifications and experience of the Directors, responsibilities should and individual performance.

POLICY FOR SELECTION AND APPOINTMENT OF DIRECTORS/KMPS AND THEIR REMUNERATION;

The Nomination and Remuneration Committee has adopted a policy namely Nomination and Remuneration Policy which, inter alia, deals with the manner of selection of Board of Directors, Managing Director & KMP's, evaluation of their performance and to fix their remuneration. The policy is hosted on the website of the Company.

Remuneration

The Non-Executive Directors shall be entitled to receive remuneration by way of sitting fees, reimbursement of expenses for participation in the Board meetings. Commission may be paid within monitoring limit approved by the shareholders subject to the limit not exceeding 1% of the profits of the Company computed as per applicable provisions of the Act.

A Non-Executive Director shall be entitled to receive sitting fees for each meeting of the Board attended by him, of such sum as may be approved by the Board of Directors within the overall limits prescribed under the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014;

Apart from receiving the Sitting Fees from the Company, the Non-Executive Directors do not have any pecuniary relationship or transactions with the Company.

CEO/Executive Director –

Criteria for selection/appointment For the purpose of selection of the CEO/Executive Director including Managing Director, the Nomination and Remuneration Committee shall identify persons of integrity who possess relevant expertise, experience and leadership qualities required for the position and shall take into consideration recommendation, if any, received from any member of the Board. The Committee will also ensure that the incumbent fulfils such other criteria with regard to age and other qualifications as laid down under the Companies Act, 2013 or other applicable laws.

Remuneration for the CEO/ Executive Director:

At the time of appointment or reappointment, the CEO/Executive Director including Managing Director shall be paid as may be recommended by the Nomination and Remuneration Committee and such remuneration as may be mutually agreed between the Company and the



concerned appointee within the overall limits prescribed under the Companies Act, 2013. The remuneration shall be subject to the approval of the Members of the Company (if necessary) in General Meeting. The remuneration of the CEO Executive Director including Managing Director, comprises only either in the form of fixed component or commission. The fixed component comprises salary, allowances, perquisites, amenities and retiree benefits.

Remuneration Policy for the Senior Management Employees In determining the remuneration of the Senior Management Employees (as per the Nomination & Remuneration Policy of the Company) the Nomination and Remuneration Committee shall ensure the relationship of remuneration and performance benchmark is clear. The Managing Director will carry out the individual performance review based on the standard appraisal matrix and shall take into account the appraisal score card and other factors mentioned herein-above, whilst recommending the annual increment and performance incentive to the Nomination and Remuneration Committee for its review and approval.

D. INDEPENDENT DIRECTORS' MEETING:

As per clause 7 of the schedule IV of the Companies Act (Code for Independent Directors), a separate meeting of the Independent Directors of the Company (without the attendance of Non-Independent directors) was held on 02.02.2024, to discuss:

1. Evaluation of the performance of Non Independent Directors and the Board of Directors as whole;
2. Evaluation of the quality, content and time lines of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

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

As required under Regulation 34(3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the company regularly familiarizes Independent Directors with the Company, their roles, rights, responsibilities in the company, nature of the industry in which the company operates, business model of the company etc. The details of the familiarization program is given at company's website (W/W.NETLLINX.COM) Investor Relations)

E. FORMAL ANNUAL EVALUATION:

As per section 149 of the Companies Act, 2013 read with clause VII (1) of the schedule IV and rules made thereunder, the independent directors of the company had a meeting on 02.02.2024 without attendance of non-independent directors and members of management. In the meeting the following issues were taken up:

- (a) Review of the performance of non-independent directors and the Board as a whole;

- (b) Review of the performance of the Chairman of the company, taking into account the views of executive directors and non-executive directors;
- (c) Assessing 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.

The meeting also reviewed and evaluated the performance of non-independent directors. The company has 3 non-independent directors namely:

- i.) Mr. Manohar LokaReddy - Managing Director
- ii.) Ms. Radhika Kundur
- iii.) Mr. Venkateswara Rao Narepalem

The meeting recognized the significant contribution made by Mr. Manohar Loka Reddy - Managing Director in directing the Company towards the success path and placing the Company firmly in Internet Service Providing.

The meeting also reviewed and evaluated the performance the Board as whole in terms of the following aspects:

- * Preparedness for Board/Committee meetings
- * Attendance at the Board/Committee meetings
- * Guidance on corporate strategy, risk policy, corporate performance and overseeing acquisitions and disinvestments.
- * Monitoring the effectiveness of the company's governance practices
- * Ensuring a transparent board nomination process with the diversity of experience, knowledge, perspective in the Board.
- * Ensuring the integrity of the company's accounting and financial reporting systems, including the independent audit, and that appropriate systems of control are in place, in particular, systems for financial and operational control and compliance with the law and relevant standards.

It was noted that the Board Meetings have been conducted with the issuance of proper notice and circulation of the agenda of the meeting with the relevant notes thereon.

7. GENERAL BODY MEETINGS:

1. Annual General Meetings:
 - a. The date, time, location of Annual General Meetings held during last three years and the special/Ordinary resolutions passed there at are as follows:

Financial Year	Date	Time	Location	Special / Ordinary Resolution
2022-2023	20.09.2023	11.00 A.M.	5-9-22, 3rd Floor, My Home Sarovar Plaza, Secretariat Road, Saifabad, Hyderabad - 500 063.Telangana State, India.(Since the AGM will be held through VC/ OAVM, the Route Map of the venue of the Meeting is not annexed hereto. The deemed venue for the AGM shall be the Registered Office of the Company)	<ol style="list-style-type: none"> Adoption Of Financial Statements for the financial year ended 31 March, 2023. confirm Interim Dividend. Appointment of Director: To appoint a director in place of Dr. Manohar Loka Reddy (Holding DIN:00140229) who retires by rotation and, Increase The Remuneration of Managing Director Dr. Manohar Loka Reddy, From The Existing The Salary of Rs.50,000/- P.M. to Salary of Rs. 5,00,000/- P.M. Appointment of Mr. Vijay Kumar Maistry (DIN: 02060345) as an Independent Director of the Company.
2021-2022	04.08.2022	10.30 A.M.	5-9-22, 3rd Floor, My Home Sarovar Plaza, Secretariat Road, Saifabad, Hyderabad - 500 063.Telangana State, India.(Since the AGM will be held through VC/ OAVM, the Route Map of the venue of the Meeting is not annexed hereto. The deemed venue for the AGM shall be the Registered Office of the Company)	<ol style="list-style-type: none"> Adoption Of Financial Statements for the financial year ended 31 March, 2022. Appointment of Director: To appoint a director in place of Ms. Radhika Kundur (Holding DIN: 07135444) who retires by rotation and, being eligible, seeks reappointment. Re-Appointment of Auditors: the appointment of M/s. Niranjan & Narayan, Chartered Accountants (ICAI Firm Registration No. 005899S) as Statutory Auditors of the Company.
2021-2022	24.09.2021	10.30 A.M.	5-9-22, 3rd Floor, My Home Sarovar Plaza, Secretariat Road, Saifabad, Hyderabad - 500 063.Telangana State, India.(Since the AGM will be held through VC/ OAVM, the Route Map of the venue of the Meeting is not annexed hereto. The deemed venue for the AGM shall be the Registered Office of the Company)	<ol style="list-style-type: none"> Adoption Of Financial Statements for the financial year ended 31 March, 2021. Appointment of Director: To appoint a director in place of Dr. Manohar Loka Reddy (Holding DIN: 00140229) who retires by rotation and, being eligible, seeks reappointment. Appointment of Auditors: the appointment of M/s. Niranjan & Narayan, Chartered Accountants (ICAI Firm Registration No. 005899S) as Statutory Auditors of the Company. Re-Appointment of Mr. Kakarla Kiran Venkatasiva (DIN: 07592337) as an Independent Director: Re-Appointment of Mr. Subramanyeswara Rao Kakarala (DIN: 07587769) as an Independent Director: Re-Appointment of Dr. Erwin Leopold Dieck (DIN: 07614028) as an Independent Director: To appoint Mr. Jeeten Anil Desai (DIN: 07254475) as an Independent Director

b. Extraordinary General Meeting:

No extraordinary general meeting of the members was held during financial year 2023-2024.

c. Postal ballot:

During the financial year 2023-2024, the Company passed two special resolutions through postal ballot through e-voting.

Date of EGM Notice	Resolutions passed	Date of EGM	Scrutinizer	Link for EGM notice and results
10.03.2023	To Capitalise Reserves of the company and to issue bonus equity shares	08.04.2023	VCSR & Associates Upender Reddy Sama (M No.A17738 CP No:6877)Practicing Company Secretaries	https://www.netllinx.com/company/PBR-Feb2023.pdf

Description of the Resolution	Votes in favour of the resolution			Votes against the resolution			Invalid votes	
	Number of members	Number of valid votes cast (Shares)	Percentage of total number of valid votes cast	Number of members voted	Number of valid votes cast (Shares)	Percentage of total number of votes	Total number of members whose votes were declared invalid	Total number of invalid votes cast (Shares)
To Capitalise Reserves of the company and to issue bonus equity shares	43	5277172	100%	1	1	-	-	-

Procedure for Postal Ballot:

Procedure as prescribed under Section 110 of the Act read with relevant rules made there under will be adhered to.

D. Other Disclosures:

A. Related Party Transactions:

Disclosure as per 23(9) of SEBI (LODR), 2015 of Related party transactions on a consolidated basis as prescribed in Ind AS-24 are given below:

Names of related parties and description of relationship:

1)	Subsidiaries of the Group having significant Influence
a)	Netlinx Inc, USA - Wholly Owned Overseas Subsidiary
b)	Netlinx Realty Private Limited - Wholly Owned Subsidiary
c)	Sri Venkateswara Green Power Projects Limited
d)	Sailon SE
e)	Netlinx Technologies Private Limited (wholly owned subsidiary of Netlinx Realty Private Limited)
2)	Companies in which directors are interested
a)	North East Broking Services Limited
3)	Key Management Personnel (KMP) of the Group
a)	Shri Manohar Loka Reddy - Promoter and Managing Director
b)	Shri G. Sai Ram - CS
c)	Venkateswara Rao Narepalem, CFO cum Director
4)	Relative of KMP, having transactions with the Group
a)	Rohith Loka Reddy

Based on the recommendation of the Nomination, Remuneration and Compensation Committee, all decisions relating to the remuneration of the Director of the Group, in accordance with shareholder's approval, wherever necessary.

There were no materially significant transactions with related parties i.e. Promoters, Directors or the Management, their subsidiaries or relatives conflicting with the Company's interests, save and except as mentioned in the Schedule of Accounts.

The Company has formulated Related Party transactions (RPT) Policy which provides a framework to regulate transaction between the Company and its related parties based on laws and regulations applicable to the Company. The Company's RPT Policy is available on the company's website www.Netlinx.com.

Transactions During the year and outstanding at the end of Financial Year with Related parties.

S.No.	Nature of Transactions	Subsidiaries	KMP	Relatives of KMP	Entities over which KMP have significant influence	Total
1.	Managerial Remuneration during the year	0	85.92	0	0	85.92
2.	Outstanding Managerial Remuneration at the end of the year	0	7.16	0	0	7.16
3.	Managerial Remuneration Paid	0	78.76	0	0	78.76
4.	**Investments during the year	310	0	0	0	310
5.	Loans Taken	0	#250.31	##09	0	259.31
6.	Loans Repaid	0	#174.59	##09	0	183.59
7.	Outstanding Loans & Receivables	0	#75.72	0	0	75.72
8.	Value of Loan Transactions during the year	0	#359.90	##18	0	377.90

** Purchase of Shares of Sri Venkateswara Green Power Projects Limited From Netlinx Realty Private Limited By Netlinx Limited.

transaction between Dr. Manohar Loka Reddy, Managing Director and Netlinx Limited, Holding Company

Transaction between Mr. Rohith Loka Reddy, Promoter and relative of KMP and Netlinx Limited, Holding Company.

Every Related Party Transactions are subject to the prior approval of the Audit Committee in compliance with the conditions contained in Reg. 23(2) of the Listing Regulations.

Terms and conditions of transactions with related parties:

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions

B. Details of non compliance by the Company, penalties, and strictures imposed on the company:

There details of non-compliance by Company imposed by either Stock Exchange or Securities and Exchange Board of India (SEBI) or any statutory authority on any matter related to the capital markets during the last 3 years.

S.No.	Compliance Requirement (Regulations /circulars/ guidelines including specific clause)	Regulation /Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations /Remarks of the Practicing Company Secretary	Management Response	Remarks
1.	The Company was required to submit yearly disclosures of Annual Secretarial Compliance Report within 60 days from the date of end of financial year.	Regulation 24A-Non-compliance with disclosure of Annual Secretarial Compliance Report For the Financial year ending 2022-2023	Two days Delay in submission of Annual Secretarial Compliance Report for the financial year 2022-2023 i.e., Two days after n 60 days from the date of end of financial year 2022-2023.	MSE	MSE vide its Notice action under SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/48 has imposed fine on the company for an amount of Rs. 4,720/- for non-compliance of Regulation 24A of SEBI LODR	Delay in submission of Annual Secretarial Compliance Report for the financial year 2022-2023. The due date of filing was 30.05.2023 but the same was submitted 01.06.2023	Rs. 4,720/- (including GST)	The Company was required to submit Annual Secretarial Compliance Report within 60 days from the date of end of financial year 2022-2023. The due date of filing was 30.05.2023 but the same was submitted 01.06.2023	The company has submitted Annual Secretarial Compliance Report in PDF submission 01.06.2023 Accordingly non compliance has made good and paid the penalty.	The company on receipt of the said notice has paid the fine
2.	The Company need to implemented the bonus within two months from the date of board meeting of board of directors (06/03/2023)	295(1) of the SEBI (Issue of Capital and Disclosure Requirement) Regulations, 2018 ("ICDR)	The Company has not implemented the bonus within two months from the date of board meeting of board of directors (06/03/2023)	BSE	BSE vide its Notice action under SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/94	Failure to implement the bonus within two months from the date of board meeting of board of directors (06/03/2023)	Rs. 165200/- (including GST)	The Company need to implemented the bonus within two months from the date of board meeting of board of directors (06/03/2023)	The company was not implemented the bonus within two months from the date of board meeting of board of directors (06/03/2023) the delay was caused due to non getting of trading approval for shares allotted on 12.04.2023 for initiation of corporate action from NSDL	The company on receipt of the said notice has paid the fine
3.	The Company need to implemented the bonus within two months from the date of board meeting of board of directors (06/03/2023)	295(1) of the SEBI (Issue of Capital and Disclosure Requirement) Regulations, 2018 ("ICDR)	The Company has not implemented the bonus within two months from the date of board meeting of board of directors (06/03/2023)	MSEI	MSEI vide its Notice action under SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/94	Failure to implement the bonus within two months from the date of board meeting of board of directors (06/03/2023)	Rs. 118000/- (including GST)	The Company need to implemented the bonus within two months from the date of board meeting of board of directors (06/03/2023)	The Company was not implemented the bonus within two months from the date of board meeting of board of directors (06/03/2023) the delay was caused due to non getting of trading approval for shares allotted on 12.04.2023 for initiation of corporate action from NSDL	The company on receipt of the said notice has paid the fine

4.	The Company was required to submit half-yearly disclosures of related party transactions within 15 days from the date of publication of its standalone and consolidated financial results in XBRL mode.	Regulation 23 (9)- Non-compliance with disclosure of related party transactions on consolidated basis & Quarter ending September-2022(Q2)	Delay in filing of disclosure of related party transactions for the half year ended 30th September, 2022	BSE	BSE vide its Notice action under SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020 has imposed fine on the company for an amount of Rs. 1,77,000/- for non-compliance of Regulation 23(9) of SEBI LODR	Dealy in filing of disclosure of related party transactions for the half year ending 30th September 2022 in XBRL Mode. The due date of filing was 25.11.2022 but the same was submitted 28.12.2022	Rs. 1,77,000/- (Including GST)	The Company was required to submit half-yearly Disclosure of related party transactions within 15 days from the date of publication of its standalone and consolidated financial results in XBRL Mode. The due date of filing was 25.11.2022 but the same was submitted 28.12.2022	The company has submitted reply to BSE that disclosure has been made in PDF submissions rather than XBRL mode. Accordingly non compliance has made good and paid the penalty.	The company on receipt of the said notice has paid the fine
5.	Regulation 33 (3) of the SEBI. (LO&DR) Regulations 2015 ('Listing Regulations') relating to delay in submission of reviewed Financial Results of the Company for the Quarter and financial year ended 31 March. 2021 within stipulated time	Regulation 33 (3) of the SEBI. (LO&DR) Regulations 2015 ('Listing Regulations') relating to delay in submission of reviewed Financial Results of the Company for the Quarter and financial year ended 31 March. 2021 within stipulated time	Delay in submission of Financial Results of the Company for the Quarter and financial year ended 31 March. 2021 within stipulated time	BSE	Notice of non compliance was served requiring the company to pay fine amount of Rs. 5900/- (Including GST)	Delay in submission of Financial Results of the Company for the Quarter and financial year ended 31 March. 2021 within stipulated time	Rs. 5900/- (Including GST)	Delay in submission of Financial Results of the Company for the Quarter and financial year ended 31 March. 2021 within stipulated time	Delay in submission of Financial Results of the Company for the Quarter and financial year ended 31 March. 2021 within stipulated time	The company on receipt of the said notice has paid the fine
6.	Regulation 33 (3) of the SEBI. (LO&DR) Regulations 2015 ('Listing Regulations') relating to delay in submission of reviewed Financial Results of the Company for the Quarter and financial year ended 31 March. 2021 within stipulated time	Regulation 33 (3) of the SEBI. (LO&DR) Regulations 2015 ('Listing Regulations') relating to delay in submission of reviewed Financial Results of the Company for the Quarter and financial year ended 31 March. 2021 within stipulated time	Delay in submission of Financial Results of the Company for the Quarter and financial year ended 31 March. 2021 within stipulated time	MSE	Notice of non compliance was served requiring the company to pay fine amount of Rs. 5900/- (Including GST)	Delay in submission of Financial Results of the Company for the Quarter and financial year ended 31 March. 2021 within stipulated time	Rs. 5900/- (Including GST)	Delay in submission of Financial Results of the Company for the Quarter and financial year ended 31 March. 2021 within stipulated time	Delay in submission of Financial Results of the Company for the Quarter and financial year ended 31 March. 2021 within stipulated time	The company on receipt of the said notice has paid the fine

C. Whistle Blower Policy (Vigil mechanism):

Your Company is serious about its adherence to the codes of Conduct and to achieve at par with the highest standards of ethical, moral and legal conduct of business operations and henceforth encourage its employees to bring ethical and legal violations they are aware of to an internal authority without fear of punishment or unfair treatment so that action can be taken immediately to resolve the problem. A Vigil (Whistle Blower) mechanism provides a channel to the employees and Directors to report to the management concerns about unethical behavior, actual or suspected fraud or violation of the Codes of conduct or policy. The mechanism also provides for adequate safeguards against victimization of employees to avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee. Thus minimization of organization's exposure to the damage that can occur when employees circumvent internal mechanisms is the main objective which neither releases employees from their duty of confidentiality in the course of their work, nor can it be used as a route for raising any malicious allegations against people in authority and / or colleagues in general. Your company has given affirmation that no personnel have been denied access to the Audit Committee. The Company's Whistle Blower Policy is available on the company's website www.netlinx.com and on the weblink http://www.netlinx.com/company/Policies/Netlinx_VIGIL_MECHANISM.pdf.

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

The Company has complied with the mandatory requirements as stipulated in Listing Regulations, 2015 with the Stock Exchanges. The Company is not required to adopt discretionary Requirements as specified in Regulation 27(1) of the Listing Regulation because no such activities took place in the company.

E. Reconciliation of Share Capital Audit:

The Company Secretary-in-Practice carried out a Reconciliation of Share Capital Audit to reconcile the total admitted equity share capital with the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) and the total issued and listed equity share capital. The audit report confirms that the total issued/paid-up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.

F. Policy for Determining Materiality of an event or information and for making disclosures to Stock Exchanges:

Pursuant to Regulation 30 of SEBI (LODR) Regulations, 2015, the Board of Directors of the Company have approved the Policy for determining materiality of an event or information and for making disclosures to the Stock Exchanges which is effective from December 1, 2015 and same is available on the company's website www.netlinx.com and on the weblink <http://www.netlinx.com/company/MATERIALITY%20OF%20EVENT%20OR%20INFORMATION.pdf>. The Board of Directors of the Company has authorized CEO & Chief Financial Officer to determine materiality of an event or information and authorized Company Secretary for making disclosures to the Stock Exchanges under the said regulation.

G. Code of practices and procedures for fair disclosure of unpublished price sensitive information:

Pursuant to Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Board of Directors of the Company, during the year, approved and adopted the "Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information". The Code is available on the company's website www.netlinx.com and on the weblink <http://www.netlinx.com/company/Code%20of%20Conduct%20of%20Fair%20Disclosure.pdf>.

web link where policy for determining 'material subsidiaries is disclosed; The policy for determining material subsidiaries of the Company is available on the Company's website [URL:https://www.netlinx.com/company/POLICY%20ON%20MATERIAL%20SUBSIDIARY.pdf](https://www.netlinx.com/company/POLICY%20ON%20MATERIAL%20SUBSIDIARY.pdf).

Disclosure of commodity price risks and commodity hedging activities- **Not Applicable**

Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A)- **Not Applicable**

disclosure by listed entity and its subsidiaries of 'Loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount': NIL

Details of material subsidiaries of the listed entity; including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries.

S.No.	Name of Subsidiary	Date and Place of Incorporation	Name of Statutory Auditors	Date of Appointment
1.	Netlinx Realty Private Limited	16th September 2006 Hyderabad, India	Niranjan & Narayan Chartered Accountants (FRN:005899S)	30th September, 2020
2.	Sri Venkateswara Green Power Projects Limited	07th September 2009 Hyderabad, India	M/s. DEVA & Co, Chartered Accountants (FRN: 000722S)	19th September, 2023
3.	Netlinx Technologies Private Limited	22nd November 2019 Hyderabad, India	M/s. DEVA & Co, Chartered Accountants (FRN: 000722S)	30th September, 2020

A certificate from a company secretary in practice that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority has been enclosed as separately to this report.

Where the board had not accepted any recommendation of any committee of the board which is mandatorily required, in the relevant financial year- There are no such instances during the year and the Board considered and accepted the recommendations of all the Committees.

Total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is apart- Rs. 6.26/- (In Lakhs)

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

The Company has adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment at workplace as per the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made thereunder. The policy aims to provide protection to Employees at the workplace and prevent and redress complaints of sexual harassment and for matters connected or incidental thereto, with the objective of providing a safe working environment, where Employees feel secure. The Company has also constituted an Internal Committee, known as Anti Sexual Harassment Committee to address the concerns and complaints of sexual harassment and to recommend

appropriate action.

The Company has not received any complaint on sexual harassment during the year.

The extent to which the discretionary requirements as specified in Part E of Schedule II have been adopted:

Discretionary Requirements:

The Company has adopted / complied with the discretionary requirements specified in Part E of Schedule II as detailed below:

- i. The Board:
Maintenance of Office to the Non-executive Chairperson at the Company's expense: This is not Applicable as the Chairperson of the Company is an Executive Director.
- ii. Shareholders' rights:
All the quarterly financial results are placed on the Company's Website: www.nettlinx.com, apart from publishing the same in the Newspapers.
- iii. Modified opinion(s) in audit report:
There are no modified opinions in the Audit Reports.
- iv. Separate Posts of Chairman and CEO:
The Company does not have Chairman and CEO as on 31st March 2024.
- v. Reporting of internal auditor:
The Internal auditor reports to the Chairman of the Audit Committee directly.

Disclosures of compliance with corporate governance requirements specified in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 are as follows:

Regulation	Particulars of Regulation	Name of Statutory Auditors
17.	Board of directors	YES
18.	Audit committee	YES
19.	Nomination and Remuneration committee	YES
20.	Stakeholders Relationship committee	YES
21.	Risk Management committee	YES
22.	Vigil mechanism	YES
23.	Related party transactions	YES
24.	Corporate Governance requirements with respect to Subsidiary of listed entity	YES
25.	Obligations with respect to Independent directors	YES
26.	Obligation with respect to Directors and Senior Management	YES
27.	Other Corporate Governance requirements	YES
46(2)(b) to (i)	Website	YES

H. Prohibition of insider trading:-

In compliance with the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015 (as amended from time to time) the Company has adopted a Code of Conduct for regulating, monitoring and reporting of Trading by Insider with a view to regulate trading in securities by the Directors and designated employees of the Company. This policy also

provides for periodical disclosures from designated employees as well as pre clearance of transactions by such persons. The Compliance Officer is responsible for implementation of the Code. During the year under review there has been due compliance with the said code. All Board Directors and the designated employees have confirmed compliance with the Code. The Code is available on the company's website www.nettlinx.com and on the weblink

<http://netllinx.com/company/Code%20of%20Conduct%20to%20Regulate-%20Monitor-%20Report%20Trading%20by%20Insiders.pdf>

I. Compliance with accounting standard:

The company has followed all relevant Accounting Standards notified by the Indian Accounting Standards, while preparing the Financial Statements. None of shares of the company are lying in the Dematerialization Suspense Account or unclaimed suspense account.

J. Means of communication:

(a) Quarterly results:

The quarterly, half-yearly and annual results of the Company were normally published by the Company in the newspapers within 48 hours from the conclusion of the Board meeting.

Annual reports with audited financial statements are sent to the shareholders through permitted mode.

(b) Newspapers wherein results normally published:

The results are normally published by the Company in the newspapers (Business Standard) in English version, circulating in the whole of India and in regional newspaper (Nava Telangana) in the vernacular language in all editions.

(c) Any website, where displayed:

The results are also displayed on the Company's website: <https://www.netllinx.com/>

(d) Whether it also displays official news releases:

The newsletters and press releases from time to time were also displayed on the Company's website.

(e) Presentations made to institutional investors or to the analysts:

The presentations to institutional investors or to the analysts are covered in the Company's website and were intimated to the Stock Exchanges.

News items are sent to the Stock Exchanges i.e. BSE Limited and Metropolitan Stock Exchange of India Limited, where shares of the Company were listed and the Exchanges display the same on their websites.

As the company does not have any institutional investors and angel investors, so no presentation made to

institutional investors or to the analysts.

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

(1) The listed entity shall disclose the following details in its annual report, as long as there are shares in the demat suspense account or unclaimed suspense account, as applicable: **NOT APPLICABLE:**

- (a) aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year;
- (b) number of shareholders who approached listed entity for transfer of shares from suspense account during the year;
- (c) number of shareholders to whom shares were transferred from suspense account during the year;
- (d) aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year;
- (e) that the voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares.

Agreements entered into by the shareholders, promoters, promoter group entities, related parties, directors, key managerial personnel, employees of the listed entity or of its holding, subsidiary or associate company, among themselves or with the listed entity or with a third party, solely or jointly, which, either directly or indirectly or potentially or whose purpose and effect is to, impact the management or control of the listed entity or impose any restriction or create any liability upon the listed entity, shall be disclosed to the Stock Exchanges, including disclosure of any rescission, amendment or alteration of such agreements thereto, whether or not the listed entity is a party to such agreements:

Provided that such agreements entered into by a listed entity in the normal course of business shall not be required to be disclosed unless they, either directly or indirectly or potentially or whose purpose and effect is to, impact the management or control of the listed entity or they are required to be disclosed in terms of any other provisions of these regulations.

No agreement entered during the Financial Year 2023-2024

L. GENERAL INFORMATION FOR SHAREHOLDERS AND INVESTORS:

Registered Office Address of the company	5-9-22, Flat No.303, 3rd Floor, My Home Sarovar Plaza, Secretariat, Saifabad, Hyderabad, Telangana-500063. Ph: 91-040-23232200/23231621 Fax: 23231610 E - Mail: secretarial@netllinx.org Website: www.netllinx.com
Date, time and Venue of Annual General Meeting	25 th September, 2024, 11.00 A.M. at Registered Office address (Since the AGM will be held through VC/ OAVM, The deemed venue for the AGM shall be the Registered Office of the Company).
Tentative Calendar of Events for the Financial Year 2023-24	First Quarter- July, 2024 Second Quarter- November, 2024 Third Quarter- February, 2025 Financial Year- May 2025

Shareholders Services, Enquiries, Complaints	Dr.Manohar Loka Reddy, Email: secretarial@nettlinx.org Mr. Sai Ram Gandikota, Email: cs@nettlinx.org
Dividend Payment Date	29.03.2023
Financial Year	From 1st April 2023 to 31 st March 2024
Registrars & Share Transfer Agent	Venture Capital and Corporate Investments Pvt. Ltd., Regd. Off: Door No. 4-50/P-II/57/4 & 5th Floors, Plot No. 57, Jayabheri Enclave, Phase II, Gachibowli, Seri Lingampally-500032, Telangana, India Tel: 91-40-23818475/23818476/2386808023, Fax: 040 - 23868024 E - Mail: info@vccilindia.com
Book Closure for AGM	Wednesday, 18th September, 2024 to Wednesday, 25th September, 2024
Stock Code	511658
Listing on Stock Exchange of	Bombay Stock Exchange Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 & Metropolitan Stock Exchange of India Limited, 205(A), 2nd Floor, Piramal Agastya Corporate Park, Kamani Junction, LBS Road, Kurla, (West), Mumbai-400 070
Trading of Equity Shares	Equity Shares are traded through a. National Securities Depository Ltd (NSDL) and b. Central Depository Services Ltd (CDSL)
ISIN	INE027D01019
ADDRESS FOR CORRESPONDENCE	
Transfer/Dematerialization/Consolidation/Split of Shares, Issue of Duplicate Share Certificate, Change of Address of members and beneficial owners and any other query relating to the shares of the Company	Venture Capital and Corporate Investments Pvt. Ltd., Regd. Off: Door No. 4-50/P-II/57/4 & 5th Floors, Plot No. 57, Jayabheri Enclave, Phase II, Gachibowli, Seri Lingampally-500032, Telangana, India Tel: 91-40-23818475/23818476/2386808023 Fax: 040 - 23868024 E - Mail: info@vccilindia.com
Investor Correspondence/Query on Annual Report	M/s. Nettlinx Limited 5-9-22, Flat NO.303, 3rd Floor, My Home Sarovar Plaza, Secretariat, Saifabad, Hyderabad, Telangana-500063. Ph: 91-040-23232200/23231621 Fax: 23231610 E - Mail: secretarial@nettlinx.org Website: www.nettlinx.com

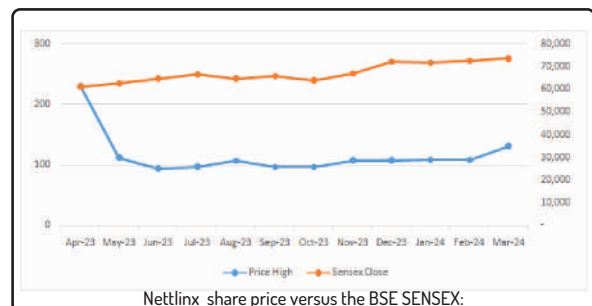
Custodial fees to Depositories: The custodial fee has been paid to NSDL and CDSL up-to 31st March, 2024.

The Listing Fees has been paid to BSE Ltd and MSEI Ltd. up-to 31st March, 2024.

M) Monthly High, Low & Closing Share Price at BSE:

MONTH	BSE LIMITED				
	Open Price	High Price	Low Price	Close Price	No. of Shares
April 2023	196	230	107.75	109.45	171759
May 2023	112	112	82.2	86.15	194033
June 2023	87	93.45	78.25	89.65	256083
July 2023	91	96.44	82.2	96.44	187945
August 2023	101.26	106.32	87.5	94.8	128791
September 2023	92.95	96	85.6	91.69	60684
October 2023	91.49	95.83	82.2	90.5	77107
November 2023	93	107	91.11	97.67	834108
December 2023	95.85	107	90	105.55	1225759
January 2024	103.95	107.7	85.25	88.85	615299
February 2024	91.07	107.99	87.35	103.22	1216346
March 2024	101.2	130.85	100.9	118.4	2392389

N) performance in comparison to broad-based indices such as BSE sensex, CRISIL Index etc:



O) Distribution of shareholding as on March 31, 2024:

Range (Nominal value)	Holders		Amount	
	Number	% Total Shareholders	In Rs.	% Total Shareholders
Upto - 5000	2597	74.20	2817040	1.17
5001 - 10000	285	8.14	2451740	1.01
10001 - 20000	214	6.11	3641840	1.51
20001 - 30000	68	1.94	1756430	0.73
30001 - 40000	56	1.60	2116270	0.88
40001 - 50000	40	1.14	1931930	0.8
50001 - 100000	102	2.91	7884410	3.26
100001 and above	138	3.94	219166580	90.65
Total	3217	100	241766240	100

P) Shareholding pattern as on March 31, 2024:

Particulars	No. of shares held	Percentage to Total issued Shares
Promoters, Directors and relatives	13584874	56.19
Bank, Financial Institutions, Insurance Companies & Mutual Funds	Nil	Nil
A. Bank	Nil	Nil
B. Financial Institutions	1600	0.01
C. Insurance Companies	Nil	Nil
D. Mutual Funds/UTI	Nil	Nil
F. Central & State Governments	Nil	Nil
G. Foreign Institutional Investors	Nil	Nil
H. Alternate Investment Funds	300000	1.24
I.NRIs/Foreign Nationals	143720	0.59
J. Public and Others	10146430	39.91
Total	241766240	100.00

Q) Dematerialisation of shares and liquidity as on March 31, 2024:

The break-up of equity shares held in Physical and Dematerialised form as on March 31, 2024, is given below:

Particulars	No. of shares	Percentage
Demat Segment		
NSDL	18870768	78.05%
CDSL	4558025	18.85%
Sub-total	23428793	96.90
Physical Segment	747831	3.10%
Total	24176624	100

Securities suspended from trading: Not applicable

R) Outstanding GDR/ADR/Warrants and Convertible Instruments, Conversion dates and likely impact in Equity:

Outstanding warrants 3,25,000/- existing on 31st March, 2023 converted into 325000/- Equity shares of Rs.10/- each on 12.04.2023.

S) Commodity price risk or foreign exchange risk and hedging activities:

No such risks or activities to report during the year under review.

(T) Plant Locations:

As the Company is engaged in the ISP activities, therefore the Company does not have any Plant Locations.

List of all credit ratings obtained by the entity along with any revisions thereto during the relevant financial year, for all debt instruments of such entity or any fixed deposit programme or any scheme or proposal of the listed entity involving mobilization of funds, whether in India or abroad- Not applicable.

(O) Share Transfer System / Dividend and Other Related Matters:**Share transfers:**

Share transfers in physical form are processed and the share certificates are generally returned to the transferees within a period of fifteen days from the date of receipt of transfer provided the transfer documents lodged with the Company are complete in all respects.

Nomination facility for shareholding:

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

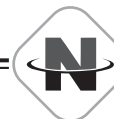
Permanent Account Number (PAN)

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

Pending Investors' Grievances:

Any Member / Investor, whose grievance has not been resolved satisfactorily, may kindly write to the Company Secretary at the Registered Office with a copy of the earlier correspondence.

S. No.	Nature of Queries Compliant	Pending as on April 1, 2023	Received during the year	Redressed during the year	Pending as on March 31, 2024
1	Transfer	0	83	83	0
2	Transmission	0	8	8	0
3	Duplicate Share Certificate	0	56	56	0
4	Non-receipt of Dividend	0	0	0	0
5	Dematerialisation/	0	81	81	0
6	Rematerialisation of Shares	0	0	0	0
7	Complaints received from:	0	0	0	0
	SEBI	0	0	0	0
	Stock Exchanges/NSDL/CDSL	0	0	0	0
	ROC/MCA/Others	0	0	0	0
	Advocates	0	0	0	0
	Consumer Forum/Court Case	0	0	0	0
8	Others	0	85	85	0
	Grand Total	0	0	0	0

**Internal Controls:**

The Company has a formal system of internal control testing which examines both the design effectiveness and operational effectiveness to ensure reliability of financial and operational information and all statutory / regulatory compliances. The Company's business processes have a strong monitoring and reporting process resulting in financial discipline and accountability.

CEO / CFO Certification

The CEO and the CFO have issued certificate pursuant to the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 certifying that the financial statements do not contain any untrue statement and these statements represent a true and fair view of the Company's affairs. The said certificate is annexed and forms part of the Annual Report.

Statement showing Shareholding of more than 1% of the Capital as on March 31, 2024:

Sl. No.	Name of the shareholders	No. of Shares	Percentage of Capital
1	Northeast Broking Services Limited	1556348	6.44
2	Kuninte Manimala	615812	2.55
3	Dr Sarat Surapaneni	535046	2.21
4	P Prameela Reddy	425970	1.76
5	Chanakya Opportunities Fund I	300000	1.24
	Total	3433176	14.20

Meetings for approval of quarterly and annual financial results were held on the following dates:

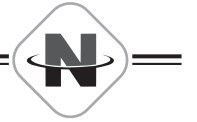
Quarter	Date of Board Meeting
1st Quarter	28.07.2023
2nd Quarter	07.11.2023
3rd Quarter	02.02.2023
4th Quarter	10.05.2024

Date: 25.07.2024
Place: Hyderabad

**By the order of the Board of Directors
For Nettlinx Limited**

Sd/-
Dr. Manohar Loka Reddy
Managing Director
DIN: 00140229

Sd/-
Mr. Vijaya Bhasker Reddy Maddi
Director
DIN: 00278842



ANNEXURE-F

MANAGEMENT DISCUSSION & ANALYSIS REPORT

1. FORWARD-LOOKING STATEMENTS

This report contains forward-looking statements based on certain assumptions and expectations of future events. The Company, therefore, cannot guarantee that these assumptions and expectations are accurate or will be realized. The Company's actual results, performance or achievements can thus differ materially from those projected in any such forward-looking statements. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent developments, information or events.

2. INDUSTRY STRUCTURES & DEVELOPMENTS:

The Internet services market is rapidly growing, partly on account of higher penetration of users in rural areas getting on to Net and higher frequent usage of broadband in urban locations as most are using internet for multiple uses inclusive of Voice, Data & Video. Add to this is the aggressive campaigns of Large TELCOs who are constantly attracting Users for their Cellular Data plans, both in terms of upgrading existing users and also creating new ones. The market is rapidly adapting to the use of popular social networking sites. New players launching their services will further boost the market although margins in the next few years may shrink to a little extent owing to raising other costs.

3. OPPORTUNITIES & THREATS:

The Company enjoys goodwill from its Customers. Our Corporate objective is to create mutual long term sustainable value through a collaborative approach driven by the vision of becoming a preferred Internet choice for distinguished Clientele demanding Quality, Value for Money & Flexibility translating into a perfect Win-Win for either Entities. This formula is working fine in favor of our Organisation. Additionally, We are operating in Niche business segments & geographic locations within Telangana State & AP State without directly taking any of those large companies head on. We continue to optimistically protect and retain our current base and progressively increase the sales revenue and market share moving forward.

New technologies like WiFi & Free WiFi to Citizens envisaged by Govts, although may pose a little challenge to start with, In reality these may not be any threat to us as these service offerings may have challenges from the point of view of logistics and technological obstacles and will have lots of limitations and therefore may not be commercially viable. This would in reality enlarge the usage in the market place creating a level playing field in the long run.

4. SEGMENT-WISE OR PRODUCT-WISE PERFORMANCE.

Internet Leased Line Business (ISP)

The Internet Leased Line (ILL) business segment has been a cornerstone of Netllinx's operations, showcasing strong growth and solid performance throughout the financial year 2023-24. Below are the key highlights and detailed analysis of this segment:

Key Performance Highlights

1. Revenue Growth

- ◆ Total Revenue: The Internet Leased Line business generated substantial revenue, contributing significantly to the overall financial performance of Netllinx.
- ◆ Year-on-Year Growth: The segment experienced a robust year-on-year revenue growth rate, driven by an increase in customer acquisition and retention.

2. Customer Base Expansion

- ◆ New Contracts: A notable number of new contracts were secured, reflecting the growing demand for reliable internet connectivity solutions.
- ◆ Retention Rate: High customer satisfaction and superior service quality have led to an impressive customer retention rate.

3. Market Share

- ◆ Increased Market Penetration: Netllinx has successfully expanded its market share in the ISP sector, leveraging its competitive pricing and superior service delivery.
- ◆ Geographical Reach: Expansion into new geographical areas has broadened the customer base and enhanced market presence.

Operational Efficiency

1. Network Infrastructure

- ◆ Upgraded Infrastructure: Significant investments in upgrading network infrastructure have resulted in enhanced bandwidth capacity, lower latency, and improved service reliability.
- ◆ Scalability: The scalable network infrastructure has allowed Netllinx to meet the increasing demand for high-speed internet services.

2. Service Quality

- ◆ Service Uptime: The ILL segment maintained an impressive service uptime, ensuring uninterrupted connectivity for clients.
- ◆ Customer Support: Dedicated customer support teams have effectively managed and resolved customer issues, contributing to high satisfaction levels.

Strategic Initiatives

1. Product Innovation

- ◆ New Service Offerings: Introduction of innovative service offerings, such as tailored bandwidth solutions and flexible pricing models, has catered to diverse customer needs.
- ◆ Value-Added Services: Additional services, such as



cybersecurity solutions and managed network services, have enhanced the value proposition for clients.

2. Partnerships and Alliances

- ◆ Strategic Partnerships: Collaborations with leading technology providers have enabled Netllinx to offer cutting-edge solutions and stay ahead of industry trends.
- ◆ Alliances: Forming alliances with local and international partners has facilitated market expansion and service diversification.

Financial Performance

1. Revenue Contribution

- ◆ The ILL segment contributed a significant portion of the total revenue, underscoring its importance to Netllinx's overall financial health.

2. Profit Margins

- ◆ Operating Margins: The segment maintained healthy operating margins through efficient cost management and strategic pricing.
- ◆ Net Profit: The profitability of the ILL business has been bolstered by consistent revenue growth and operational efficiency.

Challenges and Mitigation

1. Market Competition

- ◆ Intense Competition: The ISP market is highly competitive, with numerous players vying for market share. Netllinx has countered this by emphasizing service quality and customer satisfaction.
- ◆ Price Sensitivity: To address price sensitivity in the market, Netllinx has introduced flexible pricing models and bundled service offerings.

2. Technological Advancements

- ◆ Rapid Technological Changes: Staying abreast of rapid technological advancements is crucial. Netllinx continuously invests in R&D to integrate the latest technologies into its service offerings.

Future Outlook

1. Expansion Plans

- ◆ Geographical Expansion: Continued focus on expanding into new regions to capture untapped markets.
- ◆ Service Diversification: Developing new services to meet evolving customer needs and stay competitive.

2. Sustainable Growth

Netllinx aims to achieve sustainable growth in the ILL segment through ongoing innovation, superior service delivery, and strategic market positioning.

5. OUTLOOK:

In order to meet the changing market realities, your Company has been following the philosophy of providing the highest quality products and services at the lowest possible prices. All endeavours are made to achieve possible cost reduction in every area of operations. Your

Company's philosophy to provide high class quality products i.e. full value for money, to consumers would greatly benefit in the long run. In the otherwise increasing cost arena, every expense, whether capital or revenue is minutely reviewed to achieve all possible savings.

6. RISKS AND CONCERNS:

The Company's products are largely intended for sale in the domestic market. Apart from normal risks as are applicable to an Industrial Undertaking the Company does not foresee any serious area of concern. The Company is obtaining adequate insurance coverage for its assets at the plant and the field locations etc. The company has no foreign exchange risk coverage due to its limited exposure. Compliance of safety requirements and norms placed by different Government agencies is a top priority of your Management.

7. INTERNAL CONTROL SYSTEMS

The Company has proper and adequate systems of internal controls in order to ensure that all assets are safeguarded against loss from unauthorized use of disposition and that all transactions are authorised, recorded and reported correctly. An Audit Committee headed by a non-executive independent Director is in place to review various areas of the control systems.

8. DISCUSSION OF FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:

The financial performance of Netllinx for the year 2023-24 reflects a significant improvement and is detailed in the Balance Sheet, Profit & Loss Account, and other financial statements presented separately. Key highlights for the year are summarized below:

Key Financial Highlights (2023-24)

Sales for the year 2023-24	1998.33
Current tax	243.59
Profit after tax	633.85
Paid up equity share capital as on 31st March, 2024	2417.66

Analysis

1. Sales Performance:

- ◆ The total sales for the year stood at Rs. 1998.33 lakhs. This reflects the company's robust sales strategy and strong market presence, which have contributed to maintaining a steady revenue stream.

2. Profitability:

- ◆ The company achieved a Profit After Tax (PAT) of Rs. 633.85 lakhs. This notable profit is a result of effective cost management, enhanced operational efficiencies, and strategic business initiatives undertaken during the year.

3. Taxation

- ◆ The current tax expense for the year amounted to Rs. 243.59 lakhs. The effective tax planning and compliance with statutory requirements have ensured a balanced tax expense aligned with the company's profitability.



4. Equity Share Capital:

- ◆ The paid-up equity share capital as of 31st March 2024 is Rs. 2417.66 lakhs. This strong capital base indicates the company's healthy financial structure and its ability to leverage equity financing for growth and expansion.

Operational Performance

- ◆ **Operational Efficiency:** The company has focused on streamlining operations, which has resulted in higher productivity and reduced operational costs. This efficiency is reflected in the increased profitability margins.
- ◆ **Market Expansion:** Strategic initiatives to enter new markets and expand the customer base have been successful, contributing to the revenue growth.
- ◆ **Product Innovation:** Investment in research and development has led to the introduction of new products and services, meeting customer demands and staying competitive in the market.

Conclusion

Netllinx's financial performance for the year 2023-24 is a testament to the company's effective operational strategies and robust financial management. The significant profit, along with a strong sales performance, underscores the company's successful execution of its business plans and its commitment to delivering value to its stakeholders.

9. MATERIAL DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED:

Overview:

The financial year 2023-24 has been a significant period of transformation and growth for Netllinx in terms of human resources and industrial relations. Our commitment to fostering a dynamic and engaging work environment has been pivotal in achieving our organizational goals. Below are the key developments and achievements in this area:

Human Resources:

Talent Acquisition and Retention:

Strategic Hiring: We have strengthened our workforce by recruiting top talent across various functions to support our expanding business operations.

Retention Programs: Initiatives such as enhanced employee benefits, career development programs, and recognition schemes have been instrumental in reducing attrition rates and retaining key talent.

Training and Development:

Skill Enhancement: Comprehensive training programs focused on both technical and soft skills have been implemented to ensure our employees are well-equipped to meet current and future challenges.

Leadership Development: Special emphasis has been placed on grooming future leaders through mentorship programs and leadership workshops.

Employee Well-being

Health and Wellness Programs:

We have introduced several health and wellness initiatives, including mental health support, fitness programs, and health check-ups, to ensure the overall well-being of our employees.

Work-Life Balance:

Flexible working hours, remote working options, and leave policies have been optimized to promote a healthy work-life balance.

Industrial Relations:

Collaborative Environment

Open Communication:

Establishing transparent communication channels between the management and employees has fostered a collaborative and trust-based work environment.

Employee Engagement:

Regular town hall meetings, feedback sessions, and employee surveys have been conducted to understand and address employee concerns effectively.

Labour Relations

Fair Practices:

Adhering to fair labor practices and ensuring compliance with all statutory regulations have been our top priorities.

Conflict Resolution:

A proactive approach to resolving any industrial disputes has helped in maintaining harmonious industrial relations.

The advancements in our human resources and industrial relations fronts have been crucial in driving Netllinx towards achieving its strategic objectives. We remain committed to creating a supportive and growth-oriented workplace for all our employees.

10. DETAILS OF SIGNIFICANT CHANGES (I.E. CHANGE OF 25% OR MORE AS COMPARED TO THE IMMEDIATELY PREVIOUS FINANCIAL YEAR) IN KEY FINANCIAL RATIOS, ALONG WITH DETAILED EXPLANATIONS THEREFOR, INCLUDING:

S.No.	Particulars	Year Ended 31.03.24	Year Ended 31.03.23	Variance	Reason
1.	Debtors Turnover	1.57	4.46	-65%	due to increase of sales and increasing of credit period leading to lower collections
2.	Inventory Turnover	-	-	-	NA
3.	Interest Coverage Ratio	0.94	0.82	14	
4.	Current Ratio	1.16	3.18	64%	Due to increase in credit period to customers
5.	Debt Equity Ratio	0.02	0.22	90.00%	due to debt repayment
6.	Operating Profit Margin (%)	77.84	72.88	6.85%	
7.	Net Profit Margin (%)	32	13	136%	The company has significantly improved its net income due to higher revenues and better cost management. Operational Efficiency: Improved operational efficiencies have led to better profit margins.

11. DETAILS OF ANY CHANGE IN RETURN ON NET WORTH AS COMPARED TO THE IMMEDIATELY PREVIOUS FINANCIAL YEAR ALONG WITH A DETAILED EXPLANATION THEREOF:

S.No.	Particulars	Year Ended 31.03.24	Year Ended 31.03.23	Variance	Reason
1.	Return on Equity Ratio	33.7%	-1.8%	1924%	Reason: The substantial increase in the Return on Equity Ratio from -1.8% to 33.7% can be attributed to several key factors: ◆ Improved Net Income: The company has significantly improved its net income due to higher revenues and better cost management. Operational Efficiency: Improved operational efficiencies have led to better profit margins, thus increasing the return on equity.
2.	Return on Capital employed, (Earnings before interest and taxes (EBIT), by capital employed) "Capital Employed = Total Assets - Current Liabilities	21%	2%	71%	The increase in the Return on Capital Employed from 2% to 21% is driven by: ◆ Higher EBIT: Increased Earnings Before Interest and Taxes (EBIT) indicates improved operational performance and higher profitability. ◆ Efficient Use of Capital: Better utilization of the capital employed in the business, such as investments in high-return projects or cost-cutting measures, has led to higher returns.

12. CAUTIONARY STATEMENT:

Certain statements in the Management Discussion and Analysis describing the Company's views about the industry, expectations/predictions, objectives etc, may be forward looking within the meaning of applicable laws and regulations. Actual results may differ materially from those expressed in the statement. Company's operations may inter-alia affect with the supply and demand situations, input prices and their availability, changes in Government regulations, tax laws and other factors such as Industrial relations and economic developments etc. Investors should bear the above in mind.

Date: 25.07.2024

Place: Hyderabad

Sd/-

Dr. Manohar Loka Reddy **Mr. Vijaya Bhasker Reddy Maddi**

Managing Director

DIN: 00140229

**By the order of the
Board of Directors
For Nettlinx Limited**

Sd/-

Director

DIN: 00278842

ANNEXURE-G

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To

The Members,

M/s. Nettlinx Limited.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Nettlinx Limited, having CIN: L67120TG1994PLC016930 and having registered office at 5-9-22, Flat No.303,3rd Floor, Myhome Sarovar Plaza, Secretariat, Saifabad Hyderabad, Telangana-500063, India (hereinafter referred to as 'the Company'), produced before me/us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal (www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2024 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Details of Directors:

S.No.	Name of the Director	DIN	Date of Appointment	Designation
1.	Vijaya Bhasker Reddy Maddi	00278842	11/02/2022	Director
2.	Jeeten Anil Desai	07254475	10/11/2020	Director
3.	Radhika Kundur	07135444	25/03/2015	Director
4.	Manohar Reddy Loka	00140229	07/11/2005	Managing Director
5.	Venkateswara Rao Narepalem	01116904	01/10/2021	Director
6.	Vijay Kumar Maistry	02060345	28/07/2023	Director

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

**For VCSR & Associates
Company Secretaries
Sd/-**

Ch Veeranjaneyulu

Partner

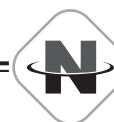
FCS : F6121 CP No:6392

UDIN:F006121F000827128

Peer Review No: 751/2020

Date: 25.07.2024

Place: Hyderabad



CODE OF CONDUCT DECLARATION

As provided under Schedule-V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors and the Senior Management Personnel have confirmed compliance with the Code of Conduct and Ethics for the financial year ended 31st March 2024.

Place: Hyderabad

Date: 25.07.2024

For Nettlinx Limited

Sd/-

Manohar Loka Reddy

Managing Director

DIN: 00140229

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT:

This is to confirm that the Company has adopted a Code of Conduct for its employees including the Whole Time Directors, Managing Director and Executive Directors. In addition, the Company has adopted a Code of Conduct for its Non-Executive Directors and Independent Directors. These Codes are available on the Company's website.

I confirm that the Company has in respect of the year ended March 31, 2024, received from the Senior Management Team of the Company and the Members of the Board a declaration of compliance with the Code of Conduct as applicable to them.

For the purpose of this declaration, Senior Management Team means Managing Director, the Chief Financial Officer, and the Company Secretary as on March 31, 2024.

Place: Hyderabad

Date: 25.07.2024

For Nettlinx Limited

Sd/-

Manohar Loka Reddy

Managing Director

DIN: 00140229

CEO AND CFO CERTIFICATION:

To

The Board of Directors,

Nettlinx Limited,

Hyderabad.

Dear Members of the Board,

We, Dr. Manohar Loka Reddy, Managing Director and Mr. Narepalem Venkateswara Rao, Executive Director CUM Chief Financial Officer of Nettlinx Limited, in the best of our knowledge and belief, certify that:

- A. We have reviewed financial statements and the cash flow statement (standalone and consolidated) for the year ended 31st March, 2024 and all the notes on Accounts and Board's Report and to the best of our knowledge and belief:
 - i. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii. These statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.
- B. To the best of our knowledge and belief, no transaction is entered into by the company during the year which is fraudulent, illegal or violative of the company code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting. Deficiencies in the design or operation of such internal controls, if any, of which we are aware, have been disclosed to the auditors and the Audit Committee and steps have been taken to rectify these deficiencies.
- D. We have indicated to the auditors and the Audit Committee:
 - (1) There has not been any significant change in internal control over financial reporting during the year under reference;
 - (2) There has not been any significant change in accounting policies during the year requiring disclosure in the notes to the financial statements; and
 - (3) We are not aware of any instance during the year of significant fraud with involvement therein of the management or any employee having a significant role in the Company's internal control system over financial reporting.

Place: Hyderabad

Date: 25.07.2024

For Nettlinx Limited

Sd/-

Dr. Manohar Loka Reddy

Managing Director

Sd/-

Mr. Narepalem Venkateswara Rao

CFO

ANNEXURE-H
The Annual Report on CSR Activities

[Pursuant to Section 135 of the Companies Act, 2013 & Rule 8 of Companies (Corporate Social Responsibility Policy) Rules, 2014 made there under]

1. Brief out line on CSR Policy of the Company: Nettlinx Limited.

Nettlinx Limited ("the Company") has its CSR Policy with in broad scope laid down in Schedule VII to the Companies Act, 2013 ("the Act"), as projects / programmes / activities in accordance with the Act and any amendments thereof.

2. Composition of CSR Committee

S.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. Vijaya Bhasker Reddy Maddi	Chairman/ Non-Executive and Independent Director	**	**
2	Mr. Vijay Kumar Maistry	Member/ Non-Executive and Independent Director	**	**
3	Dr Manohar Loka Reddy	Member/ Managing Director	**	**

** No Meeting during the Financial Year 2023-2024 as the committee was formed on 10.05.2024

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

S.No.	Particulars	Weblink
1	Composition of CSR Committee	https://www.nettlinx.com/committees/
2	CSR Policy	Yet to frame
3	CSR Projects	Yet to identify the projects

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.

Not applicable as CSR applicable for the year ended 31st March, 2024.

S.No.	Particulars	₹ in Lakhs
a.	Average net profit of the company as per sub-section (5) of section 135	
b.	Two percent of average net profit of the company as per sub-section (5) of section 135.	
c.	Surplus arising out of the CSR Projects or programmes or activities of the previous financial years.	
d.	Amount required to be set-off for the financial year, if any.	
e.	Total CSR obligation for the financial year [(b)+(c)-(d)].	

5. CSR amount spent or unspent for the Financial Year: Not applicable as CSR applicable for the year ended 31st March, 2024.

Total Amount Spent for the Financial Year (₹ Lakhs)	Amount Unspent (₹ Lakhs)				
	Total Amount Transferred to Unspent CSR Account as per Sub-Section (6) of Section 135		Amount Transferred to any Fund Specified Under Schedule VII as per Second Provision to Sub-Section (5) of Section 135		
	Amount	Date of transfer	Name of the Fund	Amount	Date of Transfer

6. Excess amount for set-off, if any: Not applicable as CSR applicable for the year ended 31st March, 2024.

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

7. Detail of Unspent Corporate Social Responsibility amount for the preceding three Financial Years: Not applicable as CSR applicable for the year ended 31st March, 2024.

1	2	3	4	5	6		7	8
					Amount Transferred to a Fund as Specified under Schedule VII as per Second Provision to Sub-section (5) of section 135, if any	Amount Remaining to be Spent in Succeeding Financial Years (₹ lakhs)		
	Preceding Financial Year(s)	Amount Transferred to Unspent CSR Account under sub- Section (6) of Section 135 (₹ Lakhs)	Balance Amount in Unspent CSR Account under sub- Section (6) of Section 135 (₹ lakhs)	Amount Spent in the Financial Year (₹ lakhs)	Amount	Date of Transfer		Deficiency if any

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: Not applicable as CSR applicable for the year ended 31st March, 2024.

Yes No

If Yes, enter the number of Capital assets created/acquired

Nil

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

S.No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pin code of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity / Authority / beneficiary of the registered owner		
					6	7	8
1	2	3	4	5	CSR Registration Number, if applicable	Name	Registered address
-	-	-	-	-	-	-	-

(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 sub-section (5) of section 135.

Not applicable as CSR applicable for the year ended 31st March, 2024.

Date: 25.07.2024
Place: Hyderabad

**By the order of the Board of Directors
For Nettlinx Limited**

Sd/-
Dr. Manohar Loka Reddy
Managing Director
DIN: 00140229

Sd/-
Mr. Vijaya Bhasker Reddy Maddi
Director
DIN: 00278842



INDEPENDENT AUDITOR'S REPORT

To the Members of NETLLINX LIMITED

Report on the audit of the IND AS Standalone financial statements

Opinion

1. We have audited the accompanying standalone financial statements of NETLLINX LIMITED ("the Company"), which comprise the standalone balance sheet as at March 31, 2024, and the standalone statement of Profit and Loss (including Other Comprehensive Income), the standalone statement of changes in equity and the standalone statement of cash flows for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information.
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Company (Indian Accounting Standards) Rules, 2015 as amended ("Ind AS") and accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, and the profit and total comprehensive income (comprising of profit and other comprehensive income), changes in equity and its cash flows for the year then ended.

Basis for Opinion

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

Key audit matters

4. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have not noticed any findings which are required to be considered in key audit matters of independent auditor's report.

Other Information

5. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements and our auditor's report thereon.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

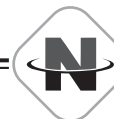
We have nothing to report in this regard.

Responsibilities of management and those charged with governance for the standalone financial statements

6. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone 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 IND AS accounting principles generally accepted in India, including the Accounting Standards 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 of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.
7. In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's responsibilities for the audit of the standalone financial statements

8. Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our



opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

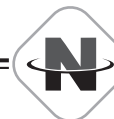
9. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:
 - Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit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

Report on other legal and regulatory requirements

10. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
11. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act.
 - (e) On the basis of the written representations received from the directors as on March 31, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 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 with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".
 - (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer Note 27 to the standalone financial statements;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.



- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year.
- iv. (a) The management has represented that, to the best of its knowledge and belief, as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested either from borrowed funds or share premium or any other sources or kind of funds by the Company to or in any other person or entity, 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 (Refer Note 30 to the standalone financial statements);
- (b) The management has represented that, to the best of its knowledge and belief, as disclosed in the notes to the accounts, no funds have been received by the Company from any person or entity, 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 (Refer Note 30 to the standalone financial statements); 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 misstatement.
- v. The Company has declared a final dividend of Rs.0.40 per equity share during the year.
- vi. The Company is in the process of implementing the Audit Trail feature as per the statutory requirements.
12. The Company has paid/ provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

For Niranjana and Narayan

Chartered Accountants

Firm Registration Number:005899S

Place: Hyderabad

Date: 10th May, 2024

Sd/-

P. Venumadhava Rao

Partner

Membership Number: 202785

UDIN: 24202785BKEPRB7604

Annexure – 'A' to the Independent Auditor's Report

Referred to in paragraph 11(f) of the Independent Auditor's Report of even date to the members of Nettlinx Limited on the Standalone financial statements for the year ended March 31, 2024

Report on the Internal Financial Controls with reference to Financial Statements under clause (i) of sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls with reference to financial statements of Nettlinx Limited ("the Company") as of March 31, 2024 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over 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.

Auditor's Responsibility

3. Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing deemed to be prescribed under Section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.



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

Meaning of Internal Financial Controls with reference to financial statements

6. A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with 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 with reference to financial statements

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

Opinion

8. In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements 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 issued by ICAI.

For Niranjan and Narayan

Chartered Accountants

Firm Registration Number:005899S

Sd/-

P. Venumadhava Rao

Partner

Membership Number: 202785

UDIN: 24202785BKPRB7604

Place: Hyderabad
Date: 10th May, 2024

Annexure - 'B' to Independent Auditors' Report

Referred to in paragraph 10 of the Independent Auditors' Report of even date to the members of Nettlinx Limited on the Standalone financial statements as of and for the year ended March 31, 2024)

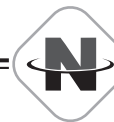
- i. (a) (A) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of Property, Plant and Equipment.
- (B) The Company is maintaining proper records showing full particulars of Intangible Assets.
- (b) The Property, Plant and Equipment are physically verified by the Management according to a phased programme designed to cover all the items over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, a portion of the Property, Plant and Equipment has been physically verified by the Management during the year and no material discrepancies have been noticed on such verification.
- (c) The title deeds of all the immovable properties, as disclosed in Note 3 to the financial statements, are held in the name of the Company.
- (d) The Company has not revalued its Property, Plant and Equipment or intangible assets or both during the year. Consequently, the question of our commenting on whether the revaluation is based on the valuation by a Registered Valuer, or specifying the amount of change, if the change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment or intangible assets does not arise.
- (e) Based on the information and explanations furnished to us, no proceedings have been initiated on (or) are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder.
- ii. (a) The Company is service oriented and does not have any inventory during the year under review. Accordingly, the reporting of the clause (ii)(a) is not applicable to the company for the current year
- (b) During the year, the Company has taken working capital limits of Rs.10.00 crore from HDFC bank. This loan was availed against security of immovable properties and personal guarantees of Director. Consequently, the question of our commenting on whether working capital limits in excess of Rs. 5 crores, in aggregate, from banks on the basis of security of current assets and the quarterly returns or statements filed by the company with such banks or financial institutions are in agreement with the books of account of the Company does not arise as the loan is availed against immovable property of Director and not against the security of the current assets of the company.
- iii. (a) The Company has made investments in five companies The aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such investments, loans or advances and guarantees or security

to subsidiaries, joint ventures and associates and to parties other than subsidiaries, joint ventures and associates are as per the table given below:

	Investments	Security	Loans	Advances in nature of loans
Aggregate amount invested during the year				
- Subsidiaries	310.00	-	-	-
- Joint Ventures	-	-	-	-
- Associates	-	-	-	-
- Others	-	-	-	-
Balance outstanding as a balance sheet date in respect of the above case				
- Subsidiaries	3753.87	-	-	-
- Joint Ventures	-	-	-	-
- Associates	-	-	-	-
- Others	13.16	-	-	-

(Also refer Note 5 to the financial statements)

- (b) In respect of the aforesaid investments, the terms and conditions under which such investments were made are not prejudicial to the Company's interest.
- (c) The company does not granted any loans/advances in nature of loans during the year under review. Accordingly, the reporting of the clause (iii)(B)(c) to (iii)(B) (f) are not applicable to the company for the current year under review.
- iv. In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of the loans and investments made. The Company has not provided any guarantees and security to the parties covered under Sections 185 and 186 of the Companies Act, 2013.
- v. In our opinion, and according to the information and explanations given to us, the Company has complied with the directives issued by the Reserve Bank of India and the provisions of Sections 73, 74, 75 and 76 or any other relevant provisions of the Act and the Rules framed thereunder to the extent notified, with regard to the deposits accepted by the Company or amounts which are deemed to be deposits. According to the information and explanations given to us, no order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal on the Company in respect of the aforesaid deposits, and therefore, the question of our commenting on whether the same has been complied with or not does not arise.
- vi. Pursuant to the rules made by the Central Government of India, the Company is not required to maintain cost records as specified under Section 148(1) of the Act in respect of its supply of goods/services.
- vii. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing the undisputed statutory dues, including goods and services tax, provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess, entry tax and other material statutory dues, as applicable, with the appropriate authorities.
- There were no undisputed amounts payable in respect of goods and services tax, provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs and other material statutory dues as at 31st March 2024 for a period of more than six months from the date they became payable except DoT Tax amount of Rs.1.13 Lakhs is pending for more than one accounting year. Refer Note No 27 of the Standalone financial Statements
- (b) According to the information and explanations given to us and the records of the Company examined by us, there are no statutory dues of goods and services tax, provident fund, employees' state insurance, income tax, cess, which have not been deposited on account of any dispute.
- viii. According to the information and explanations given to us and the records of the Company examined by us, there are no transactions in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961, that has not been previously recorded in the books of account.
- ix. (a) According to the records of the Company examined by us and the information and explanation given to us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest to any lender during the year.
- (b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the Company has not been declared Wilful Defaulter by any bank or financial institution or government or any government authority.
- (c) In our opinion, and according to the information and explanations given to us, the company does not take any term loans during the year under review.
- (d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.
- (e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.
- (f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries.
- x. (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under clause 3(x)(a) to 3(x)(b) of the Order is not applicable to the Company.
- xi. (a) During the course of our examination of the books and



- records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.
- (b) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.
- (c) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, and as represented to us by the management, no whistleblower complaints have been received during the year by the Company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.
- xii. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the reporting under clause 3(xii) of the Order is not applicable to the Company.
- xiii. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard 24 "Related Party Disclosures specified under Section 133 of the Act.
- xiv. (a) In our opinion and according to the information and explanation given to us by the management, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) The Report of the internal auditor for the period under audit have been considered by us.
- xv. The Company has not entered into any non-cash transactions with its directors or persons connected with him. Accordingly, the reporting on compliance with the provisions of Section 192 of the Act under clause 3(xv) of the Order is not applicable to the Company.
- xvi. (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.
- (b) The Company has not conducted non-banking financial / housing finance activities during the year. Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under clause 3(xvi)(c) of the Order is not applicable to the Company.
- (d) Based on the information and explanations provided by the management of the Company, the Group does not have any CICs, which are part of the Group. We have not, however, separately evaluated whether the information provided by the management is accurate and complete. Accordingly, the reporting under clause 3(xvi)(d) of the Order is not applicable to the Company.
- xvii. The Company has not incurred any cash losses in the financial year or in the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors during the year and accordingly the reporting under clause (xviii) is not applicable.
- xix. According to the information and explanations given to us and on the basis of the financial ratios (Also refer Note 41 to the financial statements), ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that 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. As at balance sheet date, the provisions of sec 135 of the companies Act 2013 is not applicable to the company. Accordingly, reporting under clause 3(xx)(a) to 3(xx)(b) of the Order is not applicable to the company
- xxi. The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of Standalone Financial Statements. Accordingly, no comment in respect of the said clause has been included in this report.

For Niranjana and Narayan
Chartered Accountants
Firm Registration Number:005899S

Sd/-

P. Venumadhava Rao

Partner

Place: Hyderabad

Date: 10th May, 2024

Membership Number: 202785

NETTLINX LIMITED
CIN: L67120TG1994PLC016930
Standalone Balance Sheet as at 31-03-2024

Amounts in (Rs.Lakhs)

Particulars	Notes	"As at March 31, 2024"	"As at March 31, 2023"
A. ASSETS			
Non-current assets			
(a) Property, plant and equipment	3	785.08	733.34
(b) Capital work-in-progress		-	-
(c) Right to use Assets	4	17.72	35.45
(d) Intangible assets	4	3.30	4.30
(e) Financial assets			
(i) Investments	5	3,839.07	3,492.06
(ii) Other financial assets	6	48.27	45.95
Total non-current assets		4,693.45	4,311.10
Current assets			
(a) Financial assets			
(i) Trade receivables	7	1,272.23	228.27
(ii) Cash and cash equivalents	8	40.55	46.38
(iii) Loans			
(iv) Other financial assets	9	11.91	11.50
(b) Other current assets	10	79.15	421.95
Total current assets		1,403.84	708.10
Total assets		6,097.29	5,019.19
A. EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	11	2,417.66	1,176.33
(b) Other equity	12	2,335.85	2,697.23
Total equity		4,753.51	3,873.56
Liabilities			
Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	13	47.44	721.35
(ii) Other Financial Liabilities	14	17.05	38.23
(b) Provisions	15	17.81	18.44
(c) Deferred tax liabilities (net)	16	22.89	12.73
Total non-current liabilities		105.20	790.76
Current liabilities			
(a) Financial liabilities			
(i) Borrowings	13	965.84	132.01
(ii) Trade payables			
- Total outstanding dues of micro enterprises and small enterprises		-	-
"- Total outstanding dues of creditors other than micro enterprises and small enterprises"	17	76.71	78.80
(iii) Other financial liabilities	14	41.66	46.55
(b) Other current liabilities	18	67.68	47.86
(c) Provisions	15	1.78	0.89
(d) Current tax liabilities (net)	19	84.92	48.77
Total current liabilities		1,238.59	354.87
Total equity and liabilities		6,097.29	5,019.19
Corporate information and Significant accounting policies See accompanying notes are an integral part of the standalone financial statements Previous period / year figure have been regrouped / Reclassified Where ever necessary.	1,2 3 to		
As per our report of even date. For M/s. NIRANJAN & NARAYAN Chartered Accountants (Firm Registration Number : 005899S)		For and on behalf of the Board of Directors	
Sd/- P. VENUMADHAVA RAO Partner Membership No.202785 UDIN:24202785BKEPRB7604	Sd/- Manohar Reddy Loka Managing Director DIN: 00140229	Sd/- Vijaya Bhasker Reddy Maddi Director DIN:0000278842	
Place: Hyderabad Date: 10-05-2024	Sd/- N. Venkateswara Rao Chief Financial Officer	Sd/- G Sai Ram Company Secretary and Compliance Officer	

NETLLINX LIMITED			
CIN: L67120TG1994PLC016930			
Standalone Statement of Profit and Loss		Amounts in (Rs.Lakhs)	
Particulars	Notes	"As at March 31, 2024"	"As at March 31, 2023"
I Revenue from operations	20	1,998.33	1,017.84
II Other income	21	4.49	6.27
III Total Income (I + II)		2,002.82	1,024.11
IV			
(a) Access charges, license fee and network expenses	22	442.79	276.02
(b) Employee benefits expense	23	307.07	207.02
(c) Finance costs	24	98.88	97.88
(d) Depreciation and amortization expense	25	92.57	92.48
(e) Other expenses	26	184.05	163.18
Total Expenses		1,125.37	836.58
V Profit before tax (III - IV)		877.45	187.53
VI Tax expense			
(a) Current tax		241.83	48.77
(b) Prior Period Taxes		1.90	0.07
(c) Deferred tax expense / (credit)		(0.14)	1.97
Total tax expense		243.60	50.81
VII Profit after tax (V - VI)		633.85	136.72
VIII Other comprehensive income			
(i) Items that will not be reclassified to profit or loss			
(a) Remeasurement of the defined benefit plans			
(b) Net (loss)/gain on fair value through OCI (FVTOCI)		37.02	17.79
(ii) Income tax on items that may not be reclassified to profit or loss		(10.30)	(4.95)
Total other comprehensive income		26.72	12.84
IX Total comprehensive income for the year (VII + VIII)		660.57	149.56
Earnings Per Share (Face value of Rs.10 each)			
Basic (Rs.)		2.62	1.16
Diluted (Rs.)		2.62	1.13
Corporate information and Significant accounting policies	1,2		
See accompanying notes are an integral part of the standalone financial statements	3 to		
Previous period / year figure have been regrouped / Reclassified Where ever necessary.			
As per our report of even date. For M/s. NIRANJAN & NARAYAN Chartered Accountants (Firm Registration Number : 005899S)		For and on behalf of the Board of Directors	
Sd/- P. VENUMADHAVA RAO Partner Membership No.202785 UDIN:24202785BKEPRB7604	Sd/- Manohar Reddy Loka Managing Director DIN: 00140229	Sd/- Vijaya Bhasker Reddy Maddi Director DIN:0000278842	
Place: Hyderabad Date: 10-05-2024	Sd/- N. Venkateswara Rao Chief Financial Officer	Sd/- G Sai Ram Company Secretary and Compliance Officer	

NETLLINX LIMITED

CIN: L67120TG1994PLC016930

Standalone Cash Flow Statement for the year ended 31-03-2024 Amounts in (Rs.Lakhs)

Particulars	"As at March 31, 2024"	"As at March 31, 2023"
A CASH FLOW FROM OPERATING ACTIVITIES		
Net profit /Loss before tax and extra-ordinary items	877.45	187.53
Adjustments For :		
Depreciation	92.57	92.48
Finance costs	95.06	92.16
Interest - Income	(4.49)	(1.86)
Operating Profit /Loss Before working Capital Charges	1,060.60	370.30
Adjustments For :		
(increase)/ Decrease in Trade receivables	(1,043.96)	(75.77)
(increase)/ Decrease in Loans and advances	(0.41)	(0.38)
(increase)/ Decrease in Other Current Assets	342.80	(44.85)
increase/(Decrease) in Trade payables	(2.10)	56.86
increase/ (Decrease) in Other Current Liabilities	14.92	9.18
Increase/ (Decrease) in Provisions	0.26	9.80
Movements in working capital- Total	(688.48)	(45.16)
Cash Flows From Operating Activities	372.12	325.14
Direct Taxes	207.59	48.83
Net Cash Flow from operating Activities	164.54	276.31
B CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	(127.63)	(109.81)
Disposal of Fixed Assets	2.03	-
Decrease/ (Increase) in Investment	(310)	-
increase/ Decrease in Other Non-Current Assets	(2.32)	(34.77)
Interest Received	4.49	1.86
Sale of Property, Plant and Equipment	-	-
Net Cash Flow From Investing Activities	(433.43)	(142.72)
C CASH FLOW FROM FINANCING ACTIVITIES		
Money received against share warrants	186.88	313.13
increase/ (Decrease) in Equity Share Capital	32.50	30.00
increase/ (Decrease) in Non-Current Liabilities	(695.09)	(294.20)
increase/ (Decrease) in Short Tem Borrowings	833.84	(47.30)
Dividend paid to company's shareholders	-	(47.05)
Finance costs Paid	(95.06)	(92.16)
Net Cash Flows from Financing Activities	263.06	(137.59)
Net Increase / Decrease in Cash + Cash equivalents	(5.83)	(4.00)
Opening Balance	46.38	50.38
Closing Balance	40.55	46.38
Statement of Cash flow has been prepared under the indirect method as set out in Ind AS - 7 specified under Section 133 of the Companies Act, 2013		
As per our report of even date. For M/s. NIRANJAN & NARAYAN Chartered Accountants (Firm Registration Number : 0058995) Sd/- P. VENUMADHAVA RAO Partner Membership No.202785 UDIN:24202785BKEPRB7604 Place: Hyderabad Date: 10-05-2024	Sd/- Manohar Reddy Loka Managing Director DIN: 00140229 Sd/- N. Venkateswara Rao Chief Financial Officer	For and on behalf of the Board of Directors Sd/- Vijaya Bhasker Reddy Maddi Director DIN:0000278842 Sd/- G Sai Ram Company Secretary and Compliance Officer

NETLLINX LIMITED

Statement of changes in equity for the year ended March 31, 2024

All amounts are in Rs. except share data and where otherwise stated

Equity share capital	Amount
Balance as at March 31, 2022	1,146.33
Changes in equity share capital during the year	30.00
Balance as at March 31, 2023	1,176.33
Changes in equity share capital during the year	1,241.33
Balance as at March 31, 2024	2,417.66

Other Equity	Reserves and surplus						Items of other comprehensive income			Money received against share warrants	Total
	Capital reserve	Securities premium	General reserve	Retained earnings	Revaluation reserve	Equity instruments through other comprehensive income	Others items of other Comprehensive Income				
Balance as at March 31, 2022	568.51	246.00	319.38	1,194.64	-	1724	(64.17)	-	-	2,281.60	
Profit for the Year	-	-	-	136.72	-	-	-	-	-	136.72	
Other comprehensive income for the year	-	-	-	-	-	1779	(4.95)	-	-	12.84	
Changes in equity share capital during the year	-	240.00	-	-	-	-	-	-	73.13	313.13	
Less: Dividend Payment	-	-	-	(47.05)	-	-	-	-	-	(47.05)	
Money received against share warrants	-	-	-	-	-	-	-	-	-	-	
Balance as at March 31, 2023	568.51	486.00	319.38	1,284.31	-	35.03	(69.12)	73.13	73.13	2,697.23	
Profit for the Year	-	-	-	633.85	-	-	-	-	-	633.85	
Other comprehensive income for the year	-	-	-	-	-	37.02	(10.30)	-	-	26.72	
Changes in equity share capital during the year	-	260.00	-	-	-	-	-	(73.13)	-	186.88	
Less: Dividend Payment	-	-	-	-	-	-	-	-	-	-	
Less: Bonus	(568.51)	(246.00)	(319.38)	(74.94)	-	-	-	-	-	(1,208.83)	
Balance as at March 31, 2024	-	500.00	-	1,843.22	-	72.04	(79.41)	-	-	2,335.85	

See accompanying notes to the financial statements

NETLLINX LIMITED

Notes to the financial statements

All amounts are in (Rs.Lakhs) (except share data and where otherwise stated)

NOTE - 3: Property, plant and equipment and capital work-in-progress	As at 31-03-2024	As at 31-03-2023
Carrying amounts of:		
Freehold land	239.56	239.56
Buildings	10.29	10.56
Plant & equipment	396.96	320.06
Furniture & fixtures	2.52	3.30
Vehicles	126.88	146.90
Office equipment	3.48	8.00
Computers	5.39	4.97
	785.08	733.34
Capital work-in-progress	-	-
NOTE - 4: Intangible Assets	As at 31-03-2024	As at 31-03-2023
Carrying amounts of:		
Software	3.30	4.30
	3.30	4.30

Particulars	Freehold land	Buildings	Plant & equipment (*)	Furniture and fixtures	Vehicles	Office equipment	Computers	TOTAL	Right to Use Asset		# Intangible Assets	
									Right to Use Asset	TOTAL	Software	TOTAL
A. Cost or deemed cost												
Balance as at March 31, 2022	239.56	15.88	953.49	58.05	273.33	95.36	62.79	1,698.46	88.62	88.62	8.39	8.39
Additions	-	-	165.35	0.53	-	2.52	1.26	109.66	-	-	0.15	0.15
Eliminated on disposal of assets	-	-	-	-	18.36	-	-	18.36	-	-	-	-
Balance as at March 31, 2023	239.56	15.88	1,058.84	58.58	254.97	97.88	64.05	1,789.76	88.62	88.62	8.54	8.54
Additions	-	-	115.62	-	6.27	0.61	5.13	127.63	-	-	-	-
Eliminated on disposal of assets	-	-	-	-	2.69	-	-	2.69	-	-	-	-
Balance as at March 31, 2024	239.56	15.88	1,174.46	58.58	258.54	98.49	69.18	1,914.69	88.62	88.62	8.54	8.54
B. Accumulated depreciation												
Balance as at March 31, 2022	-	5.05	710.39	54.58	103.34	84.50	43.14	1,001.01	-	-	3.26	3.26
Depreciation expense	-	0.27	28.39	0.70	23.09	5.38	15.94	73.77	17.72	17.72	0.98	0.98
Eliminated on disposal of assets	-	-	-	-	18.36	-	-	18.36	-	-	-	-
Balance as at March 31, 2023	-	5.32	738.78	55.28	108.07	89.89	59.08	1,056.42	53.17	53.17	4.24	4.24
Depreciation expense	-	0.27	38.72	0.78	24.26	5.12	4.71	73.85	17.72	17.72	1.00	1.00
Eliminated on disposal of assets	-	-	-	-	0.67	-	-	0.67	-	-	-	-
Balance as at March 31, 2024	-	5.59	777.50	56.06	131.67	95.00	63.79	1,129.61	70.89	70.89	5.24	5.24
C. Carrying amount												
Balance as at March 31, 2024	239.56	10.29	396.96	2.52	126.88	3.48	5.39	785.08	17.72	17.72	3.30	3.30
Balance as at March 31, 2023	239.56	10.56	320.06	3.30	146.90	8.00	4.97	733.34	35.45	35.45	4.30	4.30

NETLLINX LIMITED

Notes to the financial statements

All amounts are in (Rs.Lakhs) (except share data and where otherwise stated)

NOTE - 5: Non-current investments	As at 31-03-2024	As at 31-03-2023
Investments in equity instruments		
Unquoted investments (fully paid)		
(a) Investments in subsidiaries (at cost unless stated otherwise)		
(i) Netllinx Inc, USA 25,400 (March 31, 2023: 25,400) equity shares of \$15 each	217.09	217.09
(ii) Netllinx Realty Private Limited 379,969 (March 31, 2023: 379,969) equity shares of Rs.10 each	1,914.45	1,914.45
(iii) Sri Venkateswara Green Power limited 1,25,94,923 (March 31, 2023: 9,494,923) equity shares of Rs.10 each	1,259.49	949.49
(iv) Sailon Se 589,000 (March 31, 2023: 589,000) equity shares of EUR 01 each	362.84	362.84
(b) Investments in others (at Cost)	-	-
(i) Northeast Broking Services Ltd 69,531 (March 31, 2023: 69, 531) equity shares of Rs. 10 each	13.16	13.16
(C) Investments carried at Fair Value Through Other Comprehensive Income (FVTOCI)	72.04	35.03
Total	3,839.07	3,492.06

NOTE - 6: Other financial assets	As at 31-03-2024	As at 31-03-2023
Unsecured, considered good		
Non-Current		
Security Deposits*	48.27	45.95
Total	48.27	45.95
*Includes Bank guarantee of Rs.18.079 Lacs against ISP license fee to the Department of Telecommunications.		

Note: 7 Trade receivables

Amount (Rs.Lakhs)

Trade receivables - Billed (unsecured) consist of the following	As at March 31, 2024	As at March 31, 2023
Trade receivables - Billed - current		
Trade receivables - Billed	1,272.23	228.27
Less: Allowance for doubtful trade receivables- Billed	-	-
Considered good	1,272.23	228.27

Ageing for trade receivables - outstanding as at March 31, 2024 is as follows

	Outstanding for following periods from due date of payment						
	not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Trade receivables - Billed							
Undisputed trade receivables-Considered good	-	688.94	439.61	99.01	3.62	41.05	1,272.23
Undisputed trade receivables-which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed trade receivables-credit impaired	-	-	-	-	-	-	-
Disputed trade receivables-Considered good	-	-	-	-	-	-	-
Disputed trade receivables-which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed trade receivables-credit impaired	-	-	-	-	-	-	-
Less: Allowance for doubtful trade receivables - Billed	-	-	-	-	-	-	-
Trade receivables - Unbilled	-	-	-	-	-	-	-
	-	-	-	-	-	-	-

Ageing for trade receivables – outstanding as at March 31, 2023 is as follows

	Outstanding for following periods from due date of payment						
	not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Trade receivables - Billed							
Undisputed trade receivables-Considered good	-	165.39	7.09	5.23	2.96	47.60	228.27
Undisputed trade receivables-which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed trade receivables-credit impaired	-	-	-	-	-	-	-
Disputed trade receivables-Considered good	-	-	-	-	-	-	-
Disputed trade receivables-which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed trade receivables-credit impaired	-	-	-	-	-	-	-
	-	165.39	7.09	5.23	2.96	47.60	228.27
Less: Allowance for doubtful trade receivables - Billed	-	-	-	-	-	-	-
Trade receivables - Unbilled	-	-	-	-	-	-	-
	-	165.39	7.09	5.23	2.96	47.60	228.27

NOTE - 8: Cash and cash equivalents	As at 31-03-2024	As at 31-03-2023
Balance with banks		
- In current accounts	22.62	46.12
Cash on hand	17.93	0.26
Total	40.55	46.38

NOTE - 9: Other financial assets	As at 31-03-2024	As at 31-03-2023
Interest Accrued but not due on FDRs	0.74	0.63
Rental Deposits	11.17	10.87
Advances to related parties		
Total	11.91	11.50

NOTE - 10: Other current assets	As at 31-03-2024	As at 31-03-2023
Unsecured, considered good		
Prepaid expenses	2.89	4.31
Balances with government authorities	13.93	368.61
Advance to Vendors	22.04	22.04
Staff Advances	0.59	0.37
Deposits	39.70	26.61
Total	79.15	421.95

NETLLINX LIMITED

Notes to the financial statements

All amounts are in Rs.Lakhs except share data and where otherwise stated

NOTE - 13: Borrowings	As at 31-03-2024	As at 31-03-2023
Non-current		
Secured Term Loans		
-From Banks (Refer Note : 13.1,13.2)	47.44	721.35
-From Others	-	-
Total	47.44	721.35
Current		
Secured Term Loans		
Current maturities of long-term debt	26.84	132.01
HDFC Bank OD Account	863.28	-
Loan from related parties	75.72	-
Total	965.84	132.01
<p>Note:13.1 Loans are obtained from HDFC Bank Ltd. at the interest rate of 9.60% are secured by way of first charge, having paripassu rights, on the Company's Immovable Assets, both present and future, in favour of Company's lenders/trustees. Further, they are secured by way of personal guarantee of Shri Manohar Loka Reddy Managing Director of the Company.</p> <p>Note:13.2 Loan received from Bank includes vehicle loan outstanding amount of Rs74.28 lacs-with Motor Vehicle (Hypothecation) of Rs.131.038 lacs</p>		
NOTE - 14: Other Financial Liabilities	As at 31-03-2024	As at 31-03-2023
Non - Current		
Lease Liability	17.05	38.23
Total	17.05	38.23
Current		
Interest accrued but not due on borrowings	-	5.27
Outstanding expenses	7.20	12.65
Provision for Salaries	33.83	27.42
Rental deposit	0.63	1.21
Dividend Payable	-	-
Total	41.66	46.55
NOTE - 15: Provisions	As at 31-03-2024	As at 31-03-2023
Non - Current		
Employee Benefits		
- Gratuity (Gratuity Fund created with LIC)	17.81	18.44
Total	17.81	18.44
Current		
Employee Benefits		
- Gratuity (Gratuity Fund created with LIC)	1.78	0.89
Total	1.78	0.89
NOTE -16 Deferred Tax	As at 31-03-2024	As at 31-03-2023
Opening Deferred Tax-GAAP	52.25	54.22
Related to Temporary differences on Depreciation/Amortization	0.14	(1.97)
Deferred Tax Asset	52.39	52.25
Deffered Tax Liability	(75.28)	(64.98)
Net Deferred Tax Liability	22.89	12.73
NOTE - 18: Other current liabilities	As at 31-03-2024	As at 31-03-2023
Unsecured		
Advances from customers	0.16	16.32
Statutory remittances	67.52	31.54
Total	67.68	47.86
NOTE - 19: Current tax liabilities	As at 31-03-2024	As at 31-03-2023
Provision for income tax	84.92	48.77
Total	84.92	48.77

NETLLINX LIMITED

Notes to the financial statements

All amounts are in Rs.Lakhs except share data and where otherwise stated

Note - 11: Share capital	As at March 31, 2024		As at March 31, 2023	
	Number of shares	Amount (Rs.)	Number of shares	Amount (Rs.)
(a) Authorised				
Equity shares of Rs. 10 each	345.00	3,450.00	345.00	3,450.00
(b) Issues, subscribed and fully paid-up				
Equity shares of Rs. 10 each	241.77	2,417.66	117.63	1,176.33
Total	241.77	2,417.66	117.63	1,176.33

Notes:

(i) Reconciliation of Equity Shares outstanding at the Beginning and at the end of the Reporting Period is set out below:

Equity share capital	Number of shares	Amount (Rs.)
Balance as at March 31, 2022	114.63	1,146.33
Changes in equity share capital during the year	3.00	30.00
Balance as at March 31, 2023	117.63	1,176.33
Changes in equity share capital during the year	124.13	1,241.33
Balance as at March 31, 2024	241.77	2,417.66

(ii) Rights, preference and restrictions attached to the equity shares:

The Company has only one class of shares referred to as equity shares having a face value of Rs.10 each. Each holder of equity share is eligible for one vote per share held. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the Shareholders in the ensuing Annual General Meeting, except in the case of interim dividend. In the event of liquidation, the holders of equity shares will be entitled to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to the number of equity shares held by the shareholders.

(iii) Details of equity shares held by each shareholder holding more than 5% of the equity shares:

Name of the shareholder	As at March 31, 2024		As at March 31, 2023	
	Number of shares	%	Number of shares	%
Dr. Manohar Loka Reddy	99.06	40.98	55.11	46.85
Northeast Broking Services Ltd	15.56	6.44	7.78	6.62
Saranya Loka Reddy	12.88	5.33	6.44	5.48
ROHITH LOKA REDDY	12.50	5.17	-	-

(iv) Disclosure of Shareholding of Promoter

	As at March 31, 2024		As at March 31, 2023		Change
	Number of shares	%	Number of shares	%	
Dr. MANOHAR LOKAREDDY	99.07	40.98	55.11	46.85	-5.87
MANOHAR LOKAREDDY HUF	3.00	1.24	1.48	1.26	-0.02
P KALPANA REDDY	4.76	1.97	2.38	2.02	-0.05
SARANYA LOKA REDDY	12.88	5.33	6.44	5.48	-0.15
ROHITH LOKA REDDY	12.50	5.17	3.00	2.55	2.62
JAYA REDDY	0.50	0.21	0.25	0.21	0.00
NITHYA LOKA REDDY	1.18	0.49	0.59	0.50	-0.01
SHILPA LOKA REDDY	1.96	0.81	0.98	0.83	-0.02
	135.85	56.20	70.23	59.70	-3.50

NOTE - 12: Other equity	As at 31-03-2024	As at 31-03-2023
	Amount (Rs.)	Amount (Rs.)
(a) Capital reserve	-	568.51
Any profit or loss on purchase, sale, issue or cancellation of the company's own equity instruments is		
(b) Securities premium	500.00	486.00
This reserve represents the premium on issue of shares and can be utilised in accordance with the		
(c) General reserve	-	319.38
This reserve is created by an appropriation from one component of equity (generally retained earnings) to		
(d) Retained earnings	1,843.22	1,284.31
Retained earnings represents the cumulative undistributed profits of the Company and can be utilised in		
(e) Equity instruments through other comprehensive income	72.04	35.03
Change in fair value of equity instruments through other comprehensive income		
(f) Other items of other comprehensive income	(79.41)	(69.12)
(g) Money received against share warrants	-	73.13
Total	2,335.85	2,697.23

NETLLINX LIMITED

Notes to the financial statements

All amounts are in Rs.Lakhs except share data and where otherwise stated

Note: 17 Trade payables	As at 31-03-2024	As at 31-03-2023
┆ Total outstanding dues of micro enterprises and small enterprises	-	-
┆ Total outstanding dues of creditors other than micro enterprises and small enterprises *	76.71	78.80
	76.71	78.80

Ageing for trade payables outstanding as at March 31, 2024 is as follows:

Outstanding for following periods from due date of payment

Particulars	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Trade payables						
MSME*	0	0	0	0	0	0
Others	0	46.91	2.64	8.21	18.95	76.71
Disputed dues - MSME*	0	0	0	0	0	0
Disputed dues - Others	0	0	0	0	0	0
	-	-	-	-	-	-
Accrued expenses						0
						76.71

*MSME as per the Micro, Small and Medium Enterprises Development Act, 2006.

Trade payables**Ageing for trade payables outstanding as at March 31, 2023 is as follows:**

Outstanding for following periods from due date of payment

Particulars	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Trade payables						
MSME*	0	0	0	0	0	0
Others	0	59.65	2.20	6.43	10.52	78.80
Disputed dues - MSME*	0	0	0	0	0	0
Disputed dues - Others	0	0	0	0	0	0
	0	59.65	2.20	6.43	10.52	78.80
Accrued expenses						0
						78.80

*MSME as per the Micro, Small and Medium Enterprises Development Act, 2006.

NETLLINX LIMITED

Notes to the financial statements

All amounts are in (Rs.Lakhs) except share data and where otherwise stated

NOTE – 20: Revenue from operations	For the Year ended March 31, 2024	For the Year ended March 31, 2023
(a) Sale of goods	6.78	11.62
(b) Sale of services		
(i) From bandwidth services	1,869.89	765.22
(ii) From Network Maintenance Services IT	88.00	59.01
(iii) From One Time Installation Charges	31.23	82.88
(iv) From web solutions	2.43	1.71
(v) From Export services - ITES	-	97.40
Total	1,998.33	1,017.84

NOTE – 21: Other income	For the Year ended March 31, 2024	For the Year ended March 31, 2023
(a) Interest income earned on financial assets that are not designated as at fair value through profit and loss:		
- Bank deposits	3.00	0.78
- Other financial assets	1.49	1.07
(b) Other non-operating income		
- Rental income	-	1.75
(c) Other gains and losses		
- Net foreign exchange gains / (losses)	-	0.12
- Gain on disposal of property, plant and equipment	-	2.54
Total	4.49	6.27

NOTE – 22: Access charges, license fee and network expenses	For the Year ended March 31, 2024	For the Year ended March 31, 2023
Bandwidth, web hosting, leased circuit & service charges	289.00	206.86
Domain registration expenses	0.58	0.15
Annual membership fee	1.11	1.16
DOT licence fee	152.10	67.85
Total	442.79	276.02

NOTE – 23: Employee benefits expense	For the Year ended March 31, 2024	For the Year ended March 31, 2023
Salaries (including managerial remuneration)	293.24	185.67
Contribution to provident and other funds	8.18	6.56
Staff welfare expenses	5.39	4.98
Defined Benefits Plans	0.26	9.80
Total	307.07	207.02

NOTE – 24: Finance costs	For the Year ended March 31, 2024	For the Year ended March 31, 2023
(a) Interest costs:		
(i) Interest on term loans	52.43	92.16
(ii) Interest on working capital facilities	42.63	-
(b) Other borrowing costs:	0	0
(i) Others (on Lease Liability)	3.82	5.72
Total	98.88	97.88

NOTE – 25: Depreciation and amortisation expense	For the Year ended March 31, 2024	For the Year ended March 31, 2023
Depreciation of property, plant and equipment	91.58	91.49
Amortisation of intangible assets	1.00	0.98
Total	92.57	92.48

NOTE – 26: Other expenses	For the Year ended March 31, 2024	For the Year ended March 31, 2023
Computer & network maintenance	34.26	39.99
Electricity charges	19.29	17.32
Rent	19.06	15.61
Vehicle maintenance	1.34	3.05
Office maintenance	10.63	13.98
Insurance	2.73	3.32
Rates and taxes	2.94	2.85
Communication	4.28	3.89
Travelling and conveyance	40.97	20.53
Advertisement and sales promotion	11.13	11.57
Professional charges	9.96	5.91
Audit Fees	2.00	2.00
Loss on sale of vehicle	0.83	-
Security charges	7.35	7.28
Stock Exchange Listing Fee & Demat Charges	12.52	10.18
Printing and stationery	0.45	1.39
Bank Charges	2.42	2.08
Miscellaneous expenses	1.87	1.71
Interest on Late Payment	0.01	0.53
Total	184.05	163.18

NOTES TO THE FINANCIAL STATEMENTS

A. Corporate Information

Netlinx Limited ('the Company') is a Public Limited Company incorporated in India, registered under Companies Act 1956 having registered office at 5-9-22 Flat No.303, 3rd Floor My Home Sarovar Plaza, Secretariat Road, Saifabad, Hyderabad, Telangana, India - 500063 and its securities listed on the BSE Limited.

Netlinx Limited provides a portfolio of high-quality Internet solutions for data voice and security and software development to cater to the corporate customer needs.

B. Basis of preparation of financial statements

B.1. Statement of Compliance

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

The financial statements were authorized for issue by the Company's Board of Directors on 10 May 2024,.

Details of the accounting policies are included in Note 1.

B.2 Basis of preparation and presentation

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

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

Certain financial assets and liabilities are measured at fair value; Employee defined benefit assets/(liability) are recognized as the net total of the fair value of plan assets, plus actuarial losses, less actuarial gains and the present value of the defined benefit obligation;

The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant Amendment rules issued thereafter.

Accounting policies have been consistently applied except where a newly-issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

B.3 Functional and presentation currency

The financial statements are presented in Indian rupees, which is the functional currency of the Company.

All amounts are in Indian Rupees except share data, unless

otherwise stated.

B.4 Operating Cycle

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

Assets:

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

- 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 twelve 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 twelve months after the reporting date.

Liabilities:

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 twelve months after the reporting date; or
- the Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date. Terms of a liability that could, at the option of the counter party, result in its settlement by the issue of equity instruments do not affect its classification.

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

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

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

The following are the areas of estimation uncertainty and critical judgements that the management has made in the process of applying the Company's accounting policies and



that have the most significant effect on the amounts recognized in the financial statements:

Provision and contingent liability

On an ongoing basis, Company reviews pending cases, claims by third parties and other contingencies. For contingent losses that are considered probable, an estimated loss is recorded as an accrual in financial statements. Loss Contingencies that are considered possible are not provided for but disclosed as Contingent liabilities in the financial statements. Contingencies the likelihood of which is remote are not disclosed in the financial statements. Gain contingencies are not recognized until the contingency has been resolved and amounts are received or receivable.

Useful lives of depreciable assets

Useful life of Property, Plant and Equipment including intangible asset: Residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Investment in equity instruments of subsidiary and associate companies

During the year, the Company assessed the investment in equity instrument of subsidiary companies carried at cost for impairment testing. These companies are expected to generate positive cash flows in the future years. Detailed analysis has been carried out on the future projections and the Company is confident that the investments do not require any impairment.

B.6. Fair value measurement and valuation process:

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

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

1. Significant accounting Policies

1.1 Revenue recognition

The Company offers a complete range of network solutions like Internet, Network Management Services, Data Centre and Co-Location Services and Enterprise Mailing Solutions etc and derives revenues primarily from business IT services comprising of software development and related services, consulting and package implementation.

Revenue is recognized upon transfer of control of promised products or services to customers in an amount that reflects the consideration we expect to receive in exchange for those products or services.

Revenue from Online information and database access or retrieval recognized as the service is performed on the basis of actual usage of the company network in accordance with contractual obligation and is recorded net

of Goods & service tax

Company provided specialised features to the subscribers which entitle them to access the network of the company, in such case the revenue is recognised when such features are activated and used by the subscriber.

Products and platforms:

The Company offers a complete range of network solutions like Internet, Network Management Services, Data Centre and Co-location Services and Enterprise Mailing Solutions etc and derives revenues in the way of sale of products, sale of VOIP Telephones and Bandwidth Services, Web Solutions & ITES (Exports).

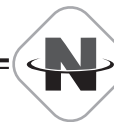
Revenue includes only the gross inflows of economic benefits received a receivable by the entity on its own account. Amounts collected on behalf of third parties such as sales taxes, goods and services taxes and value added taxes are not economic benefits which flow to the entity and do not result in increases in equity. The company presents revenues net of taxes in its statement of Profit and Loss.

Other Income

Other income is comprised primarily of interest income, Rental income and exchange gain / loss on translation of other assets and liabilities. Interest income is recognized using the effective interest method.

1.2 Leases

Effective 1 April 2019, the Company adopted Ind AS 116 "Leases" and applied the standard to all lease contracts existing on 1 April 2019 using the modified retrospective method. Comparatives as at and for the year ended 31 March 2019 have not been retrospectively adjusted and therefore will continue to be reported under the accounting policies applicable for previous year. The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement. Lessee Policy effective 1 April 2019 the Company's lease asset classes primarily consist of leases for Land, buildings and colocations spaces. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.



At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Company recognized Right use Asset and Lease Liability value of Rs.88,61,585 in the year 2020-2021

1.3 Foreign currency Transactions.

Functional currency

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

Transactions and translations

Transactions denominated in foreign currencies are recorded at the exchange rates prevailing at the time of the transaction.

Foreign-currency denominated monetary assets and liabilities are translated into the relevant functional currency at exchange rates in effect at the Balance Sheet date. The gains or losses resulting from such translations are included in net profit in the Statement of Profit and Loss. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at fair value are translated at the exchange rate prevalent at the date when the fair value was determined. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of the transaction.

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

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

The results and financial position of foreign operations with functional currency different from the presentation currency, are translated into the presentation currency as follows:

- (a) Assets and liabilities for each consolidated statement of financial position presented are translated at the closing rate at the date of that consolidated statement of financial position;
- (b) income and expenses for each consolidated statement of

comprehensive income are translated at average exchange rates (unless average rate is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the rate on the dates of the transactions); and

- (c) All resulting exchange differences are recognised in other comprehensive income.

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated into rupee, the functional currency of the company, at the exchange rates at the reporting date. Exchange difference arising is recognised in other comprehensive income and accumulated in equity, except to the extent that the exchange differences is allocated to the non-controlling interests.

1.4 Borrowing costs

Borrowing costs attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets up to the commencement of commercial operations. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. Other borrowing costs are recognised as an expense in the year in which they are incurred.

Borrowing cost includes interest incurred in connection with the arrangement of borrowings to the extent they are regarded as an adjustment to the interest cost.

1.5 Taxes on Income Tax and Deferred Tax

Income tax expense comprises current and deferred income tax. Income tax expense is recognized in net profit in the Statement of Profit and Loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in other comprehensive income. Current income tax for current and prior periods is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date. Provision for income tax is made on the basis of taxable income for the year at the current rates

Deferred tax represents the effect of temporary difference between carrying amount of assets and liabilities in the consolidated financial statements and the corresponding tax base used in the computation of taxable income. Deferred income tax assets and liabilities are recognized for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized. Deferred tax liabilities are generally accounted for all taxable temporary differences. Deferred tax asset is



recognised for all deductible temporary differences, carried forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which such deductible temporary differences can be utilised.

The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Deferred tax assets/ liabilities are not recognised for initial recognition of Goodwill or on an asset or liability in a transaction that is not a business combination and at the time of transaction affects neither the accounting profit nor taxable profit or loss. MAT credit is recognised as an asset, only if it is probable that the Company will pay normal income tax during the Specified period.

1.6 Earnings per share

Basic earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company and includes post tax effect of any exceptional item by the weighted average number of equity shares outstanding during the period excluding the shares owned by the Trust, outstanding during the period

Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares). Dilutive potential equity shares are deemed converted as at the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

The number of equity shares and potentially dilutive equity shares are adjusted retrospectively for all periods presented for any share splits and bonus shares issues including for changes effected prior to the approval of the financial statements by the Board of Directors.

1.7 Property, plant and equipment (PPE)

Property, plant and equipment are stated at cost less accumulated depreciation and impairment losses if any. Cost comprises the purchase price and directly attributable cost of bringing the asset to its working condition for its intended use. Any trade discounts and rebates are deducted in arriving at the purchase price. The Company identifies and determines separate useful lives for each major component of the property, plant and equipment, if they have a useful life that is materially different from that

of the asset as a whole.

Cost of an item of PPE comprises of its purchase price including import duties and non-refundable purchase taxes after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and present value of estimated costs of dismantling and removing the item and restoring the site on which It is located.

Expenses on existing property, plant and equipment, including day-to-day repairs, maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the year during which such expenses are incurred. Gains or losses arising from de recognition of assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

Advances paid towards the acquisition of property, plant and equipment outstanding at each Balance Sheet date is classified as capital advances under other non-current assets and the cost of assets not ready to use before such date are disclosed under 'Capital work-in-progress'. Subsequent expenditures relating to property, plant and equipment are capitalized only when it is probable that future economic benefits associated with these will flow to the Company and the cost of the item can be measured reliably.

1.8 Depreciation

Depreciation is the systematic allocation of the depreciable amount of PPE over its useful life as per Ind AS 16 and is provided on a Reduced Balance Method basis over the useful lives as prescribed in Schedule II to the Act or as per technical assessment. Depreciation is charged on a pro-rata basis for assets purchased / sold during the year.

The management's estimates of the useful lives of various assets for computing depreciation are as follows:

Particulars	Useful life
Buildings	60
Plant and Machinery	13
Furniture & Fixtures	10
Office Equipment – Others	05
Vehicles	8

The useful lives as given above best represent the period over which the management expects to use these assets, based on technical assessment. The estimated useful lives for these assets are therefore different from the useful lives prescribed under Part C of Schedule II of the Companies Act 2013.

The residual values, useful lives and methods of depreciation of property, plant and equipment are

reviewed at each financial year-end and adjusted prospectively, if appropriate.

1.9 Intangible assets and amortisation

1. Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses. Cost includes all direct costs relating to acquisition of Intangible assets and borrowing cost relating to qualifying assets.
2. Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company.

Particulars	Useful life
3. There are no intangible assets assessed with indefinite useful life. The life of amortisation of the intangible assets is as follows.	
Software	8 years

4. Intangible assets are amortized over the useful life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting year. The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, demand, competition, and other economic factors (such as the stability of the industry, and known technological advances), and the level of maintenance expenditures required to obtain the expected future cash flows from the asset. Amortization methods and useful lives are reviewed periodically including at each financial year end.
5. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates. The amortization expense on intangible assets with finite lives is recognized in the statement of profit and loss.
6. Gains or losses arising from de recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized. Any gain or loss on disposal of an item of Intangible Assets is recognized in statement of profit and loss.

1.10 Inventories

Stock-in-trade, stores and spares are accounted for at cost and all other costs incurred in bringing the inventory to their present location and condition, determined on

weighted average basis or net realizable value, whichever is less Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

The company dealing in business of Bandwidth & Software services and does not have any Inventory.

1.11 Cash and cash equivalents

Cash and cash equivalents in the Balance Sheet comprise cash at bank and cash in hand and short-term deposits with banks that are readily convertible into cash which are subject to insignificant risk of changes in value and are held for the purpose of meeting short-term cash commitments.

1.12 Statement of Cash Flows (Cash Flow Statement)

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

1.13 Employee benefits

1. **Provident Fund:** Employees of the Company receive benefits under the provident fund, a defined benefit plan. The employee and employer each make monthly contributions to the plan. A portion of the contribution is made to the provident fund trust managed by the Company or Government administered provident fund. The liability is actuarially determined (using the projected unit credit method) at the end of the year. The contributions are charged to the statement of profit and loss in the year when employee renders the related service. There are no other obligations other than the contribution payable to the respective authorities.
2. **Gratuity:** The Company provides for gratuity, a defined benefit retirement plan ("the Gratuity Plan") covering eligible employees. The Gratuity Plan provides a lump-sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment with the Company. Liabilities with regard to the Gratuity Plan are determined by actuarial valuation, performed by an independent actuary, at each Balance Sheet date using the projected unit credit method.
3. **Compensated Absences:** The Company has a policy on compensated absences which are both accumulating and non-accumulating in nature. The expected cost of accumulating compensated absences is determined by Estimation Basis.
4. The actuarial valuation is done at the end of the year. Actuarial gains/losses are immediately taken to statement of profit and loss and are not deferred.

1.14 Investments in Subsidiaries and Associates



The company's investment in its Subsidiaries and Associates are carried at cost.

1.15 Provisions

1. A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that is reasonably estimable, 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 at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

2. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

1.16 Financial instruments

a. Recognition and Initial recognition

The Company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issues of financial assets and financial liabilities that are not at fair value through profit or loss, are added to the fair value on initial recognition.

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.

b. Classification and Subsequent measurement

Financial assets

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

- amortized cost;
- 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 amortized cost if it meets both of the following conditions and is not designated as at FVTPL:

- 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.

All financial assets not classified as measured at amortized cost 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 amortized cost at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets: 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. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realizing cash flows through the sale of the assets;
- how the performance of the portfolio is evaluated and reported to the Company's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how managers of the business are compensated - e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- the 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 rate, including variable interest rate features;
- prepayment and extension features; and
- terms that limit the Company's claim to cash flows from specified assets (e.g. non-recourse features).

A prepayment feature is consistent with the sole payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a significant discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

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 recognized in profit or loss.

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

Financial liabilities:

Classification, Subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortized 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 recognized in profit or loss. Other financial liabilities are subsequently

measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in profit or loss. Any gain or loss on derecognition is also recognized in profit or loss.

c. Derecognition

Financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Company enters into transactions whereby it transfers assets recognized 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 derecognized.

Financial liabilities

The Company derecognizes a financial liability when its contractual obligations are discharged or cancelled, or expire.

The Company also derecognizes 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 recognized at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognized in profit or loss.

d. 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 realize the asset and settle the liability simultaneously.

e. Impairment

The Company recognizes loss allowances for expected credit losses on financial assets measured at amortized cost;

At each reporting date, the Company assesses whether financial assets carried at amortized cost and debt securities at fair value through other comprehensive income (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.

Evidence that a financial asset is credit-impaired includes the following observable data:

- Significant financial difficulty of the borrower or issuer;

- The restructuring of a loan or advance by the Company on terms that the Company would not consider otherwise;
- It is probable that the borrower will enter bankruptcy or other financial reorganization; or
- The disappearance of an active market for a security because of financial difficulties.

The Company measures loss allowances at an amount equal to lifetime expected credit losses, except for the following, which are measured as 12 month expected credit losses:

- Debt securities that are determined to have low credit risk at the reporting date; and
- Other debt securities and bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

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.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward-looking information.

Measurement of expected credit losses

Expected credit losses are a probability weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Company in accordance with the contract and the cash flows that the Company expects to receive).

Note 27

CONTINGENT LIABILITIES (IndAS-37)

Contingent liabilities/claims not provided for:

a) Claims against the Company not acknowledged as Debt:	2023-24	2022-23
i) *Provisional Licence fee assessment	43.30	43.30
ii) Licence fee assessment notice-outstanding with interest and penalty	911.67	911.67
iii. **GST	-	308.89

*Company has received revised provisional license fee assessment notice from Department of Telecommunications-AP circle for the years 2005-06, 2006-07, 2007-08 and 2008-09 w.r.t ISP(IT) License for Rs.43.30 Lakhs.

Company has received a license fee assessment notice from Department of Telecommunications-AP circle for the years 2011-12 to 2017-18 w.r.t ISP(IT) License for Rs.911.67 Lakhs

In the light of judgment dated 24.10.2019 of Hon'ble Supreme Court on the dispute between DoT and Telecom Service Providers (TSPs) regarding interpretation of AGR, DoT vide communication dated 05.12.2019 requested submission of a comprehensive representation since all the demands are being re-examined w.r.t. the Hon'ble Supreme Court Judgement. The company has represented to DoT stating

inter-alia that the demands raised are not sustainable either in law or on facts as the nature of license in case of telecom service providers is different and distinct from the licenses given to the company

**Company has paid Rs.308.89 Lakhs under section 74(5) of CGST Act, 2017 as pre deposit, pending finalization of investigation and Notice. During the year an order received in favour of the company and during the year the Company has received back Rs.308.89lakhs.

Note 28

A. Auditors Remuneration: Rs. in Lakhs

Particulars	For the Year 2023-24	For the Year 2022-23
a) Statutory Auditor		
Audit Fee	2.00	2.00
Certification & Fees for other Services	0.99	0.96
Total	2.99	2.96

Note 29

Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006.

Under the Micro, Small and Medium Enterprises Development act, 2006(MSMED) which came into force from Oct 2, 2006, certain disclosures are required to be made relating to MSMED. On the basis of information and records available with the company, the following

disclosures are made for the amounts due to the micro and small enterprises.

S.No.	Particulars	As at March 31, 2024	As at March 31, 2024
1.	Principal amount due to any supplier as at the year end.	-	-
2.	Interest due on the principal amount unpaid at the year end to any supplier.	-	-
3.	Amount of interest paid by the company in terms of Sec-16 of the MSMED, along with the amount of the payment made to the suppliers beyond the appointed day during the accounting year.	-	-
4.	Payment made to the enterprises beyond appointed date under section 16 of MSMED	-	-
5.	Amount of interest due and payable for the period of delay in making payment, which has been paid but beyond the appointed day during the year, but without adding the interest specified under MSMED.	-	-
6.	Amount of interest accrued and remaining unpaid at the end of each accounting year and	-	-
7.	Amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above or actually paid to the small enterprises, for the purpose of disallowance as deductible expenditure U/S 23 of MSMED.	-	-

Note 30

Related Party disclosures under IND AS - 24.

The List of Related Parties as identified by the management is as under:

1)	Subsidiaries of the Company having significant Influence
a)	Netlinx Inc, USA -WOS
b)	Netlinx Realty Private Limited-WOS
c)	Sri Venkateswara Green Power Projects Limited
d)	Sailon SE
e)	Netlinx Technologies Private Limited (wholly owned subsidiary of Netlinx Realty Pvt Ltd)
2)	Companies in which directors are interested
a)	North East Broking Services Limited
3)	Key Management Personnel (KMP) of the Company
a)	Shri Manohar Loka Reddy - Chairman and Managing Director (Appointed as MD w.e.f 05/06/2020)
b)	Venkateswara Rao Narepalem (Appointed as CFO w.e.f 14/09/2020) Relative of KMP, having transactions with the Company -NIL

Following transactions were carried out with related parties in the ordinary course of business during the year 2023-24

S. No.	Description	Subsidiaries	Parties having Significant Influence	KMP	Total
1	Managerial Remuneration	-	-	85.92	85.92
2	Reimbursement of Expenses	-	-	-	-
3	Service Sales	-	-	-	-
4	Loans (Repaid to parties)	-	9	174.59	183.59
5	Loans (Received from parties)	-	9	250.31	259.31
6	Investments	310	-	-	310
7	Other Income	-	-	-	-

Following are the transactions carried out with related parties during the previous year 2022-23

S. No.	Description	Subsidiaries	Parties having Significant Influence	KMP	Total
1	Managerial Remuneration	-	-	30.12	30.12
2	Reimbursement of Expenses	-	-	-	-
3	Service Sales	-	-	-	-
4	Loans (Repaid to parties)	-	-	-	-
5	Loans (Received from parties)	-	-	-	-
6	Investments	-	-	-	-
7	Other Income	-	-	-	-
a.	Rental Income (From Sri Venkateswara Green Power Projects Ltd)	1.75	-	-	1.75

Balances Outstanding with related parties: 75.72 lakhs

Based on the recommendation of the Nomination, Remuneration and Compensation Committee, all decisions relating to the remuneration of the Directorates of the Company, in accordance with shareholder's approval, wherever necessary

Terms and Conditions of transactions with Related Parties:

The sale to related parties are made in the normal course of business and on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free.

For the year ended March 31, 2024, the Company has not recorded any impairment of receivables relating to amounts owed by related parties. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

Note 31

Defined Benefit Plan

The Company provides its employees with benefits under a defined benefit plan, referred to as the "Gratuity Plan". The Gratuity Plan entitles an employee, who has rendered at least five years of continuous service, to receive 15 days salary for each year of completed service (service of six months and above is rounded off as one year) at the time of retirement / exit.

The following tables summarize the components of net benefit expense recognized in the statement of profit or loss and the amounts recognized in the balance sheet for the plan:

Reconciliation of opening and closing balances of the present value of the defined benefit obligation

S.No	Particulars	Gratuity (Funded Plan)	
		As at 31-03-2024	As at 31-03-2023
I	Change in Obligation		
1	Present Value of defined benefit obligation at the beginning of the year	19.33	9.53
2	Current service cost	2.72	2.25
3	Interest cost	1.43	0.68
4	Actuarial (gain) / loss on obligation	(3.88)	6.87
5	Benefits paid	-	0
6	Present Value of defined benefit obligation at the end of the year	19.59	19.33
II	Change in the Fair Value of Plan Assets		
1	Fair Value of Plan assets at the beginning of the year	19.16	14.09
2	Expected return on plan assets	0	1.15
3	Contributions by employer	1.60	4.03
4	Actuarial gain / (loss) on plan assets	1.49	(0.11)
5	Benefits paid	-	0
6	Fair Value of Plan assets at the end of the year	22.24	19.16
III	Expenses recognized in the Profit and Loss Account		
1	Current service cost	2.72	2.25
2	Interest cost	1.43	0.68
3	Expected return on plan assets	(1.48)	(1.15)
4	Net actuarial loss / (gain) recognized in the current year	(3.88)	6.87
5	Expenses recognized in the Profit and Loss Account	2.67	1.78
IV	Re-measurements recognized in Other Comprehensive Income (OCI)		
1	Changes in Financial Assumptions	0	0
2	Changes in Demographic Assumptions	0	0
3	Experience Adjustments	(3.88)	6.87
4	Actual return on Plan assets less interest on plan assets	(3.88)	
5	Amount recognized in Other Comprehensive Income (OCI)	(3.88)	6.87
V	Expenses recognized in the Balance Sheet as at the end of the year		
1	Present value of defined benefit obligation	19.59	19.16
2	Fair Value of plan assets at the end of the year	22.24	(0.17)
3	Funded status [Surplus / (Deficit)]	2.65	(0.17)
4	Net assets / (liability) as at the end of the year	2.65	
VII	Sensitivity analysis for significant assumptions:*		
	Increase/(Decrease) on present value of defined benefit obligation at the end of the year		
	Salary escalation-up by 1%	23.92	23.95
	Salary escalation-down by 1%	16.11	15.62
	Discount Rates-up by 1%	17.51	17.57
	Discount Rates-down by 1%	22.1	21.41
	Withdrawal Rates-up by 1%	20.87	22.42
	Withdrawal Rates-down by 1%	18.11	15.84
VIII	The major categories of plan assets as a percentage of total plan		
1	Qualifying Insurance Policy		
IX	Actuarial Assumptions		
1	Discount rate	7.10%	7.40%
2	Withdrawal rate		
3	Return on plan assets	0	0
4	Salary Escalation	5%	5%

Note 32
Earnings per Share (EPS) –

S.No	Particulars	Year Ended 31-03-2024	Year Ended 31-03-2023
1	Profit attributable to the Equity Share Holders (Rs in Lakhs) - A	633.85	136.72
2	No. of Equity Shares B	2,41,76,624	1,17,63,312
3	Nominal Value of the Share (Rs.)	10	10
4	Basic / Weighted average number of Equity Shares - B	2,41,76,624	1,20,88,312
5	Earnings per Share (Rs.) - A/B*	2.62	1.16
6	Diluted Earnings Per Share (Rs.) - A/(B+E)	2.62	1.13

Note 33

As stipulated in IndAS-36, the Company has assessed its potential of economic benefits of its business units and is of the view of that the assets employed in continuing business are capable of generating adequate returns over their useful life in the usual course of its business.

Note 34

Financial risk management objectives and policies

The Company's principal financial liabilities comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance and support Company's operations. The Company's principal financial assets include trade and other receivables, cash and cash equivalents and refundable deposits that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarized below.

i) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk, interest rate risk and other price risk, such as equity price risk and commodity/ real estate risk. Financial instruments affected by market risk include loans and borrowings and refundable deposits. The sensitivity analysis in the following sections relate to the position as at March 31, 2024 and March 31, 2023.

The sensitivity analyses have been prepared on the basis that the amount of net debt and the ratio of fixed to floating interest rates of the debt.

The analysis excludes the impact of movements in market variables on: the carrying values of gratuity and other post-retirement obligations; provisions.

The below assumption has been made in calculating the sensitivity analysis:

The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at March 31, 2024 and March 31, 2023

Interest rate risk

Interest rate risk is the risk that the fair value or future cash

flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

The Company manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings. The Company does not enter into any interest rate swaps.

ii) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The credit risk arises principally from its operating activities (primarily trade receivables) and from its investing activities, including deposits with banks and financial institutions and other financial instruments.

Credit risk is controlled by analysing credit limits and creditworthiness of customers on a continuous basis to whom credit has been granted after obtaining necessary approvals for credit. The collection from the trade receivables is monitored on a continuous basis by the receivables team.

As per the Management estimation, the company is confident of recovering the present Trade Receivables. Hence no ECL (Expected Credit Loss) has created.

Customers accounted for more than 5% of the revenue as of March 31, 2024 is The Principal Secretary, ITE&C Department Hyderabad, Telangana for Rs.743.2 Lakhs

Credit risk on cash and cash equivalent is limited as the Company generally transacts with banks and financial institutions.

iii) Liquidity risk

The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank deposits and loans.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments:

Particulars	Less than 1 year	1 to 5 years	More than 5 years	Total
Year ended March 31, 2024				
Borrowings (including Current maturities of long term debt)	965.84	47.44	-	1013.28
Other noncurrent financial liabilities	17.05		-	17.05
Trade payables	46.91	29.80	-	76.71
Other Payables	67.68	-	-	67.68
Interest Accrued but not due	-	-	-	-
Salary and Bonus payable	33.83	-	-	33.83
Year ended March 31, 2023				
Borrowings (including Current maturities of long term debt)	132.01	721.35	-	853.36
Other noncurrent financial liabilities	21.18	17.05	-	38.23
Trade payables	59.60	19.20	-	78.80
Other Payables	61.72	-	-	61.72
Interest Accrued but not due	5.27	-	-	5.27
Salary and Bonus payable	27.42	-	-	27.42

Note 35

Capital management

The Company's policy is to maintain a stable capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors capital on the basis of return on capital employed as well as the debt to total equity ratio.

For the purpose of debt to total equity ratio, debt considered is long-term and short-term borrowings. Total equity comprises of issued share capital and all other equity reserves excluding Debenture Redemption Reserve.

The capital structure as follows

Particulars	31-03-2024	31-03-2023
Total equity attributable to the equity shareholders of the Company	4753.51	3873.56
As a percentage of total capital	82.43	81.95
Long term borrowings including current maturities	1013.29	853.36
Short term borrowings	0	0
Total borrowings	1013.29	853.36
As a percentage of total capital	17.57	18.05
Total capital (equity and borrowings)	5766.80	4726.92

Note 36

Corporate Social Responsibility:

The provisions of Section 135 of the Companies Act, 2013 are applicable to the Company from the current Financial Year i.e. 2024-2025 as the net profit of the Company for the year 2023-2024 is more than Rs.5.00 Crores. The utilization of the 2% of the net profits towards the activities mentioned in the Companies (Corporate Social Responsibility Policy) Rules, 2014, will be taken up in the Financial Year 2024-2025.

In this regard, the Board of Directors constituted the Corporate Social Responsibility Committee consisting of ● Mr. Vijaya Bhasker Reddy Maddi ● Dr. Manohar Loka Reddy ● Mr. M Vijay Kumar

Note 37

Details of foreign exchange Inflow or Out flow during the year: NIL

Note 38

The Company is in the process of obtaining confirmations for the Balances of Trade Payables, Trade receivables, Advances from the Customers and other balances.

Note 39

Particulars	31-03-2024	31-03-2023
Effective Tax Rate (in Percentage)		
Applicable tax rate	27.82	27.82
Effect of tax-other head of Income/exempt income	0	0
Effect of non-deductible expenses	3.06	14.65
Effect of allowances for tax purposes	(3.46)	(16.46)
Effective tax rate	27.42	26.00

Note: 40**Financial Ratios**

Particulars	Year Ended 31-03-2024	Year Ended 31-03-2023	Variance	Reasons for variance of above 25%
(a) Current Ratio (Current Assets / Current Liabilities)	1.16	3.18	-64%	
(b) Debt-Equity Ratio, (Non- Current Borrowings+ Current Borrowings)/Total Equity	0.02	0.22	-93%	
(c) Debt Service Coverage Ratio [Profit after Tax + Finance Cost in P&L + Depreciation]/ [Finance Cost (P&L+ Capitalised) + Lease & Principal Repayment (Long Term)]	0.94	0.82	-36%	
(d) Return on Equity Ratio ROE = (Net Earnings / Shareholders' Equity) x 100	26.2%	11.6%	126%	Increase in earnings during the year
(e) Inventory turnover ratio (Sales(net of discounts) / Average Inventory)	0	0		
(f) Trade Receivables turnover ratio (Sales(net of discounts) / Average Trade Receivables)	1.57	4.46	-65%	
(g) Trade payables turnover ratio (Cost of Bandwidth, license fee and network expenses)/ Average Trade payables)	5.77	3.5	65%	Increase in earnings during the year
(h) Net capital turnover ratio (Net annual sales / Working capital) the working capital is calculated by subtracting a company's current liabilities from its current assets	12.09	2.88	320%	Increase in earnings during the year
(i) Net profit ratio Net profit after Tax/Net sales) x 100	32%	13%	136%	Increase in earnings during the year
(j) Return on Capital employed, (earnings before interest and taxes (EBIT), by capital employed) "Capital Employed = Total Assets - Current Liabilities	20%	6%	228%	

41. Title deeds of immovable properties

The title deeds of all the immovable properties, as disclosed in note 4.1 to the financial statements, are held in the name of the company.

42. Valuation of Property Plant & Equipment, intangible asset

The Company has not revalued its property, plant and equipment or intangible assets or both during the current or previous year.

43. Loans or advances to specified persons

No loans or advances in the nature of loans are granted to promoters, directors, KMPS and the related parties (as defined under Companies Act, 2013,) either serially or jointly with any other person, that are repayable on demand

or without specifying any terms or period of repayment.

44. Details of benami property held

No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder

45. Borrowing secured against current assets

The Company has borrowings from banks on the basis of security of current assets. The quarterly returns or statements of current assets filed by the Company with banks are in agreement with the books of accounts.

46. Wilful defaulter

The Company has not been declared wilful defaulter by any bank or financial institution or other lender.

47. Relationship with struck off companies

The Company has no transactions with the companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of the Companies Act, 1956.

48. Registration of charges or satisfaction with Registrar of Companies (ROC)

There are no charges or satisfaction yet to be registered with Registrar of Companies (ROC) beyond the statutory period.

49. Compliance with number of layers of companies

The Company has complied with the number of layers prescribed under the Section 2(87) of the Companies Act, 2013 read with Companies (Restriction on number of layers) Rules, 2017.

50. Compliance with approved scheme(s) of arrangements

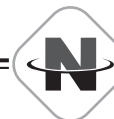
The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

51. Utilisation of borrowed funds and share premium

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 or entity, 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 (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

52. Undisclosed income

There is no income surrendered or disclosed as income during



the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded previously in the books of account.

53. Details of crypto currency or virtual currency

The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

54. Utilisation of borrowings availed from banks and financial institutions

The borrowings obtained by the company from banks and financial institutions have been applied for the purposes for which such loans were taken.

The accompanying notes are an integral part of the standalone financial statements.

As per our report of even date.

As per our report of even date.

For M/s. NIRANJAN & NARAYAN

Chartered Accountants

(Firm Registration Number : 0058995)

Sd/-

P. VENUMADHAV RAO

Partner

Membership No.202785

UDIN:24202785BKPRB7604

Sd/-

Manohar Reddy Loka

Managing Director

DIN: 00140229

Sd/-

Vijaya Bhasker Reddy Maddi

Director

DIN:0000278842

For and on behalf of the Board of Directors

Place: Hyderabad

Date: 10-05-2024

Sd/-

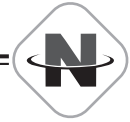
N. Venkateswara Rao

Chief Financial Officer

Sd/-

G Sai Ram

Company Secretary and Compliance Officer



INDEPENDENT AUDITORS' REPORT

To

The Board of Directors of

M/s NETLLINX LIMITED

Report on the Consolidated Ind AS Financial Statements

We have audited the accompanying consolidated Ind AS financial statements of M/s. Netllinx Limited, ("the Company"), its subsidiaries (the company and its subsidiaries together referred as "Group"), which comprise the consolidated Balance Sheet as at March 31, 2024, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to explanations given to us, the aforesaid consolidated financial statements give the information by the Companies Act, 2013 (the "Act") read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2024, the consolidated profit, consolidated total comprehensive income, consolidated changes in equity and its consolidated cash flows for the year ended on that date except for the matters described in the Basis for Disclaimer of Opinion section of our report, we are not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Opinion

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

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our

audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have not noticed any findings which are required to be considered in key audit matters of independent auditor's report.

Management's Responsibility for the Consolidated Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated total comprehensive income, consolidated changes in equity and consolidated cash flows of the Group in accordance with the Ind AS and other accounting principles generally accepted in India.

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

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting of the Group.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud and 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 and error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users on the basis of these consolidated financial statements.

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

- ◆ Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis of our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- ◆ Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company and its subsidiary companies which are companies incorporated in India, has adequate internal financial controls system in place and the operating effectiveness of such controls.
- ◆ Evaluate the appropriateness of accounting policies used in the reasonableness of accounting estimates and related disclosures made by management.
- ◆ Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern
- ◆ Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- ◆ Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements.
- ◆ Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced.
- ◆ We consider quantitative materiality and qualitative factors in (i) Planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.
- ◆ 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 consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

We did not audit the financial statements / financial information of four subsidiaries included in the consolidated financial results, whose financial statements reflect total assets of Rs. 3707 lakhs as at March 31, 2024, total revenues of Rs.1318.47 Lakhs, total net profit after tax of Rs.185.73 Lakhs, and total comprehensive income of Rs.185.73 Lakhs for the year ended March 31, 2024 and cash flows (net) of Rs.153.96 Lakhs for the year ended March 31, 2024, as considered in the consolidated financial results. This financial statements / financial information has been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial results, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries is based solely on the reports of the other auditors and the procedures performed by us as stated in paragraph 3 above.

- b) Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

Report on Other Legal and Regulatory Requirements



As required by Section 143 (3) of the Act, based on our audit 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 of the aforesaid financial statements except for the matter specified under para "Basis for Disclaimer of Opinion" above.
- (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books.
- (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), and the Consolidated Cash Flow Statement dealt with by this report are in agreement with the books of accounts for the purpose of preparation of the consolidated financial statements.
- (d) In our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of Written Representations received from the directors of the Company as on March 31, 2024 taken on record by the Board of Directors of the Company and its subsidiaries incorporated in India and the reports of the statutory auditors of its subsidiary companies incorporated in India, none of the directors of the Group companies incorporated in India is disqualified as on March 31, 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 A" which is based on the auditor's reports of the Company and its subsidiary companies incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the internal financial control over financial reporting of those companies, for reasons stated therein.
- (g) With respect to the other matters to be included in the Auditors' 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 consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group. Refer Note No.32 of the Consolidated Financial Statements
 - ii. The Company and its Subsidiaries did not have any material foreseeable losses on long term contracts including

derivative contracts.

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

For Niranjan and Narayan

Chartered Accountants

Firm Registration Number:005899S

Place: Hyderabad

Date: 10th May, 2024

Sd/-

P. Venumadhava Rao

Partner

Membership Number: 202785

UDIN: 24202785BKEPRC191

Annexure – "A" To the Independent Auditor's Report

(Referred to in paragraph 1 (f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Netllinx Limited of even date)

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

In conjunction with our audit of the consolidated financial statements of the Company for the year ended March 31, 2024, we have audited the internal financial controls over financial reporting of NETLLINX LIMITED, (hereinafter referred to as "Company"), and its subsidiary companies, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The Board of Directors of the Company and its subsidiary companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies 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 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 respective 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 on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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 auditors' judgment, including the assessment of the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error.

We believe that the audit evidence which 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 authorizations of management and directors of the company; and

- (3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, 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 with reference to financial statements and such internal financial controls with reference to financial statements 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 issued by ICAI.

For Niranjan and Narayan

Chartered Accountants

Firm Registration Number:005899S

Place: Hyderabad

Date: 10th May, 2024

Sd/-

P. Venumadhava Rao

Partner

Membership Number: 202785

UDIN: 24202785BKEPRC1191

NETLLINX LIMITED

Consolidated Statement of Balance Sheet as at 31-03-2024

All amounts are in Rs.Lakhs except share data and where otherwise stated

Particulars	Notes	For the year ended March 31, 2024	For the year ended March 31, 2023
A. ASSETS			
Non-current assets			
(a) Property, plant and equipment	3	992.97	980.04
(b) Capital work-in-progress	3	1,870.29	1,870.29
(c) Right to use Assets	3	17.72	35.45
(d) Goodwill	4	-	-
(e) Other intangible assets	5	3.30	4.30
(f) Financial assets		-	-
(i) Investments	6	1,513.84	1,423.33
(ii) Other financial assets	7	49.17	46.85
(g) Deferred tax assets (net)	8	127.34	-
(h) Other non-current assets	9	231.00	111.00
Total non-current assets		4,805.63	4,471.26
Current assets			
(a) Inventories	10	309.79	284.97
(b) Financial assets		-	-
(i) Trade receivables	11	1,699.12	386.76
(ii) Cash and cash equivalents	12	182.71	153.75
(iii) Other bank balances	13	12.44	12.44
(iv) Loans	14	-	-
(v) Other financial assets	7	453.96	449.84
(c) Other current assets	9	608.87	892.00
Total current assets		3,266.90	2,179.76
Total assets		8,072.53	6,651.02
B. EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	15	2,417.66	1,176.33
(b) Other equity	16	2,625.63	2,810.94
Equity attributable to owners of the Company		5,043.29	3,987.27
Non-controlling interests	17	830.92	831.51
Total equity		5,874.21	4,818.79
Liabilities			
Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	18	61.23	933.80
(ii) Other Financial Liability	19	17.05	38.23
(b) Provisions	20	17.81	18.44
(c) Deferred Tax liabilities	8	-	14.36
Total non-current liabilities		96.08	1,004.83
Current liabilities			
(a) Financial liabilities			
(i) Borrowings	18	1,382.46	135.37
(ii) Trade payables			
- Total outstanding dues of micro enterprises and small enterprises		-	-
"- Total outstanding dues of creditors other than micro enterprises and small enterprises"	21	206.46	114.78
(iii) Other financial liabilities	22	93.55	163.52
(b) Other current liabilities	23	264.18	362.28
(c) Provisions	20	1.78	0.89
(d) Current tax liabilities (net)	24	153.81	50.56
Total current liabilities		2,102.24	827.40
Total equity and liabilities		8,072.53	6,651.02
Corporate information and Significant accounting policies	1,2		
See accompanying notes are an integral part of the Consolidated financial statements	3 to		
Previous period / year figures have been regrouped / Reclassified Wherever necessary			
As per our report of even date. For M/s. NIRANJAN & NARAYAN Chartered Accountants (Firm Registration Number : 005899S) Sd/- P. VENUMADHAVA RAO Partner Membership No.202785 UDIN:24202785BKEPRCT191 Place: Hyderabad Date:10-05-2024	Sd/- Manohar Reddy Loka Managing Director DIN: 00140229 Sd/- N. Venkateswara Rao Chief Financial Officer	For and on behalf of the Board of Directors Sd/- Vijaya Bhasker Reddy Maddi Director DIN:0000278842 Sd/- G Sai Ram Company Secretary and Compliance Officer	

NETLLINX LIMITED

Consolidated Statement of Profit and Loss for the year ended March 31, 2024
All amounts are in Rs.Lakhs except share data and where otherwise stated

Particulars	Notes	For the year ended March 31, 2024	For the year ended March 31, 2023"
I Revenue from operations	25	3,274.93	2,166.96
II Other income	26	13.95	137.06
III Total Income (I + II)		3,288.88	2,304.02
IV Expenses			
(a) Access charges, license fee and network expenses, Inventory Cost	27	740.83	463.50
(b) Employee benefits expense	28	849.60	970.81
(c) Finance costs	29	100.54	98.91
(d) Depreciation and amortization expense	30	99.20	98.85
(e) Other expenses	31	369.15	640.55
Total Expenses		2,159.32	2,272.62
V Profit before tax (III - IV)		1,129.56	31.40
VI Tax expense			
(a) Current tax		312.36	51.17
(b) Prior period Taxes		1.97	(0.06)
(b) Deferred tax expense /(credit)		0.29	2.04
Total tax expense		314.62	53.14
VII Profit after tax (V - VI)		814.94	(21.74)
VIII Other comprehensive income			
(i) Items that will not be reclassified to profit or loss			
(a) Remeasurement of the defined benefit plans		-	-
(b) Net (loss)/gain on fair value through OCI (FVTOCI)		246.61	17.79
(ii) Income tax on items that may not be reclassified to profit or loss		(64.79)	(4.95)
Total other comprehensive income		181.82	12.84
IX Total comprehensive income for the year (VII + VIII)		996.76	(8.90)
X Profit for the year attributable to			
Shareholders		815.67	(2.60)
Non Controlling Interest		(0.73)	(19.14)
XI Other Comprehensive Income attributable to			
Shareholders		181.82	12.84
Non Controlling Interest		-	-
XII Total Comprehensive Income attributable to			
Shareholders		997.49	10.24
Non Controlling Interest		(0.73)	(19.14)
XIII Earnings Per Share of Rs.10 each fully paid up			
(i) Basic		3.37	(0.02)
(ii) Diluted		3.37	(0.02)
XIV Weighted Average Equity Shares used in Computing Earnings per Equity Share			
(i) Basic		24,176,624	11,763,312
(ii) Diluted		24,176,624	12,088,312
Corporate information and Significant accounting policies See accompanying notes are an integral part of the Consolidated financial statements Previous period / year figure have been regrouped / Reclassified Wherever necessary.	1,2 3 to		

As per our report of even date.

For M/s. NIRANJAN & NARAYAN

Chartered Accountants

(Firm Registration Number : 0058995)

Sd/-

P. VENUMADHAVA RAO

Partner

Membership No.202785

UDIN:24202785BKPRC1191

Sd/-

Manohar Reddy Loka

Managing Director

DIN: 00140229

Sd/-

N. Venkateswara Rao

Chief Financial Officer

Sd/-

Vijaya Bhasker Reddy Maddi

Director

DIN:0000278842

Sd/-

G Sai Ram

Company Secretary and Compliance Officer

Place: Hyderabad

Date: 10-05-2024

For and on behalf of the Board of Directors

NETLLINX LIMITED

5-9-22, 3rd floor, My Home Sarovar Plaza, Secretriad Road, Saifabad, Hyderabad, Pin-500063

Statement of Consolidated Cash Flows for the year ended March 31, 2024

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023"
Cash Flows From Operating Activities		
Profit Before Tax for the year	1,129.56	31.40
Adjustments for:		
Depreciation and amortization expense	99.20	98.85
Profit on sale of property, plant and equipment (net)	-	-
Finance costs	95.06	92.16
Interest income	(4.49)	(1.86)
Operating Cash Flows Before Working Capital Changes	1,319.34	220.55
Movements in working capital		
Adjustments for (increase) / decrease in operating assets:		
(increase)/ Decrease in Trade receivables	(1,354.24)	91.24
Inventories	-	-
(increase)/ Decrease in Loans and advances	(1.40)	39.13
(increase)/ Decrease in Other Current Assets	255.58	(524.65)
Adjustments for increase / (decrease) in operating liabilities:		
increase/(Decrease) in Trade payables	133.56	86.37
increase/ (Decrease) in Other Current Liabilities	16.25	11.69
Increase/ (Decrease) in Provisions	23.19	6.09
Movements in working capital- Total	(927.06)	(290.11)
Cash Flows From Operating Activities	392.29	(69.56)
Net Tax Paid	211.09	80.70
Net Cash Generated From Operating Activities (A)	181.20	(150.26)
B. Cash Flows From Investing Activities		
Purchase of Fixed Assets including CWIP	(144.23)	(112.70)
Disposals of Fixed Assets	50.81	-
Long Term Loans & Advances	(120.00)	(36.00)
increase/ Decrease in Other Non-Current Assets	(2.32)	(34.77)
Investments	(220.00)	(90.00)
Interest Income received	4.49	1.86
Foreign Exchange effect	8.61	74.53
Net Cash Generated/ Used in Investing Activities (B)	(422.64)	(197.08)
C. Cash Flows From Financing Activities		
Money received against share warrants	186.88	313.13
Change in Equity Share capital	32.50	30.00
Increase in Share premium	-	-
Proceeds from Long Term borrowings	-	-
increase/ (Decrease) in Non-Current Liabilities	(687.75)	(297.57)
Repayments from ShortTerm borrowings	833.84	(47.30)
Dividend paid to company's shareholders	-	(47.05)
Finance Costs Paid	(95.06)	(92.16)
Net Cash Generated From/ (Used in) Financing Activities (C)	270.40	(140.95)
Net Increase/ (Decrease) in Cash and Cash Equivalents (A + B + C)	28.96	(488.29)
Cash and Cash Equivalents at the Beginning of the year	166.19	654.48
Cash and Cash Equivalents at the End of the year	195.15	166.19

Statement of Cash flow has been prepared under the indirect method as set out in Ind AS - 7 specified under Section 133 of the Companies Act, 2013

As per our report of even date.
For M/s. NIRANJAN & NARAYAN
 Chartered Accountants
 (Firm Registration Number : 005899S)

Sd/-
P. VENUMADHAVA RAO
 Partner
 Membership No.202785
 UDIN:24202785BKPRC1191

Place: Hyderabad
 Date: 10-05-2024

Sd/-
Manohar Reddy Loka
 Managing Director
 DIN: 00140229

Sd/-
N. Venkateswara Rao
 Chief Financial Officer

For and on behalf of the Board of Directors

Sd/-
Vijaya Bhasker Reddy Maddi
 Director
 DIN:0000278842

Sd/-
G Sai Ram
 Company Secretary and Compliance Officer

NETLLINX LIMITED

Notes to the consolidated financial statements

All amounts are in Rs.Lakhs except share data and where otherwise stated

NOTE - 3: Property, plant and equipment and capital work-in-progress

	As at March 31, 2024	As at March 31, 2023
Carrying amounts of:		
Freehold land	413.19	461.98
Buildings	10.29	10.56
Plant & equipment	397.47	320.62
Furniture & fixtures	2.52	3.30
Vehicles	157.25	167.34
Office equipment	3.90	8.74
Computers	8.34	7.50
Total	992.97	980.04
Capital work-in-progress	1,870.29	1,870.29
Total	1,870.29	1,870.29

NOTE - 4 Goodwill

	As at March 31, 2024	As at March 31, 2023
Cost / deemed cost	-	-

NOTE - 5: Intangible Assets

	As at March 31, 2024	As at March 31, 2023
Carrying amounts of:		
Software	3.30	4.30
Total	3.30	4.30

Particulars	Property Plant & Equipment (#)					3. Right to Use Asset			5. ## Intangible Assets			
	Freehold land	Buildings	Plant & equipment *	Furniture and fixtures	Vehicles	Office equipment	Computers	TOTAL	Right to Use Asset	TOTAL	Software	TOTAL
A. Cost or deemed cost												
Balance as at March 31, 2022	413.19	15.88	954.12	58.05	344.83	108.75	63.34	2,006.95	-	-	8.39	8.39
Additions	-	-	-	-	-	-	-	-	-	-	0.15	0.15
Disposals	-	-	-	-	-	-	-	-	-	-	-	-
Balance as at March 31, 2023	461.98	15.88	1,059.47	58.58	297.47	111.67	67.09	2,072.13	88.62	88.62	8.54	8.54
Additions	-	-	115.62	-	21.44	0.61	6.55	144.23	-	-	-	-
Disposals	48.78	-	-	-	2.69	1.17	-	52.65	-	-	-	-
Balance as at March 31, 2024	413.19	15.88	1,175.09	58.58	316.22	111.11	73.64	2,163.71	88.62	88.62	8.54	8.54
B. Accumulated depreciation												
Balance as at March 31, 2022	-	5.05	710.42	54.58	149.38	96.81	43.21	1,059.47	35.45	35.45	3.26	3.26
Depreciation expense	-	0.27	28.43	0.70	28.11	6.12	16.37	79.99	17.72	17.72	0.98	0.98
Eliminated on disposal of assets	-	-	-	-	47.36	-	-	47.36	-	-	-	-
Balance as at March 31, 2023	-	5.32	738.85	55.28	130.12	102.93	59.58	1,092.10	53.17	53.17	4.24	4.24
Depreciation expense	-	0.27	38.76	0.78	29.51	5.45	5.71	80.48	17.72	17.72	1.00	1.00
Eliminated on disposal of assets	-	-	-	-	0.67	1.17	-	1.83	-	-	-	-
Balance as at March 31, 2024	-	5.59	777.62	56.06	158.97	107.21	65.30	1,170.75	70.89	70.89	5.24	5.24
C. Carrying amount												
Balance as at March 31, 2024	413.19	10.29	397.47	2.52	157.25	3.90	8.34	992.97	17.72	17.72	3.30	3.30
Balance as at March 31, 2023	461.98	10.56	320.62	3.30	167.34	8.74	7.50	980.04	35.45	35.45	4.30	4.30

NETLLINX LIMITED

Notes to the consolidated financial statements

All amounts are in Rs.Lakhs except share data and where otherwise stated

NOTE – 6: Non-current investments	As at 31-03-2024	As at 31-03-2023
Investments in equity instruments		
Unquoted investments (fully paid)		
(a) Investments in others (at cost)		
(i) Northeast Broking Services Ltd (NBSL) * 69,531 equity shares of Rs. 10 each	13.16	13.16
(ii) Investment in Equity shares of LGS Global Ltd (450250 Equity shares (face value Rs.2/-))	326.50	326.50
(iii) Golden Meghastructures LLP	1,183.00	963.00
(b) Investments carried at Fair Value Through Other Comprehensive Income (FVTOCI)	(8.82)	120.67
Total	1,513.84	1,423.33

NOTE – 7: Other financial assets	As at 31-03-2024	As at 31-03-2023
Unsecured, considered good		
Non-Current		
- Security Deposits *	49.17	46.85
Total	49.17	46.85
Current		
- Interest Accrued but not due on FDRs	2.53	1.69
- Rental/Security Deposits	11.17	10.87
- Others	440.26	437.29
Total	453.96	449.84

*Includes Bank guarantee of Rs.18.079 Lacs against ISP license fee to the Department of Telecommunications.

NOTE – 8: Deferred tax assets / (liabilities) (net)	As at 31-03-2024	As at 31-03-2023
The following is the analysis of deferred tax assets / (liabilities) presented in the Balance Sheet:		
Deferred tax assets	203.06	0.48
Deferred tax liabilities	(75.72)	-
Total	127.34	0.48
Deferred tax liabilities		
The following is the analysis of deferred tax assets / (liabilities) presented in the Balance Sheet:		
Deferred tax assets	-	52.25
Deferred tax liabilities	-	(67.09)
Total	-	(14.84)
G.Total	127.34	(14.36)

NOTE - 9: Other assets	As at 31-03-2024	As at 31-03-2023
Unsecured, considered good		
Non-Current		
- Advance for land	231.00	111.00
Total	231.00	111.00
Current		
Current Tax Assets	85.71	35.68
- Prepaid expenses	3.00	4.35
- Balances with government authorities	27.88	388.68
- Deposits	39.70	26.61
- Advance to Vendors	22.04	22.04
- Others	430.55	414.64
Total	608.87	892.00

NOTE - 10: Inventories	As at 31-03-2024	As at 31-03-2023
Land	275.02	275.02
Others	34.77	9.94
Total	309.79	284.97

NOTE - 12: Cash and cash equivalents	As at 31-03-2024	As at 31-03-2023
Balance with banks		
- In current accounts	160.36	149.10
Cash on hand	22.35	4.65
Total	182.71	153.75

NOTE - 13: Other bank balances	As at 31-03-2024	As at 31-03-2023
In deposit accounts with maturity less than 12 months	12.44	12.44
Total	12.44	12.44

NETLLINX LIMITED
Notes to the financial statements
Note: 11 Trade receivables - Billed

Rs. in Lakhs

Trade receivables - Billed (unsecured) consist of the following	As at	As at
Trade receivables - Billed	March 31, 2024	March 31, 2023
Trade receivables - Billed	1,699.12	386.76
Less: Allowance for doubtful trade receivables- Billed	0	0
Considered good	1,699.12	386.76

Ageing for trade receivables - non-current outstanding as at March 31, 2024 is as follows

	Outstanding for following periods from due date of payment						
	not due	Less than	6 months	1-2	2-3	More than	Total
		6 months	- 1 year	years	years	3 years	
Trade receivables - Billed							
Undisputed trade receivables-Considered good	-	1,054.46	439.61	99.01	3.62	102.42	1,699.12
Undisputed trade receivables-which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed trade receivables-credit impaired	-	-	-	-	-	-	-
Disputed trade receivables-Considered good	-	-	-	-	-	-	-
Disputed trade receivables-which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed trade receivables-credit impaired	-	-	-	-	-	-	-
	-	1,054.46	439.61	99.01	3.62	102.42	1,699.12
Less: Allowance for doubtful trade receivables - Billed	-	-	-	-	-	-	-
Trade receivables - Unbilled	-	-	-	-	-	-	-
							1,699.12

Ageing for trade receivables - non-current outstanding as at March 31, 2023 is as follows

	Outstanding for following periods from due date of payment						
	not due	Less than	6 months	1-2	2-3	More than	Total
		6 months	- 1 year	years	years	3 years	
Trade receivables - Billed							
Undisputed trade receivables-Considered good	-	282.22	7.09	5.23	2.96	89.26	386.76
Undisputed trade receivables-which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed trade receivables-credit impaired	-	-	-	-	-	-	-
Disputed trade receivables-Considered good	-	-	-	-	-	-	-
Disputed trade receivables-which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed trade receivables-credit impaired	-	-	-	-	-	-	-
	-	282.22	7.09	5.23	2.96	89.26	386.76
Less: Allowance for doubtful trade receivables - Billed	-	-	-	-	-	-	-
Trade receivables - Unbilled	-	-	-	-	-	-	-
							386.76

NETLLINX LIMITED

Notes to the consolidated financial statements

All amounts are in Rs.Lakhs except share data and where otherwise stated

Note - 15: Share capital	As at March 31, 2024		As at March 31, 2023	
	Number of shares	Amount(Rs.)	Number of shares	Amount(Rs.)
(a) Authorised				
Equity shares of Rs. 10 each	345.00	3,450.00	345.00	3,450.00
(b) Issues, subscribed and fully paid-up				
Equity shares of Rs. 10 each	241.77	2,417.66	117.63	1,176.33
Total	241.77	2,417.66	117.63	1,176.33

Notes:

(i) Reconciliation of Equity Shares outstanding at the Beginning and at the end of the Reporting Period is set out

Equity share capital below:	Number of shares	Amount(Rs.)
Balance as at March 31, 2022	114.63	1,146.33
Changes in equity share capital during the year	3.00	30.00
Balance as at March 31, 2023	117.63	1,176.33
Changes in equity share capital during the year	124.13	1,241.33
Balance as at March 31, 2024	241.77	2,417.66

(ii) Rights, preference and restrictions attached to the equity shares:

The Holding company (NETLLINX LIMITED) has only one class of shares referred to as equity shares having a face value of Rs. 10 each. Each holder of equity share is eligible for one vote per share held. The Holding company (NETLLINX LIMITED) declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the Shareholders in the ensuing Annual General Meeting, except in the case of interim dividend. In the event of liquidation, the holders of equity shares will be entitled to receive the remaining assets of the Holding company (NETLLINX LIMITED) after distribution of all preferential amounts, in proportion to the number of equity shares held by the shareholders.

(iii) Details of equity shares held by each shareholder holding more than 5% of the equity shares:

Name of the shareholder	As at March 31, 2024		As at March 31, 2023	
	Number of shares	%	Number of shares	%
Dr. Manohar Loka Reddy	99.06	40.98	55.11	46.85
Northeast Broking Services Ltd	15.56	6.44	7.78	6.62
Saranya Loka Reddy	12.88	5.33	6.44	5.48
ROHITH REDDY LOKA	12.50	5.17	-	0.00

(iv) Disclosure of Shareholding of Promoter

	As at March 31, 2024		As at March 31, 2023		Change %
	Number of shares	%	Number of shares	%	
Dr. MANOHAR LOKAREDDY	99.07	40.98	55.11	46.85	-5.87
MANOHAR LOKAREDDY HUF	3.00	1.24	1.48	1.26	-0.02
P KALPANA REDDY	4.76	1.97	2.38	2.02	-0.05
SARANYA LOKA REDDY	12.88	5.33	6.44	5.48	-0.15
ROHITH LOKA REDDY	12.50	5.17	3.00	2.55	2.62
JAYA REDDY	0.50	0.21	0.25	0.21	0.00
NITHYA LOKA REDDY	1.18	0.49	0.59	0.50	-0.01
SHILPA LOKA REDDY	1.96	0.81	0.98	0.83	-0.02
	135.85	56.20	70.23	59.70	-3.50

NETLLINX LIMITED													
Consolidated Statement of changes in equity for the year ended March 31, 2024													
All amounts are in Rs.Lakhs except share data and where otherwise stated													
NOTE: 16 Other Equity - Consolidated	Other Equity	Reserves and surplus						Money received against share warrants	Items of other comprehensive income		Foreign Currency Translation Reserve	Attributable to owners of the Company	Share of Non-controlling interests
		Capital reserve	Securities premium	General reserve	Retained earnings	Revaluation reserve	Equity instruments through other comprehensive income		Others				
	Balance as at March 31, 2022	568.51	2,122.45	319.38	28.37	-	-	-	270.63	(59.69)	62.82	2,462.97	849.50
	Profit / (loss) for the Year	-	-	-	(21.74)	-	-	-	-	-	-	(2.60)	(19.14)
	Changes in equity share capital during the year	-	240.00	-	-	-	-	-	-	-	-	240.00	-
	Less: Dividend Payment	-	-	-	(47.05)	-	-	-	-	-	-	(47.05)	-
	Other comprehensive income for the year	-	-	-	-	-	-	-	(260.53)	(4.95)	-	(265.47)	-
	Money received against share warrants	-	-	-	-	-	-	73.13	-	-	-	73.13	-
	Others	-	-	-	-	-	-	-	-	-	72.82	71.67	1.15
	Increase in investment by Minority interest	-	-	-	-	-	-	-	-	-	-	-	-
	Balance as at March 31, 2023	568.51	2,362.45	319.38	(40.43)	-	73.13	-	10.11	(64.64)	135.64	2,532.64	831.50
	Profit / (loss) for the Year	-	-	-	814.94	-	-	-	264.09	-	-	1,079.76	(0.73)
	Changes in equity share capital during the year	-	260.00	-	-	-	-	-	-	-	-	260.00	-
	Less: Dividend Payment	-	-	-	-	-	-	-	-	-	-	-	-
	Less: Bonus	(568.51)	(246.00)	(319.38)	(74.94)	-	(73.13)	-	-	-	-	(1,281.96)	-
	Other comprehensive income for the year	-	-	-	-	-	-	-	37.02	(10.30)	-	26.72	-
	Money received against share warrants	-	-	-	-	-	-	-	-	-	-	-	-
	Others	-	-	-	-	-	-	-	-	-	8.61	8.46	0.14
	Increase in investment by Minority interest	-	-	-	-	-	-	-	-	-	-	-	-
	Balance as at March 31, 2024	-	2,376.45	-	699.57	-	-	-	311.21	(74.94)	144.25	2,625.63	830.92

NETLLINX LIMITED

Notes to the consolidated financial statements

All amounts are in Rs.Lakhs except share data and where otherwise stated

NOTE - 17: Non-controlling interest	As at 31-03-2024	As at 31-03-2023
Balance at beginning of year	831.51	839.70
Increase in investment by Minority interest	-	-
Share of profit / (loss) for the year	(0.60)	(8.18)
Total	830.92	831.51
NOTE - 18: Borrowings		
Non-current		
Secured term loans		
-From Banks (Refer Note : 18.1,18.2)	61.23	729.92
- From others	-	203.89
Total	61.23	933.80
Current		
Secured term loans		
Current maturities of long-term debt	32.58	135.37
HDFC Bank OD Account	863.29	-
Loan from related parties	486.59	-
Total	1,382.46	135.37
Note 18.1: Loans are obtained from HDFC Ltd. at the interest rate of 9.60% are secured by way of first charge, having pari passu rights, on the Holding company's (NETLLINX LIMITED)Immovable Assets, both present and future, in favour of Holding company's (NETLLINX LIMITED)lenders/trustees. Further, they are secured by way of personal guarantee of Shri Manohar Loka Reddy, Chairman and Managing Director of the Holding company (NETLLINX LIMITED).		
Note 18.2: Loans received from Bank includes vehicle loans amount of Rs 1,41.27 Lakhs- with Motor Vehicle (Hypothecation) of Rs.1,31.03 Lakhs		
NOTE - 19: Other Financial Liability		
	As at 31-03-2024	As at 31-03-2023
Lease Liability	17.05	38.23
Total	17.05	38.23
NOTE - 20: Provisions		
	As at 31-03-2024	As at 31-03-2023
Non - Current		
Employee Benefits		
- Gratuity (Gratuity Fund created with LIC)	17.81	18.44
Total	17.81	18.44
Current-Provisions		
Employee Benefits		
- Leave Encashment	-	-
- Gratuity (Gratuity Fund created with LIC)	1.78	0.89
Total	1.78	0.89
NOTE - 22: Other financial liabilities		
	As at 31-03-2024	As at 31-03-2023
Interest accrued and due on borrowings	-	5.27
Outstanding expenses	7.79	13.24
Employee related expenses	37.64	31.30
Rental deposit	0.63	1.21
Others	47.50	112.50
Total	93.55	163.52
NOTE - 23: Other current liabilities		
	As at 31-03-2024	As at 31-03-2023
Unsecured		
Advances from customers	0.16	26.82
Statutory remittances	110.05	36.33
Others	153.97	299.13
Total	264.18	362.28
NOTE - 24: Current tax liabilities (net)		
	As at 31-03-2024	As at 31-03-2023
Provision for income tax (net)	153.81	50.56
Total	153.81	50.56

NETLLINX LIMITED

Notes to the financial statements

All amounts are in Rs.Lakhs except share data and where otherwise stated

Note: 21 Trade payables	As at 31-03-2024	As at 31-03-2023
' Total outstanding dues of micro enterprises and small enterprises	-	-
' Total outstanding dues of creditors other than micro enterprises and small enterprises *	206.46	114.78
	206.46	114.78

Ageing for trade payables outstanding as at March 31, 2024 is as follows:

Outstanding for following periods from due date of payment

Particulars	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Trade payables						
MSME*	0	0	0	0	0	0
Others	0	176.66	2.64	8.21	18.95	206.46
Disputed dues - MSME*	0	0	0	0	0	0
Disputed dues - Others	0	0	0	0	0	0
	0					206.46
Accrued expenses						0
						206.46

*MSME as per the Micro, Small and Medium Enterprises Development Act, 2006.

Trade payables

Ageing for trade payables outstanding as at March 31, 2023 is as follows:

Outstanding for following periods from due date of payment

Particulars	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Trade payables						
MSME*	0	0	0	0	0	0
Others	0	95.63	2.20	6.43	10.52	114.78
Disputed dues - MSME*	0	0	0	0	0	0
Disputed dues - Others	0	0	0	0	0	0
	0	-	-	-	-	-
Accrued expenses						0
						114.78

*MSME as per the Micro, Small and Medium Enterprises Development Act, 2006.

NETLLINX LIMITED

Notes to the consolidated financial statements

All amounts are in Rs.Lakhs except share data and where otherwise stated

NOTE - 25: Revenue from operations	For the Year ended March 31, 2024	For the Year ended March 31, 2023
(a) Sale of goods	363.14	237.10
(b) Sale of services		
(i) From Internet Bandwidth services	1,869.89	765.22
(ii) From Network Maintenance Services IT	162.49	65.65
(iii) From One Time Installation Charges	80.68	90.50
(iv) From Web Design & Development	16.38	14.46
(v) From ITES	782.35	994.03
Total	3,274.93	2,166.96

NOTE - 26: Other income	For the Year ended March 31, 2024	For the Year ended March 31, 2023
(a) Interest income earned on financial assets that are not designated as at fair value through profit and loss:		
- Bank deposits	4.24	1.78
- Other financial assets	1.49	0.04
(b) Other non-operating income		
- Rental income	5.83	8.11
- Others	0.01	124.47
(c) Other gains and losses		
- Net foreign exchange gains / (losses)	-	0.12
- Gain on disposal of property, plant and equipment	2.39	2.54
Total	13.95	137.06

NOTE - 27: Access charges, license fee and network expenses	For the Year ended March 31, 2024	For the Year ended March 31, 2023
Bandwidth, web hosting, leased circuit & service charges	290.11	206.86
Purchase cost of sales/services	296.93	187.48
Domain registration expenses	0.58	0.15
Annual membership fee	1.11	1.16
DOT licence fees	152.10	67.85
Cost of Inventory (land) sold	-	-
Total	740.83	463.50

NOTE - 28: Employee benefits expense	For the Year ended March 31, 2024	For the Year ended March 31, 2023
Salaries (including managerial remuneration)	832.96	946.58
Contribution to provident and other funds	9.84	7.63
Defined Benefits Plans	0.26	9.80
Staff welfare expenses	6.53	6.80
Total	849.60	970.81

NOTE - 29: Finance costs	For the Year ended March 31, 2024	For the Year ended March 31, 2023
(a) Interest costs:		
(i) Interest on loans	54.08	93.19
(ii) Interest on working capital facilities	-	-
(iii) Others (on Lease Liability)	3.82	5.72
Total	100.54	98.91

NOTE - 30: Depreciation and amortisation expense	For the Year ended March 31, 2024	For the Year ended March 31, 2023
Depreciation of property, plant and equipment	98.21	97.87
Amortisation of intangible assets	1.00	0.98
Total	99.20	98.85

NOTE - 31: Other expenses	For the Year ended March 31, 2024	For the Year ended March 31, 2023
Computer & network maintainance	53.25	48.35
Electricity charges	19.29	17.32
Rent	19.06	18.61
Vehicle maintainance	1.41	3.89
Office maintainance	27.88	36.47
Insurance	11.53	9.57
Rates and taxes	8.20	20.17
Communication	4.28	3.89
Travelling and conveyance	47.24	33.84
Advertisement and sales promotion	11.31	11.84
Professional Charges	118.58	278.32
Audit Fees	6.26	6.20
Loss on sale of vehicle	0.83	-
Bad trade receivables written-off	11.73	121.07
Postage & Courier	1.11	1.73
Discounts	0.26	2.73
Security charges	7.35	7.28
Stock Exchange Listing Fee & Demat Charges	13.37	11.03
Printing and stationery	1.08	1.54
Bank Charges	2.62	2.81
Miscellaneous expenses	2.48	2.03
Interest on Late Payment	0.02	1.84
Total	369.15	640.55



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Group overview & significant policy

A. Group overview

Netlinx is an Internet Infrastructure initiative of the Netlinx Group. Netlinx Limited (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") comprising of the Consolidated Balance Sheet as at 31st March, 2024, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

B. Basis of preparation of financial statements

B.1. Statement of Compliance

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

The Consolidated financial statements were authorized for issue by the Holding Company's Board of Directors on 10th May, 2024.

Details of the accounting policies are included in Note 1.

B.2 Basis of preparation and presentation

These consolidated financial statements are prepared in accordance with Indian Accounting Standards (Ind AS), under the historical cost convention on the accrual basis, except for the following material items in the statement of financial position:

Certain financial assets and liabilities are measured at fair value;

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

The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies

(Indian Accounting Standards) Rules, 2015 and relevant Amendment rules issued thereafter.

Accounting policies have been consistently applied except where a newly-issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

As the year-end figures are taken from the source and rounded to the nearest digits, the figures reported for the

previous quarters might not always add up to the year-end figures reported in this statement.

B.3 Basis of Consolidation

Netlinx Limited Consolidates entities which it owns or controls. The consolidated financial statements comprise the financial statements of the company, its controlled entities as disclosed in Note 30(c). Control exists when the parent has power over the entity, is exposed or has rights, to variable returns from its involvement with the entity and has the ability to affect those returns by using its power over the entity. Power is demonstrated through existing rights that give the ability to direct relevant activities, those which significantly affect the entity's returns. Subsidiaries are consolidated from the date control commences until the date control ceases.

The financial statements of the Group companies are consolidated on a line-by-line basis and intra-group balances and transactions including unrealized gain / loss from such transactions are eliminated upon consolidation. These financial statements are prepared by applying uniform accounting policies in use at the Group. Non-controlling interests which represent part of the net profit or loss and net assets of subsidiaries that are not, directly or indirectly, owned or controlled by the Company, are excluded.

B.4 Functional and presentation currency

The financial statements are presented in Indian rupees, which is the functional currency of the Group.

All amounts are in Indian Rupees except share data, unless otherwise stated.

B.5 Operating Cycle

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

Assets:

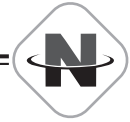
An asset is classified as current when it satisfies any of the following criteria:

- it is expected to be realized in, or is intended for sale or consumption in, the Group's normal operating cycle;
- it is held primarily for the purpose of being traded;
- it is expected to be realized within twelve 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 twelve months after the reporting date.

Liabilities:

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

- it is expected to be settled in the Group's normal operating cycle;



- b) it is held primarily for the purpose of being traded;
- c) it is due to be settled within twelve months after the reporting date; or
- d) the Group does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date. Terms of a liability that could, at the option of the counter party, result in its settlement by the issue of equity instruments do not affect its classification.

B.6 Critical accounting judgements and key sources of estimation uncertainty.

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

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

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

Provision and contingent liability

On an ongoing basis, Group's reviews pending cases, claims by third parties and other contingencies. For contingent losses that are considered probable, an estimated loss is recorded as an accrual in financial statements. Loss Contingencies that are considered possible are not provided for but disclosed as Contingent liabilities in the financial statements. Contingencies the likelihood of which is remote are not disclosed in the financial statements. Gain contingencies are not recognized until the contingency has been resolved and amounts are received or receivable.

Useful lives of depreciable assets

Useful life of Property, Plant and Equipment including intangible asset: Residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Investment in equity instruments of subsidiary and associate companies

During the year, the Group assessed the investment in equity instrument of subsidiary and associate companies carried at cost for impairment testing. These companies are expected to generate positive cash flows in the future

years. Detailed analysis has been carried out on the future projections and the Group is confident that the investments do not require any impairment.

B.7 Fair value measurement and valuation process:

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

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

1. Significant accounting Policies

1.1 Revenue recognition

The Group offers a complete range of network solutions like Internet, Network Management Services, Data Centre and Co-Location Services and Enterprise Mailing Solutions etc and derives revenues primarily from business IT services comprising of software development and related services, consulting and package implementation.

Revenue is recognized upon transfer of control of promised products or services to customers in an amount that reflects the consideration we expect to receive in exchange for those products or services.

Revenue from Online information and database access or retrieval recognized as the service is performed on the basis of actual usage of the company network in accordance with contractual obligation and is recorded net of Goods & service tax

Company provided specialised features to the subscribers which entitles them to access the network of the company, in such case the revenue is recognised when such features are activated and used by the subscriber.

Products and platforms:

The Group offers a complete range of network solutions like Internet, Network Management Services, Data Centre and Co-location Services and Enterprise Mailing Solutions etc and derives revenues in the way of sale of products, sale of VOIP Telephones and by way of provision of Bandwidth Services, Web Solutions & ITES (Exports).

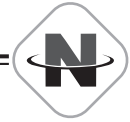
Revenue includes only the gross inflows of economic benefits received a receivable by the entity on its own account. Amounts collected on behalf of third parties such as sales taxes, goods and services taxes and value added taxes are not economic benefits which flow to the entity and do not result in increases in equity. The group presents revenues net of taxes in its statement of Profit and Loss.

Other Income

Other income is comprised primarily of interest income, Rental income and exchange gain / loss on translation of other assets and liabilities. Interest income is recognized using the effective interest method.

1.2 Leases

Effective 1 April 2019, the group adopted Ind AS 116 "Leases"



and applied the standard to all lease contracts existing on 1 April 2019 using the modified retrospective method. Comparatives as at and for the year ended 31 March 2019 have not been retrospectively adjusted and therefore will continue to be reported under the accounting policies applicable for previous year. The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement. Lessee Policy effective 1 April 2019 the Group's lease asset classes primarily consist of leases for Land, buildings and colocations spaces. The group assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether: (i) the contract involves the use of an identified asset (ii) the Group has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Group has the right to direct the use of the asset.

At the date of commencement of the lease, the Group recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Group recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Group recognized Right use Asset and Lease Liability value of Rs.88,61,585 in the year 2020-2021

1.3 Foreign currency Transactions.

Functional currency

In preparing the financial statements of the Group, transactions in currencies other than the Group's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are re-translated at the rates prevailing at that date. Non-monetary items that are measured in terms of historical cost in a foreign currency are not re-translated. Exchange differences on monetary items are recognised in profit or loss in the period in which they arise.

Transactions and translations

Transactions denominated in foreign currencies are recorded at the exchange rates prevailing at the time of the transaction.

Foreign-currency denominated monetary assets and

liabilities are translated into the relevant functional currency at exchange rates in effect at the Balance Sheet date. The gains or losses resulting from such translations are included in net profit in the Statement of Profit and Loss. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at fair value are translated at the exchange rate prevalent at the date when the fair value was determined. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of the transaction.

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

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

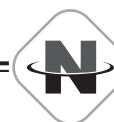
The results and financial position of foreign operations with functional currency different from the presentation currency, are translated into the presentation currency as follows:

- (a) Assets and liabilities for each consolidated statement of financial position presented are translated at the closing rate at the date of that consolidated statement of financial position;
- (b) income and expenses for each consolidated statement of comprehensive income are translated at average exchange rates (unless average rate is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the rate on the dates of the transactions); and
- (c) All resulting exchange differences are recognised in other comprehensive income.

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated into rupee, the functional currency of the Group, at the exchange rates at the reporting date. Exchange difference arising are recognised in other comprehensive income and accumulated in equity, except to the extent that the exchange differences is allocated to the non-controlling interests.

1.4 Borrowing costs

Borrowing costs attributable to the acquisition or construction of qualifying assets are capitalized as part of



the cost of such assets up to the commencement of commercial operations. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. Other borrowing costs are recognized as an expense in the year in which they are incurred. Borrowing cost includes interest incurred in connection with the arrangement of borrowings to the extent they are regarded as an adjustment to the interest cost.

1.5 Taxes on Income Tax and Deferred Tax

Income tax expense comprises current and deferred income tax. Income tax expense is recognized in net profit in the Statement of Profit and Loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in other comprehensive income. Current income tax for current and prior periods is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date. Provision for income tax is made on the basis of taxable income for the year at the current rates

Deferred tax represents the effect of temporary difference between carrying amount of assets and liabilities in the consolidated financial statements and the corresponding tax base used in the computation of taxable income. Deferred income tax assets and liabilities are recognized for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized. Deferred tax liabilities are generally accounted for all taxable temporary differences. Deferred tax asset is recognised for all deductible temporary differences, carried forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which such deductible temporary differences can be utilised.

The Group offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Deferred tax assets/ liabilities are not recognised for initial recognition of Goodwill or on an asset or liability in a transaction that is not a business combination and at the time of transaction affects neither the accounting profit nor taxable profit or loss. MAT credit is recognised as an asset, only if it is probable that the Group will pay normal income tax during the Specified period.

1.6 Business Combinations and intangible assets:

Business combinations are accounted for using Ind AS 103, Business Combinations. Ind AS 103 requires the identifiable

intangible assets and contingent consideration to be fair valued in order to ascertain the net fair value of identifiable assets, liabilities and contingent liabilities of the acquiree. Significant estimates are required to be made in determining the value of contingent consideration and intangible assets.

1.7 Earnings per share

Basic earnings per equity share is computed by dividing the net profit attributable to the equity holders of the group and includes post tax effect of any exceptional item by the weighted average number of equity shares outstanding during the period excluding the shares owned by the Trust, outstanding during the period

Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the group by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares). Dilutive potential equity shares are deemed converted as at the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

The number of equity shares and potentially dilutive equity shares are adjusted retrospectively for all periods presented for any share splits and bonus shares issues including for changes effected prior to the approval of the financial statements by the Board of Directors.

1.8 Property, plant and equipment (PPE)

Property, plant and equipment are stated at cost less accumulated depreciation and impairment losses if any. Cost comprises the purchase price and directly attributable cost of bringing the asset to its working condition for its intended use. Any trade discounts and rebates are deducted in arriving at the purchase price. The Group identifies and determines separate useful lives for each major component of the property, plant and equipment, if they have a useful life that is materially different from that of the asset as a whole.

Cost of an item of PPE comprises of its purchase price including import duties and non-refundable purchase taxes after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and present value of estimated costs of dismantling and removing the item and restoring the site on which it is located.

Expenses on existing property, plant and equipment, including day-to-day repairs, maintenance expenditure and cost of replacing parts, are charged to the statement of



profit and loss for the year during which such expenses are incurred. Gains or losses arising from de recognition of assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

Advances paid towards the acquisition of property, plant and equipment outstanding at each Balance Sheet date is classified as capital advances under other non-current assets and the cost of assets not ready to use before such date are disclosed under 'Capital work-in-progress'. Subsequent expenditures relating to property, plant and equipment are capitalized only when it is probable that future economic benefits associated with these will flow to the group and the cost of the item can be measured reliably.

1.9 Depreciation

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

Depreciable amount for PPE is the cost of PPE less its estimated residual value. The useful life of PPE is the period over which PPE is expected to be available for use by the Group, or the number of production or similar units expected to be obtained from the asset by the Group. Such classes of assets and their estimated useful lives are as under.

Particulars	Useful life
Buildings	60
Plant and Machinery	13
Furniture & Fixtures	10
Office Equipment - Others	5
Vehicles	8

1.10 Intangible assets and amortization

- Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses. Cost includes all direct costs relating to acquisition of Intangible assets and borrowing cost relating to qualifying assets.
- Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Group.
- There are no intangible assets assessed with indefinite useful life. The life of amortisation of the intangible assets is as follows.

Particulars	Useful life
Software	8 Years

- Intangible assets are amortized over the useful life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset

with a finite useful life are reviewed at least at the end of each reporting year. The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, demand, competition, and other economic factors (such as the stability of the industry, and known technological advances), and the level of maintenance expenditures required to obtain the expected future cash flows from the asset. Amortization methods and useful lives are reviewed periodically including at each financial year end.

- Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates. The amortization expense on intangible assets with finite lives is recognized in the statement of profit and loss.
- Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized. Any gain or loss on disposal of an item of Intangible Assets is recognised in statement of profit and loss.

1.11 Inventories

Inventories are accounted for at cost and all other costs incurred in bringing the inventory to their present location and condition, determined on weighted average basis or net realizable value, whichever is less. Net realizable value is the estimated selling price in the ordinary course of business less estimated costs necessary to make the sale.

1.12 Cash and cash equivalents

Cash and cash equivalents in the Balance Sheet comprise cash at bank and cash in hand and short-term deposits with banks that are readily convertible into cash which are subject to insignificant risk of changes in value and are held for the purpose of meeting short-term cash commitments

1.13 Statement of Cash Flows (Cash Flow Statement)

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

1.14 Employee benefits

- Provident Fund: Employees of the Group receive benefits under the provident fund, a defined benefit plan. The employee and employer each make monthly contributions to the plan. A portion of the contribution is made to the provident fund trust managed by the Group or Government administered provident fund. The liability is actuarially determined (using the projected unit credit method) at the



end of the year. The contributions are charged to the statement of profit and loss in the year when employee renders the related service. There are no other obligations other than the contribution payable to the respective authorities.

2. Gratuity:

The Group provides for gratuity, a defined benefit retirement plan ("the Gratuity Plan") covering eligible employees. The Gratuity Plan provides a lump-sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment with the Group. Liabilities with regard to the Gratuity Plan are determined by actuarial valuation, performed by an independent actuary, at each Balance Sheet date using the projected unit credit method.

3. Compensated Absences:

The Group has a policy on compensated absences which are both accumulating and non-accumulating in nature. The expected cost of accumulating compensated absences is determined by Estimation Basis.

- The actuarial valuation is done at the end of the year. Actuarial gains/losses are immediately taken to statement of profit and loss and are not deferred.

1.15 Investments in Subsidiaries and Associates

The Group's investment in its Subsidiaries and Associates are carried at cost.

1.16 Provisions

- A provision is recognized if, as a result of a past event, the Group has a present legal or constructive obligation that is reasonably estimable, 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 at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

- If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

1.17 Financial instruments

a. Recognition and Initial recognition

The Group recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly

attributable to the acquisition or issues of financial assets and financial liabilities that are not at fair value through profit or loss, are added to the fair value on initial recognition.

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.

b. Classification and Subsequent measurement

Financial assets

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

- amortized cost;
- FVTPL

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

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

- 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.

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

Financial assets: Business model assessment

The Group 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. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realizing cash flows through the sale of the assets;
- how the performance of the portfolio is evaluated and reported to the Group's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;



- how managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and

- the 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 Group'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 Group 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 Group considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable interest rate features;
- prepayment and extension features; and
- terms that limit the Group's claim to cash flows from specified assets (e.g. non-recourse features).

A prepayment feature is consistent with the sole payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a significant discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

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 recognized in profit or loss.

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

Financial liabilities:

Classification, Subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortized 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 recognized in profit or loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in profit or loss. Any gain or loss on derecognition is also recognized in profit or loss.

c. Derecognition

Financial assets

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Group enters into transactions whereby it transfers assets recognized 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 derecognized.

Financial liabilities

The Group derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire.

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



d. Offsetting

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

e. Impairment

The Group recognizes loss allowances for expected credit losses on financial assets measured at amortized cost; At each reporting date, the Group assesses whether financial assets carried at amortized cost and debt securities at fair value through other comprehensive income (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.

Evidence that a financial asset is credit- impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer;
- the restructuring of a loan or advance by the Group on terms that the Group would not consider otherwise;
- it is probable that the borrower will enter bankruptcy or other financial reorganization; or
- the disappearance of an active market for a security because of financial difficulties.

The Group measures loss allowances at an amount equal to lifetime expected credit losses, except for the following, which are measured as 12 month expected credit losses:

- debt securities that are determined to have low credit risk at the reporting date; and
- other debt securities and bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

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 Group is exposed to credit risk.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition

and when estimating expected credit losses, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and informed credit assessment and including forward-looking information.

Measurement of expected credit losses

Expected credit losses are a probability weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Group in accordance with the contract and the cash flows that the Group expects to receive).

NOTE 32

CONTINGENT LIABILITIES (IndAS-37)

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Contingent assets are not recognized in the financial statements. However, contingent assets are assessed continually and if it is virtually certain that an inflow of economic benefits will arise, the asset and related income are recognized in the period in which the change occurs.

Contingent liabilities/claims not provided for:

	2023-24	2022-23
a) Claims against the Group not acknowledged as Debt:		
i) *Provisional Licence fee assessment	43.30	43.30
ii) Licence fee assessment notice-outstanding with interest and penalty	911.67	911.67
iii) **GST	--	308.89
iv)*** There is a dispute in City Civil Court, Hyderabad against P. Ravinder Reddy and E. Laxman Reddy, Hyderabad, for an amount of 18.00 Lakhs, (Approx.) in respect of Long-Term Loans and Advances given- Advance for which the group is expecting a favourable order and hence no provision was created in the books.	18.00	18.00

*Holding Company has received revised provisional license fee assessment notice from Department of Telecommunications-AP circle for the years 2005-06, 2006-07, 2007-08 and 2008-09 w.r.t ISP(IT) License for Rs.43.30 Lakhs

Holding Company has received a license fee assessment notice from Department of Telecommunications-AP circle for the years 2011-12 to 2017-18 w.r.t ISP(IT) License for Rs.9,11.67 Lakhs

In the light of judgment dated 24.10.2019 of Hon'ble Supreme Court on the dispute between DoT and Telecom Service Providers (TSPs) regarding interpretation of AGR, DoT vide communication dated 05.12.2019 requested submission of a comprehensive representation since all the demands are being re-examined w.r.t. the Hon'ble Supreme Court Judgement. The Holding Company has represented to DoT stating inter-alia that the demands raised are not sustainable either in law or on facts as the nature of license in case of telecom service providers is different and distinct from the licenses given to the Holding Company.

**Holding Company has paid Rs.308.89 Lakhs under section 74(5) of CGST Act, 2017 as pre deposit, pending finalization of investigation and Notice. During the year an Order received infavor of the Holding Company, and received for an amount of Rs.308.89 from GST department.

NOTE 33

Principles of consolidation:

These Consolidated Financial Statements (CFS) are prepared on the following basis in accordance with Ind AS on "Consolidated Financial Statements" (Ind AS – 110), "Investments in Associates and Joint Ventures" (Ind AS – 28) and "Disclosure of interest in other entities" (Ind AS – 112), specified under Section 133 of the Companies Act, 2013.

(i). Subsidiaries:

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in the consolidated financial statements from the date on which control commences until the date on which control ceases.

(ii). Non-controlling interest (NCI):

NCI are measured at their proportionate share of the acquiree's net identifiable assets at the date of acquisition. Changes in the Group's equity interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions.

(iii). Loss of control:

When the Group loses control over a subsidiary, it derecognizes the assets and liabilities of the subsidiary, and any related NCI and other components of equity. Any interest retained in the former subsidiary is measured at fair value at the date the control is lost. Any resulting gain or loss is recognized in profit or loss.

(iv). Equity accounted investees:

The Group's interests in equity accounted investees comprise interest in associates. An associate is an entity in which the Group has significant influence, but not control or joint control, over the financial and operating policies.

Interest in associates is accounted for using equity method.

They are initially recognized at cost which includes transaction costs. Subsequent to initial recognition, consolidated financial statements include the Group's share of profit or loss and OCI of equity accounted investees until the date on which significant influence or joint control ceases.

(v). Transactions eliminated on consolidation:

The financial statements of the Holding Company, its Subsidiaries and Associates used in the consolidation procedure are drawn upto the same reporting date i.e. March 31, 2024.

The financial statements of the Holding Company and its subsidiary companies are combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses. Intra-group balances and transactions, and any unrealized income and expenses arising from intra-group transactions, are eliminated. Unrealized losses are eliminated in the same way as unrealized gains, but only to the extent that there is no evidence of impairment.

The Consolidated Financial Statements are comprised of the financial statements of the members of the Group as under:

Name of the Company	As at 31st March, 2024	As at 31st March, 2023
Subsidiaries:		
1. Netllinx Reality Private Limited	100%	100%
2. NetllinxInc USA	100%	100%
3. Sailon SE	95%	95%
4. Sri Venkateswara Green Power Projects Limited	57.78%	57.78%
5. Netllinx Technologies private limited (Subsidiary of Netllinx Realty Pvt. Limited)	100%	100%

NOTE 34

Goodwill on consolidation:

Goodwill represents the difference between the Holding Company's share in the net worth of subsidiaries and the cost of acquisition at each point of time of making the investment in the subsidiaries. For this purpose, the Holding Company's share of net worth is determined on the basis of the latest financial statements prior to the acquisition after making necessary adjustments for material events between the date of such financial statements and the date of respective acquisition.

NOTE 35**Auditors Remuneration:**

Particulars	For the Year 2023-24 Rs. In Lakhs	For the Year 2022-23 Rs. In Lakhs
a) Statutory Auditor		
Audit Fee		
Certification & Fees for other Services	5.27	5.24
	0.99	0.96
Total	6.26	6.20

NOTE 36

Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006.

Under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED) which came into force from Oct 2, 2006, certain disclosures are required to be made relating to MSMED. On the basis of information and records available with the Group, the following disclosures are made for the amounts due to the micro and small enterprises.

S.No.	Particulars	As at March 31, 2024	As at March 31, 2023
1.	Principal amount due to any supplier as at the year end.	-	-
2.	Interest due on the principal amount unpaid at the year end to any supplier.	-	-
3.	Amount of interest paid by the Group in terms of Sec-16 of the MSMED, along with the amount of the payment made to the suppliers beyond the appointed day during the accounting year.	-	-
4.	Payment made to the enterprises beyond appointed date under section 16 of MSMED	-	-
5.	Amount of interest due and payable for the period of delay in making payment, which has been paid but beyond the appointed day during the year, but without adding the interest specified under MSMED.	-	-
6.	Amount of interest accrued and remaining unpaid at the end of each accounting year and	-	-
7.	Amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above or actually paid to the small enterprises, for the purpose of disallowance as deductible expenditure U/S 23 of MSMED.	-	-

NOTE 37**Related Party disclosures under IND AS - 24.**

The List of Related Parties as identified by the management is as under:

1.	Subsidiaries of the Group having significant Influence
a.	NetllinxInc, USA -WOS
b.	Netllinx Realty Private Limited -WOS
c.	Sri Venkateswara Green Power Projects Limited
d.	Sailon SE
e.	Netllinx Technologies Private Limited (wholly owned subsidiary of Netllinx Realty Pvt Ltd)
2.	Companies in which directors are interested
a.	North East Broking Services Limited
3.	Key Management Personnel (KMP) of the Group
a.	Shri Manohar Loka Reddy - Chairman and Managing Director
b.	Shri G. Sai Ram - CS
c.	Venkateswara Rao Narepalem- CFO

Following transactions were carried out with related parties in the ordinary course of business during the year 2023-24

Rs. In Lakhs

S. No.	Particulars	Subsidiaries	Parties having Significant Influence	KMP	Total
1.	Managerial Remuneration	-	-	85.92	85.92
2.	Reimbursement of Expenses	-	-	-	-
3.	Service Sales	-	-	-	-
4.	Investments	310	-	-	310
5.	Loans (Repaid to parties)	-	9	174.59	183.59
6.	Loans (Received from parties)	-	9	250.31	259.31
7.	Other Income	-	-	-	-

Following are the transactions carried out with related parties during the previous year 2022-23

Rs. In Lakhs

S. No.	Particulars	Subsidiaries	Parties having Significant Influence	KMP	Total
1.	Managerial Remuneration	48.00	-	30.12	78.12
2.	Reimbursement of Expenses	-	-	-	-
3.	Service Sales	-	-	-	-
4.	Investments	-	-	-	-
5.	Loans (Repaid to parties)	-	-	-	-
6.	Loans (Received from parties)	-	-	-	-
7.	Other Income	1.75	-	-	1.75
	a) Rental Income (From Sri Venkateswara Green Power Projects Ltd to Netllinx Ltd)				
	b). Interest income (Netllinx Technologies Pvt Ltd to Netllinx Realty Pvt Ltd)	0.64	-	-	0.64

Balances Outstanding with related parties: 75.72 lakhs

Based on the recommendation of the Nomination, Remuneration and Compensation Committee, all decisions relating to the remuneration of the Directorates of the Group, in accordance with shareholder's approval, wherever necessary

Terms and Conditions of transactions with Related Parties:

The sale to related parties are made in the normal course of business and on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free.

For the year ended March 31,2024, the Group has not recorded any impairment of receivables relating to amounts owed by related parties. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

NOTE 38

Defined Benefit Plan

The Group provides its employees with benefits under a defined benefit plan, referred to as the "Gratuity Plan". The Gratuity Plan entitles an employee, who has rendered at least five years of continuous service, to receive 15 days salary for each year of completed service (service of six months and above is rounded off as one year) at the time of retirement/exit.

The following tables summarize the components of net benefit expense recognized in the statement of profit or loss and the amounts recognized in the balance sheet for the plan:

Reconciliation of opening and closing balances of the present value of the defined benefit obligations:

S.No.	Particulars	Rs. In Lakhs	
		Gratuity (Funded Plan)	
		As at 31-03-2024	As at 31-03-2023
I	Change in Obligation		
	1 Present Value of defined benefit obligation at the beginning of the year	19.33	9.53
	2 Current service cost	2.72	2.25
	3 Interest cost	1.43	0.68
	4 Actuarial (gain) / loss on obligation	(3.88)	6.87
	5 Benefits paid	-	-
	6 Present Value of defined benefit obligation at the end of the year	19.59	19.33
II	Change in the Fair Value of Plan Assets		
	1 Fair Value of Plan assets at the beginning of the year	19.16	14.09
	2 Expected return on plan assets	0	0
	3 Contributions by employer	1.60	4.03
	4 Actuarial gain / (loss) on plan assets	1.49	1.03
	5 Benefits paid	-	-
	6 Fair Value of Plan assets at the end of the year	22.24	19.16
III	Expenses recognized in the Profit and Loss Account		
	1 Current service cost	2.72	2.25
	2 Interest cost	1.43	0.68
	3 Expected return on plan assets	(1.48)	(1.15)
	4 Net actuarial loss / (gain) recognized in the current year	(3.88)	6.87
	5 Expenses recognized in the Profit and Loss Account	2.67	1.78
IV	Re-measurements recognized in Other Comprehensive Income (OCI)		
	1 Changes in Financial Assumptions	0	0
	2 Changes in Demographic Assumptions	0	0
	3 Experience Adjustments	(3.88)	6.87
	4 Actual return on Plan assets less interest on plan assets	(3.88)	6.87
	5 Amount recognized in Other Comprehensive Income (OCI)	(3.88)	6.87
V	Expenses recognized in the Balance Sheet as at the end of the year		
	1 Present value of defined benefit obligation	19.59	19.33
	2 Fair Value of plan assets at the end of the year	22.24	19.16
	3 Funded status [Surplus / (Deficit)]	2.65	(0.17)
	4 Net assets / (liability) as at the end of the year	2.65	(0.17)
VII	Sensitivity analysis for significant assumptions: *		
	Increase/(Decrease) on present value of defined benefit obligation at the end of the year		

Rs. In Lakhs

S.No.	Particulars	Gratuity (Funded Plan)	
		As at 31-03-2024	As at 31-03-2023
	Salary escalation-up by 1%	23.92	23.95
	Salary escalation-down by 1%	16.11	15.62
	Discount Rates-up by 1%	17.51	17.57
	Discount Rates-down by 1%	22.1	21.41
	Withdrawal Rates-up by 1%	20.87	22.42
	Withdrawal Rates-down by 1%	18.11	15.84
VIII	The major categories of plan assets as a percentage of total plan		
	1 Qualifying Insurance Policy		
IX	Actuarial Assumptions		
	1 Discount rate	7.10%	7.40%
	2 Withdrawal rate		
	3 Return on plan assets		0
	4 Salary Escalation	5%	5%

NOTE 39**Earnings per Share (EPS) – Rs. In Lakhs**

S.No.	Particulars	Gratuity (Funded Plan)	
		As at 31-03-2024	As at 31-03-2023
1	Profit attributable to the Equity Share Holders (Rs in Lakhs)- A	815.67	(2.6)
2	No. of Equity Shares	2,41,76,624	1,17,63,312
3	Nominal Value of the Share (Rs.)	10	10
4	Basic / Weighted average number of Equity Shares – B	2,41,76,624	1,20,88,312
5	Earnings per Share (Rs.) – A/B*	3.37	(0.02)
6	Diluted Earnings Per Share (Rs)- A/(B+E)	3.37	(0.02)

NOTE 40

As stipulated in IndAS –36, the Company has assessed its potential of economic benefits of its business units and is of the view of that the assets employed in continuing business are capable of generating adequate returns over their useful life in the usual course of its business. Refer Note no.3 of the financial statements relating to impairment of the PPE.

NOTE 41**Financial risk management objectives and policies**

The Group's principal financial liabilities comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance and support Group's operations. The Group's principal financial assets include trade and other receivables, cash and cash equivalents and refundable deposits that derive directly from its operations.

The Group is exposed to market risk, credit risk and liquidity risk. The Group's senior management oversees the management of these risks. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarized below.

i). Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk, interest rate risk and other price risk, such as equity price

risk and commodity/ real estate risk. Financial instruments affected by market risk include loans and borrowings and refundable deposits. The sensitivity analysis in the following sections relate to the position as at March 31, 2024 and March 31, 2023. The sensitivity analyses have been prepared on the basis that the amount of net debt and the ratio of fixed to floating interest rates of the debt.

The analysis excludes the impact of movements in market variables on: the carrying values of gratuity and other post-retirement obligations; provisions.

The below assumption has been made in calculating the sensitivity analysis:

The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at March 31, 2024 and March 31, 2023.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's long-term debt obligations with floating interest rates.

The Group manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings. The Group does not enter into any interest rate swaps.



ii). Credit risk

Credit risk is the risk that counter party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The credit risk arises principally from its operating activities (primarily trade receivables) and from its investing activities, including deposits with banks and financial institutions and other financial instruments.

Credit risk is controlled by analysing credit limits and creditworthiness of customers on a continuous basis to whom credit has been granted after obtaining necessary approvals for credit. The collection from the trade receivables is monitored on a continuous basis by the receivables team.

As per the Management estimation, the company is

confident of recovering the present Trade Receivables. Hence no ECL (Expected Credit Loss) has created.

Customers accounted for more than 5% of the revenue as of March 31, 2024 is The Principal Secretary, ITE&C Department Hyderabad, Telangana for Rs.743.2 Lakhs

Credit risk on cash and cash equivalent is limited as the Group generally transacts with banks and financial institutions.

iii). Liquidity risk

The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of bank deposits and loans.

The table below summarises the maturity profile of the Group's financial liabilities based on contractual undiscounted payments:

Particulars	Rs. In Lakhs			
	Less than 1 year	1 to 5 years	1 to 5 years	1 to 5 years
Year ended March 31, 2024				
Borrowings (including Current maturities of long-term debt)	1382.46	61.23	0	1443.69
Other noncurrent financial liabilities	17.05	-	-	17.05
Trade payables	218.54	29.80	-	248.34
Other Payables	264.18	-	-	264.18
Interest Accrued but not due	-	-	-	-
Salary and Bonus payable	37.64	-	-	37.64
Year ended March 31, 2023				
Borrowings (including Current maturities of long-term debt)	135.36	729.92	0	865.28
Other noncurrent financial liabilities	21.18	17.05	-	38.23
Trade payables	95.58	19.20	-	114.78
Other Payables	375.65	-	-	375.65
Interest Accrued but not due	5.27	-	-	5.27
Salary and Bonus payable	31.30	-	-	31.30

NOTE 42

Capital management

The Group's policy is to maintain a stable capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors capital on the basis of return on capital employed as well as the debt to total equity ratio.

For the purpose of debt to total equity ratio, debt considered is long-term and short-term borrowings. Total equity comprises of issued share capital and all other equity reserves excluding Debenture Redemption Reserve.

The capital structure as of March 31, 2024 and March 31, 2023 as follows

Particulars	Rs. In Lakhs	
	31-Mar-24	31-Mar-23
Total equity attributable to the equity shareholders of the Group	5874.21	4818.79
As a percentage of total capital	80.27	81.84
Long term borrowings including current maturities	1443.69	1069.17
Short term borrowings	0	0
Total borrowings	1443.69	1069.17
As a percentage of total capital	19.73	18.16
Total capital (equity and borrowings)	7317.90	5887.96

NOTE 43

Corporate Social Responsibility:

The provisions of Section 135 of the Companies Act, 2013 are applicable to the Company from the current Financial Year i.e. 2024-2025 as the net profit of the Company for the year 2023-2024 is more than Rs.5.00 Crores. The utilization of the 2% of the net profits towards the activities

mentioned in the Companies (Corporate Social Responsibility Policy) Rules, 2014, will be taken up in the Financial Year 2024-2025.

In this regard, the Board of Directors constituted the Corporate Social Responsibility Committee consisting of ● Mr. Vijaya Bhasker Reddy Maddi ● Dr. Manohar Loka Reddy ● Mr. M Vijay Kumar.

NOTE 44

Details of foreign exchange Inflow or Out flow during the year: Outflow -NIL-

NOTE 45**Financial Ratios**

Particulars	Year Ended 31-03-2024	Year Ended 31-03-2023	Variance	Reasons for variance of above 25%
(a) Current Ratio (Current Assets / Current Liabilities)	1.55	2.63	-41%	
(b) Debt-Equity Ratio, (Non- Current Borrowings+ Current Borrowings)/Total Equity	0.02	0.91	-98%	
(c) Debt Service Coverage Ratio [Profit after Tax + Finance Cost in P&L + Depreciation]/[Finance Cost in P&L + Principal Repayment(Long Term)]	1.15	0.49	136%	Variance due to profit increase in current year
(d) Return on Equity Ratio ROE = (Net Earnings / Shareholders' Equity) x 100	33.7%	-1.8%	-1924%	
(e) Inventory turnover ratio (Sales (net of discounts) / Average Inventory)	0	0		
(f) Trade Receivables turnover ratio (Sales (net of discounts) / Average Trade Receivables)	0.48	-0.06	-953%	
(g) Trade payables turnover ratio (Cost of Bandwidth, license fee and network expenses)/ Average Trade payables)	3.59	4.04	-11%	
(h) Net capital turnover ratio (Net annual sales / Working capital) the working capital is calculated by subtracting a company's current liabilities from its current assets	2.81	1.6	75%	Variance is on account of increase in net sales
(i) Net profit ratio Net profit after Tax / Net sales) x 100	25%	-1%	-101%	
(j) Return on Capital employed, (Earnings before interest and taxes (EBIT), by capital employed) "Capital Employed = Total Assets - Current Liabilities	21%	2%	-71%	

46. Title deeds of immovable properties

The title deeds of all the immovable properties, as disclosed in note 4.1 to the financial statements, are held in the name of the company.

47. Valuation of Property Plant & Equipment, intangible asset

The Company has not revalued its property, plant and equipment or intangible assets or both during the current or previous year.

48. Loans or advances to specified persons

No loans or advances in the nature of loans are granted to promoters, directors, KMPS and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person, that are repayable on demand or without specifying any terms or period of repayment.

49. Details of benami property held

No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder

50. Borrowing secured against current assets

The Company has borrowings from banks on the basis of security of current assets. The quarterly returns or statements of current assets filed by the Company with banks are in agreement with the books of accounts.

51. Wilful defaulter

The Company has not been declared wilful defaulter by any bank or financial institution or other lender.

52. Relationship with struck off companies

The Company has no transactions with the companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of the Companies Act, 1956.

53. Registration of charges or satisfaction with Registrar of Companies (ROC)

There are no charges or satisfaction yet to be registered with Registrar of Companies (ROC) beyond the statutory period.

54. Compliance with number of layers of companies

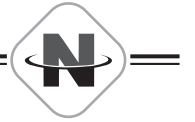
The Company has complied with the number of layers prescribed under the Section 2(87) of the Companies Act, 2013 read with Companies (Restriction on number of layers) Rules, 2017.

55. Compliance with approved scheme(s) of arrangements

The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

56. Utilisation of borrowed funds and share premium

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 or entity, 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 (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

57. Undisclosed income

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

For M/s. NIRANJAN & NARAYAN

Chartered Accountants,
Firm Registration No. 005899S

Sd/-

P. VENUMADHAVA RAO

Partner
Membership No.202785
UDIN:24202785BKPRC1191

Place: Hyderabad
Date: 10-05-2024

Sd/-

Manohar Loka Reddy

Managing Director
DIN: 00140229

Sd/-

G Sai Ram

CS & Compliance Officer

Sd/-

Vijaya Bhasker Reddy Maddi

Director
DIN:0000278842

Sd/

N. Venkateswara Rao

Chief Financial Officer

There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded previously in the books of account.

58. Details of cryptocurrency or virtual currency

The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

59. Utilisation of borrowings availed from banks and financial institutions

The borrowings obtained by the company from banks and financial institutions have been applied for the purposes for which such loans were taken.

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