

No.: CSL/BSE/NSE/CSE/21-22/

Date: - 23.08.2021

1) BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai-400001.
Email- corp.compliance@bseindia.com
Stock Code: 532339

(BY BSE LISTING CENTRE)

2) National Stock Exchange of India Ltd

Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E), Mumbai-400051.
Email- cm1ist@nse.co.in
Stock Code: COMPUSOFT

(BY NSE NEAPS)

3) The Calcutta Stock Exchange Limited

7, Lyons Range, Dalhousie
Kolkata: 700001
West Bengal
Email- listing@csl-india.com
Stock Code: 13335

(BY E-MAIL)

Sub: - Notice of 27th Annual General Meeting to be held on 15.09.2021 along with Annual Report for the Financial Year 2020-21.

Dear Sir/Ma'am,

Pursuant to Regulation 34(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby enclose the Notice of 27th Annual General Meeting to be held on Wednesday, 15th September, 2021 at 03:30 P.M. through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”) to transact the business as listed in the Notice of AGM along with Annual Report for the Financial Year 2020-21, for your reference & record.

The Notice of 27th Annual General Meeting and Annual Report for Financial Year 2020-21 are also made available on the website of the Company at the link: http://compucom.co.in/mdocs-posts/annual-report_2020-2021/

The Company has commenced the dispatch of the Notice of 27th Annual General Meeting and Annual Report for Financial Year 2020-21 to the members by electronic means from Monday, 23rd August, 2021.

The Schedule of the 27th Annual General Meeting is as under:

Event	Date	Time
Cut-off date to vote on AGM Resolutions	08 th September, 2021	NA
Book closure Date-AGM and Final	From 09 th	NA

Dividend	September, 2021 to 15 th September, 2021	
Commencement of dispatch of annual report to shareholders	23 rd August, 2021	NA
Completion of dispatch of annual report to shareholders	23 rd August, 2021	NA
Commencement of E-voting	11 th September, 2021	9:00 A.M. IST
End of E-voting	14 th September, 2021	5:00 P.M. IST
AGM	15 th September, 2021	03:30 P.M. IST

You are requested to take note of above and inform all concerned accordingly.

Thanking You,

For Compucom Software Limited

(Swati Jain)
Company Secretary
FCS:8728

Enclosed: A/a

27th Annual Report 2020-21

COMPUCOM

SOFTWARE LIMITED

We make IT happen



From the desk of CEO & MD

Dear Shareholder,

Heartiest greetings!!

With great privilege, I am here to present the annual report of your company for the financial year 2020-21. This year, our top line & bottom line have seen an encouraging increase, though small, as the country's economy is seeing a little bit of rebound after the impact of COVID-19 pandemic. Due to various reasons like central government and state government policy decisions, transition and closing period of some ICT education and IT projects, and so on the business activities have seen some upturn, but still a long way to go. The global COVID-19 pandemic and the economic fallout associated with this, has dealt a significant dent on the lives & livelihoods of fellow countrymen. You would be reassured to know that apart from the past FY, even during these restrictive times, your company has continued to maintain its humane approach of doing business and has, like always, exercised high degree of financial prudence. The company has also learnt valuable lessons in the most modern methods of coordination and planning, which will continue to make the organization more efficient, going forward.



It is our immense pleasure to share this information to you that your Company's subsidiary CSL Infomedia Private Limited has signed an agreement with TataSky Limited, which is a leading DTH service provider in India and MXPLAYER, a leading OTT platform across the globe, for carrying JAN TV on their respective platforms. We believe that coming together of these two exciting brands and services will take JAN TV to the million plus viewers. Along with this, the JAN TV channel is also available on Airtel DTH, JIO TV and on other leading OTT platforms free of cost to any of their subscribers.

Like the previous FY, your company has not resorted to any new loan from banking facility but continued maintain relatively very low levels of debt. The financial health of your company has remained very satisfactory, which can be judged from the various financial ratios like Current Ratio, Debt Equity Ratio & Debt Service Coverage Ratio

During this FY, the IT and ITeS industry has started to recover albeit slowly. But these, being essential for the digital revolution efforts both nationally and internationally, will see a rebound quite soon. We have been continuing to serve existing IT clients abroad and at State Government levels.

Your company also looks forward to playing an active role in the renewed push by Government of India, for IT education in schools and colleges. The company has of course been successfully completing and handing over labs and facilities from continuing past ICT Education projects in Government schools. It is actively engaged with stakeholders at all levels and shall continue to bid for upcoming suitable tenders that best suit its capacity and the interests of our shareholders. During this FY, the company has bagged three ICT projects worth Rs. 85.04 Crores and as envisaged during last FY the company has ventured into Vocational Skilling and Training and has bagged a project worth Rs. 3.32 Crores during this FY under the aegis of Deen Dayal Upadhyay Grameen Kaushal Yojana (DDU-GKY) programme.

Our progress towards venturing into Hospitality sector (Hotel Industry) is good, albeit affected by back-to-back waves of COVID-19 pandemic. The civil construction work of a four-star Heritage Hotel has been completed, however due to COVID-19 pandemic the work on finishing got hampered thus delaying the completion of the project. Our team is working closely with world class brands and professionals look to carry out the finishing work of the same. Although the project was to be completed near completion by the end of 2020, but there has been delay, due to the lockdown and due to ongoing reworking of development plans according to new sentiments and challenges of the hospitality sector. The project of cold chaining and commodity storage/trading segments have also got delayed due to pandemic; however, we remain committed to start the project implementation during the coming FY 2021-22.

Dear shareholder, you would also be glad to know that your company has same rate of dividend in comparison to previous year, as we would like our investors, to be rewarded for their continued faith in the company.

Under the CSR initiative your company has yet again been adorned with letter of appreciation from Government of Rajasthan, which is a matter of pride for all of us.

We look forward for continuing support & encouragement from all our stakeholders, bankers & government administration. I would like to place on record, my sincerest gratitude for our respected shareholders, directors, stock exchanges and the entire management team & staff members for their wholehearted cooperation.

Wishing good health and happiness to all.

Surendra Kumar Surana
(Chairman, Managing Director and CEO)

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CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Surendra Kumar Surana

Chairman, Managing Director and CEO
DIN: 00340866

Mr. Vaibhav Surana

Executive Director
DIN: 05244109

Mrs. Trishla Rampuria

Non-Executive Director
DIN: 07224903

Mr. Ajay Kumar Surana

Non-Executive Director
DIN: 01365819

Dr. Baldev Singh

Independent Director
DIN:08333652

Mr. Staya Narayan Gupta

Independent Director
DIN: 07781599

Mr. Amitabh Kaushik

Independent Director
DIN: 0903384
(Additional Director w.e.f. January 29, 2021)

Dr. Satish Kumar

Independent Director
DIN: 07517644
(Retd. As on close of Business Hours on May 24, 2021)

Mr. Satya Narayan Vijayvergiya

Independent Director
DIN: 03185976
(Additional Director w.e.f. June 15, 2021)

Mr. Ghisa Lal Chaudhary

Independent Director
DIN: 03602194
(Retd. As on close of Business Hours on February 10, 2021)

Mr. Sanchit Jain

Independent Director
DIN: 08443516
(Retd. As on close of Business Hours on May 17, 2020)

REGISTERED OFFICE

IT: 14-15, EPIP, Sitapura, Jaipur (Rajasthan)- 302022, India
Phone : +91-141- 2770131
Fax: +91-141-2770335
Email : fin@compucom.co.in
Website: www.compucom.co.in
Corporate Identification Number: L72200RJ1995PLC009798

BOARD COMMITTEES

Audit Committee

Dr. Baldev Singh (Chairman)
Mr. Vaibhav Surana (Member)
Mr. Amitabh Kaushik (Member)

Nomination & Remuneration Committee

Dr. Baldev Singh (Chairman)
Mrs. Trishla Rampuria (Member)
Mr. Amitabh Kaushik (Member)

Stakeholder Relationship Committee

Mr. Staya Narayan Gupta (Chairman)
Mr. Vaibhav Surana (Member)
Mrs. Trishla Rampuria (Member)

Corporate Social Responsibility Committee

Mr. Surendra Kumar Surana (Chairman)
Mrs. Trishla Rampuria (Member)
Mr. Staya Narayan Gupta (Member)

KEY MANAGERIAL PERSONNEL

CA Sanjeev Nigam

Chief Financial Officer

CS Swati Jain

Company Secretary & Compliance Officer

STATUTORY AUDITOR

M/s Sapra & Co.

Chartered Accountants
6/389, SFS, Mansarovar, Jaipur
(Rajasthan)-302020, India

SECRETARIAL AUDITOR

M/s V. M. & Associates

Company Secretaries
403, Royal World, Sansar Chandra Road,
Jaipur (Rajasthan) – 302001, India

REGISTRAR & SHARE TRANSFER AGENT

MCS Share Transfer Agent Limited
F-65, 1st Floor, Okhla Industrial Area,
Phase-1, New Delhi-110020, India
Phone No: +91-11-41406149
Fax: +91-11-41709881
Email: admin@mcsregistrars.com

PRINCIPAL BANKERS

State Bank of India
Axis Bank Limited

SUBSIDIARY COMPANY

CSL Infomedia Private Limited

NOTICE OF THE TWENTY SEVENTH ANNUAL GENERAL MEETING

Notice is hereby given that the Twenty Seventh Annual General Meeting (“AGM/ Meeting”) of the members of Compucom Software Limited will be held on Wednesday, September 15, 2021 at 03.30 P.M. through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) to transact the following business:

ORDINARY BUSINESS:

1. To adopt the:
 - a) Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2021 together with the reports of Board of Directors and Auditors thereon; and
 - b) Audited Consolidated Financial Statements of the Company for the financial year ended on March 31, 2021 together with the report of Auditors thereon.
2. To declare a final dividend of 15% i.e. Rs. 0.30 per equity share for the financial year ended on March 31, 2021.
3. To appoint a Director in place of Mr. Surendra Kumar Surana (DIN: 00340866), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

4. APPOINTMENT OF MR. AMITABH KAUSHIK (DIN: 09033384) AS AN INDEPENDENT DIRECTOR: -

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

“**RESOLVED THAT** pursuant to the provisions of Section 149, 152 read with Schedule IV and other applicable provisions (if any) of the Companies Act, 2013 (“Act”) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Amitabh Kaushik (DIN: 09033384) who was appointed by the Board of Directors as an Additional Director (Independent) of the Company on 29th January, 2021 pursuant to the provision of section 161(1) of the Act, and Articles of Association of the Company and who holds office up to the date of this Annual General Meeting and who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act, and Regulation 16(1)(b) of the Listing Regulations and in respect of whom the Company has received a notice in writing under section 160 of the Act, from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a period of 2 years with effect from 29th January, 2021 to 28th January, 2023 and whose office shall not be liable to retire by rotation.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to settle any question, difficulty or doubt that may arise in giving effect to this resolution and to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

5. APPOINTMENT OF MR. SATYA NARAYAN VIJAYVERGIYA (DIN: 03185976) AS AN INDEPENDENT DIRECTOR: -

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

“**RESOLVED THAT** pursuant to the provisions of Section 149, 152 read with Schedule IV and other applicable provisions (if any) of the Companies Act, 2013 (“Act”) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Satya Narayan Vijayvergiya (DIN: 03185976) who was appointed by the Board of Directors as an Additional Director (Independent) of the Company on 15th June, 2021 pursuant to the provision of section 161(1) of the Act, and Articles of Association of the Company and who holds office up to the date of this Annual General Meeting and who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act, and Regulation 16(1)(b) of the Listing Regulations and in respect of whom the Company has received a notice in writing under section 160 of the Act, from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a period of 2 years with effect from 15th June, 2021 to 14th June, 2023 and whose office shall not be liable to retire by rotation.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to settle any question, difficulty or doubt that may arise in giving effect to this resolution and to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Date: August 12, 2021
 Place: Jaipur
 Registered Office:
 IT 14 -15, EPIP, Sitapura,
 Jaipur - 302022 (Rajasthan)

By order of the Board of Directors
 For Compucom Software Limited
 Sd/-
(CS Swati Jain)
 Company Secretary
 M. No.: FCS 8728

NOTES:

1. In view of the situation arising due to Covid-19 global pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its circular number 02/2021 dated January 13, 2021 in continuation of Circular number 20/2020 dated May 5, 2020 read with circulars number 17/2020 dated April 8, 2020 and 14/2020 dated April 13, 2020 and Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities and Exchange Board of India (SEBI)(hereinafter collectively referred to as “the Circulars”) permitted the holding of the Annual General Meeting (“AGM”) through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM), without the physical presence of the Members at a common venue. Hence, in compliance with the Circulars, the AGM of the Company is being held through VC/OAVM.
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 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 and Attendance Slip are not annexed to this Notice. However, in pursuance of Section 112 and Section 113 of the Act, 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.
3. The attendance of the members attending the AGM through VC/ OAVM will be counted for the purpose of ascertaining the quorum under section 103 of the Act.
4. Institutional/ Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting/e-voting at the AGM. The said Resolution/Authorization shall be sent to the Company by email through its registered email address to investor@compucom.co.in with a copy marked to evoting@cdslindia.com.
5. The Explanatory Statement pursuant to section 102(1) of the Act, in respect of the special business i.e. item no. 4 to 5 to be transacted at the Meeting is annexed hereto. The relevant details as required, under Regulation 36(3) Listing Regulations and as per Secretarial Standard 2 on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment or re-appointment at this AGM are also annexed.
6. Members are informed that in case of joint holders attending the Meeting, only such Joint holder who is higher in the order of the names will be entitled to vote.
7. The Register of Members and Share Transfer Books of the Company will remain closed for the purpose of payment of dividend for the Financial Year 2020-21 and AGM from Thursday, September 09, 2021 to Wednesday, September 15, 2021 (Both Days inclusive).
8. The Dividend as recommended by the Board, if declared at the Meeting, will be made payable, after deduction of applicable tax (TDS), within 30 days of the date of declaration i.e. September 15, 2021 to those Members, subject to deduction of tax: -
 - (a) Whose names appear as Members in the Register of Members of the Company after giving effect to valid Share Transfers in physical form lodged with the Company/Registrar and Share Transfer Agent (RTA) on or before September 08, 2021 and
 - (b) Whose names appear as Beneficial Owners in the list of Beneficial Owners on September 08, 2021 to be furnished by National Securities Depository Ltd. and Central Depository Services (India) Ltd. for this purpose.

Pursuant to Finance Act 2020, dividend income will be taxable at the hands of shareholders w.e.f. 1st April, 2020 and the Company is required to deduct tax at source from dividend paid to members at prescribed rates. For the prescribed rates for various categories the members are requested to refer to the Finance Act, 2020 and amendments thereof. The members are requested to update their PAN with RTA (in case of shares held in physical mode) and depository participants (in case shares held in demat mode). However, no tax shall be deducted on the dividend payable to a resident individual shareholder if the total dividend to be received during FY 2021-22 does not exceed Rs. 5000/-. Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%.

In case the Company is unable to pay dividend to any Member directly in their Bank account through Electronic Clearing Services or any other means due to non-registration of Electronic Bank Mandate, the Company shall dispatch the dividend warrants to such member within 30 days of the date of declaration i.e. September 15, 2021.

9. The Register of Directors and Key Managerial Personnel and their shareholding and Register of Contracts or arrangements in which the directors are interested maintained under section 170 and under section 189 of the Act respectively, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM, i.e. September 15, 2021. Members seeking to inspect such documents can send an email to investor@compucom.co.in
10. Members holding shares in physical form may write to the Company’s RTA i.e. MCS Share Transfer Agent Ltd., Unit: Compucom Software Limited, F-65, 1st Floor, Okhla Industrial Area, Phase-1, New Delhi-110020, India, for changes, if any, in their address and bank mandates. We urge the members to utilize the Electronic Clearing System (ECS) for receiving Dividends.

11. Securities and Exchange Board of India has mandate the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their depository participant(s). Members holding shares in physical form are required to submit their PAN details to the RTA.
12. Non-Resident Indian Members are requested to inform RTA of the Company any change in their residential status on return to India for permanent settlement, particulars of their bank account maintained in India with complete name, branch account type, account number and address of the bank with pin code number, if not furnished earlier.
13. As per Regulation 40 of 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 and relogged transfers of securities. Further, SEBI vide its circular no. SEBI/HO/MIRSD/RTAMB/ CIR/P/2020/236 dated December 02, 2020 had fixed March 31, 2021 as the cut-off date for re-lodgement of transfer deeds and the shares that are re-lodged for transfer shall be issued only in demat mode. 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 RTA, MCS Share Transfer Agent Limited for assistance in this regard.
14. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the Share Certificates to the Company's RTA for consolidation into single folio.
15. Members may now avail the facility of nomination as permitted under Section 72 of the Act, in respect of physical shares held by them in the Company, by nominating in the prescribed Form SH-13, a person to whom their shares in the Company shall vest in the event of their death. Interested Members may write to the RTA for the prescribed form. Members holding shares in demat form may contact their respective depository participants for such nominations.
16. Members desirous of getting any information about the accounts and/or operations of the Company are requested to write to the Company at least seven days before the date of the meeting to enable the Company to keep the information ready at the meeting.
17. Members are requested to note that, dividends if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members/Claimants are requested to claim their dividends from the Company, within the stipulated timeline. The Members, whose unclaimed dividends/ shares have been transferred to IEPF, may claim the same by making an application to the IEPF Authority, in Form No. IEPF-5 available on www.iepf.gov.in. For details, please refer to corporate governance report which is a part of this Annual Report and FAQ of investor page on Company's website www.compucom.co.in.
18. The details of unclaimed dividends and shareholders whose shares are liable to be transferred to the IEPF Authority, are timely uploaded on the Company's website at www.compucom.co.in
19. **"GO GREEN" Initiative:** In support of the "Green Initiative" announced by the Government of India as well as Regulation 36 of Listing Regulations and applicable provisions of the Act, the Company hereby request to the Members who have not updated their email IDs to update the same with their respective Depository Participant(s) or MCS Share Transfer Agent Limited, RTA of the Company. Members holding shares in physical mode are also requested to update their email addresses by writing to the RTA of the Company quoting their folio number(s).
20. The Members vide resolution dated September 27, 2017 had appointed M/s Sapra & Co., Chartered Accountants (Firm Registration No: 003208C), as Statutory Auditors of the Company to hold office till the conclusion of the 28th Annual General Meeting of the Company to be held in the Calendar Year 2022, subject to ratification of such appointment by Members at every Annual General Meeting. The requirement of ratification by Members at every Annual General Meeting is omitted vide notification dated May 7, 2018 issued by the Ministry of Corporate Affairs. Accordingly, the Board has not recommended ratification for the appointment of Statutory Auditors. However, the Board has noted the confirmation received from M/s Sapra & Co., Chartered Accountants, to the effect that their continuance of appointment is in compliance of Sections 139 and 141 of the Act and rules made thereunder.
21. In compliance with the aforesaid Circulars, notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2020-21 will also be available on the Company's website www.compucom.co.in, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Ltd and The Calcutta Stock Exchange Limited at www.bseindia.com and www.nseindia.com and www.cse-india.com respectively and on the website of CDSL www.evotingindia.com. For any query Shareholder may contact us at e-mail: investor@compucom.co.in.
22. Since the Annual General Meeting will be held through VC / OAVM, the Route Map is not annexed in this notice.
23. **Voting through electronic means: -**
In compliance with provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of Listing Regulations (as amended), and MCA

Circulars dated January 13, 2021 in continuation of MCA Circular dated April 08, 2020, April 13, 2020 and May 05, 2020 and Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities and Exchange Board of India (SEBI)(hereinafter collectively referred to as “the Circulars”) the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at 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.

24. 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 upto 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, Scrutinizers etc. who are allowed to attend the Annual General Meeting without restriction on account of first come first served basis.
25. The e-voting period commences on Saturday, September 11, 2021 (9:00 A.M. IST) and ends on Tuesday, September 14, 2021 (5:00 P.M. IST). During this period, members holding share either in physical or dematerialized form, as on the cut-off date, i.e. Wednesday, September 08, 2021 may cast their vote electronically. The e-voting module will be disabled by CDSL for voting thereafter. A member will not be allowed to vote again on any resolution on which vote has already been cast. The voting rights of members shall be proportionate to their shares of the paid-up equity share capital of the company as on the cut-off date, i.e. September 08, 2021.
26. Those shareholders, who will be present in the AGM through VC / OAVM facility and have not cast 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 during the AGM.
27. Shareholders who have already voted by remote e-voting prior to the meeting may also attend the meeting through VC/OAVM but shall not be entitled to cast their vote again.
28. CS Manoj Maheshwari, FCS 3355, Practicing Company Secretary and partner of M/s V. M. & Associates, Company Secretaries has been appointed as the Scrutinizer to scrutinize the remote e-voting and e-voting during the AGM in a fair and transparent manner.
29. Any person who acquires shares of the Company and becomes member of the Company after dispatch of the notice of AGM and holding shares as of the cut-off date i.e. September 08, 2021 may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com. However, if you are already registered with CDSL for remote e-voting then you can use your existing user ID and password for casting your vote.

The instructions for shareholders for remote e-voting are as under:

- i. The voting period begins on Saturday, September 11, 2021 (9:00 A.M. IST) and ends on Tuesday, September 14, 2021 (5:00 P.M. IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Wednesday, September 08, 2021 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.
- iii. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Listing Regulations, 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 abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method

<p>Individual Shareholders holding securities in Demat mode with CDSL</p>	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS" "Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.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
<p>Individual Shareholders (holding securities in demat mode) login through their</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual</p>

Depository Participants	meeting & voting during the meeting.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 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

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

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.
- 3) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier 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 Physical Shareholders and other than individual shareholders holding shares in Demat	
PAN	Enter your 10-digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by company/RTA or contact company/RTA.
Dividend Bank Details OR Date of Birth(DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or Company, please enter member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, members 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 also to be used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For Shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the Compucom Software Limited on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password, then Enter the User ID and the image

- verification code and click on Forgot Password & entering the details as prompted by the system.
- (xvi) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- 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 and to the Company at the email address viz; investor@compucom.co.in, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

Instructions for Shareholders attending the AGM through VC/OAVM& E-Voting during meeting are as under:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the 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. Members 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 3 days prior i.e. up to September 11, 2021 (5:00 p.m. IST) the meeting mentioning their name, demat account number /folio number, PAN, email id, mobile number at investor@compucom.co.in. The shareholders who do not wish to speak during the Annual General Meeting but have queries may send their queries in advance up to September 11, 2021 (5:00 p.m. IST) i.e. 3 days prior to the meeting mentioning their name, demat account number /folio number, PAN, email id, mobile number at investor@compucom.co.in. The queries will be replied 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.

Process for those Shareholders whose email/mobile no. are not registered with the Company/Depositories.

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.

In case 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.

30. The Scrutinizer shall, make, not later than two working days conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same.
31. The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.compucom.co.in and on the website of CDSL www.evotingindia.com immediately. The Company shall simultaneously forward the results to National Stock Exchange of India Ltd, BSE Limited and The Calcutta Stock Exchange Limited, where the shares of the Company are listed.

Date: August 12, 2021
Place: Jaipur
Registered Office:
IT 14 -15, EPIP, Sitapura,
Jaipur - 302022 (Rajasthan)

By order of the Board of Directors
For Compucom Software Limited

Sd/-
(CS Swati Jain)
Company Secretary
M. No.: FCS 8728

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

The following Explanatory Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice: -

Item no. 4: -

Based on recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company in the Board Meeting held on 29th January, 2021 appointed Mr. Amitabh Kaushik as an Additional Director (Independent) of the Company with effect from 29th January, 2021, pursuant to Section 161 of the Companies Act, 2013 ("the Act"), read with the rules framed there under and the Articles of Association of the Company. As per the provision of Section 161 (1) of the Act, he holds the office of Additional Director only up to the date of this Annual General Meeting of the Company. The Company has received a notice under section 160 of the Act from a member proposing his candidature for the office of Independent Director of the Company.

Mr. Amitabh Kaushik is not disqualified from being appointed as Director in terms of Section 164 of the Act and not debarred from holding the office by virtue of any Securities and Exchange Board of India Order or any other authority and has given his consent to act as a Director.

The Company has received a declaration from Mr. Amitabh Kaushik that he meets with the criteria of independence as prescribed under sub-section (6) of Section 149 of the Act and regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). In terms of Regulation 25(8) of the Listing regulations, he has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties.

In the opinion of the Board, he fulfills the conditions specified in the Act and the Listing Regulations for appointment as an Independent Director and he is independent of the management of the Company.

The terms and conditions of his appointment shall be open for inspection by the Members at the Registered Office of the Company on any working day between 11.30 A.M. to 12.30 P.M. and through electronic means, till the date of Twenty Seventh Annual General Meeting.

Brief resume of Mr. Amitabh Kaushik under Regulation 36(3) of the Listing Regulations and as per Secretarial Standard 2 on General Meetings, are provided as an annexure to this Notice of AGM.

Mr. Amitabh Kaushik is a Law Graduate having an experience of 38 years as an officer in Rajasthan Government. He is Retired Senior RAS officer of Rajasthan Government. Presently working as Advisor for specially abled Persons for Rajasthan Government on honorarium basis.

Further details and current directorships of the above Director are provided in the Annexure to this Notice.

In compliance with the provisions of Section 149 read with Schedule IV to the Act and Regulation 17 of the Listing Regulations and other applicable Regulations, the appointment of Mr. Amitabh Kaushik as Independent Director for a period of 2 years i.e. from 29th January, 2021 to 28th January, 2023 is now being placed before the Members for their approval by way of Ordinary Resolution.

Save and Except, Mr. Amitabh Kaushik being appointee, none of the Directors/ Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice. The Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the shareholders.

Item no. 5: -

Based on recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company in the Board Meeting held on 15th June, 2021 appointed Mr. Satya Narayan Vijayvergiya as an Additional Director (Independent) of the Company with effect from 15th June, 2021, pursuant to Section 161 of the Companies Act, 2013 ("the Act"), read with the rules framed there under and the Articles of Association of the Company. As per the provision of Section 161 (1) of the Act, he holds the office of Additional Director only up to the date of this Annual General Meeting of the Company. The Company has received a notice under section 160 of the Act from a member proposing his candidature for the office of Independent Director of the Company.

Mr. Satya Narayan Vijayvergiya is not disqualified from being appointed as Director in terms of Section 164 of the Act and not debarred from holding the office by virtue of any Securities and Exchange Board of India Order or any other authority and has given his consent to act as a Director.

The Company has received a declaration from Mr. Satya Narayan Vijayvergiya that he meets with the criteria of independence as prescribed under sub-section (6) of Section 149 of the Act and regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). In terms of Regulation 25(8) of the Listing regulations, he has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties.

In the opinion of the Board, he fulfills the conditions specified in the Act and the Listing Regulations for appointment as an Independent Director and he is independent of the management of the Company.

The terms and conditions of his appointment shall be open for inspection by the Members at the Registered Office of the Company on any working day between 11.30 A.M. to 12.30 P.M. and through electronic means, till the date of Twenty Seventh Annual General Meeting.

Brief resume of Mr. Satya Narayan Vijayvergiya under Regulation 36(3) of the Listing Regulations and as per Secretarial Standard 2 on General Meetings, are provided as an annexure to this Notice of AGM.

Mr. Satya Narayan Vijayvergiya is B.E. in Electronics & Communication & M. Tech in Nuclear Instrumentation from BARC Training School, Mumbai having 40 years of experience in Business, Operations, Strategy & Technology Development with organizations like B.A.R.C., R.E.I.L. & Genus Power Infrastructures Limited.

Further details and current directorships of the above Director are provided in the Annexure to this Notice.

In compliance with the provisions of Section 149 read with Schedule IV to the Act and Regulation 17 of the Listing Regulations and other applicable Regulations, the appointment of Mr. Satya Narayan Vijayvergiya as Independent Director for a period of 2 years i.e. from 15th June, 2021 to 14th June, 2023 is now being placed before the Members for their approval by way of Ordinary Resolution.

Save and Except, Mr. Satya Narayan Vijayvergiya being appointee, none of the Directors/ Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice. The Board recommends the Ordinary Resolution set out at Item No. 5 of the Notice for approval by the shareholders.

Date: August 12, 2021
Place: Jaipur
Registered Office:
IT 14 -15, EPIP, Sitapura,
Jaipur - 302022 (Rajasthan)

By order of the Board of Directors
For Compucom Software Limited
Sd/-
(CS Swati Jain)
Company Secretary
M. No.: FCS 8728

ANNEXURE TO THE NOTICE OF 27th ANNUAL GENERAL MEETING

Information pursuant to Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India (ICSI), in respect of the Directors who are proposed to be appointed/ re-appointed at the ensuing Annual General Meeting to be held on Wednesday, September 15, 2021.

Name of Director	Mr. Amitabh Kaushik	Mr. Satya Narayan Vijayvergiya	Mr. Surendra Kumar Surana
Date of Birth	1 st July, 1959	8 th July, 1954	1 st October, 1962
DIN	09033384	03185976	00340866
Age	62	67	59
Qualification	Mr. Amitabh Kaushik is a Law Graduate	Mr. Satya Narayan Vijayvergiya is B.E. in Electronics & Communication & M. Tech in Nuclear Instrumentation.	Mr. Surendra Kumar Surana is a B.E. in Electrical and Electronics.
Brief Resume and Experience	Mr. Amitabh Kaushik having an experience of 38 years as an officer in Rajasthan Government. He is Retired Senior RAS officer of Rajasthan Government. Presently working as Advisor for Specially abled Persons for Rajasthan Government on honorarium basis	Mr. Satya Narayan Vijayvergiya having 40 years of experience in Business, Operations, Strategy & Technology Development with organizations like B.A.R.C., R.E.I.L. & Genus Power Infrastructures Limited	Surendra Kumar Surana is an electric engineer, rose to handle critical portfolio with his outstanding performance, leadership and project management skills also have a 32 years rich experience in Indian IT & Education industry.
Nature of expertise in specific functional areas	Expert in Financial, Leadership, Technology and Global Business	Expert in electronics engineering and R&D Activities	Expert in Financial, leadership, diversity, global business, sales and marketing and technology.
Directorships held other public listed Companies (Excluding foreign companies and section 8 companies)	NIL	NIL	NIL
Membership/Chairmanships of the Committees of the Board of other public Companies in India	NIL	NIL	NIL
No. of Equity shares held in the Company as on August 12, 2021	NIL	NIL	2116412
Relationship between Directors & Key Managerial Personnel	NIL	NIL	Brother of Mr. Ajay Kumar Surana and Mrs. Trishla Rampuria and Father of Mr. Vaibhav Surana
Key terms and conditions of re-appointment	Appointment as Non-Executive Independent Director for a period of 2 years, not liable to retire	Appointment as Non-Executive Independent Director for a period of 2 years, not liable to	Re-appointment as Chairman Managing Director and CEO due to retire by rotation on same

	by rotation	retire by rotation	terms and conditions as approved by shareholders.
Remuneration Proposed to be paid	Sitting fees for attending the meetings of the Board of Directors and their Committee	Sitting fees for attending the meetings of the Board of Directors and their Committee	Remuneration of Rs. 18,00,000/- as per terms and conditions approved by shareholders as on September 05, 2019
Date of First Appointment on Board	29 th January, 2021	15 th June, 2021	31 st March, 1995
No of Board Meeting attended during the year 2020-21	N.A.	N.A.	4
Last Drawn Remuneration	NIL	NIL	Remuneration Last Drawn is Rs. 16.20 Lakhs in the Financial Year 2020-21

Date: August 12, 2021
 Place: Jaipur
 Registered Office:
 IT 14 -15, EPIP, Sitapura,
 Jaipur - 302022 (Rajasthan)

By order of the Board of Directors
 For Compucom Software Limited
 Sd/-
(CS Swati Jain)
 Company Secretary
 M. No.: FCS 8728

BOARD'S REPORT

**To
The Members,
Compucom Software Limited**

Your Company has immense pleasure in presenting their 27th Annual Report on the business and operations of the Company together with Audited Financial Statements for the financial year ended on March 31, 2021.

FINANCIAL RESULTS:

The highlights of the financial results for the financial year 2020-21 are as follows: (Rs. in Lakhs)

Particulars	31.03.2021	31.03.2020
Total Income	2334.20	1742.40
Total Expenses	1773.13	1335.29
Operating Profit (PBDIT)	561.07	407.11
Finance Cost	54.94	94.79
Depreciation	149.06	138.64
Profit before Tax	357.07	173.68
Other Comprehensive Income	(11.68)	(1.63)
Exceptional Items	-	-
Provision for Income Tax including Deferred Tax	101.76	65.19
Total Comprehensive Income	243.63	106.86
Appropriation		
Dividend	237.38	237.38
Dividend Tax	-	-
Transfer to General Reserve	-	-
Total Appropriations	237.38	237.38
Earnings per Share: Basic and Diluted (in Rs.) Considering Extraordinary Items	0.32	0.14
Without Considering Extraordinary Items	0.32	0.14

RESULTS OF OPERATIONS:

Total income earned during the year amounted to Rs. 2,334.20 lakhs compared to that of Rs. 1,742.40 lakhs in the previous financial year. This reflects increase of Rs. 591.80 lakhs i.e. 33.96% this is mainly due to recovery of bad debts which were written off in earlier years. The profit before tax has increased from Rs. 173.68 lakhs in the previous financial year to Rs 357.07 lakhs in the current financial year.

The Operating Profit during the period under review is Rs. 561.07 lakhs as compared to Rs. 407.11 lakhs in the previous financial year and the total operating expenses during the year amounted to Rs. 1773.13 lakhs as compared to Rs. 1335.29 lakhs in the previous Financial Year.

The future prospects regarding the working of the Company and reasons for deviations in the income are provided in the Management Discussion and Analysis Report as **Annexure VI** of this report.

As required by IND AS- 110, Consolidated Financial Statements are provided in the later section of the Annual Report.

BUSINESS OPERATIONS:

(1) Software & E-Governance Services:

During the year, the Company focused on the areas where higher margin was available with low risk factors. The revenue generated from this segment during the current Financial Year 2020-21 was Rs. 573.55 Lakhs as against Rs 519.99 Lakhs during the previous financial year. This reflects increase of 10.30% i.e. Rs. 53.56 Lakhs.

(2) Learning Solutions:

Learning Solution Segment mainly comprises ICT Phase IV, 303 Schools Project, 1172 Schools Project. These PPP Projects could not have been a success without the cooperation extended by Employees, Business Associates, Vendors and Government officials. Most of these projects are in form of IT Infrastructure development and imparting of Computer education through Satellite at school levels.

The Company has massive plans for capturing the advantage of Indian education expenditure planned through Govt. of India promoted PPP models across India fueled by *Sarva Shiksha Abhiyan (SSA)*, *Rastriya Madhyamik Shiksha Abhiyan (RMSA)* and skill development initiatives. Company is also planning to leverage in-house software development and satellite-based technology skills for expansion in school and coaching Business.

During the year the revenue generated from this segment was Rs. 830.37 Lakhs as against Rs 719.32 Lakhs during the previous financial year. This reflects increase of 15.44% i.e. Rs. 111.05 Lakhs.

During the year Company received four (4) new Projects:

- 1) RSLDC Project: We received new order from Rajasthan Skill and Livelihoods Development Corporation (RSLDC) for Rs. 3.25 crores for a period of 36 months for skilling of 250 rural poor youth under Deen Dayal Upadhyay Grameen Kaushalya Yojana (DDU-GKY)
- 2) RCSE Project: We received the Project for providing ICT computer lab related services and supply of related items in 53 (21+32 Schools) Govt. Schools for Establishment of ICT Computer Labs on BOOT Basis from Rajasthan Council of Schools Education (RCSE) worth Rs. 7.26 Crores (Approx.) for 5 Years.
- 3) ICT Phase V Project: We received the Project for providing Satellite Educational Service as per Govt. Syllabus and Supply of related items in 303 Government Schools for integrated Scheme for Computer Education and information & communication Technology @ Schools (Phase-V) on BOOT basis from RCSE worth Rs. 10.79 Crores (Approx.) over 27 Months.
- 4) ICT 525 School Project: We received the Project for “supply and installation of Computer Systems, Interactive Panel, Printer, UPS and Networking and Electrification etc. in 525 Government Schools with 5 years on site comprehensive warranty” for integrated scheme for Computer Education and Information and Communication Technology @ Schools on BOOT basis from RISL worth Rs. 66.99 Crores

(3) Wind Power Generation:

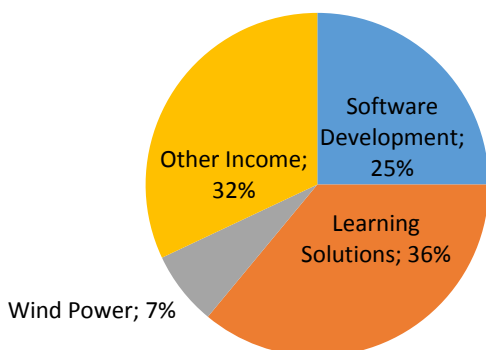
The Company has installed two wind power generation plants in Jaisalmer (Rajasthan) with capacity of 0.6 MW each, two at Sikar (Rajasthan) with capacity of 0.6 MW each & One Plant at Krishna (Andhra Pradesh) with capacity of 0.8 MW. Total wind power generation capacity is 3.2 MW. The operation and maintenance of all these wind power project has been outsourced to Wind World India Ltd. (previously known as Enercon India Limited).

During the year revenue generated from this segment amounted to Rs. 174.30 Lakhs as compared to Rs. 171.41 Lakhs during the previous year ended on March 31, 2020 which shows an increase in the revenue by 1.69% i.e. Rs. 2.89 Lakhs due to variation of generation of units during the year.

(4) Other Activities:

During the year revenue generated from other sources amounted to Rs. 755.99 Lakhs as compared to Rs. 331.68 Lakhs during the previous year ended on March 31, 2020 which shows an increase in the revenue by 127.93% i.e. Rs. 424.31 Lakhs. The changes in Profit is due to recovery of bad debts write off earlier.

The following chart depicts revenue generated from operation for the year ended March 31, 2021: -



DETAILS OF SUBSIDIARY COMPANY:

The Company has one subsidiary company i.e. CSL Infomedia Private limited, Jaipur as on March 31, 2021. There are no associates or joint venture companies within the meaning of Section 2(6) of the Companies Act, 2013 (“Act”). Subsidiary company diversify in mess business during the year.

Pursuant to the provisions of Section 129(3) of the Act, a statement containing the salient features of financial statements of the Company’s subsidiary in Form AOC-1 is provided in the later section of the Annual Report after Financial Statements of the Company as **Annexure IX**.

Further, pursuant to the provisions of Section 136 of the Act, the Standalone financial statements of the Company, consolidated financial statements along with relevant documents and separate audited financial statements in respect of subsidiary are available on the later section of Annual Report. Financial Statements of CSL Infomedia Private Limited in respect of subsidiary company is available on weblink at http://compucom.co.in/mdocs-posts/financial-statements_csl-infomedia_2020-21/

During the year, operations of subsidiary were reviewed as follows: -

CSL Infomedia Pvt. Ltd. is a material subsidiary Company of Compucom Software Limited. It has earned total revenue of Rs. 393.61 Lakhs during the financial year 2020-21 as compared to Rs. 308.10 Lakhs in the previous financial year which shows an increase of 27.75% i.e. Rs. 85.51 Lakhs. The Company has incurred loss of Rs. 92.80 Lakhs as compared to Rs. 101.04 Lakhs in the previous financial year. Overall contribution made by the CSL Infomedia Private Limited in the Holding Company was loss of Rs. 60.32 Lakhs due to which total consolidated profit attributable to the owner of the Company reduced to Rs. 194.99 Lakhs. The Company is mainly operating in multimedia, Content Development, Education TV Segment and Satellite Education.

The Company has two satellite TV Channels; first channel is JAN TV, which is broadcasting News & Current Affairs, Entertainment, Education, Agriculture and Social Empowerment related programs.

Jan TV is available on Tata Sky DTH Channel No. 1185, Airtel DTH Channel number 355, all major OTT platforms like MXPLAYER, JIO TV, DAILYHUNT, YouTube Live Streaming and on major cable networks across India. Jan TV is also available free on Android, iPhone mobile phones and on PC through internet and mobile app.

Company’s second channel is JAN TV PLUS which is also broadcasting News & Current Affairs, Entertainment, Education, Agriculture and Social Empowerment related programs. JAN TV is a Free-To-Air (FTA) channel, whereas, JAN TV Plus is a Pay channel.

Both JAN TV and JAN TV Plus channels are empaneled with Department of Information and Public Relations (DIPR) Government of Rajasthan. JAN TV is also empaneled with DAVP for getting Central Government advertisement. JAN TV has taken BARC (Broadcast Audience Research Council) subscription for Television Audience Measurement Services. JAN TV now has a bureau office in Uttar Pradesh and trying to get empaneled with DIPR, UP.

RESPONSE TO COVID-19 CHALLENGES:

The year 2020-21 was challenging. The COVID-19 pandemic had a significant impact on lives, livelihoods and the businesses. In compliance with the lockdown order announced by the Government and local authorities from time to time, business operations were managed remotely to the extent possible.

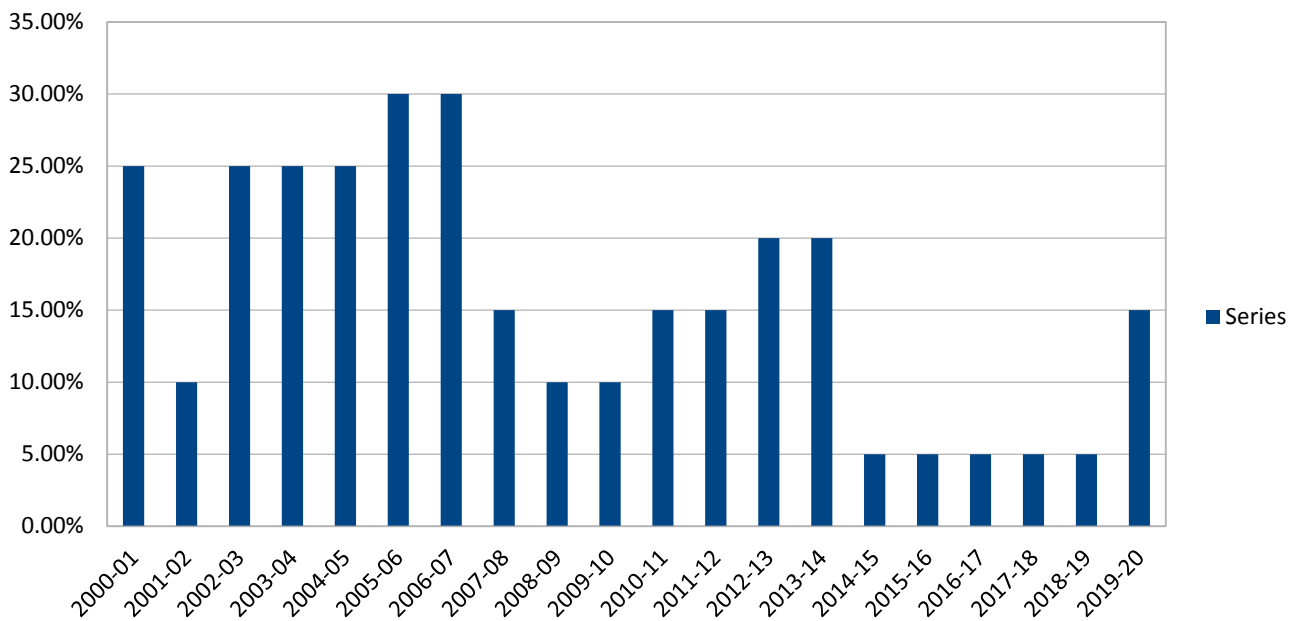
Due to outbreak of COVID-19 globally and in India, the Company’s management has made initially assessment of likely adverse impact on business and financial risks and believes that the impact is likely to be short term in nature. The management does not see any medium to long term risks in the Company’s ability to continue as a going concern and meeting its liabilities as and when they fall due.

DIVIDEND:

Keeping the continuous track record of rewarding its shareholders, your Directors are pleased to recommend a dividend @ 15% i.e. Rs. 0.30/- per Equity share of Rs. 2/- each for the Financial Year 2020-21. The Income Tax Act, 1961, (“the IT Act”) as amended by the Finance Act, 2020 removed the Dividend Distribution Tax from the financial year 2020-21. Total amount to be paid on account of proposed dividend is Rs. 2,37,37,555/- During the year 2020-21 amount paid by way of dividend was Rs. 2,37,37,555/- for the year 2019-20.

The Register of Members and Share Transfer Books will be closed from Thursday, September 09, 2021 to Wednesday, September 15, 2021 for the purpose of payment of the final dividend for the financial year ended on March 31, 2021. Dividend declared & paid since the listing of shares of the Company:

Financial Year	Dividend Rate
2000-01	25%
2001-02	10%
2002-03	25%
2003-04	25%
2004-05	25%
2005-06	30%
2006-07	30%
2007-08	15%
2008-09	10%
2009-10	10%
2010-11	15%
2011-12	15%
2012-13	20%
2013-14	20%
2014-15	5%
2015-16	5%
2016-17	5%
2017-18	5%
2018-19	5%
2019-20	15%



Book Value per Share

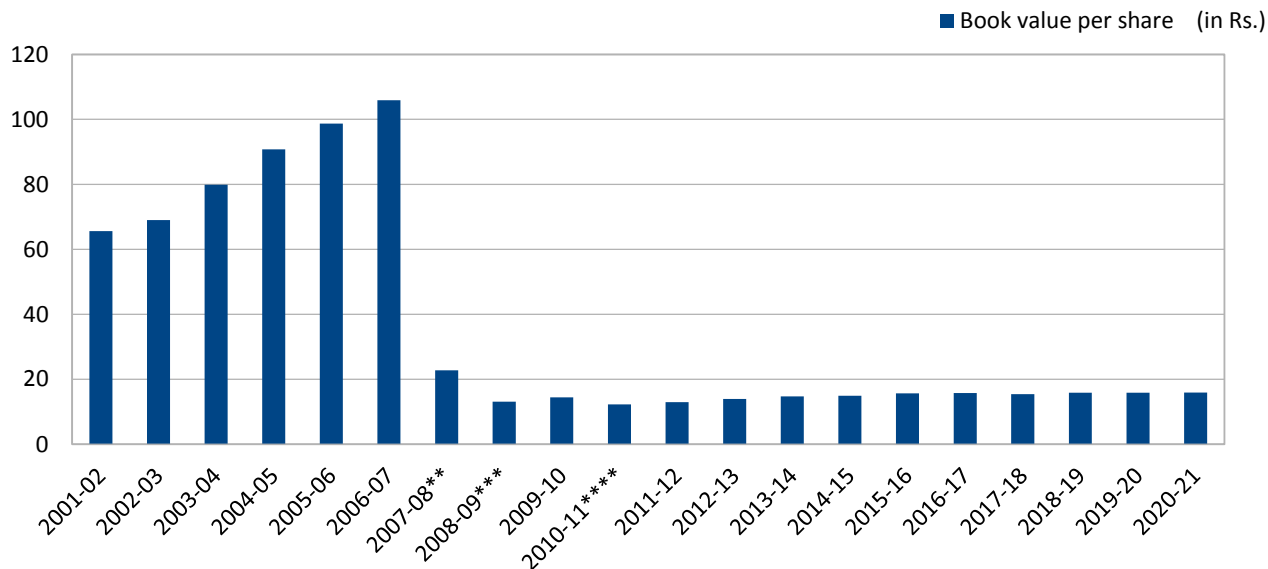
Details of Book value during the last 21 (Twenty One) years are as under:

Financial Year	No of Shares	Face Value per Share	Book Value per Share (in Rs.)
2000-01	5025000	10	55.74
2001-02	5025000	10	65.60
2002-03	5025000	10	69.00
2003-04	5025000	10	79.90
2004-05	5025000	10	90.79
2005-06	5025000	10	98.73
2006-07	5025000	10	105.89
2007-08*	25125000*	2 (10)	22.79
2008-09**	50250000**	2	13.10
2009-10	50250000	2	14.47
2010-11***	79125188***	2	12.26
2011-12	79125188	2	12.97
2012-13	79125188	2	13.92
2013-14	79125188	2	14.74
2014-15	79125188	2	14.94
2015-16	79125188	2	15.70
2016-17	79125188	2	15.81
2017-18	79125188	2	15.42
2018-19	79125188	2	15.88
2019-20	79125188	2	15.90
2020-21	79125188	2	15.91

*Equity share of face value of Rs.10 each subdivided into equity share of Face value of Rs. 2/- each. Record date for the same was October 15, 2007.

** The Company issued bonus shares in the ratio of 1:1. Record date for the same was December 26, 2008.

***The Company issued bonus shares in the ratio of 1:2. Record date for the same was October 20, 2010. Preferential issue of 37.50 Lacs Equity shares allotted on November 4, 2010.



SHARE CAPITAL:

The Company have one class of shares – equity shares of par value Rs. 2 each. During the year, there has been no change in the authorized and Paid up share capital of the Company. The Company have Rs. 20,00,00,000/- as authorized Share Capital divided into 10,00,00,000 equity shares of Rs. 2/- each. The Company has Rs. 15,82,50,376/- paid up share capital.

DEPOSITS FROM PUBLIC:

During the financial year 2020-21, your Company has not accepted any deposits nor renewed any deposit, falling within the definition of Section 73, 74 and 76 of the Act read with the Companies (Acceptance of Deposits) Rules, 2014.

LISTING OF SHARES:

Your Company's shares are listed at National Stock Exchange of India Ltd (NSE), BSE Limited (BSE) and The Calcutta Stock Exchange Limited (CSE). The Company's Symbol at NSE is COMPUSOFT and the Scrip Code of the Company at BSE is 532339 and at CSE is 13335. The Company had passed the resolution in the 26th Annual General Meeting for the delist its shares from CSE, for this Company made an application to CSE. Process of delisting is continuing and pending by the Calcutta Stock Exchange (CSE).

NUMBER OF MEETINGS OF BOARD OF DIRECTORS:

4 (Four) meetings of Board of Directors were held during this financial year. The dates on which the Board Meetings were held are as follows:

May 27, 2020; July 22, 2020; October 30, 2020; January 29, 2021.

The intervening gap between any two meetings was within the period prescribed by the Act, Listing Regulations, and clause 1.1 of Secretarial Standard 1 issued by The Institute of Company Secretaries of India and relaxations provided by the MCA and SEBI. MCA & SEBI as a onetime relaxation, extended the gap between two consecutive meetings of the Board to 180 days instead of 120 days as required in the Act, by taking the relaxation your Company held the first meeting of the financial year 2020-21 within 180 days instead of 120 days and the others Meetings were scheduled with a gap not exceeding 120 days between any two Meetings for the Financial Year under review. The Details of the Board Meetings and attendance at such meetings are provided in the Corporate Governance Report attached with the Annual Report as **Annexure VII**.

NOMINATION AND REMUNERATION POLICY:

The Nomination and Remuneration Policy of the Company, containing selection and remuneration criteria of Directors, senior management personnel and performance evaluation of Directors/Board/Committees/Chairman, has been designed to keep pace with the dynamic business environment and market-linked positioning. The Company has an appropriate mix of executive, non-executive and independent Directors to maintain the independence of the Board and separate its functions of governance and management. The policy has been duly approved and adopted by the Board, pursuant to the recommendations of the Nomination and Remuneration Committee of the Board.

During the year no amendment was made in the said policy. The Nomination and Remuneration policy is available on weblink at <http://compucom.co.in/mdocs-posts/nomination-and-remuneration-policy/>

We affirm that the remuneration paid to the Directors is as per the terms laid out in the nomination and remuneration policy of the Company.

DETAILS OF CHANGES IN DIRECTORS AND KMPs DURING THE YEAR:
Appointment

During the Financial Year 2020-21 Mr. Vaibhav Suranaa, Promoter and Non-Executive Director of the Company was appointed as Whole Time Director designated as Executive Director of the Company for a term of 3 years from August 01, 2020 to July 31, 2023 by the shareholders in the 26th Annual General Meeting held on September 23, 2020

Mr. Satya Narayan Gupta was appointed as an Additional Director (Independent) by the Board w.e.f. May 27, 2020 and appointed by the shareholders as Independent Director in the 26th Annual General Meeting held on September 23, 2020 for a term of 2 years from May 27, 2020 to May 26, 2022.

Mr. Amitabh Kaushik was appointed as an Additional Director (Independent) w.e.f. January 29, 2021, on the Board of the Company and seeking his appointment as Independent Director in the ensuing Annual General Meeting for a period of 2 years commencing from January 29, 2021 to January 28, 2023. Resolution for his appointment are being proposed at the 27th Annual General Meeting and his Profile is included in the Notice of the 27th Annual General Meeting.

Mr. Satya Narayan Vijayvergiya was appointed as an Additional Director (Independent) w.e.f. June 15, 2021, on the Board of the Company and seeking his appointment as Independent Director in the ensuing Annual General Meeting for a period of 2 years commencing from June 15, 2021 to June 14, 2023. Resolution for his appointment are being proposed at the 27th Annual General Meeting and his Profile is included in the Notice of the 27th Annual General Meeting.

Retirement

Mr. Sanchit Jain and Mr. Ghisa Lal Chaudhary ceased to be the Director from May 17, 2020 and February 10, 2021 respectively upon completion of their terms as Independent Director during the financial year 2020-2021. Further the resignation of Dr. Satish Kumar took place on May 24, 2021 i.e. after closure of Financial Year. Although, the aforementioned change in board of directors occurred after the closure of financial year, however, your directors find it prudent to keep their shareholders informed about the said change.

The Board places on record its appreciation for their invaluable contribution and guidance.

Director Retire by Rotation

Pursuant to the provisions of Section 152 of the Companies Act, 2013, Mrs. Trishla Rampuria, Non-Executive Director, of the Company, who was retired and being eligible, was re-appointed with the approval of members at the 26th Annual General Meeting held on September 23, 2020.

Further, in accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Surendra Kumar Surana, Chairman, Managing Director and CEO of the company retires at the ensuing 27th Annual General Meeting and being eligible, seeks re-appointment. The Board recommends their re-appointment.

Change in KMP

During the Financial Year 2020-21 there is no changes in KMP.

VIGIL MECHANISM:

The Company believes in conducting its affairs in a transparent manner and adopts the highest standards of professionalism and ethical behavior. Integrity is one of the key values of the Company that it strictly abides by. Keeping that in view the Company has established a vigil mechanism for Directors and employees to report concerns about unethical behavior, actual or suspected fraud or violation of the Company’s code of conduct or ethics.

The Whistle-Blower Policy/ Vigil Mechanism is available on weblink at <http://compucom.co.in/mdocs-posts/vigil-mechanism-policy/>.

The Company, as a policy, condemns any kind of discrimination, harassment, victimization or any other unfair employment practice being adopted against whistle-blowers and provides adequate safeguard measures. It also provides a direct access to the Chairman of the Audit Committee to raise concerns.

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

Your Company has always believed in providing a safe and harassment free workplace for every individual working in its premises through various interventions and practices. The Company always endeavors to create and provide an environment that is free from discrimination and harassment including sexual harassment.

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. The constitution of the ICC is as per the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, and the committee includes external member from NGOs or with relevant experience. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

The following is a summary of sexual harassment complaints received and disposed of during the year 2020-21

Complaints	Financial year 2020-21
Number of complaints received during the year	NIL
Number of complaints disposed during the year	NIL
Number of complaints pending at the end of the year	NIL

DECLARATION OF INDEPENDENCE BY DIRECTORS:

The Independent Directors of the Company have affirmed that they continue to meet all the requirements of independence specified under sub-section (6) of section 149 of Act and the Regulation 16(1)(b) of the Listing Regulations and all the independent directors have registered on databank of IICA. Further, all necessary declarations with respect to independence have been received from all the Independent Directors and also received the confirmation that they have complied with the Code for Independent Directors prescribed in Schedule IV to the Act and the Code of the Company for Directors and Senior Management personnel. According to Schedule V of Listing (Regulations) in the opinion of the board, the independent directors fulfill the conditions specified in these regulations and are independent of the management. There has been no change in the circumstances affecting their status as independent Directors of the Company.

BOARD COMMITTEES:

Currently, the Board of the Company has four committees namely Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee and Corporate Social Responsibility Committee. During the year, all recommendations made by the committees were approved by the Board. The Composition and other Details of the Committee are provided in the Corporate Governance Report attached with the Annual report as **Annexure VII**.

CORPORATE SOCIAL RESPONSIBILITY:

In line with the provisions of Section 135 of the Act read with the Companies (Corporate Social Responsibility Policy) Rules 2014, your Company has undertaken various CSR projects in the area of education which are in accordance with the Schedule VII of the Act and CSR Policy of the Company. The Company's CSR Policy is available on weblink at <http://compucom.co.in/mdocs-posts/csr-policy/>. During the year, the Company spent Rs. 9.79 Lakhs (around 2.38% of the average net profits of last three financial years) on CSR activities. The brief outline of CSR Policy, Composition of CSR Committee are included in the annual report on CSR activities, which is annexed herewith and marked as **Annexure I**. Other details regarding the Corporate Social Responsibility Committee are provided in the Corporate Governance Report attached with the Annual report as **Annexure VII**.

FORMAL ANNUAL EVALUATION:

Your Company is following the most effective way to ensure that Board Members understand their duties and adopt good governance practices. In furtherance to this, the Directors of your Company commit to act in good faith to promote the objects of the Company for the benefit of its employees, the Stakeholders including Shareholders, the community and for the protection of environment. Your Company has designed a mechanism as per the provisions of the Act, Listing Regulations for the Evaluations of performance of Board, Committees of Board & Individual Directors. The above mechanism is based on the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India on January 5, 2017.

The manner in which the evaluation has been carried out has been explained in the Report on Corporate Governance forming part of this Report as "**Annexure-VII**".

FAMILIARIZATION PROGRAMME AND TRAINING TO INDEPENDENT DIRECTORS:

The Familiarization Programme of your Company aims to familiarize Independent Directors with the Software industry scenario, the Socio-economic environment in which your Company operates, the business model, the operational and financial performance of your Company, to update the Independent Directors on a continuous basis on significant developments in the Industry or regulatory changes affecting your Company, so as to enable them to take well informed decisions in a timely manner. All new independent Directors inducted into the Board attend an orientation program. The details of the familiarization programmes have been hosted on weblink at http://compucom.co.in/mdocs-posts/familiarization-programme-for-independent-Directors_2020-21/

INTERNAL FINANCIAL CONTROL SYSTEMS:

The Board has adopted policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets, prevention and detection of fraud, error reporting mechanisms, accuracy and completeness of the accounting records and timely preparation of reliable financial disclosures. The Audit Committee reviews adherence to internal financial control systems and internal Audit reports. During the year, such controls were tested and no reportable material weaknesses in the design or operation were observed.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS:

During the Financial Year, the Company has not given any Loan, Provided any Guarantee and Security. Particulars of the Investments made covered under section 186 of the Act are provided in the Note No. 06 of the Standalone Financial Statements provided in this Annual Report.

TRANSFER TO RESERVES:

Your Directors do not propose to transfer any amount to the general reserves of the Company for the financial year ended on March 31, 2021.

AUDIT REPORTS AND AUDITORS:

AUDIT REPORTS

Statutory Auditor's Report

The Auditors' Report for Financial Year 2020-21 does not contain any qualification, reservation or adverse remark. The Auditors' Report is enclosed with the financial statements in this Annual Report.

Secretarial Audit Report

The Secretarial Auditor's Report for Financial Year 2020-21 does not contain any qualification, reservation or adverse remark. The Secretarial Auditors' Report is enclosed as **Annexure II** to the Board's Report in this Annual Report.

Cost Records and Cost Audit

The requirement for maintained of Cost Records for activity related to Education and Wind Power Generation under section 148 (1) and Cost Audit as per Section 148(2) of the Act is not applicable on the Company.

AUDITORS

Statutory Auditors

Under Section 139 of the Act and the Rules made thereunder, it is mandatory to rotate the Statutory Auditors on completion of the maximum term permitted under the provisions of the Act. In line with the requirements of the Act, M/s Sapra & Co., Chartered Accountants (FRN:003208C), was appointed as the Statutory Auditors of the Company to hold office for a period of five consecutive years from the conclusion of the 23rd Annual General Meeting of the Company held on September 27, 2017, till the conclusion of the 28th Annual General Meeting to be held in the year 2022 at such remuneration plus GST as may be mutually agreed between the Board of Directors and the Auditors.

Requirement of ratification of Statutory Auditor at every General Meeting as per section 139(1) of the Act has been omitted by the Companies (Amendment) Act, 2017 w.e.f. May 07, 2018 as per notification S. No. 1833(E).

During the year, the Statutory Auditors have confirmed that they satisfy the independence criteria required under Act Code of ethics issued by Institute of Chartered Accountants of India and eligible to continue as Statutory Auditors of the Company.

Secretarial Auditors

As per section 204 of Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, every Listed Company is required to appoint Secretarial Auditor to carry out Secretarial Audit of the Company.

In consonance with the requirements of Section 204 of the Act and rules made thereunder, M/s V. M. & Associates, Company Secretaries, (FRN: P1984RJ039200) was appointed as Secretarial Auditors to conduct the Secretarial Audit of the Company for the financial year 2020-21.

The Board has re-appointed M/s V. M. & Associates, Company Secretaries, (FRN: P1984RJ039200) as Secretarial Auditor of the Company in its meeting held on June 15, 2021 to carry out Secretarial Audit for the financial year 2021-22. They are eligible to become the Secretarial Auditor as per the rules of the Act and Listing Regulations.

Internal Auditors

As per Section 138 of Act read with Companies (Accounts) Rules, 2014, every Listed Company is required to appoint Internal Auditor to carry out Internal Audit of the Company.

In consonance with the requirements of Section 138 of the Act and rules made there under, Mrs. Garima Gupta, Chartered Accountant & Company Secretary, Jaipur, was appointed to conduct the Internal Audit of the Company for the financial year 2020-21.

The Board has appointed M/s Gupta Khandelwal & Associates, Chartered Accountant (FRN:018912C), as an Internal Auditor of the Company in its meeting held on June 15, 2021 to carry out Internal Audit for the financial year 2021-22. They are eligible to become the Internal Auditor as per the rules of the Act and Listing Regulations.

REPORTING OF FRAUDS BY AUDITORS:

During the year under review, neither the Statutory Auditors nor the Secretarial Auditor in their Report respectively has reported to the Audit Committee, under section 143 (12) of the Act any instance of fraud committed against the Company by its officers or employees, the details of which would need to be mentioned in the Board's report.

CORPORATE GOVERNANCE:

Our corporate governance practices are a reflection of our value system encompassing our culture, polices and relationships with our stakeholders. Integrity and transparency are the keys to our corporate governance practices to ensure that we gain and retain the trust of our stakeholders at all times. Corporate governance is about maximizing shareholder value legally, ethically and sustainably. Our Board exercises its fiduciary responsibilities in the widest sense of the term. We also endeavor to enhance long-term shareholder value and respect minority rights in all our business decisions.

The report on Corporate Governance for the financial year ended on March 31, 2021, as per Regulation 34(3) read with Schedule V of the Listing Regulations forms a part of this Annual Report as **Annexure VII**.

AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE REPORT:

As required by the Listing Regulations the Auditors' certificate on corporate governance is enclosed as **Annexure VIII** to the Board's Report. The Auditors' certificate for the Financial Year 2020-21 does not contain any qualification, reservation or adverse remark.

BOARD DIVERSITY:

The Company recognizes and embraces the importance of a diverse Board in its success. We believe that a truly diverse Board will leverage differences in thought, perspective, knowledge, skill, regional and industry experience, cultural and geographical backgrounds, age, ethnicity, race and gender that will help us retain our competitive advantage. The Board Diversity Policy adopted by the Board sets out its approach to diversity. The Policy is available on weblink at <http://compucom.co.in/mdocs-posts/board-diversity-policy/>

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

In terms of the provisions of Regulation 34 of the Listing Regulations, the Management Discussion and Analysis Report forms as part of this Annual Report as **Annexure VI** which describes the Management Discussion and Analysis of Financial Conditions and Results of Operations of the Company describing the Company's objectives, expectations or predictions.

CONSERVATION OF ENERGY, RESEARCH & DEVELOPMENT, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE AND OUTGO:

Your Company continuously strives to conserve energy, adopt environment friendly practices and employ technology for more efficient operations.

The particulars as prescribed under Section 134 (3) (m) of the Act read with the Rule 8(3) of the Companies (Accounts) Rules, 2014 are annexed to this Report as **Annexure III**.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES:

Information on transactions with related parties pursuant to Section 188(1) for entering into such contract or arrangement in Form AOC-2 is annexed to this Report as **Annexure IV**. All the transactions with the related party were in ordinary course of business and on an arm's length basis and in accordance with the Section 188 of the Act, read with the Rules issued thereunder and the Listing Regulations

PARTICULARS OF EMPLOYEES:

Disclosures pertaining to the percentage increase in remuneration, ratio of remuneration of each Director and Key Managerial Personnel (KMP) to the median of employees' remuneration, and other details, as required under Section 197(12) of the Act, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is attached as **Annexure V** of the Board's Report.

Details as required under Section 197(12) of the Act, read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, with respect to information of top ten employees of the Company in terms of remuneration drawn will be provided upon request by a Member. In terms of the provisions of Section 136(1) of the Act, the Report and Accounts, as set out therein, are being sent to all the Members of your Company, excluding the aforesaid Annexure which is available for inspection by the Members at the Registered Office of the Company during business hours on all working days of the Company up to the date of the Annual General Meeting. If any Member is interested in obtaining a copy thereof, such Member may write to the Company Secretary at the Registered Office of your Company. None of the employees listed in the said Annexure is a relative of any Director of the Company. None of the employees hold (by himself or along with his/her spouse and dependent children) more than two percent of the equity shares of the Company.

EXTRACT OF ANNUAL RETURN:

An extract of the Annual Return in Form MGT-9 in compliance with Section 92(3) of the Act read with Rules made there under is available on weblink at http://compucom.co.in/mdocs-posts/mgt-9_2020-21/

INVESTOR EDUCATION AND PROTECTION FUND (IEPF):

Pursuant to the provisions of Section 124 of the Act, read with the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (the IEPF Rules), all unpaid and unclaimed dividends are required to be transferred by the Company to IEPF, established by the Central Government under the provisions of Section 125 of the Act, after completion of seven years. Further according to the IEPF Rules, the shares on which dividend has not been paid or claimed by the shareholders for seven consecutive years or more shall also be transferred to the demat account of the IEPF Authority. During the year 2020-21, the Company has transferred the unclaimed and unpaid dividends of Rs. 3,35,087/-. Further, 39,508 corresponding shares on which dividends were unclaimed for seven consecutive years were transferred as per the requirements of the IEPF Rules. No other amount is transferred to the IEPF Authority. The Details of Unpaid/ Unclaimed dividend lying in the unpaid account which are liable to be transferred to the IEPF, and their due dates are provided in the **Annexure-VII** as Corporate Governance Report of this Report.

HUMAN RESOURCE MANAGEMENT:

Our professionals are our most important assets, for this your Company draws its strength from a highly engaged and motivated workforce, whose collective passion and commitment has helped the organization scale new heights. Human Resource policies and processes have evolved to stay relevant to the changing demographics, enhance organizational ability and remain compliant with the changing regulatory requirements. The Company has created a favorable work-environment that encourages innovation and nurturing of commercial and managerial talents in its operations. The focus of the Human Resources Management is to ensure that we enable each and every employee to navigate the next, not just for clients, but also for themselves. We have reimagined our employee value proposition, to make it more meaningful to our employees.

The outbreak of COVID-19 pandemic resulted in lot of fear, insecurity and desperation across the world. During these tough times, the Company prioritized safety and wellbeing of its employees. In strict adherence to the local guidelines, the Company incorporated a culture of social distancing, regular sanitization of office, daily temperature check and allowed employees to work from home.

TRADE RELATIONS:

The Company maintained healthy, cordial and harmonious Industrial relations at all levels. The Directors wish to place on record their appreciation for the valuable contribution by the employees of the Company.

QUALITY ASSURANCE:

Continuous sustained commitment to the highest levels of quality, best in class service management and robust information security practices helped the Company attain the following milestone during the year.

The Company is an ISO 9001:2015 organization, certified by JAS-ANZ and ISO/IEC 27001:2013 certified by LMS Certification. These standards enable us to identify risks at the initial planning stage of the project. The Company firmly believes in the pursuits of excellence to compete in this emerging and growing software market. Our focus has been on providing quality products and services to our customers.

The Company achieved CMMI level-3 certification from Cunix and continues to implement the certification quality level in its operation.

RISK MANAGEMENT:

Pursuant to Section 134(3) (n) of the Act & under Regulations 21 of the Listing Regulations, the Company had formulated a Risk Management Policy for dealing with different kinds of risks which it faces in day to day operations of the Company. The Risk Management Policy of the Company outlines different kinds of risks and risk mitigating measures that are to be adopted by the Board. The Company has adequate internal control systems and procedures to combat the risk. The Risk management procedure is reviewed by the Audit Committee and Board of Directors on a Yearly basis at the time of review of Yearly Financial Statement of the Company. This has also been covered in the Management Discussion and Analysis, forming part of this report. The Policy is available on the weblink <http://compucom.co.in/mdocs-posts/risk-management/>

Based on the framework of internal financial control 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 Financial Year 2020-21.

CODE OF CONDUCT:

In compliance with Regulation 26(3) of the Listing Regulations and the Act, the Company has framed and adopted a code of conduct and ethics for Board and Senior Management. This Code is applicable to the members of the Board, the executive officers and all employees of the Company and its Subsidiary. The Code is available on the weblink <http://compucom.co.in/mdocs-posts/code-of-conduct/>. The certificate of CEO on the affirmation of such Code of Conduct by the members of the Board and SMPs is provided in the Corporate Governance Report attached with the Annual Report as **Annexure VII**

PREVENTION OF INSIDER TRADING:

In compliance with the provisions of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Board has adopted a code of conduct and code of practices and procedures for fair disclosure of unpublished price sensitive information to preserve the confidentiality of price sensitive information to prevent misuse thereof and regulate trading by insiders. The code of practices and procedures for fair disclosure of unpublished price sensitive information is also available on the weblink <http://compucom.co.in/mdocs-posts/code-of-cunduct-for-insider-trading/> along with this Company has also adopted a share dealing code for the prevention of insider trading in the shares of the Company. The share dealing code, inter alia, prohibits purchase / sale of shares of the Company by employees while in possession of unpublished price sensitive information in relation to the Company. The Company has automated the declarations and disclosures to identified designated persons, and the Board reviews the Code on a need basis. The policy is available on our website, at the following

weblink <http://compucom.co.in/mdocs-posts/code-for-fair-disclosure-of-unpublished-price-sensitive-information/>

SIGNIFICANT AND MATERIAL ORDERS:

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and the Company's operations in future.

SECRETARIAL STANDARDS:

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

DIRECTORS' RESPONSIBILITY STATEMENT:

In compliance with Section 134(5) of the Act, the Board of Directors to the best of their knowledge and hereby confirm the following:

- (a) In the preparation of the annual accounts, the applicable Accounting Standards had been followed along with proper explanations relating to material departures;
- (b) The Directors had 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 and loss of the Company for that period;

- (c) The Directors had 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;
- (d) The Directors had prepared the annual accounts on a going concern basis;
- (e) The Directors had laid down internal financial control to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- (f) The Directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system was adequate and operating effectively.

OTHER DISCLOSURE:

Other disclosures required as per Act, Listing Regulations or any other laws and rules applicable are either NIL or NOT APPLICABLE to the Company.

ACKNOWLEDGEMENT:

The Directors take this opportunity to thank all Investors, employees, associates and business partners, clients, strategic alliance partners, technology partners, vendors, financial institutions/banks, for their continued support during the year. The Directors place on record their appreciation of the contribution made by all the employees at all levels for their dedicated service and continued excellent work throughout the year.

The Directors also thank the Government of India, particularly the Ministry of Finance, the Ministry of Corporate Affairs, the Central Board of Direct Taxes, the Central Board of Indirect Taxes and Customs, GST authorities, the Reserve Bank of India, Securities and Exchange Board of India (SEBI), various departments under the state governments and union territories, the Software Technology Parks (STPs) and other government agencies for their support and look forward to their continued support in the future.

**For and on behalf of the Board of Directors
For Compucom Software Limited**

Sd/-
(Surendra Kumar Surana)
Chairman, Managing Director & CEO
(DIN: -00340866)
Place: Jaipur
Date: August 12, 2021
Registered Office:
IT 14-15, EPIP, Sitapura,
Jaipur-302022 (Rajasthan)

Sd/-
(Vaibhav Suranaa)
Executive Director
(DIN: - 05244109)

ANNEXURE-I

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES FOR THE FINANCIAL YEAR 2020-21

1. Brief outline on CSR Policy of the Company:

The Company has adopted CSR Policy approved by CSR Committee and the Board of Directors, in accordance with the provisions of Corporate Social Responsibility under Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 and Schedule VII of the Companies Act, 2013 (“the Act”). The CSR Policy may be accessed on the Company’s website at the link: <http://compucom.co.in/mdocs-posts/csr-policy/> Our CSR activities are essentially guided by project based approach in line with the guidelines issued by the Ministry of Corporate Affairs of the Government of India. The Company’s CSR Policy is broadly based on the principles of undertaking socially useful programs for welfare and sustainable development of the community as a whole. During the financial year the Company has done CSR activities in Higher Education.

2. The Composition of CSR Committee:

S. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year (entitled to attend)	Number of meetings of CSR Committee attended during the year
1.	Mr. Surendra Kumar Surana	Chairman/Chairman Managing Director and CEO	1	1
2.	Dr. Baldev Singh	Member/Independent Director	1	1
3.	Dr. Satish Kumar	Member/Independent Director	1	1
4.	Mrs. Trishla Rampuria	Member/Non-Executive Director	0	0
5.	Mr. Staya Narayan Gupta	Member/Independent Director	0	0

Note: Mrs. Trishla Rampuria, Non-Executive Director and Mr. Staya Narayan Gupta, Independent Director appointed w.e.f. 30th January 2021 as members of the CSR Committee.

Dr. Baldev Singh, Independent Director and Dr. Satish Kumar, Independent Director retired w.e.f. 30th January, 2021 as member of the CSR Committee.

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

The Composition of CSR Committee may be accessed on the Company’s website at the link: <http://compucom.co.in/mdocs-posts/composition-of-board-and-its-committees-2/> The CSR Policy may be accessed on the Company’s website at the link: <http://compucom.co.in/mdocs-posts/csr-policy/> and CSR Projects approved by the Board may be accessed on the Company’s website at the link: http://compucom.co.in/mdocs-posts/csr-budget_2020-21/

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

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

S. No.	Financial Year	Amount available for set-off from preceding financial years (in Rs)	Amount required to be set-off for the financial year, if any (in Rs)
NOT APPLICABLE			

6. Average net profit of the company as per section 135(5): Rs. 4,10,90,129/- (Rupees Four Crore Ten Lakhs Ninety Thousand One Hundred Twenty-Nine Only)

7. (a) Two percent of average net profit of the company as per section 135(5): Rs. 8,21,803/- (Rupees Eight Lakhs Twenty-One Thousand Eight Hundred Three Only)

(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: NIL

(c) Amount required to be set off for the financial year, if any: NIL

(d) Total CSR obligation for the financial year (7a+7b-7c): Rs. 8,21,803/- (Rupees Eight Lakhs Twenty-One Thousand Eight Hundred Three Only)

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
9,79,400	NIL	NA	NA	NIL	NA

(b) Details of CSR amount spent against ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
S. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No).	Location of the project.		Project duration.	Amount allocated for the project (in Rs.).	Amount spent in the current financial Year (in Rs.).	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.).	Mode of Implementation - Direct (Yes/No).	Mode of Implementation - Through Implementing Agency	
				State.	District						Name	CSR Registration number.
1.	Lab Installation for Satellite education in the Govt. Schools	Promotion of Higher Education	Yes	Rajasthan	Jaipur		9,75,000	9,79,400	NIL	YES Direct	NA	NA
	Total						9,75,000	9,79,400				

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
S. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/No).	Location of the project.		Amount spent for the project (in Rs.).	Mode of implementation - Direct (Yes/No).	Mode of implementation - Through implementing agency.	
				State.	District.			Name.	CSR registration number.
Not Applicable									

(d) Amount spent in Administrative Overheads: NIL

(e) Amount spent on Impact Assessment, if applicable: Not Applicable

(f) Total amount spent for the Financial Year (8b+8c+8d+8e): Rs. 9,79,400/- (Rupees Nine Lakhs Seventy-Nine Thousand Four Hundred Only)

(g) Excess amount for set off, if any

S. No.	Particular	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per section	8,21,803/-

	135(5)	
(ii)	Total amount spent for the Financial Year	9,79,400/-
(iii)	Excess amount spent for the financial year [(ii)-(i)]	1,57,597/-
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	NIL
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	1,57,597/-

9. (a) Details of Unspent CSR amount for the preceding three financial years:

S. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.).	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in Rs.)
				Name of the Fund	Amount (in Rs.)	Date of transfer.	
NOT APPLICABLE							

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): Not Applicable

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
S. No.	Project ID.	Name of the Project.	Financial Year in which the project was commenced.	Project duration.	Total amount allocated for the project (in Rs.).	Amount spent on the project in the reporting Financial Year (in Rs.).	Cumulative amount spent at the end of reporting Financial Year. (in Rs.)	Status of the project - Completed /Ongoing.
NOT APPLICABLE								

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

(asset-wise details).

(a) Date of creation or acquisition of the capital asset(s) : NA

(b) Amount of CSR spent for creation or acquisition of capital asset: NIL

(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.: NA

(d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset) : NA

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

For and on behalf of the Board of Directors
For Compucom Software Limited

Sd/-
(Vaibhav Surana)
 Executive Director
 (DIN: - 05244109)
 Place: Jaipur
 Date: August 12, 2021
 Registered Office:
 IT 14-15, EPIP, Sitapura,
 Jaipur-302022 (Rajasthan)

Sd/-
(Surendra Kumar Surana)
 Chairman, CSR Committee and Managing
 Director & CEO
 (DIN: -00340866)

Form No. MR-3
SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2021

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

To,
The Members,
Compucom Software Limited
IT: 14-15, EPIP, Sitapura
Jaipur – 302022 (Rajasthan)

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Compucom Software 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 our 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 authorized representatives during the conduct of secretarial audit, the explanations and clarifications given to us and the representations made by the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2021 (‘Audit Period’) 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 the Company for the financial year ended on March 31, 2021 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 thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’): -
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (**Not applicable to the Company during the Audit Period**);
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (**Not applicable to the Company during the Audit Period**);
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (**Not applicable to the Company during the Audit Period**);
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (**Not applicable to the Company during the Audit Period**);
 - (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
- (vi) As confirmed, following other laws are specifically applicable to the Company for which the Management has confirmed that the Company has devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively:
 - (a) The information Technology Act, 2000;
 - (b) Policy relating to Software Technology Parks of India and its regulations.

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

- i. Secretarial Standards issued by The Institute of Company Secretaries of India;
- ii. The Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Ltd. and The Calcutta Stock Exchange Limited.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above **subject to the observations as given in Annexure.**

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.

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

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

We further report that during the audit period the company has made an application for voluntary delisting of its equity shares from the Calcutta Stock Exchange Limited only pursuant to the provisions of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009.

Place: Jaipur
Date: June 15, 2021
UDIN: F003355C000466631

For V. M. & Associates
Company Secretaries
(ICSI Unique Code P1984RJ039200)
PR 581 / 2019

Sd/-
CS Manoj Maheshwari
Partner
Membership No.: FCS 3355
C P No.: 1971

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

ANNEXURE A

To,
 The Members
 Compucom Software Limited
 IT: 14-15, EPIP, Sitapura
 Jaipur -302022 (Rajasthan)

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: Jaipur
Date: June 15, 2021
UDIN: F003355C000466631

For V. M. & Associates
Company Secretaries
(ICSI Unique Code P1984RJ039200)
PR 581 / 2019

Sd/-
CS Manoj Maheshwari
Partner
Membership No.: FCS 3355
C P No.: 1971

ANNEXURE III

Conservation of energy, research and development, technology absorption, foreign exchange earnings and outgo

[Pursuant to Clause (m) of Sub-section (3) of Section 134 of Companies Act, 2013 and Rule 8(3) of the Companies (Accounts) Rules, 2014]

CONSERVATION OF ENERGY

The nature of the Company's operation is not energy intensive and entails low level of energy consumption. However, significant measures are being taken for the conservation of energy and the management is constantly evaluating new technologies and investing in the infrastructure to make more energy efficient.

- i. Steps taken or impact on conservation of energy: -
Significant measures have been taken to reduce energy consumption by using energy-efficient equipment's like:
 - Incorporating new technologies in the air-conditioning systems in upcoming facilities to optimize power conservation.
 - Identification and replacement of low-efficient machinery (AC) in a phased manner.
 - Identification and replacement of outdated and low efficient UPS systems in a phased manner.
 - Conducting continuous energy-conservation awareness and training sessions for operational personnel.
 - The Company has installed 2 Solar Plants of total capacity of 120KWA for captive use.
- ii. The steps taken by the company for utilizing alternate sources of energy: -Installation of Solar Plant
- iii. The Capital investment on energy conservation equipment's: - Rs. 114.64 Lakhs

TECHNOLOGY ABSORPTION:

The Company realizes that in order to stay competitive and avoid obsolescence, it would have to invest in technology across multiple product line and services offered by it. In order to maintain its position of leadership, your Company has continuously and successfully developed state-of-the-art methods for absorbing, adapting and effectively deploying new technologies.

Hence, the Company is making every effort to develop methods for adopting and effectively deploying new technologies.

- i. Efforts made towards technology absorption, adaptation and innovation:
Company lays greater emphasis on technology absorption and innovations as the Company is engaged in the business marked with rapid technology changes and obsolescence. Company strives to keep pace with the rapid changes and adopt new technologies periodically to be in line with competitive market conditions.
- ii. Benefits derived as a result of the above efforts:
The adoption of the latest technology and innovative ideas has enabled your Company to have an edge on others due to higher productivity, better services, and increased consumer confidence. It also has enabled the Company to come out with innovative ideas so as to explore new areas of generating the revenue.
- iii. Imported Technology:
The Company's operations do not require significant import of technology.
 - a) The details of technology imported: Company did not import any technology since last three years.
 - b) The Year of Import: Not applicable
 - c) Whether the technology been fully absorbed: Not applicable
 - d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof: Not Applicable
- iv. The expenditure incurred on Research and Development:
The Company's R&D activity is part of its normal software development activities and is a continuous process. Company is not having the separate R & D department, so it will not be prudent to assign capital and recurring expenses specifically to the research and development activities.

FOREIGN EXCHANGE EARNINGS AND OUTGO:

The Company is in the business of software exports. All the efforts of the Company are geared to increase the business of software exports of different products and services in various export-oriented markets.

During the financial year 2020-21, the revenue derived from export activities was Rs. 36.38 Lakhs. The Company focuses on export projects, which attract higher margins at lower risks. The Company has established marketing arrangement in the foreign countries via marketing agreements.

The details of foreign exchange earnings and outgo are given in the notes on accounts.

Foreign Exchange earned in terms of actual Inflow (Export): Rs. 36,37,804/- (Previous year Rs. 1,35,67,973 /-)

Foreign Exchange outgo in terms of actual Outflow (Import): NIL (Previous year: NIL)

Other expenses incurred in foreign currency on manpower, administrative and marketing expenses: NIL (Previous year: NIL)

**For and on behalf of the Board of Directors
For Compucom Software Limited**

Sd/-

(Surendra Kumar Surana)
Chairman, Managing Director & CEO
(DIN: -00340866)
Place: Jaipur
Date: August 12, 2021
Registered Office:
IT 14 -15, EPIP, Sitapura,
Jaipur - 302 022 (Rajasthan)

Sd/-

(Vaibhav Suranaa)
Executive Director
(DIN: - 05244109)

ANNEXURE IV

Form No. AOC-2

[Pursuant to Clause (h) of Sub-section (3) of Section 134 of Companies Act, 2013 and Rules 8(2) of the Companies (Accounts) Rules, 2014]

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

1. Details of contracts or arrangements or transactions not at an arm's length basis:

(a)	Name(s) of the related party and nature of relationship	NIL (All Contracts or arrangements or transactions with related parties are at arm's length basis)
(b)	Nature of Contracts/arrangements/transactions	
(c)	Duration of Contracts/ arrangements/ transactions	
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	
(e)	Justification for entering into such contracts or arrangements or transactions	
(f)	Date(s) of approval by the Board	
(g)	Amount paid as advances, if any	
(h)	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	

2. Details of material contracts or arrangements or transactions at arm's length basis

(a) Name(s) of the related party and nature of relationship	CSL Infomedia Private Limited (Subsidiary)	Rishab Infotech Private Limited (Entity belonging to the Promoter or promoter group)	Sambhav Infotech Private Limited (Entity belonging to the Promoter or promoter group)	Compucom (India) Private Limited (Entity belonging to the Promoter or promoter group)	Compucom Technologies Pvt. Ltd. (Entity belonging to the Promoter or promoter group)	Mrs. Trishla Rampuria (Non-Executive Director)	Mr. Vaibhav Suranaa (Executive Director) *
(b) Nature of Contracts/ arrangements/ Transactions	Leasing/renting of Property	Leasing/renting of Property	Leasing/renting of Property	Leasing/renting of Property	Leasing/renting of Property	Leasing/renting of Property	Consultancy Service for Hotel Project
(c) Duration of the Contacts/ arrangements/ transactions	11 Months (1 st April 2020 to 28 th February, 2021) and (1 st March 2021 to 31 st January, 2022)	11 Months (1 st April 2020 to 28 th February, 2021) and (1 st March 2021 to 31 st January, 2022)	11 Months (1 st April 2020 to 28 th February, 2021) and (1 st March 2021 to 31 st January, 2022)	11 Months (1 st April 2020 to 28 th February, 2021) and (1 st November 2020 to 30 th September, 2021)	11 Months (1 st April 2020 to 28 th February, 2021) and (1 st November 2020 to 30 th September, 2021)	11 Months (1 st April 2020 to 28 th February, 2021) and (1 st March 2021 to 31 st January, 2022)	6 Months (1 st February, 2020 to 31 st July, 2020)
(d) Salient terms of the Contracts,	Tenancy Agreement for receiving rent of Rs.	Tenancy Agreement for receiving	Tenancy Agreement for receiving	Tenancy Agreement for receiving rent of	Tenancy Agreement for payment of rent of	Tenancy Agreement for payment of rent of	Consultancy Agreement for receiving Consultancy of

arrangements or transactions including the value, if any	19,965/- per month upto February, 2021 and Rs. 20,000/- per month from March, 2021 Including all the expenses.	rent of Rs.3,993 /- per month upto February , 2021 and Rs. 4,000/- per month from March, 2021 Including all the expenses	rent of Rs.,3,993/- per month upto February, 2021 and Rs. 4,000/- per month from March, 2021 Including all the expenses.	Rs.3,993/- per month upto February, 2021 and Rs. 3,20,000/- per month from November, 2020 Including all the expenses.	Rs.17,000/- per month upto February, 2021 and Rs. 1,85,000/- per month from November, 2020 including all the expenses.	Rs.40,250/- per month including all the expenses.	Rs.1,25,000/- per month except Rs. 75000/- in the month of April to June 2020 including all the expenses.
(e) Date(s) of approval by the Board, if any	27 th May, 2020 and 29 th January, 2021	27 th May , 2020 and 29 th January , 2021	27 th May, 2020 and 29 th January, 2021	27 th May, 2020 and 30 th October, 2020.	27 th May, 2020 and 30 th October, 2020.	27 th May, 2020 and 29 th January, 2021	18 th January 2020 and modified on 27 th May, 2020
(f) Amount paid as advances, if any	NIL	NIL	NIL	NIL	NIL	NIL	NIL

***Mr. Vaibhav Suranaa appointed as Executive Director w.e.f. 1stAugust, 2020.**

**For and on Behalf of the Board of Directors
For Compucom Software Limited**

Sd/-
(Surendra Kumar Surana)
Chairman, Managing Director & CEO
(DIN: -00340866)
Place: Jaipur
Date: August 12, 2021
Registered Office:
IT 14-15, EPIP, Sitapura,
Jaipur-302022 (Rajasthan)

Sd/-
(Vaibhav Suranaa)
Executive Director
(DIN: - 05244109)

ANNEXURE V

Information under Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

- i) **The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2020-21 and the percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary in the financial year 2020-21:**

Name of Director's and KMP	Remuneration for the Financial Year 2020-21	Ratio of remuneration to median remuneration of employees	% increase in remuneration in the financial year
Mr. Surendra Kumar Surana, Chairman, Managing Director & CEO*	16,20,000	1:17.99	(10%)
Mr. Vaibhav Suranaa, Executive Director**	10,00,000	1:11.11	NA
Mr. Ajay Kumar Surana	NA#	NA#	NA#
Mrs. Trishla Rampuria	NA#	NA#	NA#
Dr. Satish Kumar	NA#	NA#	NA#
Mr. Ghisa Lal Chaudhary***	NA#	NA#	NA#
Dr. Baldev Singh	NA#	NA#	NA#
Mr. Staya Narayan Gupta****	NA#	NA#	NA#
Mr. Sanchit Jain*****	NA#	NA#	NA#
Mr. Amitabh Kaushik*****	NA#	NA#	NA#
CS Swati Jain, Company Secretary	3,07,522	1:3.42	10.50%
CA Sanjeev Nigam, CFO	7,70,000	1:8.55	4.90%

*Remuneration of Mr. Surendra Kumar Surana, Chairman, Managing Director and CEO reduced by waiver of salary by him due to COVID 19 Pandemic.

** Appointed as Executive Director w.e.f. August 01, 2020 in the 26th Annual General Meeting

***Retired from Independent Director w.e.f February 10, 2021.

****Appointed as an Additional Director w.e.f May 27, 2020 and regularized as Director in the 26th Annual General Meeting.

***** Retired from Independent Director w.e.f May 17, 2020.

*****Appointed as an Additional Director w.e.f January 29, 2021.

#Sitting Fees paid to Directors do not form part of the aforesaid calculation.

- ii) **The percentage increase in the median remuneration of employees in the financial year 2020-21:** NIL
(There is not any changes in the median remuneration of employees during the year.)

iii) **The number of permanent employees on the rolls of Company:** 726 as on March 31, 2021.

- iv) **Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:**

The average percentage increase in the remuneration of all employees (other than KMPs) for the FY 2020-21 stood at 12.64 whereas the average remuneration of KMPs reduced by 4.08% due to the reason that Managing Director waived his 40% salary during the first quarter in view of COVID-19.

- v) **Affirmation that the remuneration is as per the Remuneration Policy of the Company:** The Company affirms remuneration is as per the Remuneration Policy of the Company.

For and on behalf of the Board of Directors

For Compucom Software Limited

Sd/-

(Surendra Kumar Surana)

Chairman, Managing Director & CEO

(DIN: -00340866)

Place: Jaipur

Date: August 12, 2021

Registered Office:

IT 14-15, EPIP, Sitapura,

Jaipur-302022 (Rajasthan)

Sd/-

(Vaibhav Suranaa)

Executive Director

(DIN: - 05244109)

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

OVERVIEW

The Company operates in areas like e-governance projects, ICT education projects, software design & development, electronic Media, IT & media training and learning solutions, wind power generation etc. Pipeline projects underway in hospitality, food processing, cold-chaining and commodity trading sectors.

Our Strategic objective is to build a sustainable organization that remains relevant to the agenda of our clients, while creating growth opportunities for our employees and generating profitable growth for our investors.

The financial statements are prepared in accordance with the Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values, the provisions of the Companies Act, 2013 ("the Act") and guidelines issued by the Securities and Exchange Board of India (SEBI). 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 for preparing Financial Statements.

I. INDUSTRY STRUCTURE AND DEVELOPMENTS:

Almost every industry around the globe is being driven by Software and Computing technology to transform their business in a profound way. Due to reduction in hardware and bandwidth cost the IT and ITES are helping in digitization of business process and it is cascading across the industries and enabling IT based market offerings and business models. The renewal of digitization era has translated into extracting value out of digitized data, building next-generation software applications and platforms and strengthening information and data security.

The pandemic is estimated to have caused a 3.3% contraction of the world output in CY 2021, with advanced economies contracting 4.7%, and many sectors such as travel, hospitality, transportation, aerospace, consumer discretionary and small enterprises getting impacted severely across the world. Consequently, global technology spends declined 3.2% to about \$1.4 trillion in 2020. Within that, IT services spending declined more, down 3.9%, while Business Process Management declined by 2.4%. While the spending showed a decline on a full year basis, technology was center-stage in enterprises' response to the pandemic-related lockdowns and thereafter. After the initial contraction due to dislocations, the need for business continuity, operational resilience and the switch to digital transactions drove strong demand for IT services over the rest of the year.

It was widely expected last year by analysts and industry professionals alike, that there would be at least 5-10% drop in revenue from IT services in Q1 due to clients cancelling or putting off discretionary spending for a few months until the situation becomes stable again. This year, the analysts have put even more qualifiers and disclaimers while making predictions, but generally the widely accepted view is slightly optimistic, with governments and organizations around the world having learnt a bit to live with the covid virus and adapt to the new changes. One particular segment of IT & ITES industry, which deals with SaaS particularly for business enabling and collaborating remotely, has in fact seen a huge jump in YoY revenue and expected growth.

India's IT & ITES industry raked in over US \$ 180bn in revenue for the year 2019-20 (NASSCOM). Exports form the major chunk (about two thirds) of these figures. The IT&BPM sector contributes to nearly 8% of India's GDP. IBEF estimated it to have grown to US \$ 194bn in 2020-21.

Government spending in ICT & IT projects picked up since last year, but still not up to pre-covid levels. Your company successfully started work in new ICT related works from Government of Rajasthan and renewed some of the existing Government departments' IT based projects. These have been notified to the markets from time to time.

Your company is continuously targeting new customer segments and market verticals in order to leverage existing land bank and to continue the steady rate of diversification it has maintained over the years.

One such upcoming project is a 4-star hotel property in Jaipur which the Company wants to develop and operate with existing best practices and an integrated self-sustaining supply chain, as far as possible, with backward integration from a cold chaining and food processing project being set up nearby. According to India Brand Equity Foundation (IBEF), during 2018, foreign tourist arrivals (FTAs) in India stood at 10.56 million, achieving a growth rate of 5.20 per cent year-on-year. FTAs in January 2019 stood at 1.10 million, up 5.30 per cent compared to 1.05 million year-on-year. International tourist arrivals are expected to reach 30.5 million by 2028. Jaipur is a major city in both international and domestic tourism circuits. As of FY 19, existing inventory of hotel rooms (branded, all categories) in Jaipur stood at 5,426, up from 5,058 and 4,129 respectively in immediately preceding years. The YoY growth for rooms inventory stood at 7.3% and CAGR at 5.6%, which were well above the average for top 11 tourism cities at 5.9% a piece for both figures. The proposed supply, as per CARE ratings will be around 1089 new rooms by end of FY 23 with upper-midmarket and midmarket segments grabbing the biggest chunks (38.6% and 30.5%) in this new inventory.

It is important to note that these forecasts will have to be reconsidered in the light of the current global pandemic that has currently crippled most of travel and allied industries. Although we are still in development phase of the hotel and

hence not incurring any operating costs, but the company has taken cognizance that whenever the travel and hospitality sectors would stabilize, there would be renewed focus on values such as hygiene, safety etc. and we are actively evolving our development strategy accordingly.

II. OPPORTUNITIES AND THREATS:

Opportunities:

- a. Education & ICT in Govt. Schools: India is one of the world’s largest education markets, with 445mn of the 1.3bn population comprising the target group (5-20 ages) of the education sector. The ‘ICT in schools’ scheme is a window of opportunity to bridge the digital device gap in India. The scheme is a comprehensive initiative to open new vistas of learning and provide a level playing field to school students of rural areas. Compucom is a passport for fulfilling career in computer literacy, providing students with hands-on courses to stay abreast with the requirements of the IT world and moreover Compucom is one of the prominent players for ICT School Projects, which are funded by Government of India and State Governments in 60:40 ratio. Compucom undertakes large projects that are similar in nature with a turnkey project, from setting-up of computer labs to imparting computer education and other computer aided learning program for government schools. These projects also involve supply of computer hardware, software and connected accessories as well as imparting of education services for a specified time (generally 3-5 years). Government having recognized the importance of IT in education as being fundamental to the development of a globally competitive economic and democratic society as well as placing India on the world IT map, now focus mainly on providing computers and computer literacy Programme in Government schools. Compucom has shaped the lives of millions of students by introducing computer literacy to the students in Government Schools.

The Government in order to streamline the school education projects had merged the Rashtriya Madhyamik Shiksha Abhiyan (RMSA) and Sarva Shiksha Abhiyan (SSA) under the aegis of Samagra Shiksha Abhiyan (SMSA) as an effort to universalize Secondary and Elementary Education by community-ownership of the school system. It is a response to the demand for providing quality school education across the country. The Samagra Shiksha Abhiyan (SMSA) is also an attempt to provide an opportunity for improving human capabilities through provision of community owned quality education. It aims to provide useful and relevant Secondary and Elementary education for all children within the 6-18 age groups. The Programme also aims to bridge social, regional and gender gaps, with the active participation of the community in the management of schools. The increased allocation to the Samagra Shiksha Abhiyan (SMSA) will have a positive impact on all the IT training companies including Compucom as there would be increased allocation to computer training as well. The budget has also been positive for the IT-Training companies with increased allocation to the Samagra Shiksha Abhiyan (SMSA). Along with this, the demand for corporate training is increasing with more and more companies outsourcing training to specialized IT training companies hence the growth of the IT-Training companies will be further boosted. Skill training focus of Government under Pradhan Mantri Kaushal Vikas Yojana (PMKVY) is also going to prove beneficial to our company in the near future. The company as well its subsidiary have started work with due permissions, this skill development segment and if the pilot is successful, subsequent expansion and investment into this segment may be expected.

Additionally, in the previous FY, the government’s introduction of New Education Policy 2020 has placed a renewed focus on both IT education and ICT based education media. Be it including coding for children from an early school going age or proposing quality tech-based options for adult learning such as apps, satellite-based TV channels, ICT equipped libraries etc., the company looks forward to these developments and shall work closely with all stakeholders to ensure it plays a role in modernizing Indian education.

- b. Software & E-governance Services: Traditionally the company has been focusing on software export market, but the way India is emerging as a power house economy, many more software service opportunities in Government sector are emerging in areas of power utilities, Education, Rural Development, Infrastructure Development, etc. Our company has put significant efforts in harnessing this E-Governance business. Our company is also serving overseas clients by providing software development, testing and maintenance and customer support services. The company has developed its own news portal which works in conjunction with its satellite TV Channel and has added shimmer to the company’s brand image and generated new business opportunities. This past two FYs though have seen a temporary downturn in number of client orders from overseas, but the company is fully geared to bounce back soon and is making efforts to ensure the same.
- c. Media Services: Your company’s subsidiary CSL Infomedia Pvt. Ltd. has successfully completed ninth year operation of its Satellite TV Channel “JAN TV” which is a vehicle of Educational, Financial, Social and Political change. This Channel offers Education, News, Employment, Skill Development, Agriculture, Tourism, Healthcare, Religious, Sports, Entertainment and News and Current Affairs based programs. Jan TV is available on Tata Sky DTH Channel No. 1185, Airtel DTH Channel number 355, all major OTT platforms like MXPLAYER, JIO TV, DAILYHUNT, YouTube Live Streaming and on major cable networks across India. Jan TV is also available free on Android, iPhone mobile phones and on PC through internet and mobile app. Company’s second TV channel is JAN TV PLUS which is also broadcasting News & Current Affairs, Entertainment, Education, Agriculture and Social Empowerment related programs. JAN TV is a Free-To-Air

(FTA) channel, whereas JAN TV Plus is a Pay channel. Both JAN TV and JAN TV Plus channels are empaneled with Department of Information and Public Relations (DIPR) Government of Rajasthan. JAN TV is also empaneled with DAVP for getting Central Government advertisement. JAN TV has taken BARC (Broadcast Audience Research Council) subscription for Television Audience Measurement Services. JAN TV now has a bureau office in Uttar Pradesh and trying to get empaneled with DIPR, UP.

- d. Hospitality Sector: Since the Indian tourism & hospitality industry has emerged as one of the key drivers of growth among the services sector in India, and being located at Jaipur, which is among the preferred destination of domestic as well as international tourists, Compucom had decided to venture into this sector. Therefore, we have been constructing a four-star Hotel on our existing piece of land at IT 12-13 Sitapura Industrial Area, requiring phased investment of total 20 to 25 crore rupees approx. This project is partly funded by the State Bank of India. The company is also exploring tie ups with reputed brands and operators in the hospitality space. Before the second wave of covid there were more than good signs of a rebound in tourism and hospitality, especially in the domestic categories. So if there isn't another major wave in the pandemic, a similar upstart is to be expected very soon.
- e. Wind Power: Power is among the most critical component of infrastructure, crucial for the economic growth and welfare of nations. The existence and development of adequate infrastructure is essential for sustained growth of the Indian economy.

India's power sector is one of the most diversified in the world. Sources of power generation range from conventional sources such as coal, lignite, natural gas, oil, hydro and nuclear power to viable non-conventional sources such as wind, solar, and agricultural and domestic waste. Electricity demand in the country has increased rapidly and is expected to rise further in the years to come. In order to meet the increasing demand for electricity in the country, massive addition to the installed generating capacity is required.

India is the third-largest producer and second-largest consumer of electricity in the world and had an installed power capacity of 373.43 GW as of October 2020.

The Company has installed two wind power generation plants in Jaisalmer (Rajasthan) with capacity of 0.6 MW each, two at Sikar (Rajasthan) with capacity of 0.6 MW each & One Plant at Krishna (Andhra Pradesh) with capacity of 0.8 MW. Total wind power generation capacity is 3.2 MW.

Threats:

- a. Competitive pressures: IT is one sector that is spreading its wing fast throughout the world and India is becoming a preferred destination for global IT players. As a result, the competitive pressure is intensifying. The Company has to operate in this competitive scenario and acquire a grip on the market to hold its foot firmly and upkeep the brand name.
- b. Talent supply constraint: Both, the IT as well as the manufacturing sector seek talent. This increases the cost of the talent. The Company has to ensure that it acquires good talent and retains it in order to constitute its major competitive edge. The Company maintains excellent work environment and competitive package for this purpose.
- c. Technology Obsolescence: These are the days when technology takes no time to become obsolete. Thus, to be at par with its competitors the company has to ensure that it constantly updates and upgrades its technology.
- d. Exchange Rates: Since the company uses India as a major source of manpower, the exchange rate of the rupee vis-à-vis the US-dollar and other currencies affect its ability to compete. The Company attempts to minimize the foreign exchange exponent by taking appropriate measures wherever required.
- e. Government Policies: As and when there is a change in the Government, there might be a change in its policies too. Any adverse changes in its policies may affect the business operations of the Company.
- f. Downturn in industries being served: Any outlook of the industry needs to be looked at with caution since the current trend seems to be very fluid due to Government Policies and also the continuing COVID-19 pandemic has hugely disrupted the demand and chain supply across industries, thus negatively impacting the business of companies and driving the Global Economy towards a possible recession. The continuing COVID-19 pandemic had also forced the Government to re-impose lockdown and various other strictures in a bid to contain the spread of disease. This has forced companies to rework how their employees work and how their core business processes are supported and delivered.

III. SEGMENT-WISE OR PRODUCT-WISE PERFORMANCE: Detailed information about segment-wise performance of the company are as follows:

- **Information about reportable segments**

A. Information about primary segments

(in Lakhs)

Particulars	Year ended March 31, 2021			Year ended March 31, 2020		
	Allocated	Unallocated	Total	Allocated	Unallocated	Total
Business Segment						
Revenue						
Software	573.55	-	573.55	519.99	-	519.99
Learning	830.37	-	830.37	719.32	-	719.32
Wind Power	174.30	-	174.30	171.41	-	171.41
Segment revenue	1578.22	-	1578.22	1410.72	-	1410.72
Expenses						
Software	676.97	-	676.97	528.40	-	528.40
Learning	1082.86	-	1082.86	820.26	-	820.26
Wind Power	186.61	-	186.61	190.68	-	190.68
Segment Expense	1946.44	-	1946.44	1539.34	-	1539.34
Segment Results						
Software	(103.42)	-	(103.42)	(8.41)	-	(8.41)
Learning	(252.49)	-	(252.49)	(100.94)	-	(100.94)
Wind Power	(12.31)	-	(12.31)	(19.27)	-	(19.27)
Segment Results	(368.22)	-	(368.22)	(128.62)	-	(128.62)
Less: expenses		30.70	30.70	-	29.38	29.38
Add: Interest income		-	-	-	-	-
Add: Other unallocable income		755.98	755.98	-	331.68	331.68
Profit before tax and exceptional items		-	357.07	-	-	173.68
Less: Exceptional item	-	-	-	-	-	-
Profit before tax		-	357.07			173.68
Tax expenses		-	101.76	-	-	65.19
Other Comprehensive income		-	(11.68)	-	-	(1.63)
Profit for the year	243.63	-	243.63	106.86		106.86

B. Information Based on Geography

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Revenue by geographical segment		
India	2297.82	1606.72
USA	36.38	135.68
Total	2334.20	1742.40

C. Reconciliation between segment revenue and enterprise revenue

Particulars	For the year ended	For the year ended
	March 31, 2021	March 31, 2020
Segment Revenue		
Software	573.55	519.99
Learning	830.37	719.32
Wind Power	174.30	171.41
Total Segment Revenue	1578.22	1410.72
Enterprise Revenue		
Revenue from operations	2334.20	1742.40
Less: Other operating revenues	(755.98)	(331.68)
Add: Export Incentives	-	-
Total Segment Revenue	1578.22	1410.72

IV. OUTLOOK:

The Company has a positive outlook for the coming year and endeavors to achieve a steady business performance in the coming year. This is however, subject to risks and uncertainties given below.

V. RISKS AND CONCERNS:

The Board of Directors and Senior Management is continuously and carefully monitoring the risks and concerns related to the business for example; risks and uncertainties regarding fluctuating earnings, interest rates, exchange rates, the Company's ability to manage growth, intense competition in IT services including those factors which may affect our cost advantage, wage increase, earnings and exchange rate fluctuations, intense IT competition, Government policies, ability to attract and retain skilled professionals, time- cost over-runs on fixed price contracts, client concentration, ability to manage the international marketing and sales operations as well as the local operations, alterations of the government fiscal incentives, political instability, legal framework and above all general economic conditions affecting the industry.

VI. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The 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. The 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.

The Company has a robust internal audit program, where the internal auditor, conduct a risk-based audit with a view to not only test adherence to policies and procedures but also to suggest improvements in processes and systems. Their audit program is agreed upon by the Audit Committee. Internal audit observations and recommendations are reported to the Audit Committee, which monitors the implementation of such recommendations. The findings were satisfactory and suggestions for improvement have been taken up for implementation.

VII. DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:

Financial Performance:

Income: The Company derives its income from Software& E-Governance services, sale of software products, learning solutions including skilling and placement activities, IT education and training, Wind Power Generation, and treasury income. Treasury income mainly includes interest on FDRs.

(Rs. in lakhs)

Particulars	31.03.2021	31.03.2020
Software & E-Governance Services - Overseas	36.38	135.68
Domestic	537.17	384.32
Learning Solution	830.37	719.32
Wind Power Generation	174.30	171.40
Other Income	755.99	331.68
Total	2334.21	1742.40

- a. **Software Services:** Software development at overseas level has shown degrowth due to lower orders. E-Governance projects at domestic level has shown improvement due to new project of Rs. 3.56 crores for supply of manpower on contract basis, to Building and Other Construction Workers Welfare Board, received from July, 2019 for one year which further extended for another one year up to June, 2021. The Company is bidding for new project aggressively in the current Financial Year also.
- b. **Learning Solution:** Learning Solution comprises imparting computer education in Govt. Schools, skilling and placement activities, providing computer education to general public through Franchisees and Authorized Business Associates (ABA's) and IT finishing school. During the financial year revenue from this segment has increased by about 15% due to the reason that we received 303 school project for satellite education on boot bases for 27 months from March, 2021. We received another project of 53 school project on BOOT basis for 5 years from feb.,2021. We received one more project of DDUGKY from Rajasthan Skill and Livelihood Development Corporation for implementing Deen Dayal Upadhaya Grameen Kausalya Yojna of Ministry of Rural Development of GOI. The project started from Nov. 2020 and it aims at training, assessment and certification and placement of youth. Total project cost is 3.25 crores and it is for 36 months. The courses conducted under the project are IT/ITes, Data entry operator, Software developer, IT Helpdesk attendant and Biometric data operator.
- Regarding the learning solution apart from the ICT and other projects of Government schools, the company indulges in providing skill development training to engineering & other curriculum batches, as well as government & other employees.
- c. **Wind Power Generation:** The Company has set up five wind power plants two in Sikar and two in Jaisalmer, Rajasthan and one in Krishna, Andhra Pradesh. Wind World India Limited takes care of the wind power projects of the company and deals on behalf of the company with all regulatory bodies. Revenue from this segment has increased marginally by Rs. 2.89 lakhs compared to the previous year. This segment mainly depends upon the flow of wind and availability of grid.
- d. **Foreign Exchange Risks/ Exposures:** The Company operates from India with execution facilities in USA. A significant portion of revenue, expenses related to Software business is carried out in US foreign exchange exposure for the last two years is mentioned below:

Particulars	(Rs. in Lakhs)	
	31.03.2021	31.03.2020
Revenue in Foreign Currency	36.38	135.68
Revenue Expenses in Foreign Currency	-	-
Capital Expenses in Foreign Currency	-	-
Net Exchange Earning	36.38	135.68

The reason of fall in revenue in foreign currency is due to lower overseas workorders.

Particulars	(Rs. in Lakhs)			
	31.03.2021	% of Total Revenue	31.03.2020	% of Total Revenue
Total Revenue	2334.21	100	1742.40	100
Expenses				
Purchase of stock in trade	16.53	0.71	-	-

Changes in inventories	(15.24)	-0.65	-	-
Manpower Expenses	779.87	33.41	617.98	35.47
Learning Solution Execution Charges	660.73	28.31	391.95	22.49
Administrative & Other Expenses	331.25	14.19	325.36	18.67
Finance Cost	54.94	2.35	94.79	5.44
Depreciation	149.06	6.39	138.64	7.96
Profit Before Tax	357.07	15.30	173.68	9.97
Exceptional Items	0.00	0.00	0.00	0.00
Provisions for Income Tax	101.76	4.36	65.19	3.74
Other comprehensive income	(11.68)	(0.50)	(1.63)	(0.09)
Profit After Tax	243.63	10.44	106.86	6.13

Interest: The Company relies on the internal accruals and/or term loans for financing the IT/ ICT projects awarded by the Government. Interest paid during the year amounted to Rs. 30.84 Lakhs and Company has not defaulted in the payment of principal and interest during the year. During the previous year purchase of Rs. 16.53 lakhs and inventory of Rs. 15.94 lakhs include those for new 303 school projects. Finance cost during the current year is lower due lower necessity to utilize of OD limits and repayment of long term loans during the financial year 2019-20 for 1172 and 303 school project.

. Depreciation has increased by Rs. 10.42 lakhs. This was due to above mentioned new 53 schools and 303 schools projects.

Operational Performance:

Share capital: The Company has only one class of shares namely equity shares. The face value of the share is Rs. 2/- per share. The paid-up capital of the company is Rs. 15,82,50,376/-

Reserves & Surplus			Fixed Assets:		
Particulars	31.03.2021	31.03.2020	Particulars	31.03.2021	31.03.2020
Profit & Loss Account	7933.39	7915.45	Gross Block	5156.68	4519.31
General Reserves	1484.79	1484.79	Accumulated depreciation	2661.28	2512.21
Securities Premium	1352.96	1352.96	Net Fixed Assets	2495.40	2007.10
Capital Reserve	209.22	209.22	Total Revenue/Net Block	0.94	0.87
Other Comprehensive Income	23.48	35.16			
Total	11003.84	10997.58	Acc. Dep. as % of Gross Block	51.61	55.59

Investments: The details of investment made by the company are as under:

Particulars	31.03.2021	31.03.2020
Equity Investments in CSL Infomedia Pvt Ltd.	455.00	455.00
Equity Shares	1.78	0.51
Investments in Mutual Funds	131.10	26.83

Other Investments	18.01	17.32
Total	605.89	499.66
Non-Current & Current Liabilities:		(Rs. in Lakhs)
Long-Term Borrowings	217.75	251.49
Deferred Tax Liabilities (Net)	0.00	0.00
Other Long-Term Liabilities	644.57	643.29
Long-Term Provisions	132.05	86.23
Short-Term Borrowings	3.39	825.23
Trade Payables	52.95	68.79
Other Current Liabilities	158.38	97.99
Short-Term Provisions	376.08	423.31
Total	1585.17	2396.33
Long Term Loans and Advances & Other Non-Current Assets:		(Rs. in Lakhs)
Long Term Loans and Advances	1372.16	1393.28
Other Non-Current Assets	104.07	99.61
Deferred Tax Assets (Net)	170.61	187.09
Other Financial Assets	30.62	1064.06
Total	1677.46	2744.04
Current Assets:		(Rs. in Lakhs)
Trade Receivable	2797.49	4671.41
Cash and Bank Balances	5350.43	3724.39
Short Term Loans and Advances	1229.59	1329.83
Stock in trade	0.00	0.00
Total	9377.51	9725.63

Trade receivables are mainly related to Govt. Schools of Rajasthan. These debtors are considered good and are realizable.

VIII. MATERIAL DEVELOPMENT IN HUMAN RESOURCES/ INDUSTRIAL RELATIONS, INCLUDING NUMBER OF PEOPLE EMPLOYED:

Human resource development is paramount in every organization. The management continues to lay emphasis on identifying and developing talent on organization with a view to retain them and impart further training to those capable of handling additional responsibilities. This works to increase employee satisfaction within the organization, by providing employees with fresh challenges. Developing people and harnessing their ideas of high priority for the Company.

The Company's employee count stood at 726 as of March 31, 2021.

IX. DETAILS OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS:

In accordance with the SEBI (Listing Obligations and Disclosures Requirements) (Amendment) Regulations, 2018, the Company is required to give details of significant changes (change of 25% or more as compared to immediately previous financial year) in key sector-specific financial ratios.

During the year the Company maintain the specific ratios as follows:

Debtors Turnover Ratio	0.42
Inventory Turnover	0.17

Interest Coverage Ratio	12.58
Current Ratio	15.90
Debt Equity Ratio	0.13
Operating Profit/(Loss) Margin (%)	(23.32) %
Net Profit Margin (%)	10.94%
Basic EPS (Rs.)	0.32

Debtor turnover ratio is 0.42 due to the reason that net credit sales increased to Rs. 1573.44 lakhs while it was Rs. 1409.78 lakhs in previous year and average receivable during the current year is Rs. 3734.45 lakhs while it was Rs. 5178.33 lakhs in previous year. The company does not generally deal in purchase and sale of inventory. However, a sale of Rs. 1.29 has been made and average inventory during the year is 7.62 lakhs. Interest coverage ratio is 12.58. Profit before tax and interest is only 387.91 lakhs in relation to the interest of Rs. 30.84 lakhs. Profit before tax and interest during the previous year was Rs. 94.73 lakhs in relation to the interest of Rs. 73.91 lakhs during the previous year which accounted for 1.28 times. Current ratio is 15.90 at present which is due to the reason that company has kept liquid funds in hand and has avoided short term loans from banks and creditors. It is worth mentioning that company has recovered Rs. 387.93 lakhs from those debtors which had been considered as bad debts in past years. Debt Equity Ratio is 0.13. Total debts during the current year were 1585.17 lakhs and total Equity was 12586.34 lakhs while total debts during the previous year were Rs. 2396.33 lakhs and total equity was Rs. 12580.09 lakhs. Operating profit/(loss) margin is -23.32% due to operating loss during the current year is Rs. 368.08 and revenue from operation is 1578.22 while operating loss during the previous year was Rs.84.09 lakhs and revenue from operation was Rs.1410.72 lakhs. The Net profit margin is 10.94% due to net profit after tax is 255.31 and total revenue is 2334.20 while net profit during the previous year was 108.49 lakhs and total revenue was Rs. 1742.40 lakhs. Net profit is higher due to bad debts recovered during the current period amounts to Rs. 387.93 lakhs.

CHANGES IN RETURN ON NET WORTH:

Return on Net Worth is computed as net profit divided by Net Worth. Net Profit has increased from Rs. 108.86 Lakhs in the previous financial year to Rs. 255.31 Lakhs in the current financial year. Due to this return on net worth is higher at 2.03% as compared to the previous financial year at 0.86%. The Profit is increased due to new projects received and higher other income of the Company.

X. CAUTIONARY STATEMENT:

This statement made in this section describes the Company’s objectives, projections, expectation and estimations which may be ‘forward looking statements’ within the meaning of applicable securities laws and regulations. Forward- looking statements are based on certain assumptions and expectations of future events. The Company cannot guarantee that these assumptions and expectations are accurate or will be realized by the Company. Actual result could differ materially from those expressed in the statement or implied due to the influence of external factors which are beyond the control of the Company. The Company assumes no responsibility to publicly amend, modify or revise any forward-looking statements based on any subsequent developments.

**For and on Behalf of the Board of Directors
Compucom Software Limited**

Sd/-
(Surendra Kumar Surana)
Chairman, Managing Director & CEO
(DIN: -00340866)
Place: Jaipur
Date: August 12, 2021
Registered Office:
IT 14-15, EPIP, Sitapura,
Jaipur-302022 (Rajasthan)

Sd/-
(Vaibhav Suranaa)
Executive Director
(DIN: - 05244109)

ANNEXURE VII

CORPORATE GOVERNANCE REPORT FOR THE YEAR 2020-21

Pursuant to Regulation 34(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

1. COMPANY’S PHILOSOPHY ON CORPORATE GOVERNANCE:

Corporate Governance is one of the essential pillars for building an efficient and sustainable environment. Our Company’s Management strongly believes in fostering a governance philosophy that is committed to maintaining accountability, transparency and responsibility, which are integral to the Company’s day-to-day operations to ensure that we gain and retain the trust of our stakeholders at all times.

Our Corporate Governance framework satisfies both the spirit and letter of the law in all our actions and disclosures and ensure transparency and maintain a high level of integrity.

The Company has a strong legacy of fair, transparent and ethical governance practices. The Company has adopted a Code of Conduct for Senior Management, Executive and Non-Executive Directors which includes Code of Conduct for Independent Directors which suitably incorporates the duties of Independent Directors as laid down in the Companies Act, 2013 (“Act”). This code is available on the Company’s website. The Company has adopted the requirements of Corporate Governance stipulated under Regulation 17 to 27 read with Schedule V and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”). Your Company recognizes and embraces the importance of a diverse Board in its success which is enriched with appropriate balance of skills, experience, diversity of perspectives, thereby ensuring effective Board governance. The Board of Directors of your Company is at the core of the Corporate Governance practices. Your Company’s Corporate Governance framework ensures that it makes timely and appropriate disclosures and shares factual and accurate information.

2. BOARD OF DIRECTORS:

(i) **Composition of the Board:** The Board of the Company has an optimum combination of Executive, Non-Executive and Independent Directors to maintain its independence as per the Listing Regulations and Act. As on March 31, 2021 the Board comprised eight Directors consisting of two Executive Director, two Non-Executive Directors and four Independent Directors. All members of the Board are eminent persons with considerable professional expertise and experience who actively contribute in the deliberation of Board covering strategic matters and decision making. The profiles of Directors can be found on weblink <http://compucom.co.in/about-us/leaderships/>.

(ii) **Number of Board or Board Committees of which a Director is a member or Chairperson (Only the membership(s) of Audit Committee and Stakeholders Relationship Committee other than Compucom Software Limited considered as per Listing Regulations and the name of the listed Company in which Director is a Director and category of the Directorship.**

The Board of Directors of the Company does not hold any membership in other Listed Company and also not hold the membership and Chairmanship in the Committee of any other listed Company

Details of Composition of the Board of Directors and their directorship in other Companies as on 31.03.2021 are as follows:

Name of the Director	Designation	Category	DIN	Number of other Company’s Directorships	Number of other Company’s Membership in Committee	Number of other Company’s Chairmanship in Committee
Mr. Surendra Kumar Surana	Chairman, Managing Director and CEO	Executive (Promoter)	00340866	5	0	0
Mr. Vaibhav Surana*	Whole Time Director	Executive (Promoter)	05244109	5	0	0
Mr. Ajay Kumar Surana	Director	Non-Executive (Promoter)	01365819	4	0	0

Mrs. Trishla Rampuria	Director	Non-Executive	07224903	1	0	0
Dr. Satish Kumar	Director	Independent	07517644	Nil	0	0
Dr. Baldev Singh	Director	Independent	08333652	Nil	0	0
Mr. Staya Narayan Gupta**	Director	Independent	07781599	Nil	0	0
Mr. Amitabh Kaushik***	Additional Director	Independent	09033384	Nil	0	0

*Mr. Vaibhav Surana appointed as Whole Time Director w.e.f. 1stAugust, 2020 by the shareholders in the 26th Annual General Meeting.

**Mr. Staya Narayan Gupta has been appointed as an additional director w.e.f. 27thMay 2020 and regularized as director in the 26thAnnual General Meeting.

***Mr. Amitabh Kaushik has been appointed as an additional director w.e.f. 29thJanuary 2021

Note:

- Number of Other Directorships includes Directorships held in Public Limited Companies, Private Limited Companies, Section 8 Companies, but excluding foreign Companies.
- (iii) None of the Directors on the Board is a Director in more than 10 Public Companies and 20 Companies overall and no Independent Director hold Directorship as an independent director in more than 7 listed Companies. Further, there are no Directors on the Board of the Company, who serve as Whole-time Director/ Managing Director with any other listed company. Also, none of Director is a member of more than 10 Committees or Chairman of more than 5 Committees across all the Companies in which he is a Director. The Directors have made necessary disclosures regarding Committee positions as on March 31, 2021.
- (iv) **Attendance of each of the Directors at the Board Meetings/Annual General Meeting/ is given below:**
The Meetings of the Board are usually held at Jaipur, but to take precautionary measures against COVID-19, Ministry of Corporate Affairs (MCA) has allowed holding Meetings through Video Conferencing. MCA and SEBI issued circulars to extend the time period and for conducting Board Meetings through Video Conference /Other Audio-Visual Means for approving financial statements.

Board’s report, and other restricted agenda items by its circulars dated March 18, 2020, June 23, 2020, September 28, 2020 and December 30, 2020 respectively and as per SEBI Circular SEBI/HO/CFD/CMD1/CIR/P/2020/38 dated 19th March, 2020. MCA and SEBI as a onetime relaxation, extended the gap between two consecutive meetings of the Board to 180 days instead of 120 days as required in the Act. By taking the relaxation provided by the MCA your Company held the first meeting of the financial year 2020-21 within 180 days instead of 120 days and the other Meetings were scheduled with a gap not exceeding 120 days between any two Meetings for the Financial Year under review. The Board meets at least once in a quarter to inter-alia review the Company’s quarterly performance and Financial Results, assess business strategies and their implementation and also discuss policy, compliance and other matters. The Meetings are conducted in compliance with the regulatory requirements including those prescribed under the Act. In exceptional circumstances, additional Meetings are held, if necessary.

4 (Four) Board Meetings were held during the Financial Year from April 1, 2020 to March 31, 2021. The necessary quorum was present for all the Meetings. The dates on which the Board Meetings were held are as follows:

May 27, 2020; July 22, 2020; October 30, 2020 and January 29, 2021.

The details of the Directors along with their attendance at Board Meetings (during the Financial Year 2020-21) and Annual General Meeting (“AGM”) held on Wednesday, September 23, 2020 are as given below:

Name of the Director	Board Meeting Dates				Entitled to Attend	Attended	Whether 26 th AGM held on 23 rd September 2020) attended
	May 27, 2020	July 22, 2020	October 30, 2020	January 29, 2021			
Mr. Ajay Kumar Surana	Yes	Yes	Yes	Yes	4	4	Yes

Mr. Surendra Kumar Surana	Yes	Yes	Yes	Yes	4	4	Yes
Mrs. Trishla Rampuria	Yes	Yes	Yes	Yes	4	4	Yes
Mr. Vaibhav Suranaa	Yes	Yes	Yes	Yes	4	4	Yes
Mr. Staya Narayan Gupta*	-	Yes	Yes	Yes	3	3	Yes
Mr. Ghisa Lal Chaudhary**	Yes	Yes	Yes	Yes	4	4	Yes
Dr. Satish Kumar***	Yes	Yes	Yes	Yes	4	4	Yes
Dr. Baldev Singh	Yes	Yes	No	Yes	4	3	Yes
Mr. Amitabh Kaushik****	-	-	-	-	0	0	N.A.

*Mr. Staya Narayan Gupta have been appointed as an Additional Director w.e.f. 27thMay, 2020 and regularized as Director in the 26thAnnual General Meeting.

**Mr. Ghisa Lal Chaudhary retired as Independent Director from the close of business hours from 10th February, 2021.

***Dr. Satish Kumar retired as Independent Director from the close of business hours from 24th May, 2021.

****Mr. Amitabh Kaushik has been appointed as an Additional Director w.e.f. 29th January 2021

(v) Disclosure of relationship between Directors inter-se;

Mr. Surendra Kumar Surana is father of Mr. Vaibhav Suranaa and brother of Mr. Ajay Kumar Surana, and Mrs. Trishla Rampuria, except this there are no inter-se relationships among other Directors.

(vi) Shareholding of Directors as on 31.03.2021:

Name of the Director	Category	No. of Shares held	% of Paid up capital
Mr. Surendra Kumar Surana	Executive Director	21,25,208	2.69
Mr. Vaibhav Suranaa	Executive Director	1,89,487	0.24
Mr. Ajay Kumar Surana	Non-Executive Director	4,90,044	0.62
Mrs. Trishla Rampuria	Non-Executive Director	0	0.00
Dr. Satish Kumar	Independent Director	0	0.00
Dr. Baldev Singh	Independent Director	0	0.00
Mr. Staya Narayan Gupta	Independent Director	0	0.00
Mr. Amitabh Kaushik	Independent Director	0	0.00

(vii) The Board functions as a full Board or through various Committees constituted for specific operation areas. The Board provides leadership, strategic guidance, objective and independent views to the Company's management while discharging its fiduciary responsibilities, thereby ensuring that the management adheres to high standards of ethics, transparency and disclosure.

(viii) None of the Non-Executive Directors have any material pecuniary relationship or transactions with the Company other than mentioned in AOC-2 attached as Annexure-IV of the Board Report.

(ix) The individual details of the Directors seeking appointment / reappointment at the ensuing Annual General Meeting of the Company are provided in the explanatory statement and annexure accompanying the notice of the Annual General Meeting.

(x) Board Meeting Procedure:

The tentative dates of Board Meetings for the next fiscal are decided in advance and published in this Report as part of shareholder information. To enable the Board to discharge its responsibilities effectively and take

informed decisions, necessary information and documents are made available to the Board well in advance. The Directors are informed of the items on the Agenda for every Board Meeting along with the notice to enable them to deliberate on each Agenda item and make informed decisions. All statutory and other significant matters, including the minimum information as required to be placed in terms of Schedule II- Part- A of Listing Regulations and Secretarial Standards under the Act, are placed before the Board. Detailed Agenda notes are also circulated to the Board in advance of the Meetings.

Independent Directors are expected to attend at least four quarterly Board Meetings and the AGM. The Board members are expected to rigorously prepare for, attend and participate in Board and applicable Committee Meetings. Each Board member is expected to ensure their other current and planned future commitments do not materially interfere with their responsibilities with us.

Board's role, functions, responsibility and accountability are clearly defined. In addition to matters statutorily requiring Board's approval, all major decisions involving formulation of strategy and business plans, annual operating and capital expenditure budgets, new investments, compliance with statutory regulatory requirements, major accounting provisions etc. are considered by the Board.

(xi) Availability of information to Board members

The Board has unrestricted access to all Company-related information, including that of our employees. At Board meetings, managers and representatives who can provide additional insights into the items being discussed are invited. Information is provided to the Board members on a continuous basis for their review, inputs and approval. Strategic and operating plans are presented to the Board in addition to the quarterly and annual financial statements. Specific cases of acquisitions, important managerial decisions, material positive / negative developments and statutory matters are presented to the committees of the Board and later, with the recommendation of the committees, to the Board for its approval. As a process, information to Directors is submitted along with the agenda well in advance of Board Meetings. Inputs and feedback of Board members are taken and considered while preparing the agenda and documents for the Board Meetings. At these meetings, Directors can provide their inputs and suggestions on various strategic and operational matters.

(xii) Selection and appointment of new Directors

The selection and appointment of Directors of the Company is carried out in accordance with provisions of the Act and relevant rules made thereunder, Directions and Guidelines issued under Listing Regulations and as per the Policy on Nominations & Remuneration for Directors, Key Managerial Personnel (KMP), Senior Management and other Employees.

The Board has delegated the screening and selection process to the Nomination and Remuneration Committee, which consists mostly of Independent Directors. The Committee, based on defined criteria, makes recommendations to the Board on the induction of new Directors and KMPs. The Board recommends the appointment of the Director to the shareholders. The proposal is placed before the shareholders for approval.

(xiii) Matrix of Skills/ Expertise/ Competencies of the Board of Directors:

The Board of Company comprises qualified members who bring in the required skills, competence and expertise that allow them to make effective contributions to the Board and its committees. The Board members are committed to ensuring that the Company's Board is in compliance with the highest standards of corporate governance.

The table below summarizes the key qualifications, skills and attributes which are taken into consideration while nominating candidates to serve on the Board.

List of core skills/ expertise/ competence

Financial	Leadership of a financial firm or management of the finance function of an enterprise, resulting in proficiency in complex financial management, capital allocation, and financial reporting processes, or experience in actively supervising a principal financial officer, principal accounting officer, controller, public accountant, auditor or person performing similar functions.
Diversity	Representation of gender, ethnic, geographic, cultural, or other perspectives that expand the Board's understanding of the needs and viewpoints of our customers, partners, employees, governments, and other stakeholders worldwide.
Global Business	Experience in driving business success in markets around the world, with an understanding of diverse business environments, economic conditions, cultures, and regulatory frameworks, and a broad perspective on global market opportunities.
Leadership	Extended leadership experience for a significant enterprise, resulting in a practical understanding of organizations, process, strategic planning, and risk management. Demonstrated strengths in developing talent, planning succession, and driving change and long-term growth.
Technology	A significant background in technology, resulting in knowledge of how to anticipate technological trends, generate disruptive innovation, and extend or create new

	business models
Board Service and Governance	Service on a Public Company board to develop insight about maintaining board and management accountability, protecting shareholder interests, and observing appropriate governance practices
Sales and marketing	Experience in developing strategies to grow sales and market share, build brand awareness and equity, and enhance enterprise reputation

The details of the directors who hold the above skills/expertise/competence are as follows:-

Personal Details				Top areas of Expertise						
Name	Director since	Inde pende nt	NED /Exec	Fin anci al	Diver sity	Global Busin ess	Lede rship	Techn ology	Board service and Governan ce	Sales and Marketin g
Mr. Surendra Kumar Surana	10.07.2014	No	Exec	Y	Y	Y	Y	Y	Y	Y
Mr. Ajay Kumar Surana	25.03.1996	No	NED	Y	Y	Y	Y	Y	Y	Y
Mrs. Trishla Rampuri a	12.08.2015	NO	NED	N	Y	N	Y	N	Y	N
Dr. Baldev Singh	08.02.2019	Yes	NED	N	Y	N	Y	Y	Y	N
Mr. Staya Narayan Gupta	27.05.2020	Yes	NED	Y	Y	N	Y	N	Y	Y
Mr. Amitabh Kaushik	29.01.2021	Yes	NED	Y	Y	N	Y	Y	Y	N
Mr. Vaibhav Suranaa	18.05.2019	NO	Exec	Y	Y	Y	Y	Y	Y	Y
Dr. Satish Kumar	25.05.2016	Yes	NED	Y	Y	N	Y	Y	Y	Y

3. **COMMITTEES OF THE BOARD:** In compliance with the requirements of the Act and the Listing Regulations, the Board of Directors has constituted various Committees. These Committees are entrusted with such powers and functions as detailed in their respective terms of reference. Besides, the Committees help focus attention on specific matters of the organization.

During the Financial Year under review, your Company conducted all its Committee Meetings through Video Conferencing, following all norms and rules applicable for such type of Meetings. MCA has allowed companies to use the mode of video conferencing to hold Meetings to reduce the risk of Covid -19 Pandemic. The Board of Directors of the Company takes note of the minutes of the Committee Meetings at its Meetings. All the recommendations of the various Committees were accepted by the Board during the Financial Year.

Currently, the Board of the Company has four Committees namely Audit Committee, Nomination & Remuneration Committee, Stakeholders' Relationship Committee and Corporate Social Responsibility Committee.

i). Audit Committee:

The Audit Committee has been constituted by the Company in terms of provisions of Section 177 of the Act and Regulation 18 read with Part D of Schedule II of Listing Regulations and is chaired by an Independent Director.

The terms of reference of the Audit Committee are broadly as under:

- Oversight of the Company’s financial reporting process and disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible;
- Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
- Approval of payment to statutory auditors for any other services rendered by them;
- Reviewing, with the management, the annual financial statements and auditor’s report thereon before submission to the Board for approval, with particular reference to:
 - Matters required to be included in the Directors’ Responsibility Statement to be included in the Board’s Report in terms of clause (c) of sub-section 3 of Section 134 of the Act.
 - Changes, if any, in accounting policies and practices and reasons for the same.
 - Major accounting entries involving estimates based on the exercise of judgment by the management.
 - Significant adjustments made in the financial statements arising out of audit findings.
 - Compliance with listing and other legal requirements relating to financial statements.
 - Disclosure of any related party transactions.
 - Modified opinion(s) in the draft audit report.
- Reviewing with the Management, quarterly/half yearly/yearly financial statements before submission to the Board for approval;
- Reviewing with the management, the statement of uses/application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/ prospectus/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
- Review and monitor the auditor’s independence and performance, and effectiveness of audit process;
- Approval or any subsequent modification of transactions of the Company with related parties;
- Scrutiny of inter-corporate loans and investments;
- Valuation of undertakings or assets of the Company, wherever it is necessary;
- Evaluation of internal financial controls and risk management systems;
- Reviewing with the management, performance of the statutory and internal auditors and adequacy of the internal control systems;
- Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- Discussion with the internal auditors of any significant findings and follow-up thereon;
- Reviewing the findings of any internal investigations by the internal auditors into 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;
- Discussions with the statutory auditors before the audit commences, about the nature and scope of the audit as well as post-audit discussions to ascertain any area of concern;
- To look into the reasons for substantial defaults in the payment to depositors, debenture holders, members (in case of non-payment of declared dividends) and creditors;
- To review the functioning of the Whistle Blower Policy/Vigil mechanism.
- Approval of appointment of CFO (i.e. the Chief Financial Officer or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
- Carrying out any other functions as specified in the terms of reference of the audit committee.
- 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.
- consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders

Review of information by Audit Committee:

The Audit Committee mandatorily reviews the following information:

- Management discussion and analysis of financial condition and results of operations;
- Statement of significant related party transactions (as defined by the audit committee), submitted by management;
- Management letters/letters of internal control weaknesses issued by the statutory auditors;
- Internal audit reports relating to internal control weaknesses; and

- The appointment, removal and terms of remuneration of the Chief Internal Auditor;
- Statement of deviations:
 - a) Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
 - b) Annual statement of funds utilized for purpose other than those stated in the offer document/prospectus/ notices in terms of Regulation 32(7).

Composition and number of meeting of the Audit Committee:

At present, the Audit Committee comprises of three (3) Directors as its Members, out of them two are Independent Directors and one is Executive Director. The composition of the Committee is in adherence to provisions of the Act, Listing Regulations and rules made thereunder. All the Members of the Committee are financially literate and majority of the Members including the Chairperson possess financial management expertise. The Company Secretary of the Company acts as Secretary to the Committee. The Board have accepted and implemented the recommendations of the Audit Committee, whenever provided by it.

During the year 2020-21, 4(Four) meetings of Audit Committee were held on the following dates:

May 27, 2020; July 22, 2020; October 30, 2020 and January 29, 2021. The required quorum was present at all the above Meetings

The table below sets out the Composition of audit Committee and attendance of the Audit Committee Meetings for the year 2020-21:

Name of the Director	Category	Audit Committee Meeting				Entitled to Attend	Attended
		May 27, 2020	July 22, 2020	October 30, 2020	January 29, 2021		
Mr. Ghisa Lal Chaudhary*	Independent Director (Chairman)	Yes	Yes	Yes	Yes	4	4
Dr. Satish Kumar**	Independent Director (Member)	Yes	Yes	Yes	Yes	4	4
Mr. Vaibhav Suranaa***	Executive Director (Member)	Yes	Yes	Yes	Yes	4	4
Dr. Baldev Singh*	Independent Director (Chairman)	-	-	-	-	0	0
Mr. Amitabh Kaushik**	Independent Director (Member)	-	-	-	-	0	0

* Dr. Baldev Singh appointed as a Chairman of the Committee in place of Mr. Ghisa Lal Chaudhary w.e.f. January 30, 2021.

** Mr. Amitabh Kaushik appointed as a member of the Committee in place of Dr. Satish Kumar w.e.f. January 30, 2021.

***Mr. Vaibhav Suranaa appointed as an Executive Director w.e.f. August 01, 2020.

The Audit Committee Meetings are usually held at the registered office of the Company situated at IT 14-15 EPIP, Sitapura, Jaipur (Rajasthan) and are usually attended by the Manager – Finance/ CFO and representatives of the Statutory Auditors, Secretarial Auditors and Internal Auditors. The operations heads are invited to the meetings as and when required.

The previous AGM of the Company was held on September 23, 2020 and was attended by Mr. Ghisa Lal Chaudhary, the then Chairman of the Audit Committee.

ii). Nomination and Remuneration Committee: -

The Nomination and Remuneration Committee has been constituted by the Company in terms of the provisions of Section 178 of the Act and Regulation 19 read with Part D of Schedule II of Listing Regulations and is chaired by an Independent Director.

The Board has accepted and implemented the recommendations of the Nomination and Remuneration Committee, whenever provided by it.

Role of the Nomination and Remuneration Committee, inter-alia, includes the following:

- Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board their appointment and removal.
- Formulation of criteria for evaluation of Independent Directors and the Board of Directors;

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
- Devising a policy on Board diversity;
- Whether to extend or continue the term of appointment of the Independent Director, on the basis of the report of performance evaluation of Independent Directors.
- Recommend to the Board, all remuneration, in whatever form, payable to senior management.

Composition and Number of Meeting of the Nomination and Remuneration Committee:

The Nomination and Remuneration Committee of the Company consists of three Non-Executive Directors out of which two are Independent Directors. The Committee is headed by Dr. Baldev Singh, Independent Director. The composition of the Committee is in adherence to the provisions of the Act and SEBI LODR Regulations. The Company Secretary acts as the secretary to the Nomination and Remuneration Committee.

During the year 2020-21, 2 (Two) meetings of Nomination and Remuneration Committee were held on the following dates:

May 27, 2020, January 29, 2021. The required quorum was present at all the above Meetings.

The table below sets out the composition and attendance at the Nomination and Remuneration Committee meeting during the year 2020-21:

Name of the Director	Category	Nomination and Remuneration Committee Meetings		Entitled to Attend	Attended
		May 27, 2020	January 29, 2021		
Dr. Baldev Singh	Independent Director (Chairman)	Yes	Yes	2	2
Dr. Satish Kumar*	Independent Director (Member)	Yes	Yes	2	2
Mrs. Trishla Rampuria	Non-Executive Director (Member)	Yes	Yes	2	2
Mr. Amitabh Kaushik*	Independent Director (Member)	-	-	0	0

* Mr. Amitabh Kaushik appointed as a member of the Committee in place of Dr. Satish Kumar w.e.f. January 30, 2021.

Performance Evaluation Criteria: -

Performance Evaluation of the Board as a whole, as well as that of its Committees, Independent Directors and Non- Independent Directors was done in accordance with the relevant provisions of the Act read with relevant rules made thereunder and Listing Regulations and in compliance of guidance note issued by SEBI under Circular no. SEBI/HO/ CFD/ CMD/CIR/P/2017/004 dated January 05, 2017. With the objective of enhancing the effectiveness of the Board, the Nomination and Remuneration Committee has formulated the methodology and criteria to evaluate the performance of the Board and its Committees and each Director. Board of Directors have three key roles – governance, control and guidance. Some of the performance indicators, based on which the Board of directors are evaluated, include:

- The ability to contribute to and monitor our corporate governance practices.
- Active participation in long-term strategic planning
- Commitment to the fulfillment of a director’s obligations and fiduciary responsibilities; these include participation in Board and committee meetings

To improve the effectiveness of the Board and its committees, as well as that of each individual director, a formal and rigorous Board review is internally undertaken on an annual basis. The evaluation process focused on Board dynamics and softer aspects. The process involved independent discussions with all Board members. The Board evaluation process was completed during financial year 2020-21.

The Nomination & Remuneration Committee carried out the evaluation of every Director’s performance and the Board additionally carried out an evaluation of its own performance, Statutory Board Committees Namely Audit Committee, Nomination & Remuneration Committee, Corporate Social Responsibility Committee and Stakeholders’ Relationship Committee and all the Individual Directors without the presence of the Director being evaluated. During the financial year under review, separate Meeting of the Independent Directors was held on May 27, 2020, without the attendance of Non- Independent Directors and the members of Management of the Company to review the performance of the Non- Independent Directors, Chairman and Board as a whole, after assessing the quality, quantity and timeliness of flow of information between the management and the Board which is necessary for the Board to effectively and reasonably perform its duties.

Major aspects of Board evaluation included who is to be evaluated, process of evaluation including laying down of objectives and criteria to be adopted for evaluation of different persons, feedback to the persons being evaluated and action plan based on the results.

Further, the evaluation process was based on the affirmation received from the independent directors that they met the independence criteria as required under the Act and the Listing Regulations.

Succession Planning

The Nomination and Remuneration Committee works with the Board on the leadership succession plan to ensure orderly succession in appointments to the Board and in senior management.

The Nomination and Remuneration Committee, while formulating the above policy, also ensure that –

- The level and composition of remuneration be reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully;
- Relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- Remuneration to directors, key management personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.

iii). Stakeholders’ Relationship Committee: -

The Constitution of the Stakeholders’ Relationship Committee is in terms of section 178(5) of the Act and as per Regulation 20 read with Part D of the Schedule II of Listing Regulations. The main role of the committee is to look into the redressal of complaints of investors such as transfer or credit of shares, non-receipt of dividend / notice / annual reports, revalidation of dividend DD etc.

The Committee deals with the following matters: -

- 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.
- Review of measures taken for effective exercise of voting rights by shareholders.
- 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.
- 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.

Name and Designation of Compliance Officer: CS Swati Jain, Company Secretary of the Company act as a Compliance Officer of the Company.

Composition and Number of Meeting of the Stakeholders’ Relationship Committee:

The Stakeholders’ Relationship Committee of the Company consists of three Directors out of which one is Independent Director one is Non-Executive Director and one is Executive Director. The Committee is headed by Mr. Staya Narayan Gupta, Independent Director.

During the year, 1 (One) meeting of Stakeholders’ Relationship Committee was held on May 27, 2020. The required quorum was present at the Meeting.

The table below sets out the Composition and attendance of the Stakeholders’ Relationship Committee Meeting during the year 2020-21

Name of the Director	Category	Stakeholder’s Relationship Committee	Entitled to Attend	Attended
		May 27, 2020		
Mr. Ghisa Lal Chaudhary*	Independent Director (Chairman)	Yes	1	1
Mrs. Trishla Rampuria	Non-Executive Director (Member)	Yes	1	1
Mr. Vaibhav Suranaa**	Executive Director (Member)	Yes	1	1
Mr. Staya Narayan	Independent Director (Chairman)	-	0	0

Gupta*				
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* Mr. Staya Narayan Gupta appointed as a Chairman of the Committee in place of Mr. Ghisa Lal Chaudhary w.e.f. January 30, 2021.

**Mr. Vaibhav Suranaa appointed as an Executive Director w.e.f. August 01, 2020.

The Committee expresses satisfaction with the Company’s performance in dealing with investor grievances. The investor grievances can also be placed on the e-mail: investor@compucom.co.in

Details of Investor Complaints

99.51% shares of the Company are in dematerialized form. MCS Share Transfer Agent Limited has been appointed and acting as the Registrar and Share Transfer Agent of the Company for carrying out shares transfer and other ancillary work related thereto. MCS Share Transfer Agent Limited has appropriate systems to ensure that requisite service is provided to investors of the Company in accordance with the applicable corporate and securities laws and within the adopted service standards.

During the period 2020-21 under review, number of complaints received by the Registrar and Share Transfer Agent are as follows:

Sr. No.	Nature of Complaints	No. of Complaints received during the year 2020-21	No. of Complaints resolved during the year 2020-21	No. of Complaints pending during the year 2020-21
1.	Non-Receipt of Dividend/Interest/Redemption Warrant	NIL	NIL	NIL
2.	Non-Receipt of Annual Report	NIL	NIL	NIL
3.	Non-receipt of Refund/Credit of Shares-IPO	NIL	NIL	NIL
4.	SEBI-Scores	NIL	NIL	NIL
	Total	NIL	NIL	NIL

During the period under review, no complaints were received by the Company from the Shareholders.

iv). Corporate Social Responsibility (CSR) Committee:

The Company had constituted a CSR Committee as per the Section 135 of the Act. The role of the Committee is as under:

- Formulate and recommend to the Board, a Corporate Social Responsibility Policy which indicates the activities to be undertaken by the Company in areas or subject specified in Schedule VII of the Act.
- Recommend the amount of expenditure to be incurred on the activities referred in the CSR policy.
- Monitor the CSR policy of the company and its implantation from time to time.

Composition and Meeting of CSR Committee:

The CSR Committee of the Board of Directors consists of three Directors out of which one is Independent Director, one is Non-Executive Director and one is Executive Director. The Committee is headed by Mr. Surendra Kumar Surana, Chairman, Managing Director and CEO of the Company.

During the year, 1 (One) meeting of Corporate Social Responsibility Committee was held on May 27, 2020.

The table below sets out the Composition and attendance at the Corporate Social Responsibility Committee meeting during the year 2020-21

Name of the Director	Category	CSR Committee May 27, 2020	Entitled to Attend	Attended
Mr. Surendra Kumar Surana	Chairman, Managing Director and CEO (Chairman)	Yes	1	1
Dr. Satish Kumar*	Independent Director (member)	Yes	1	1
Dr. Baldev Singh*	Independent Director	Yes	1	1

	(Member)			
Mrs. Trishla Rampuria*	Non-Executive Director (Member)	-	0	0
Mr. Staya Narayan Gupta*	Independent Director (Member)	-	0	0

* Mrs. Trishla Rampuria and Mr. Staya Narayan Gupta appointed as a Members of the Committee in place of Dr. Satish Kumar and Dr. Baldev Singh w.e.f. January 30, 2021.

v) Independent Directors:

Independent Director acts as a guide, coach, and mentor to the Company. The role of an Independent Director includes improving corporate credibility and governance standards and helping in managing risk. They provide independent oversight in the Company. Independent Directors play an important role in deliberations at the Board Meetings and bring to the Company their wide experience in the fields of finance, housing, accountancy, law and public policy. This wide knowledge of both, their field of expertise and Boardroom practices help foster varied, unbiased, independent and experienced perspectives. The Company benefits immensely from their inputs in achieving its strategic direction. All the Committees which require Independent Directors in the composition have Independent Directors as specified in terms of the Listing Regulations and the Act. These Committees function within the defined terms of reference in accordance with the Act, the Listing Regulations and as approved by the Board, from time to time.

The Independent Directors have confirmed that they satisfy the criteria prescribed for an Independent Director as stipulated in Regulation 16(1)(b) & 25 of the Listing Regulations and Section 149(6) of the Act and are independent from the management of the Company. All Independent Directors of the Company have been appointed as per the provisions of the Act and Listing Regulations. Formal letters of appointment have been issued to the Independent Directors. In the opinion of the Board, the Independent Directors fulfill the conditions specified in the Listing Regulations and are independent of the management. None of the Independent Directors has resigned before the expiry of their respective tenures during the Financial Year 2020-21.

Independent director databank registration:

Pursuant to a notification dated October 22, 2019 issued by the Ministry of Corporate Affairs, all independent directors have completed the registration or re-registration with the Independent Directors' Databank maintained by the Indian Institute of Corporate Affairs (IICA). Requisite disclosures have been received from the directors in this regard. With regard to proficiency of the Independent Directors, ascertained from the online proficiency self-assessment test conducted by the institute, as notified under subsection (1) of section 150 of the Act, the Board of Directors have taken on record the declarations submitted by Independent Directors that they are exempt from appearing in the test or they have passed the exam as required by the institute.

Meeting of Independent Directors:

Schedule IV of the Act and as per Listing Regulations mandate that the Independent Directors of the Company shall hold at least one meeting in a year, without the attendance of Non- Independent Directors and Members of Management for reviewing the performance of non-independent directors, Chairman of the company and the Board as a whole.

During the year, 1 (One) meeting of Independent Directors was held on May 27, 2020.

The table below sets out the attendance at the Independent Director meeting during the year 2020-21

Name	Category	No. of Meetings held during the year 2020-21	No. of Meetings attended during the year 2020-21
Mr. Ghisa Lal Chaudhary	Independent Director	1	1
Dr. Baldev Singh	Independent Director	1	1
Dr. Satish Kumar	Independent Director	1	1
Mr. Staya Narayan Gupta*	Independent Director	0	0

* Appointed as an Additional Director w.e.f. May 27, 2020 and regularized in the Annual General Meeting held on September 23, 2020

Familiarization Programmes

All new Independent Directors inducted to the Board are introduced to our Company culture through orientation sessions. Executive Directors and Senior Management provide an overview of operations and familiarize the new independent directors on matters related to our values and commitments. They are also introduced to the organization structure, services, group structure and subsidiaries, constitution, Board procedures, matters reserved for the Board, major risks and risk management strategy. All Directors attend the familiarization programs as these are scheduled to coincide with the Board meeting calendar. The details of the familiarization program are also available on the Company’s website, at http://compucom.co.in/mdocs-posts/familiarisation-programme_2020-21/

Details of Familiarization sessions held pursuant to the Policy are as follows:

Date of the Programme	Topic of Training Session
February 11, 2016	Industry/Market Technology Trends
November 12, 2016	Introduction of Solar Plant
May 29, 2017	Completion
May 29, 2018	Industry/Market Technology Trends
February 09, 2019	Industry/Market Technology Trends
May 18, 2019	Presentation on Secretarial Audit
July 27, 2019	Information regarding specific compliances
January 18, 2020	Registration of Independent Director on Databank
May 27, 2020	Impact of COVID over Company’s affairs
July 22, 2020	Industry/Market Technology Trends
October 30, 2020	Industry/Market Technology Trends

Details of attendance of Independent Directors in Familiarization Programme during the year are as follows:

S. No	Name of Independent Director	No. of the Sessions attended		No. of hours spent in the Sessions attended	
		FY2020-2021	Cumulative till date	FY2020-2021	Cumulative till date
1	Mr. Ghisa Lal Chaudhary	3	9	9	26
2	Dr. Satish Kumar	3	9	9	26
3	Dr. Baldev Singh	3	7	9	21
4	Mr. Staya Narayan Gupta	2	2	6	6

4. REMUNERATION OF DIRECTORS: -

The Non-Executive Directors (NEDs) are paid remuneration by way of sitting fees for attending each Meetings of Board of Directors and Committees thereof, which are within the limits prescribed by the Act and as per the terms and conditions of the appointment. None of the Non- Executive Directors have any pecuniary relationship or transaction with the Company apart from receiving sitting fees, except Mr. Vaibhav Surana, who received consultancy fee for providing consultancy services in respect of Hotel Project of the Company for period April 2020 to July 2020. Mr. Vaibhav Surana appointed as an Executive Director w.e.f. 1st August, 2021.

The remuneration to the Managing Director and Executive Director is decided on the basis of the following Broad criteria:

- (i) Industry trend.
- (ii) Remuneration package in other comparable corporate.
- (iii) Job Responsibilities.
- (iv) Company performance and individual key performance areas.

Note: Remuneration is paid after taking approval from the Nomination and Remuneration Committee, Board of Directors and Shareholders as required.

(i) The details of remuneration & sitting fees paid to the Directors during the year 2020-21 are as follows:

Sr. No.	Name of the Director	Salary	Sitting Fee	Commission	Stock Option	Service Contract	Notice Period	No of shares held
1	Mr. Ajay Kumar Surana	N.A.	12,000	NIL	NIL	NIL	NIL	490044

2	Mr. Surendra Kumar Surana	16,20,000	NIL	NIL	NIL	Three (3) Years	90 days' Notice Required	2125208
3	Mrs. Trishla Rampuria	N.A.	21,000	NIL	NIL	NIL	NIL	NIL
4	Mr. Vaibhav Suranaa*	10,00,000	15,000	NIL	NIL	Three (3) Years	90 days' Notice Required	189487
5	Dr. Satish Kumar	N.A.	33,000	NIL	NIL	NIL	NIL	NIL
6	Mr. Ghisa Lal Chaudhary	N.A.	27,000	NIL	NIL	NIL	NIL	NIL
7	Dr. Baldev Singh	N.A.	18,000	NIL	NIL	NIL	NIL	NIL
8	Mr. Staya Narayan Gupta**	N.A.	9,000	NIL	NIL	NIL	NIL	NIL

*Appointed as a Whole-Time Director w.e.f August 01, 2020 in the Annual General meeting held on September 23, 2020.

** Appointed as an Additional Director w.e.f. May 27, 2020 and regularized in the Annual General Meeting held on September 23, 2020.

Total remuneration paid to the Managing Director for the Financial Year 2020-21 is Rs. 16,20,000/- (Rupees Sixteen Lakhs Twenty Thousand only) and to the Whole Time Director is Rs. 10,00,000/- (Rupees Ten Lakhs Only) as determined and recommended by the Nomination and Remuneration Committee and approved by the Board of Directors within the limits approved by the shareholders of company. No other prerequisites were provided to the Managing Director and Whole Time Director.

- (ii) The contract for service, notice period etc. are applied as per the rules of Company framed by the Board of Directors from time to time.
- (iii) The Company paid no other remuneration to Non-Executive Directors except sitting fees and Service Contract during the Financial Year 2020-21. The sitting fees paid to the Non-Executive Directors was Rs. 3,000/- (Rupees Three Thousand only) for their attendance at every Meeting of the Board or Committee.

5. SUBSIDIARY COMPANIES:

In accordance with Regulation 24 of the Listing Regulations during the year CSL Infomedia Private Limited, become the material non-listed Indian Subsidiary of the Company due to income of the Subsidiary exceeds 10% of the consolidated income of the Company.

The audit committee reviews the consolidated financial statements of the Company and the investments made by its unlisted material subsidiary Company. The minutes of the Board meetings along with a report on significant developments of the unlisted material subsidiary company is periodically placed before the Board of Directors of the Company.

A review of the subsidiary company of the Corporation form part of the Board's Report which forms part of this report. Further, a statement containing salient features of financial statements of the subsidiary of the Corporation in the prescribed Form No. AOC-1 is provided as Annexure IX of the Board's Report in this annual report.

The Secretarial Auditor's Report of the Material Subsidiary for Financial Year 2020-21 does not contain any qualification, reservation or adverse remark. The Secretarial Auditors' Report of Material Subsidiary is enclosed as **Annexure F** to the Corporate Governance Report in this Annual Report.

The Company has a policy for determining 'material subsidiary', which is disclosed on the weblink <http://compucom.co.in/mdocs-posts/determining-material-subsiary/>

6. GENERAL BODY MEETINGS:

Details of the previous three Annual General Meetings:

Year	Location	Date	Time	No. of Special Resolution(s) Passed
2019-20	Through Video Conferencing (VC) / Other Audio-Visual Means	September	11:30	1. Appointed of Mr. Vaibhav Suranaa as a Whole time

	(OAVM)	23,2020	A.M.	Director. 2. Approval of Voluntary Delisting of Equity Shares from Calcutta Stock Exchange Limited only.
2018-19	“Krishna Auditorium”, Compucom Institute of Technology & Management College Compound, SP-5, EPIP, Sitapura, Jaipur- 302022 (Rajasthan).	September 05, 2019	11:30 A.M.	1. Re-Appointment of Mr. Ghisa Lal Chaudhary as Independent Director. 2. Appointment of Mr. Surendra Kumar Surana as Chairman, Managing Director and CEO.
2017-18	“Krishna Auditorium”, Compucom Institute of Technology & Management College Compound, SP-5, EPIP, Sitapura, Jaipur- 302022 (Rajasthan).	September 18, 2018	11:30 A.M.	1. Re-Appointment of Dr. Satish Kumar as Independent Director.

(i) Participation and voting at 27thAGM:

Pursuant to the General Circular numbers 02/2021 read with 20/2020, 14/2020, 17/2020 issued by the Ministry of Corporate Affairs and Circular number SEBI/HO/CFD/CMD2/CIR/P/2021/11 and SEBI/HO/CFD/CMD1/CIR/P/2020/79 issued by SEBI, the 27th AGM of the Company will be held through video-conferencing or other audio-visual means and the detailed instructions for participation and voting at the meeting is available in the notice of the 27th AGM.

(ii) Postal Ballot:

For matters which are urgent and require shareholders’ approval in the period between the AGMs, the Company seeks the approval of shareholders through postal ballot. In compliance with sections 108 and 110 and other applicable provisions of the Act, read with the related Rules, the Company also provides electronic voting (e-voting) facility to all its members.

During the year, the Company did not pass any resolution through postal ballot.

Further, None of the resolution proposed to be passed in the AGM Notice requires to be conducted through postal ballot.

(iii) Extra Ordinary General Meeting: No Extraordinary General Meeting of the Members was held during the last three years.

(iv) Remote e-voting and e-voting at AGM

To allow the shareholders to vote on the resolutions proposed at the AGM, the Company has arranged for a remote e-voting facility. The Company has engaged CDSL to provide e-voting facility to all the members. Members whose names appear on the register of members as on September 08, 2021 i.e. cut-off date shall be eligible to participate in the e-voting.

The facility for voting through electronic means i.e. e-voting will also be made available at the AGM, and the members who have not already cast their vote by remote e-voting can exercise their vote at the AGM.

7. MEANS OF COMMUNICATION:

(i) Quarterly Results: The quarterly results of the Company are regularly submitted to Stock Exchanges as per Regulation 33 of the Listing Regulations. The quarterly results are posted on our website at www.compucom.co.in.

(ii) Newspaper: Newspapers in which results of the Company are normally published:

- (i) Financial Express, in English (National)
- (ii) Nafa Nuksan, in Hindi (Vernacular).

(iii) Website: The Company’s website contains a separate dedicated section ‘Investor’. It contains comprehensive database of information of interest to our investors including the financial results and Annual Report of the Company, information on dividend declared by the Company, any price sensitive information disclosed to the regulatory authorities from time to time, business activities and the services rendered / facilities extended by the Company to our investors, in a user-friendly manner. The basic information about the Company as required in terms of Listing Regulations is provided on Company’s website and the same is updated regularly. The Company’s website is www.compucom.co.in.

The shareholders can also access the details of corporate governance policies, Board committee charters, Memorandum and Articles of Association, financial information, shareholding information, and shares transferred / liable to transfer to IEPF, etc. on the Company’s website.

- (iv) **Media Releases and Presentations:** Official media releases are sent to the Stock Exchanges before their release to the media for wider dissemination. Presentations made to media, analysts, institutional investors, etc. are posted on Company’s website.
- (v) **Stock Exchanges:** The Company’s results and other Corporate Announcements are regularly sent to the BSE Limited through BSE Corporate Compliance & Listing Centre (the “Listing Centre”), National Stock Exchange of India Ltd through NSE Electronic Application Processing System (NEAPS) Portal and The Calcutta Stock Exchange Limited through Mail.
- (vi) **Securities and Exchange Board of India Complaints Redress System (SCORES):** The investor complaints are processed in a centralized web-based complaints redressal system. The salient features of this system are centralized database of all complaints, online upload of Action Taken Reports (ATRs) by the concerned companies and online viewing by investors of actions taken on the complaint and its current status.

8. GENERAL SHAREHOLDERS INFORMATION:

(i) Corporate Identification Number	Corporate Identification Number (CIN) of the Company allotted by the Ministry of Corporate Affairs, Government of India is L72200RJ1995PLC009798
(ii) (a) Annual General Meeting Date, Time and Venue (b) Mode (c) E-voting Date	Wednesday, September 15, 2021 at 03.30 P.M. through Video conference and other audio-visual means September 11, 2021 to September 14, 2021
(iii) a) Financial Year: b) Financial Calendar (Tentative): Results for the 1st Quarter ending June 30th, 2021 Results for the 2nd Quarter ending September 30th, 2021 Results for the 3rd Quarter ending December 31st, 2021 Results for the 4th Quarter ending March 31st, 2022	April 1, 2021 to March 31, 2022 Second week of August, 2021 Last week of October, 2021 Last week of January, 2022 Third week of May, 2022
(iv) Book Closure:	Thursday, September 09, 2021 to Wednesday, September 15, 2021 (both days inclusive)
(v) Dividend Payment Date	Final dividend to be paid within 30 days on or after September 15, 2021 subject to the approval of shareholders in the Annual General Meeting.
(vi) Listing on Stock Exchanges:	The shares of the Company are listed on BSE Limited (BSE) , Phiroze Jeejeebhoy Towers Dalal Street, Mumbai - 400001 National Stock Exchange of India Limited (NSE) , Exchange Plaza, C-1, Block G, Bandra-Kurla complex, Bandra (E) Mumbai - 400051 Calcutta Stock Exchange Limited (CSE) , 7 Lyons Range, Dalhousie, Kolkata – 700001 West Bengal The Annual Listing fee for Financial Year 2021-22 has been paid except to CSE due to not receiving of Invoice.
(vii) Stock Code/ Symbol	BSE Scrip Code : 532339

<p>ISIN (International Securities Identification Number):</p>	<p>NSE Symbol : COMPUSOFT CSE Scrip Code : 13335 Series: EQ INE453B01029</p>
<p>(viii)Market Price data: High/Low during each month in last Financial Year</p>	<p>Please see Annexure No. A of this report.</p>
<p>(ix) Performance in comparison to broad based indices such as BSE Sensex and NSE Nifty</p>	<p>Please see Annexure No. B of this report</p>
<p>(x) Commodity Price Risk or Foreign Exchange Risk and Hedging Activities:</p>	<p>A Comprehensive financial and commodity risk management programme supports the achievement of an organization’s objectives by enabling the identification and evaluation of risks, setting acceptable risk thresholds, identifying and mapping controls against these risks and implementing policies and procedures to manage and monitor the risks. The Company has in place a Board approved policy which establishes the financial and commodity risk management framework and defines the procedures and controls for the effective management framework of the Company’s risks that arise due to Governmental Projects.</p>
<p>(xi) Registrar & Share Transfer Agent</p>	<p>The Company has appointed a Registrar for dematerialization (Electronic Mode) and physical maintenance of shares whose details are given below:</p> <p>MCS Share Transfer Agent Limited Unit: Compucom Software Limited</p> <p>F-65, 1st Floor, Okhla Industrial Area, Phase-1, New Delhi-110020, India Ph.: +91-11-41406149, Fax: +91-11-41709881 E-mail: admin@mcsregistrars.com</p>
<p>(xii) Share Transfer System</p>	<p>The Company has appointed a common Registrar for the dematerialization of shares. In terms of Regulation 40(1) of SEBI Listing Regulations, as amended from time to time, securities 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. Further, SEBI has fixed March 31, 2021 as the cut-off date for re-lodgement of transfer deeds and the shares that are re-lodged for transfer shall be issued only in demat mode. As required under Regulation 40(9) & (10) of the SEBI (LODR) Regulations, 2015, a certificate is required to be obtained from a Practicing Company Secretary within 30 days from the end of financial year, certifying that all certificates have been issued within the time period specified in the Regulation from the date of lodgement for transfer, subdivision, consolidation, renewal, exchange or endorsement of calls/allotment monies. The certificate in this regard has been obtained from M/s. V.M. & Associates, Company Secretaries and the same has been forwarded to BSE, NSE & CSE.</p>

(xiii) Distribution Schedule & Distribution of Shareholding Pattern	the total shareholding of the Company as on March 31, 2021 was 79125188 shares. Distribution is attached as Annexure C
(xiv) Dematerialization of Shares and Liquidity	99.51% of the paid-up capital is held in dematerialized form and are frequently traded. SEBI, effective April 01, 2019, barred physical transfer of shares of listed companies and mandated transfers only through demat. However, investors are not barred from holding shares in physical form. We request shareholders whose shares are in the physical mode to dematerialize their shares and update their bank accounts and email IDs with the respective depository participants to enable us to provide better service.
(xv) Address for Correspondence	The shareholders may address their communication/suggestions/grievances/queries relating to shares of the Company to the Company Secretary Compucom Software Limited IT 14-15, EPIP, Sitapura, Jaipur- 302022 (Rajasthan) Tel No.: 0141-277031 Email: investor@compucom.co.in
(xvi) Registered Office	IT 14-15, EPIP, Sitapura, Jaipur- 302022 (Rajasthan)

9. OTHER DISCLOSURES:

(i) Materially Significant Related Party Transactions:

There have been no materially significant related party transactions, monetary transactions or relationships between the Company and its directors, the management, subsidiaries or relatives, except for those disclosed in the Board's Report. Detailed information on materially significant related party transactions is enclosed as **Annexure IV** to the Board's Report. The Board has approved a policy for related party transaction which has been uploaded on the Company's website at the following link <http://compucom.co.in/mdocs-posts/policy-on-materiality-of-related-party-transactions/>

(ii) Strictures or Penalties:

During the last three years 2018-19, 2019-20 and 2020-21 there were no non-compliances/ strictures or penalties imposed on the company either by the Securities and Exchange Board of India or Stock Exchange (s) or any other Statutory Authority for non-compliance of any matter related to Capital Markets.

(iii) Regulatory Orders:

There are no orders passed by the regulators or courts or tribunals impacting the going concern status and the Company's operations in future.

(iv) Credit Rating:

The Company has not obtained rating on long term and short-term as company has no need for rating.

(v) Reconciliation of Share Capital Audit:

A qualified practicing Company Secretary carried out a 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.

(vi) Compliance with Mandatory and Other Recommendatory Requirements:

- (i) The Company has complied with all mandatory requirements of Regulation 27 and Regulation 34 of the Listing Regulations.
- (ii) The Company also follows some non-mandatory guidelines of Act and Listing Regulations, the Company

is in the regime of unqualified financial statements by the auditors and the Internal Auditor directly reports to the Audit Committee of the Company.

(vii) Financial Statements/Accounting Treatments:

In the preparation of Financial Statements, the Company has followed the Indian Accounting Standards. As required by Regulation 17(8) of the Listing Regulations the CEO and CFO have given Compliance Certificate on financial statements to the Board of Directors. Certificate of CEO and CFO is attached in the later section of this Annual Report.

(ix) Board Disclosures – Risk Management:

The Company has laid down systems to inform Board about the risk assessment and minimization procedures. The risks and Company’s mitigation strategies are periodically discussed and reviewed by Board of Directors to ensure effective controls.

(x) Management Discussion and Analysis:

A detailed report on Management Discussion and Analysis is given as an annexed in Board Report as **Annexure VI**. During the year, there have been no material financial and commercial transactions made by the management where they have personal interest that may have a potential conflict with the interest of the Company at large.

(xi) Disclosures of Compliance:

The Company has complied with the mandatory requirements of Corporate Governance as specified in Regulation 17 to 27 and clauses (b) to (i) of sub regulation (2) of regulation 46 of Listing Regulations.

As required by Schedule V of the Listing Regulations, the Auditor’s certificate on corporate governance is enclosed as **Annexure VIII** to the Board’s Report.

(xii) Unclaimed Dividend

Section 124 of the Act, read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (“the Rules”), mandates that companies transfer dividend that has remained unclaimed for a period of seven years from the date of transfer to unpaid dividend account to the Investor Education and Protection Fund (IEPF). Further, the rules mandate that the shares on which dividend has not been paid or claimed for seven consecutive years or more is also required to be transferred to the IEPF.

During the year 2020-21, Rs. 3,35,087/- (Rupees Three Lakh Thirty-Five Thousand Eighty-Seven Only) were transferred to IEPF.

DETAILS OF UNCLAIMED DIVIDEND AS ON MARCH 31, 2021

Financial Year	Date of Declaration of Dividend	Total Dividend (Rs.)	Unclaimed Dividend (Rs.)	Due for transfer to IEPF
2013-14(Final)	27-Aug-2014	3,16,50,075.20	3,77,340.80	September, 2021
2014-15(Final)	24-Sep-2015	79,12,518.80	96,276.10	October, 2022
2015-16(Final)	09-Sep-2016	79,12,518.80	1,13,223.40	October, 2023
2016-17(Final)	27-Sep-2017	79,12,518.80	1,57,021.00	October, 2024
2017-18(Final)	18-Sep-2018	79,12,518.80	1,17,384.00	October, 2025
2018-19 (Final)	05-Sep-2019	79,12,518.80	1,68,109.80	October, 2026
2019-20(Final)	23-Sep-2020	2,37,37,556.40	2,34,077.31	October, 2027
Total Unclaimed Amount			12,63,432.41	

In order to educate the shareholders and with an intent to protect their rights, the Company also sends regular reminders to shareholders to claim their unclaimed dividends / shares before it is transferred to IEPF. Shareholders may note that both the unclaimed dividend and corresponding shares transferred to IEPF, including all benefits accruing on such shares, if any, can be claimed from IEPF following the procedure prescribed in the Rules.

(xiii) Shares transferred to IEPF:

During the year, the Company has transferred 39,508 (Thirty-nine thousand five hundred and eight) shares to IEPF in accordance with IEPF rules due to dividends unclaimed for seven consecutive years. During the year, the Company did not receive any applications from shareholders for claiming shares from IEPF.

10. DETAILS OF TOTAL FEES PAID TO STATUTORY AUDITORS:

The details of total fees for all services paid by the Company 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 a part, are as follows:

Type of service	(Rs. In Lakhs)	
	2020-21	2019-20
Audit Fees	3.40	2.97
Other Services	0.94	0.82
Total	4.34	3.79

Audit Fees includes audit and audit related services.

11. CERTIFICATION FROM COMPANY SECRETARY IN PRACTICE:

M/s V. M. & Associates, Company Secretaries, has issued a certificate required under the Listing Regulations, confirming that none of the directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as director of the companies by the Securities and Exchange Board of India/ Ministry of Corporate Affairs or any such statutory authority. The certificate is enclosed as **Annexure-D** with Corporate Governance Report.

12. COMPLAINTS PERTAINING TO SEXUAL HARASSMENT:

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013. The Details regarding the Internal Complaints Committee and complain received against sexual harassment are provided in the Board's Report.

13. VIGIL MECHANISM:

The Company Promotes ethical behavior in all its business activities and has put in place a mechanism for reporting illegal or unethical behavior. The Company has a vigil mechanism under which the employees, Directors and other stakeholders are free to report matters such as generic grievances, corruption, misconduct, fraud, misappropriation of assets and noncompliance of code of conduct to the Company. The policy safeguards the whistle blowers against victimization or grievances and also provides a direct access to the chairman of the Audit committee. During the year under review none of the personnel has been denied access to the Audit Committee and during this Financial Year Company has not received any query regarding thereof.

The Vigil Mechanism is available on the weblink <http://compucom.co.in/mdocs-posts/vigil-mechanism-policy/>

14. CODE OF CONDUCT:

In compliance with the Listing Regulations and the Act, the Company has framed and adopted a code of conduct for Board and Senior Management ("the Code"). The Code is applicable to the members of the Board, the executive officers and all employees of the Company and its subsidiaries. The Code is available on our website, at the following link <http://compucom.co.in/mdocs-posts/code-of-conduct/> All members of the Board, the executive officers and senior officers have affirmed compliance to the Code as on March 31, 2021. A declaration to this effect, signed by the Chief Executive Officer and Managing Director is attached as **Annexure-E** with Corporate Governance Report.

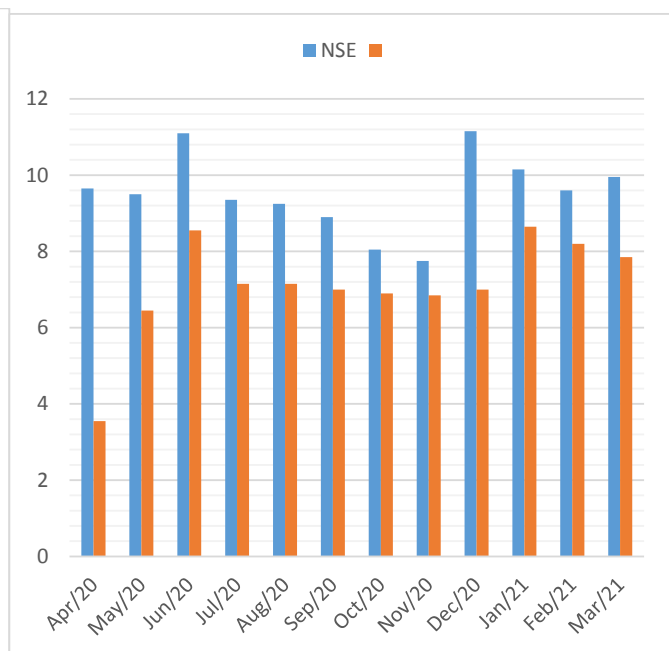
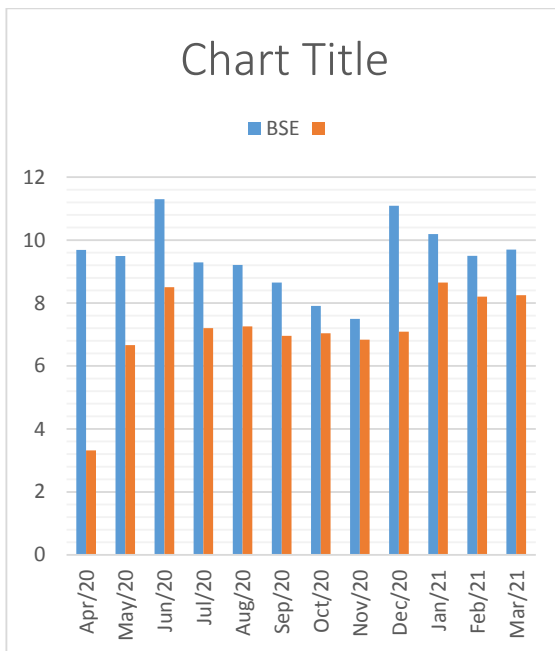
**For and on Behalf of the Board of Directors
Compucom Software Limited**

Sd/-
(Surendra Kumar Surana)
Chairman, Managing Director & CEO
(DIN: -00340866)
Place: Jaipur
Date: August 12, 2021
Registered Office:
IT 14-15, EPIP, Sitapura,
Jaipur-302022 (Rajasthan)

Sd/-
(Vaibhav Suranaa)
Executive Director
(DIN: - 05244109)

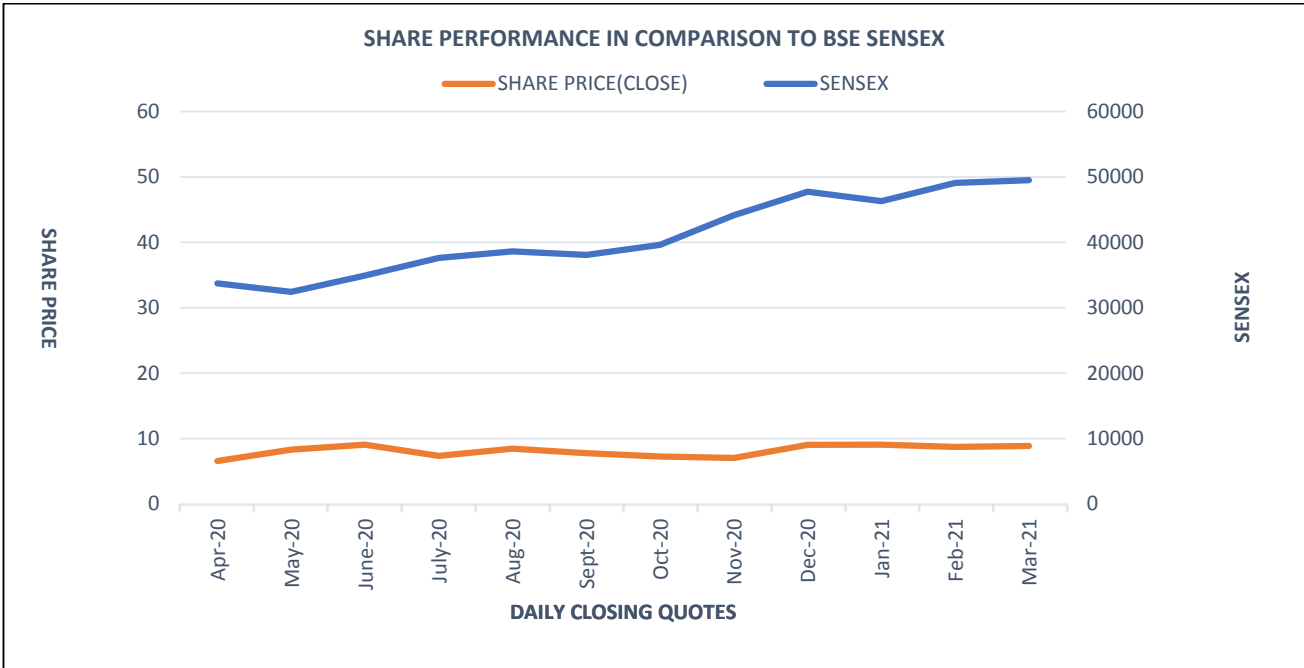
MARKET PRICE DATA – HIGH/LOW DURING EACH MONTH IN THE YEAR 2020-21

Month	BSE		Month	NSE	
	Market Price (Rs.)			Market Price (Rs.)	
	High	Low		High	Low
Apr-20	9.69	3.32	Apr-20	9.65	3.55
May-20	9.49	6.66	May-20	9.50	6.45
Jun-20	11.30	8.50	Jun-20	11.10	8.55
Jul-20	9.29	7.20	Jul-20	9.35	7.15
Aug-20	9.21	7.26	Aug-20	9.25	7.15
Sep-20	8.65	6.96	Sep-20	8.90	7.00
Oct-20	7.91	7.04	Oct-20	8.05	6.90
Nov-20	7.50	6.84	Nov-20	7.75	6.85
Dec-20	11.09	7.09	Dec-20	11.15	7.00
Jan-21	10.19	8.65	Jan-21	10.15	8.65
Feb-21	9.50	8.20	Feb-21	9.60	8.20
Mar-21	9.70	8.25	Mar-21	9.95	7.85

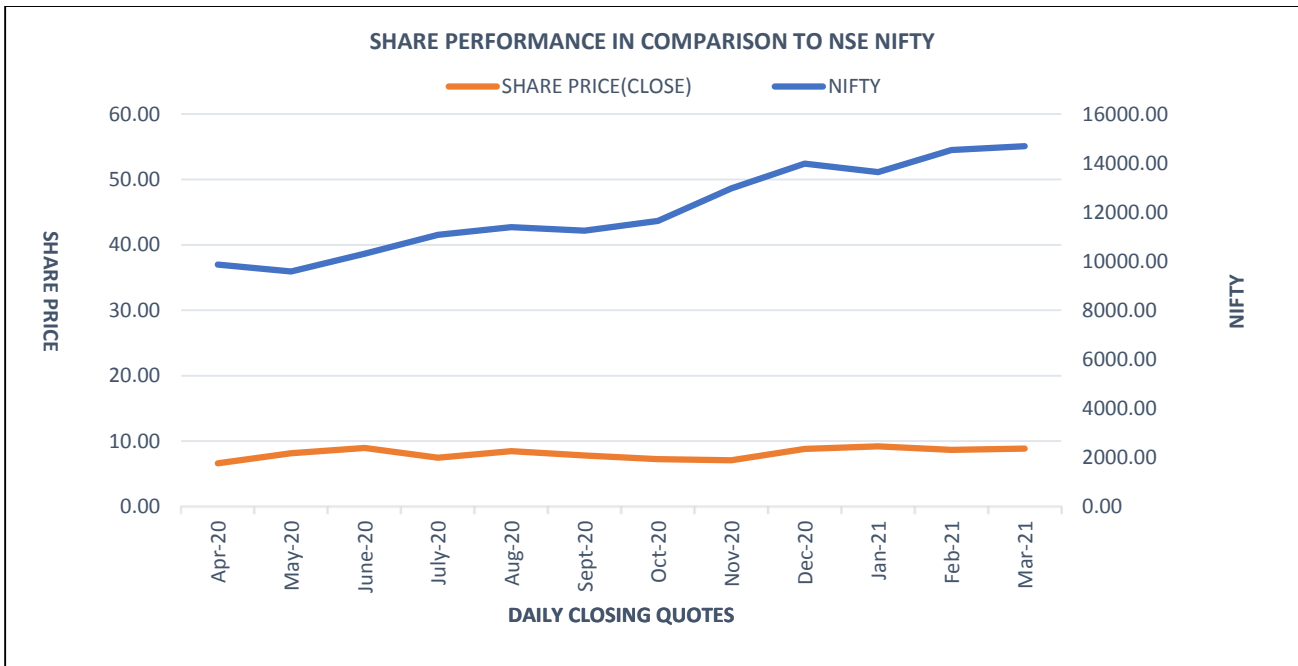


PERFORMANCE IN COMPARISON TO BROAD BASED INDICES AS BSE SENSEX AND NSE NIFTY.

The above chart depicts Monthly closing quotes on Bombay Stock Exchange & National Stock Exchange for the year ended March 31, 2021.



Performance in comparison to broad based indices as BSE Sensex



Performance in comparison to broad based indices as BSE Sensex

ANNEXURE C

DISTRIBUTION OF SHAREHOLDING AND DEMATERIALIZATION OF SHARES

TABLE I- DISTRIBUTION SCHEDULE AS ON MARCH 31, 2021

Range -No. of Shares	No. of Shares held	No. of Folios	% Shares	% Holders
Up to 500	1807150	11631	2.28	70.27
501-1000	1728597	1993	2.18	12.04
1001-2000	2454964	1588	3.10	9.59
2001-3000	1245649	461	1.57	2.79
3001-4000	621474	171	0.79	1.03
4001-5000	925565	195	1.17	1.18
5001-10,000	2068145	279	2.61	1.69
10001-50,000	3676173	196	4.65	1.18
50,001-1,00,000	1159818	17	1.47	0.10
Above 1,00,000	63437653	21	80.17	0.13
Total	79125188	16552	100.00	100.00

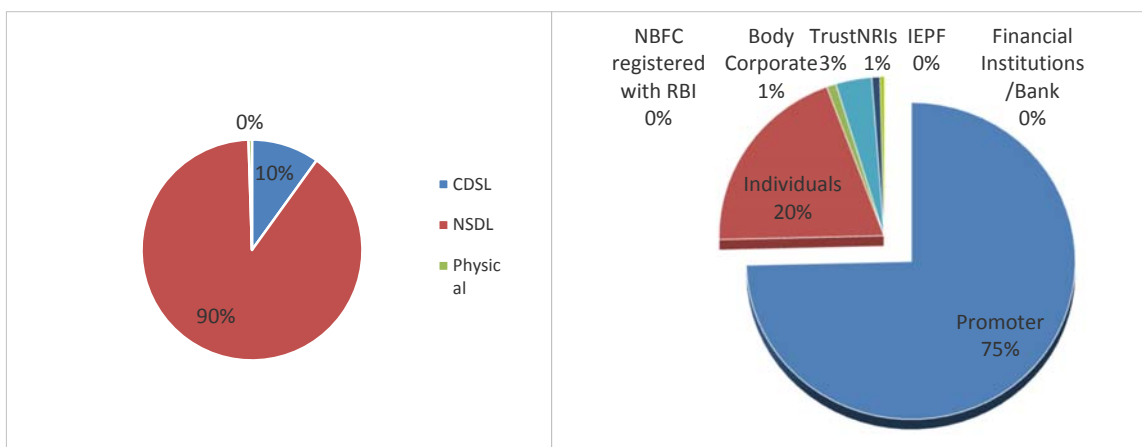
TABLE II- SHAREHOLDING PATTERN AS ON MARCH 31, 2021

Particulars	No of shares	% of Shares
Promoter	58951983	74.50
Individuals	15574825	19.68
Body Corporate	729482	0.92
NBFC registered with RBI	5000	0.01
Trust	2788979	3.52
Financial Institutions/Bank	10703	0.01
NRIs	623532	0.79
IEPF	317393	0.40
Foreign Portfolio Investors	123291	0.16
Total Shareholding	79125188	100.00

TABLE III- DEMATERIALIZATION OF SHARES AS ON MARCH 31, 2021

Particulars	No of shares	% of Shares
CDSL	7869784	9.95
NSDL	70865064	89.56
Physical	390340	0.49
Total	79125188	100.00

Shareholding Dematerialization Pattern as on shares March 31, 2021



ANNEXURE D

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,
Compucom Software Limited
IT:-14-15, EPIP Sitapura
Jaipur-302022 (Rajasthan)

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Compucom Software Limited** having **CIN: L72200RJ1995PLC009798** and having registered office at **IT:-14-15, EPIP Sitapura, Jaipur-302022 (Rajasthan)** (hereinafter referred to as **'the Company'**), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities and 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 March 31, 2021 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.

Sr.No.	Name of the Director	DIN
1.	Mr. Surendra Kumar Surana	00340866
2.	Mr. Ajay Kumar Surana	01365819
3.	Mr. Vaibhav Suranaa	05244109
4.	Mrs. TrishlaRampuria	07224903
5.	Dr. Baldev Singh	08333652
6.	Mr. Staya Narayan Gupta	07781599
7.	Mr. Amitabh Kaushik	09033384
8.	*Mr. Ghisa Lal Chaudhary	03602194
9.	*Mr. Sanchit Jain	08443516
10.	**Dr. Satish Kumar	07517644

*Ceased from the Directorship of the Company during Financial Year 2020-21.

**Ceased from the Directorship of the Company on May 25, 2021.

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

Place: Jaipur
Date: August 12, 2021
UDIN: F003355C000772145

For V. M. & Associates
Company Secretaries
(ICSI Unique Code P1984RJ039200)
PR 581 / 2019

Sd/-
CS Manoj Maheshwari
Partner
Membership No.: FCS 3355
C P No.: 1971

ANNEXURE E

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

I, hereby confirm and declare that in terms of Regulation 26 (3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, all the Board Members and Senior Managerial Personnel of the Company have affirmed compliance with the Code of Conduct for Board of Directors and Senior Management Personnel for the financial year 2020-21.

For Compucom Software Ltd.

Sd/-

(Surendra Kumar Surana)

Chairman, Managing Director & CEO

(DIN- 00340866)

Place: Jaipur

Date: August 12, 2021

Registered Office:

IT 14-15, EPIP, Sitapura,

Jaipur-302022 (Rajasthan)

ANNEXURE F

**Form No. MR-3
SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2021

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

To,

The Members,

CSL Infomedia Private Limited

IT-14-15, EPIP, Sitapura

Jaipur-302022 (Rajasthan)

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **CSL Infomedia Private 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 our 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 authorized representatives during the conduct of secretarial audit, the explanations and clarifications given to us and the representations made by the Management and considering the relaxations granted by the Ministry of Corporate Affairs warranted due to the spread of the COVID-19 pandemic, we hereby report that in our opinion, the Company has, during the audit period covering the Financial Year ended on March 31, 2021 ('Audit Period') 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 the Company for the financial year ended on March 31, 2021 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 thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings **(Not applicable to the Company during the Audit Period)**;
- (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 **(Not applicable to the Company during the Audit Period)**;

- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 **(Not applicable to the Company during the Audit Period);**
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 **(Not applicable to the Company during the Audit Period);**
- (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 **(Not applicable to the Company during the Audit Period);**
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not applicable to the Company during the Audit Period);**
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **(Not applicable to the Company during the Audit Period);**
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **(Not applicable to the Company during the Audit Period);**
- (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 **(Not applicable to the Company during the Audit Period).**

(vi) As confirmed, following other laws are specifically applicable to the Company for which the Management has confirmed that the Company has devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively:

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

- i. Secretarial Standards issued by The Institute of Company Secretaries of India;
- ii. The Listing Agreements entered into by the Company with Stock Exchange **(Not applicable to the Company during the Audit Period)**

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

We further report that

The composition of the Board of Directors of the Company is duly constituted as per the provisions of the Act. 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.

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

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

We further report that during the audit period the company has:

- (a) Altered the Object Clause of Memorandum of Association in terms of provisions of the Act;
- (b) Altered the provisions of Articles of Association of the Company.

Place: Jaipur

Date: August 02, 2021

UDIN: F003355C000721897

**For V. M. & Associates
Company Secretaries
(ICSI Unique Code P1984RJ039200)**

PR 581 / 2019

Sd/-

CS Manoj Maheshwari

Partner

Membership No.: FCS 3355

C P No.: 1971

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

ANNEXURE-A

To,
The Members,
CSL Infomedia Private Limited
IT-14-15, EPIP, Sitapura
Jaipur-302022 (Rajasthan)

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: Jaipur
Date: August 02, 2021
UDIN: F003355C000721897

For V. M. & Associates
Company Secretaries
(ICSI Unique Code P1984RJ039200)
PR 581 / 2019
Sd/-
CS Manoj Maheshwari
Partner
Membership No.: FCS 3355
C P No.: 1971

ANNEXURE VIII

AUDITOR’S CERTIFICATE ON COMPLIANCE OF CORPORATE GOVERNANCE

To

The Members,

Compucom Software Limited

We have examined the compliance of conditions of Corporate Governance by **COMPUCOM SOFTWARE LIMITED**, for the year ended on March 31, 2021, as stipulated in Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 pursuant to the Listing Agreement entered of the said Company with stock exchange(s).

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in pursuant to the Listing Agreement entered of the said Company with stock exchange(s).

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

For and on behalf of **M/S SAPRA & CO.**

Chartered Accountants
 FRN-003208C

Sd/-

CA OM PRAKASH SAPRA
 Proprietor
 Membership No.-072372

UDIN:21072372AAAAAZ9974

Date: August 12, 2021
Place: - Jaipur

FORM AOC -1

(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 associate companies or joint ventures

Part “A”: Subsidiaries

[Information in respect of each subsidiary to be presented with amounts (In Lakhs except % of shareholding)]

1	S. No.	1
2	Name of the subsidiary	CSL Infomedia Private Limited
3	The Date since when Subsidiary was acquired	13 th November, 2010
4	Reporting period for the subsidiary concerned, if different from the holding Company’s Reporting Period	31 st March, 2021
5	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	Indian Rupees
6	Share Capital	700.00
7	Reserves & surplus	156.93
8	Total Assets	967.81
9	Total Liabilities	110.88
10	Investments	0.44
11	Turnover	393.61
12	Profit Before taxation	(94.50)
13	Provision for taxation	(1.70)
14	Profit after taxation	(92.80)
15	Proposed Dividend	0
16	Extent of shareholding (in percentage)	65%

Notes:

- Names of subsidiaries which are yet to commence operations:** NIL
- Names of subsidiaries which have been liquidated or sold during the Year:** NIL

Part “B”: Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Not
Applicable

For Sapra & Company
Chartered Accountants
FRN - 003208C

**For and on behalf of Board of Directors
For Compucom Software Limited**

Sd/-
CA Om Prakash Sapra
Proprietor
M. No. 072372

Sd/-
Surendra Kumar Surana
Managing Director
DIN: 00340866

Sd/
Surana Vaibhav Surana
Executive Director
DIN: 05244109

Sd/
CA Sanjeev Nigam
Chief Financial Officer
(CFO)

Sd/-
CS Swati Jain
Company Secretary &
Compliance Officer
M. No.: FCS 8728

Place: Jaipur
Date: June 15, 2021

COMPLIANCE CERTIFICATE

Ref: Regulation 17(8) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,
The Board of Directors,
Compucom Software Limited,
IT 14-15, EPIP, Sitapura
Jaipur

We, Surendra Kumar Surana, Chairman, Managing Director & Chief Executive Officer (CEO) and Sanjeev Nigam, Chief Financial Officer (CFO) of the Company hereby certify that:

(A) We have reviewed the financial statements and the cash flow statement for the Year ended March 31, 2021 and that to the best of our knowledge and belief:

- These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
- 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 transactions entered into by the Company during the Year ended March 31, 2021 are fraudulent, illegal or violative of the Company's Code of Conduct.

(C) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps have been taken to rectify these deficiencies.

(D) We have indicated to the Auditors and the Audit Committee that there are no:

- Significant changes in the internal control over financial reporting during the year,
- Significant changes in accounting policies during the year requiring disclosure in the notes to the financial statements; and
- Instances of significant fraud of which we have become aware.

Sd/-

(Surendra Kumar Surana)
Chairman, Managing Director & CEO
(DIN: - 00340866)

Sd/-

(Sanjeev Nigam)
Chief Financial Officer

Date: June 15, 2021
Place: Jaipur

Independent Auditor’s Report

To
The Members of
Compucom Software Limited
Jaipur

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of Compucom Software Limited (“the Company”), which comprise the Balance Sheet as at 31st March 2021, and the Statement of Profit and Loss (including other comprehensive income), Statement of Changes in Equity and 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 (hereinafter referred to as “the standalone financial statements”).

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 accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2021, and profit (including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

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 SAs 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

Key audit matters (‘KAM’) 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.

<u>Key Audit Matter</u>	<u>Auditor’s Response</u>
The company has adopted AS 115 ‘Revenue from Contracts with Customers’ starting 1st April, 2018. The application of the new revenue accounting standard involves certain key judgements and principles and therefore has been identified as key audit matter.	<p>We tested that the revenue recognized is in accordance with the revenue recognition accounting standard (Ind As 115) and applied the following:-</p> <ul style="list-style-type: none"> • Evaluated the identification of performance obligations and the prescribed transaction price. • Assessed the Company’s accounting policies relating to revenue recognition. • Checked the revenue recognition by reading the supporting documents including inspection of contracts with customers and delivery documents on test check basis. • Reviewed, pre and post year end, sample of revenue recognized and agreed with the supporting documents; • Tested the journal entries impacting revenue, using data extracted from the accounting system, as well as other adjustments made in preparation of the Ind AS Standalone financial statements. • Assessed the Ind AS standalone financial statement disclosures in this regards.

Other Information

The Company’s management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company’s annual report, but does not include

the standalone financial statements and our auditors' report thereon.

Our opinion on the standalone financial statements does not cover the other information and, 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.

Management's Responsibility for the Standalone Financial Statements

The Company's management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs, profit / loss (including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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.

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

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

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

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.

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal 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 auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern. conclusions are based on the audit evidence obtained up to the date of our auditors' 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.

Materiality is the magnitude of misstatements in the standalone financial statement 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 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 auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditors' Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, 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.
 - (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 Ind AS specified under Section 133 of the Act.
 - (e) On the basis of the written representations received from the directors as on 31st March 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2021 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 financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the company's internal financial controls over financial reporting.
 - (g) With respect to the matter to be included in the Auditors' Report under section 197(16):
 In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act.

-
- (h) With respect to the other matters to be included in the 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:
1. The Company has disclosed the impact of pending litigations as at March 2021, on its financial position in its standalone financial statements.
 2. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
 3. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For Sapra and Company

Chartered Accountants

FRN 003208C

Sd/-

CA. OM PRAKASH SAPRA

Proprietor

Membership No. 072372

Place: Jaipur

Date: June 15, 2021

UDIN: 21072372AAAAAP9058

‘Annexure A’ to the Auditors Report

(referred to in paragraph 1 under the heading “Report on Other Legal and Regulatory Requirements” of our report of even date) on the Financial Statements for the year ended 31st March 2021 of **Compucom Software Limited**

i. **Fixed Assets:**

- (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The management during the year has physically verified the major assets and in our opinion, the frequency of verification is reasonable. No material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.

ii. **Inventories:**

According to information and explanation given to us, the inventories were physically verified during the year by Management at reasonable intervals and no material discrepancies were noticed on physical verification.

iii. **Loans to the parties covered in the register maintained under Section 189 of the Act: -**

According to information and explanation given to us, the Company has not granted any loan, secured or unsecured to companies, firms, limited liability partnerships and other parties covered in the register maintained under Section 189 of the Act, therefore provisions of clause (iii) of paragraph 3 of the order are not applicable.

iv. **Compliance of provisions of section 185 and 186 of the Companies Act, 2013: -**

In our opinion and according to the information and explanations given to us, the Company has not granted any such loan under the provisions of Section 185 and 186 of the Act, hence the rules specified thereunder does not apply.

v. **Public Deposits: -**

The Company has not accepted any deposits during the year and does not have any unclaimed deposits as at March 31st, 2021. Therefore, the provisions of clause (v) of paragraph 3 of the order are not applicable to the Company.

vi. **Cost Records: -**

The maintenance of cost records has been prescribed by the Central Government under section 148(1) of the Act, for activity related to Education and Wind Power Generation. According to the information and explanations given to us and on the basis of our examination thereof, we report that the company is maintaining the prescribed cost records. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

vii. **Statutory Dues: -**

- a) **Undisputed Statutory Dues:** According to the information and explanations given to us and on the basis of our examination of the record of the company, undisputed statutory dues including provident fund, ESI, Income Tax, Value added tax, Goods and service tax, cess and other material statutory dues have been generally regularly deposited during the year by the company with the appropriate authorities.
- b) **Disputed statutory dues:** Details of statutory dues which have not been deposited as at March 31st, 2021 on account of disputes are given below:

Nature of dues	Period to which the amount relates	Forum where the Dispute is pending	Amount (Rs. In Lacs)
Income Tax	A.Y. 2010-11	Income tax Appellate Tribunal	11.80
Income Tax	A.Y. 2011-12	Commissioner of Income Tax (Appeals)	46.07
Income Tax	A.Y. 2012-13	Commissioner of Income Tax (Appeals)	319.18
Income Tax	A.Y. 2016-17	Commissioner of Income Tax (Appeals)	9.87
Income Tax	A.Y. 2018-19	Commissioner of Income Tax (Appeals)	38.79
Service Tax	A.Y. 2012-13	Service Tax Appellate Tribunal, (CESTAT).	449.00
Provident Fund	A.Y. 2015-16	Employees Provident Fund Appellate Tribunal	158.75

- viii. **Dues to Financial Institution or Bank or Debenture holders: -**
According to the information and explanations given to us and based on the documents and records produced before us, there has been no default in repayment of dues to banks and financial institutions. Further, there are no dues to debenture holders, therefore, provisions of clause (viii) of paragraph 3 of the order are not applicable.
- ix. **Application of IPO, FPO and Term loans: -**
According to the information and explanations given to us, the Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year, therefore provisions of clause (ix) of paragraph 3 of the order are not applicable.
- x. **Fraud on or by the company-noticed or reported: -**
According to the information and explanations given to us, and to the best of our knowledge and belief, no fraud on the company by its officers or employees or by the Company, has been noticed or reported during the year.
- xi. **Managerial Remuneration: -**
According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid / provided for managerial remuneration in accordance with the provisions of Section 197 read with Schedule V to the Act.
- xii. **Nidhi Company: -**
According to the information and explanations give to us and based on our opinion, the Company is not a Nidhi company, therefore provisions of clause (xii) of paragraph 3 of the order are not applicable.
- xiii. **Related Party Disclosure: -**
According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv. **Issue of Preferential Allotment or Private Placement of Shares or Debentures: -**
According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- xv. **Non-cash Transactions with directors and connected persons with them: -**
According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with its directors or persons connected with him, therefore provisions of section 192 of the companies Act, 2013 are not applicable.
- xvi. **Registration under Reserve Bank of India Act, 1934: -**
In our opinion and according to the information and explanations given to us, the company is not required to be registered under Section 45 – IA of the Reserve Bank of India, 1934.

For Sapra and Company

Chartered Accountants
FRN 003208C

Sd/-

CA. OM PRAKASH SAPRA

Proprietor
Membership No. 072372

Place: Jaipur
Date: June 15, 2021
UDIN: 21072372AAAAAP9058

‘Annexure B’ to the Independent Auditors Report

“(referred to in paragraph 2(F) under the heading “Report on Other Legal and Regulatory Requirements” of our report of even date) on the Standalone Financial Statements for the year ended March 31st, 2021 of Compucom Software Limited.

Report on the Internal Financial Controls under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 (‘the Act’)

We have audited the internal financial controls over financial reporting of Compucom Software limited (‘the Company’) as of March 31st, 2021 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

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 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 the Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors Responsibility

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 were 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 financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

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

1. pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;
2. provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of the 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 over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31st, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Sapra and Company

Chartered Accountants
FRN 003208C

Sd/-

CA. OM PRAKASH SAPRA

Proprietor
Membership No. 072372

Place: Jaipur
Date: June 15, 2021
UDIN: 21072372AAAAAP9058

STANDALONE BALANCE SHEET AS AT MARCH 31, 2021

(Rs. in Lacs)

Particulars	Notes	As at March 31, 2021	As at March 31, 2020
ASSETS			
A. Non-Current Assets			
(i) Plant, Property and Equipment	4	1,315.65	1,345.60
Capital Work-in-Progress	4	1,177.80	659.19
(ii) Intangible Assets	5	1.96	2.30
(iii) Investments in subsidiaries	6	455.00	455.00
(iv) Financial Assets		-	-
(a) Investments	6	150.89	44.66
(b) Trade Receivables	9	843.05	843.05
(c) Long-Term Loans and Advances		-	-
(d) Other Financial Asset	7	30.62	1,064.06
Deferred Tax Assets (Net)		170.61	187.09
(vi) Non-current tax assets		529.11	550.22
(vi) Other Non-Current Assets	8	104.07	99.61
B. Current Assets			
(i) Inventories		15.24	-
Financial Assets		-	-
(ii) (a) Investments		-	-
(b) Trade Receivables	9	2,797.49	4,671.41
(c) Cash and Cash Equivalents	10	2,296.81	994.93
(d) Bank Balances other than(c) above	11	3,053.62	2,729.46
(e) Others	7	88.53	76.08
Current Tax Assets (Net)		706.56	736.94
(iii) Other Current Assets	8	434.49	516.81
TOTAL ASSETS		14,171.51	14,976.41
EQUITY AND LIABILITIES			
Equity			
(i) Equity Share Capital	12	1,582.50	1,582.50
(ii) Other Equity		11,003.84	10,997.59
Total Equity		12,586.34	12,580.09
Liabilities			

(1) Non-Current Liabilities			
(i) Financial Liabilities			
Borrowings	13	217.75	251.49
(a) Trade Payable- Other than SME	14	577.03	577.03
(b) Other Financial Liabilities	15	67.54	66.26
(c) Provisions	16	132.04	86.23
(iii) Deferred Tax Liabilities		-	-
(2) Current Liabilities			
(i) Financial Liabilities			
Borrowings	13	3.39	825.22
(a) Trade Payables-SME	14	18.42	2.88
(b) Trade Payables-other	14	34.53	65.91
(c) Other Financial Liabilities	15	12.63	13.67
(ii) Other Current Liabilities	17	145.75	84.32
(iii) Provisions	16	321.66	396.56
(iv) Current Tax Liabilities (Net)		54.42	26.75
TOTAL EQUITY AND LIABILITIES		14,171.51	14,976.41

See accompanying notes to financial statements **1 to 25**

As per our report of even date.

For Sapra & Company

Chartered Accountants

FRN- 003208C

Sd/-

CA. Om Prakash Sapra

Proprietor

M. No. 072372

Place: Jaipur

Date: 15 June, 2021

UDIN: 21072372AAAAAP9058

For and on behalf of Board of Directors

Sd/-

**SURENDRA KUMAR
SURANA**

Managing Director

DIN: 00340866

Sd/-

SANJEEV NIGAM

Chief Financial Officer
(CFO)

Sd/-

VAIBHAV SURANAA

Executive Director

DIN:
05244109

Sd/-

SWATI JAIN

Company Secretary &
Compliance Officer
M. No. FCS8728

**STANDALONE STATEMENT OF PROFIT AND LOSS
FOR THE YEAR ENDED MARCH 31, 2021**

Particulars	Notes	(Rs. in Lacs)	
		For the year ended March 31, 2021	For the year ended March 31, 2020
Revenue from operations	18	1,578.22	1410.72
Other income	19	755.98	331.68
Total Income		2,334.20	1742.40
Expenses:			
Purchases of Stock-in-Trade		16.52	-
Changes in inventories of finished goods work-in-progress and Stock-in-Trade	20	(15.24)	-
Employee Benefits Expenses	21	779.87	617.98
Finance Costs	22	54.94	94.79
Depreciation and Amortization Expenses	23	149.06	138.64
Learning Solution Execution Expenses		660.73	391.95
Other Expenses	24	331.26	325.36
Total expenses		1,977.13	1568.72
Profit before exceptional item and tax		357.07	173.68
Exceptional item		-	-
Profit before tax		357.07	173.68
Tax expense:			
Current tax		54.42	27.32
Deferred tax credit		20.59	39.78
Earlier Years tax		26.75	(1.91)
Total tax expenses		101.76	65.19
Profit for the year		255.31	108.49
Other comprehensive income			
A) Items that will not be reclassified to profit or loss		(15.79)	-
(a) Remeasurements of the defined benefit plans		-	(2.20)
(b) Tax benefit on items that will not be reclassified to profit or loss		(4.11)	(0.57)
B) Items that will be reclassified to profit or loss		-	-
(a) Effective portion of gains and loss on designated portion of hedging instruments in a cash ow hedge		-	-
(b) Debt instrument through other comprehensive income		-	-
(c) Tax expenses on items that will be reclassified to profit or loss		-	-
Total other comprehensive income		(11.68)	(1.63)
Total comprehensive income for the year		243.63	106.86

Earnings per share (of Rs. 2 each)			
Basic earnings per share (in Rs)	25	0.32	0.14
Diluted earnings per share (in Rs)	25	0.32	0.14

See accompanying notes to financial statements.
As per our report of even date.

For Sapra & Company
Chartered Accountants
FRN- 003208C

Sd/-

CA. Om Prakash Sapra

Proprietor

M. No. 072372

Place: Jaipur

Date: 15 June 2021

UDIN: 21072372AAAAAP9058

Sd/-

**SURENDRA KUMAR
SURANA**

Managing Director

DIN: 00340866

Sd/-

SANJEEV NIGAM

Chief Financial Officer (CFO)

For and on behalf of Board of Directors

Sd/-

VAIBHAV SURANAA

Executive Director

DIN: 05244109

Sd/-

SWATI JAIN

Company Secretary & Compliance Officer

M. No. FCS8728

**STANDALONE CASH FLOW STATEMENT
FOR THE YEAR ENDED MARCH 31, 2021**

Particulars	Notes	(Rs. in Lacs)	
		For the year ended March 31, 2021	For the year ended March 31, 2020
(A) CASH FLOW FROM OPERATING ACTIVITIES:			
Net profit before tax		357.07	173.68
Adjustments to reconcile profit to net cash provided by operating activities:			
Depreciation and amortization expense	23	149.06	138.64
Interest expense	22	30.84	73.91
Interest income	19	(315.00)	(323.98)
Provision for Gratuity	16	43.51	26.68
Fair value adjustment		(6.23)	(1.78)
Profit on sale of investment in subsidiary		-	-
Loss / (Gain) on sale of fixed assets (net)		-	-
Loss on derecognition of land		-	-
Operating profit before working capital changes		259.25	87.15
Changes in assets and liabilities			
(Increase)/Decrease in Inventories	20	(15.24)	-
(Increase)/Decrease in Trade receivables	9	1,873.92	1,013.84
(Increase)/Decrease in Other current assets and non-current assets		116.90	(101.15)
Increase/(Decrease) in current and non-current liabilities		(42.56)	(1,142.59)
Cash generated from operations		2,192.27	(142.75)
Income taxes paid during the year		(53.50)	(230.88)
Net cash generated from operating activities		2,138.77	(373.63)
(B) CASH FLOW FROM INVESTING ACTIVITIES:			
Purchases of property, plant and equipment (including intangibles, CWIP and Capital Advances)	4,5	(637.38)	(370.86)
Interest received	19	315.00	323.98
Increase/(Decrease) in unpaid dividend and FDR having maturity more than 3 months		(324.16)	356.31
Increase/(Decrease) in unpaid dividend and FDR having maturity more than 12 months		1,033.44	(203.45)
Investment in Shares, Mutual funds and current investment		(100.00)	-
Sale of Shares, Mutual funds and current investment		-	63.99
Proceeds from sale of property, plant and equipment		-	-
		286.90	169.97

Net cash generated from investing activities			
(C) CASH FLOW FROM FINANCING ACTIVITIES:			
Interest paid	22	(30.84)	(73.91)
Increase/ (Decrease) in Loan Funds		(855.58)	573.13
Dividend and tax paid thereon		(237.38)	(95.39)
Net cash used in financing activities		(1,123.79)	403.83
Net increase in Cash and cash equivalents		1,301.88	200.17
Cash and cash equivalents at the beginning of the year		994.93	794.76
Cash and cash equivalents at the end of the year		2,296.81	994.93
See accompanying notes to financial statements.			1 to 25
As per our report of even date.			

For Sapra & Company
Chartered Accountants
FRN- 003208C
Sd/-
CA. Om Prakash Sapra
Proprietor
M. No. 072372

Sd/-
**SURENDRA KUMAR
SURANA**
Managing Director
DIN: 00340866

For and on behalf of Board of Directors

Sd/-
VAIBHAV SURANAA
Executive Director
DIN: 05244109

Place: Jaipur
Date: 15 June, 2021
UDIN: 21072372AAAAAP9058

Sd/-
SANJEEV NIGAM
Chief Financial Officer (CFO)

Sd/-
SWATI JAIN
Company Secretary & Compliance Officer
M. No. FCS8728

**STANDALONE STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED MARCH 31, 2021**

A. EQUITY SHARE CAPITAL

Equity shares of Rs. 2 each issued, subscribed and fully paid	Numbers of shares (in Lacs)	Amount (in Lacs)
As at 1 April, 2019, March 31, 2020 and March 31, 2021	791.25	1,582.50

B. OTHER EQUITY

Particulars	Equity share Capital	Reserve and surplus				Other Comprehensive Income	Total
		Securities Premium Reserves	General Reserve	Capital reserve	Profit and Loss Accounts		
Balance as at the end of the year April 1, 2019	1582.50	1352.96	1484.79	209.22	7902.35	36.79	12568.61
Profit for the year					108.49		108.49
Actuarial Gains on Liability	-	-	-	-	-	(2.20)	(2.20)
Tax Effect	-	-	-	-	-	0.57	0.57
Dividend declared - Paid	-	-	-	-	(77.42)	-	(77.42)
Dividend distribution tax - Paid	-	-	-	-	(15.91)	-	(15.91)
Dividend declared - Unpaid	-	-	-	-	(1.70)	-	(1.70)
Dividend distribution tax paid on unpaid dividend	-	-	-	-	(0.35)	-	(0.35)
Balance as at the end of the year March 31, 2020	1582.50	1352.96	1484.79	209.22	7915.46	35.16	12580.09
Profit for the year					255.31		255.31
Actuarial Gains on Liability	-	-	-	-	-	(15.79)	(15.79)
Tax Effect	-	-	-	-	-	4.11	4.11
Dividend declared - Paid	-	-	-	-	(237.38)	-	(237.38)
Dividend distribution tax - Paid	-	-	-	-	-	-	0.00
Dividend declared - Unpaid	-	-	-	-	-	-	0.00
Dividend distribution tax paid on unpaid dividend	-	-	-	-	-	-	0.00
Balance as at the end of the year March 31, 2021	1582.50	1352.96	1484.79	209.22	7933.39	23.48	12586.34

See accompanying notes to financial statements. As per our report of even date.

For Sapra & Company

Chartered Accountants

FRN- 003208C

Sd/-

CA. Om Prakash Sapra

Proprietor

M. No. 072372

Place: Jaipur

Date: 15 June, 2021

UDIN: 21072372AAAAAP9058

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

For and on behalf of Board of Directors

Sd/-

SURENDRA KUMAR SURANA

Managing Director

DIN: 00340866

Sd/-

SANJEEV NIGAM

Chief Financial Officer (CFO)

Sd/-

VAIBHAV SURANAA

Executive Director

DIN: 05244109

Sd/-

SWATI JAIN

Company Secretary & Compliance Officer

M. No. FCS8728

as at and for the year ended March 31, 2021

NOTE 01 CORPORATE INFORMATION

Compucom Software Limited (‘the Company’) operates in areas like E-Governance projects, ICT Education Projects, software design & development, electronic media, IT & media training & learning Solutions including Skilling and placement activities, Wind Power generation etc.

The Company is a public limited company incorporated and domiciled in India and has its registered office in Jaipur, Rajasthan, India. The Company has its listings on the BSE Limited and National Stock Exchange of India Limited and Calcutta stock exchange.

The financial statements are approved for issue by the Company’s Board of Directors in its meeting held on June 15, 2021.

NOTE 02 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

a) Basis of preparation

These financial statements are prepared on a going concern basis, in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis except for financial instruments which are measured at fair values and the provisions of the Companies Act, 2013 (‘Act’) (to the extent notified). The Ind AS are prescribed under Section 133 of the Act, read with relevant rule of the Companies (Indian Accounting Standards) Rules, 2015, as amended time to time. 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) Use of estimates and judgment

(i) Use of estimates:

The preparation of financial statements in conformity with Ind AS requires the management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenue, costs, expenses and other comprehensive income that are reported and disclosed in the financial statements and accompanying notes. These estimates are based on the management’s best knowledge of current events, historical experience, actions that the Company may undertake in the future and on various other assumptions that are believed to be reasonable under the circumstances. Significant estimates and assumptions are used, but not limited to accounting for costs expected to be incurred to complete performance under service arrangements, allowance for uncollectible accounts receivables and unbilled revenue, accrual of warranty costs, income taxes, future obligations under employee benefit plans, the useful lives of property, equipment and intangible assets, impairment of property, equipment, intangibles and goodwill, valuation allowances for deferred tax assets, and other contingencies and commitments. Changes in estimates are reflected in the financial statements in the period in which the changes are made. Actual results could differ from those estimates.

(ii) Significant Judgment Contingencies:

In the normal course of business, contingent liabilities may arise from litigation, taxation and other claims against the Company. Where it is management’ assessment that the outcome cannot be reliably quantified or is uncertain, the claims are disclosed as contingent liabilities. Such liabilities are disclosed in the notes but are not provided for in the financial statements. While considering the possible, probable and remote analysis of taxation, legal and other claims, there is always a certain degree of judgment involved pertaining to the application of the legislation which in certain cases is supported by views of tax experts and/or earlier precedents in similar matters. Although there can be no assurance regarding the final outcome of the legal proceedings, the Company does not expect them to have a materially adverse impact on the Company’s financial position or profitability.

(iii) Estimation of uncertainties relating to the global health pandemic from COVID-19

The Company has considered the possible effects that may result from the pandemic relating to COVID-19 on the carrying amounts of receivables, unbilled revenues and investment in subsidiaries. As per the estimates of the management, the company expects that in most likelihood there will not be any adverse effect on the carrying amount of the assets of the company.

NOTE 03 SIGNIFICANT ACCOUNTING POLICIES

a) Fair value measurement

The Company measures financial instruments, such as, investment in securities and other assets wherever necessary at fair value at balance sheet date wherever necessary. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair

value measurement is based on the market conditions and risks existing at each reporting period date. The methods used to determine fair value include available quoted market process and dealer quotes. All methods of assessing fair value result in general approximation of value, and such value may or may not be realized.

For financial assets and liabilities maturing within one year from balance sheet date which is not carried at fair value, the carrying amount approximate fair value due to the short maturity of these instruments.

b) Current and non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle.
- Held primarily for the purpose of trading
- Expected to be realized within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- Expected to be settled in normal operating cycle
- Held primarily for the purpose of trading
- Due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

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

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

Some line items presented in the financial statements have been reclassified under different heads and sub heads to encourage appropriate disclosure of information contained, beginning from the earliest period presented in the financial statements.

c) Functional and presentation currency

The financial statements are prepared in Indian Rupees (INR), which is the Company’s functional currency. All financial information presented in INR has been rounded to the nearest lacs.

d) Revenue recognition

1. Revenue from operations: -

The Company earns revenue primarily from E-Governance projects, ICT Education Projects, software design & development, electronic media, IT & media training & learning Solutions including Skilling and placement activities, Wind Power generation etc.

- Revenue is recognized upon transfer of control of promised products or services to customers in an amount that reflects the consideration which the Company expects to receive in exchange for those products or services.
- Revenue from contracts which are on time and material basis are recognized when services are rendered, and related costs are incurred.
- Revenue related to fixed price maintenance and support services contracts where the Company is standing ready to provide services is recognized based on time elapsed mode and revenue is straight lined over the period of performance.
- Revenue from sale of power is recognized on the basis of actual units generated and transmitted to the purchaser.
- Revenue from the sale of hardware and goods is recognized at the point in time when control is

transferred to the customer.

- In respect of other fixed-price contracts, revenue is recognized using percentage-of-completion method ('POC method') of accounting with contract costs incurred determining the degree of completion of the performance obligation. The contract costs used in computing the revenues include cost of fulfilling warranty obligations.
- Revenue from the sale of distinct internally developed software and manufactured systems and third-party software is recognized at the point in time when the system / software is delivered to the customer. In cases where implementation and / or customization services rendered significantly modifies or customizes the software, these services and software are accounted for as a single performance obligation and revenue is recognized over time on a POC method.
- Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, service level credits, performance bonuses, price concessions and incentives, if any, as specified in the contract with the customer. Revenue also excludes taxes collected from customers.

2. Dividend: -

Dividend income is recognized in the statement of profit and loss only when the right to receive payment is established.

3. Interest: -

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, with reference to the principal outstanding and at the effective interest rate applicable.

e) Property, plant and equipment

(i) Property, plant and equipment at office and at site

The initial cost of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, and any directly attributable costs of bringing an asset to working condition and location for its intended use. It also includes the initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located. Expenditure incurred after the property, plant and equipment have been put into operation, such as repairs and maintenance, are normally charged to the Statement of Profit and Loss in the period in which the costs are incurred. Major inspection and overhaul expenditure are capitalized.

Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment, and are recognized net within other income/other expenses in the Statement of Profit and Loss.

Assets held for sale are carried at lower of their carrying value or fair value less cost to sell. Major machinery spares parts are capitalized when they meet the definition of Property, Plant and Equipment.

Repairs and maintenance cost are recognized in the Statement of Profits or Loss as incurred.

(ii) Capital work in progress (CWIP)

Assets in the course of construction are capitalized in capital work in progress account. At the point when an asset is capable of operating in the manner intended by management, the cost of construction is transferred to the appropriate category of property, plant and equipment. Costs associated with the commissioning of an asset are capitalized in CWIP until the period of commissioning has been completed and the asset is ready for its intended use.

(iii) Depreciation

Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value. Depreciation on tangible property and other equipment has been provided on the straight-line method.

Based on technical evaluation, the management believes that the useful lives as given below best represent the period over which the management expects to use the asset.

Assets	Useful life in years
RCC buildings	60
Solar Power Equipment	15
Computers and data processing equipment	3
Wind Mill Equipment	22

Machinery	15
Office equipment	5
Furniture and fixtures	10
Vehicles	8
Copyright and Taredeemark	10

The useful lives of the above assets are in line with the useful lives as prescribed under Part C of schedule II of the Companies Act, 2013, The management believes that these estimated useful lives are realistic and reflect fair apportionment of the period over which the assets are likely to be used.

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.

f) Intangible assets

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. 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.

Intangible assets are amortized over their estimated useful life. The estimated useful life of the intangible assets and the amortization period are reviewed at the end of each financial year and the amortization period is revised to reflect the changed pattern, if any.

g) Borrowing Cost

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consists of interest and other costs than an entity incurs in connection with the borrowings of the funds.

h) Impairment of assets

(i) **Trade receivables:** Trade receivables are amounts due from customers for goods, services or power units sold to the customers in ordinary course of the business. Trade receivables are recognized at the amount of consideration when the company has the right to receive the same. The trade receivables are generally measured at transaction price. Trade receivables which are doubtful of collection as per the management estimates and assessment despite vigorous efforts of collection are impaired and written off in profit and loss account as bad debts.

(ii) **Non-financial assets:** Property, plant and equipment and intangible assets (other than goodwill) are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs.

If the recoverable amount of an asset (or CGU) is estimated to be less than it's carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognized in the statement of profit and loss.

i) Financial instruments

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 issue 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. Regular way purchase and sale of financial assets are accounted for at trade date. The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired.

SUBSEQUENT MEASUREMENT

a) Non-derivative financial instruments

(i) Cash and Cash Equivalents

The Company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and short-term money market deposits having original maturities of three months or less from the year end, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

(ii) Financial assets carried at amortized cost

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

(iii) Financial assets at fair value through other comprehensive income

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

(iv) Financial assets at fair value through profit or loss

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

(v) Financial liabilities

Financial liabilities are subsequently carried at cost as they will be settled within the current year. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments, hence no discounting for the same is necessary.

(vi) Investment in subsidiaries

Investment in subsidiaries is carried at cost in the financial statements.

(vii) Financial assets - derecognition

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Company's balance sheet when the obligation specified in the contract is discharged or cancelled or expires.

(viii) Impairment of financial assets

The Company measures loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, ECLs are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of ECLs (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized is recognized as an impairment gain or loss in profit or loss. The classification of trade receivables in terms of expected realization has been done by the management based on the past experience of the management.

Trade Receivables of Rs. 843 lacs shown under non-current trade receivable relate to the BSER Project and are outstanding for more than 10 years. In respect of these receivables the Company was in the Arbitration Proceedings as directed by The Honorable Rajasthan High Court on a plea filed by the Company. The arbitration proceeding has been decided in the favor of the company, however the BSER has preferred an appeal in the Honorable Rajasthan High court. Trade Payables of Rs. 577 lacs are related to ABA's of BSER project. The payment of these Trade Payables is dependent upon realization of Trade Receivables of Rs. 843 lacs related to the BSER project as per the Terms of Agreement with the ABA's. Just as the positive outcome of the arbitration proceedings, the company is hopeful of a positive outcome before the Honorable Rajasthan High court, therefore the company has not made net provision of Rs. 266 lacs (Rs.843 lacs – Rs.577 lacs).

(ix) Financial liabilities – recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and other financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

- **Financial liabilities at fair value through profit or loss & other comprehensive income**

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term.

Gains or losses on liabilities held for trading are recognized in the profit or loss.

- Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTOCI, fair value gains/ losses attributable to changes in own credit risks are recognized in OCI. These gains/ losses are not subsequently transferred to Statement of Profit and Loss. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognized in the Statement of Profit and Loss. The Company has not designated any financial liability as at fair value through other comprehensive income.

Financial liabilities - derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of Profit and Loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

b) Derivative financial instruments and hedge accounting

The company currently did not have any derivative financial instruments nor there were any hedging contracts outstanding at the balance sheet date.

c) Inventories

Inventories are valued at the lower of cost and net realizable value. Net realisable value is determined based on estimated selling price, less further costs expected to be incurred to completion and disposal.

d) Cost recognition

Costs and expenses are recognized when incurred and have been classified according to their nature. The costs of the Company are broadly categorized into employee benefit expenses, Learning Solution Execution Expenses, Finance Costs, depreciation and amortization and other expenses. Employee benefit expenses include salaries, incentives and allowances, contributions to provident and other funds and staff welfare expenses. Other expenses mainly include fees to external consultancy expenses, travel expenses, communication expenses, bad debts and advances written off, Rent and Facility Support, Insurance expenses and other expenses. Other expenses is an aggregation of costs which are individually not material such as News Paper & Magazines, Demat Expenses, Postage & Telegram, entertainment, etc.

e) Taxation

1) Current tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

2) Deferred tax

Deferred tax is provided, using the balance sheet method, on all temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognized for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future

Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilized, except:

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.
- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognized only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

f) Retirement and other Employee benefit schemes

i. Short-term employee benefits

Employee benefits payable wholly within twelve months of receiving employee services are classified as short-term employee benefits. These benefits include salaries and wages and performance incentives which are expected to occur in next twelve months. The undiscounted amount of short-term employee benefits to be paid in exchange for employee services is recognized as an expense as the related service is rendered by employees.

ii. Post-Employment Benefits 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. The Company fully contributes all ascertained liabilities to the Gratuity Fund.

The Company recognizes the net obligation of a defined benefit plan in its Balance Sheet as an asset or liability.

Gains and losses through remeasurements of the net defined benefit liability / (asset) are recognized in other comprehensive income. The actual return of the portfolio of plan assets, in excess of the yields computed by applying the discount rate used to measure the defined benefit obligation is recognized in other comprehensive income. The effects of any plan amendments are recognized in net profit in the Statement of Profit and Loss.

a) Provident Fund

The Company benefits to its employees, under provident fund. The Company and employees contribute at predetermined rates to fund which is accounted on accrual basis. The contribution towards provident fund is recognized as an expense in the Statement of Profit and Loss.

b) The code on social security 2020

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

g) Provisions and Contingent liabilities

Provisions are recognized when the Company has a present obligation (legal or constructive), as a result of past events, and it is probable that an outflow of resources, that can be reliably estimated, will be required to settle such an obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows to net present value using an appropriate pre- tax discount rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. Unwinding of the discount is recognized in the Statement of Profit and Loss as a finance cost. Provisions are reviewed at each reporting date and are adjusted to reflect the current best estimate.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Contingent assets are neither recognized nor disclosed in the financial statements.

h) Foreign currency translation

The functional currency for the Company is determined as the currency of the primary economic environment in which it operates. For the Company, the functional currency is the local currency of the country in which it operates, which is Indian Rupee.

In the financial statements of the Company, transactions in currencies other than the functional currency are translated into the functional currency at the exchange rates ruling at the date of the transaction. Monetary assets and liabilities denominated in other currencies are translated into the functional currency at exchange rates prevailing on the reporting date. Non-monetary assets and liabilities denominated in other currencies and measured at historical cost or fair value are translated at the exchange rates prevailing on the dates on which such values were determined.

All exchange differences are included in the Statement of Profit and Loss.

Transactions Relating to Foreign Exchange Earnings & Outgo are specified below: -

Particulars	In Lacs	
	F.Y 2020-21	F.Y 2019-20
CIF Value of imports	-	-
Other Expenses	-	-
FOB Value of exports	36.38	135.68

i) Earnings per share

The Company presents basic and diluted earnings per share (“EPS”) data for its equity shares. Basic EPS is calculated by dividing the profit attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. Diluted EPS is determined by adjusting the profit or loss attributable to equity shareholders and the weighted average number of equity shares outstanding for the effects of all dilutive potential equity shares.

j) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Executive Officer i.e. CEO. Revenue and expenses are identified to segments on the basis of their relationship to the operating activities of the segment.

Revenue, expenses which are not allocable to segments on a reasonable basis, are included under "Unallocated revenue/ expenses ". It is practically not possible for the company to ascertain segmental assets and liabilities due to the location and swap use of assets and some liabilities despite management’s constant effort.

k) Cash dividend to equity shareholders of the Company

The Company recognizes a liability to make distribution to equity shareholders of the Company when the distribution is authorized and it is no longer at the discretion of the Company. Interim dividend is paid as and when declared by the Board. Final dividend is paid after obtaining shareholders' approval. Dividends are paid in Indian Rupees.

Dividend Remitted in Foreign Currency: -

Particulars	F.Y 2020-21	F.Y 2019-20
Amount (Rs. In lacs)	0.057 (F.Y 2019-20)	0.024 (F.Y 2018-19)
No. of Shareholders (in whole number)	2	2
No of Shares (in lacs)	0.24	0.24

l) Recent Indian Accounting Standards (Ind AS)

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards. There is no such notification which would have been applicable from April 1, 2021.

m) Recent pronouncements

On March 24, 2021, the Ministry of Corporate Affairs (“MCA”) through a notification, amended Schedule III of the Companies Act, 2013. The amendments revise Division I, II and III of Schedule III and are applicable from April 1, 2021. Key amendments relating to Division II which relate to companies whose financial statements are required to comply with Companies (Indian Accounting Standards) Rules 2015 are:

1. Balance Sheet:

- Lease liabilities should be separately disclosed under the head ‘financial liabilities’, duly distinguished as current or non-current.
- Certain additional disclosures in the statement of changes in equity such as changes in equity share capital due to prior period errors and restated balances at the beginning of the current reporting period.
- Specified format for disclosure of shareholding of promoters.
- Specified format for ageing schedule of trade receivables, trade payables, capital work-in-progress and intangible asset under development.

- If a company has not used funds for the specific purpose for which it was borrowed from banks and financial institutions, then disclosure of details of where it has been used.
- Specific disclosure under ‘additional regulatory requirement’ such as compliance with approved schemes of arrangements, compliance with number of layers of companies, title deeds of immovable property not held in name of company, loans and advances to promoters, directors, key managerial personnel (KMP) and related parties, details of benami property held etc.

2. Statement of profit and loss:

Additional disclosures relating to Corporate Social Responsibility (CSR), undisclosed income and crypto or virtual currency specified under the head ‘additional information’ in the notes forming part of the standalone financial statements.

The amendments are extensive, and the Company will evaluate the same to give effect to them as required by law.

Note 04								
PROPERTY, PLANT AND EQUIPMENT								
(Rs. in Lacs)								
Particulars	Freehold land	Buildings	Plant and equipment	Furniture and fixtures	Vehicles	Other Assets	Power Plants	Total
At Cost As at April 1, 2019	147.00	258.39	6,187.66	85.16	100.85	55.05	1,722.64	8,556.75
Additions	1.80	109.04	18.23	16.30	0.16	-	-	145.53
Disposals/ adjustments	-	-	5,095.00	-	-	-	-	5,095.00
As at March 31, 2020	148.80	367.43	1,110.89	101.46	101.01	55.05	1,722.64	3,607.28
Additions	-	27.77	252.56	30.66	-	-	-	310.99
Disposals/ adjustments	75.20	117.03	-	-	-	-	-	192.23
As at March 31, 2021	73.60	278.17	1,363.45	132.12	101.01	55.05	1,722.64	3,726.04

Accumulated depreciation

As at April 1, 2019	-	77.92	5,978.45	70.26	66.46	16.23	1,009.06	7,218.38
Depreciation charge for the year	-	4.08	48.78	2.98	4.82	0.88	76.76	138.30
Disposals/ adjustments	-	-	5,095.00	-	-	-	-	5,095.00
As at March 31, 2020	-	82.00	932.23	73.24	71.28	17.11	1,085.82	2,261.68
Depreciation charge for the year	-	3.95	57.35	4.94	4.84	0.88	76.76	148.72

Disposals/ adjustments	-								-
As at March 31, 2021	-	85.95	989.58	78.18	76.12	17.99	1,162.5 8		2,410.39
Net Book Value									
As at March 31, 2020	148.80	285.43	178.66	28.22	29.73	37.94	636.82		1,345.60
As at March 31, 2021	73.60	192.22	373.87	53.94	24.89	37.06	560.06		1,315.65
(Rs. in Lacs)									
Carrying amount of	As at March 31, 2021			As at March 31, 2020			As at April 1, 2019		
Capital work in progress	1,177.80			659.19			433.86		

**Note 05
INTANGIBLE ASSETS**

(Rs. in Lacs)				
Particulars	Computer Software	Marketing rights	Others	Total
At Cost As at April 1, 2019	169.21	80.21	3.40	252.82
Additions	-	-	-	-
Disposals/Adjustments	-	-	-	-
As at March 31, 2020	169.21	80.21	3.40	252.82
Additions	-	-	-	-
Disposals/Adjustments	-	-	-	-
As at March 31, 2021	169.21	80.21	3.40	252.82
Amortization				
As at April 1, 2019	169.21	80.21	0.76	250.18
Charge for the year	-	-	0.34	0.34
As at March 31, 2020	169.21	80.21	1.10	250.52
Charge for the year	-	-	0.34	0.34
Disposals/Adjustments	-	-	-	-
As at March 31, 2021	169.21	80.21	1.44	250.66
Net Book Value				
As at March 31, 2020	-	-	2.30	2.30
As at March 31, 2021	-	-	1.96	1.96

Note 06

INVESTMENTS (NOTE 6)

(Rs.in Lacs)

Particulars	As at March 31, 2021	As at March 31, 2020
Financial assets measured at Amortized Cost		
Investment in National saving certificate	18.01	17.32

Financial assets measured at fair value through profit and loss		
Investment in mutual funds-quoted	131.10	26.83
Investment in Equity Instruments Quoted	1.78	0.51
Investment in Equity Instruments Unquoted	-	-
(A)	150.89	44.66
Investments measured at cost		
Investments in subsidiaries		
(i) CSL Infomedia	455.00	455.00
(B)	455.00	455.00
Total (A+B)	605.89	499.66
Aggregate amount of quoted investment	132.88	27.34
Market value of quoted investment	132.88	27.34

OTHER FINANCIAL ASSETS (NOTE 7)		
(Rs.in Lacs)		
Particulars	As at March 31, 2021	As at March 31, 2020
Non-current		
FDR having maturity more than 12 months	30.62	1,064.06
Total	30.62	1,064.06
Current		
Interest accrued but not due	88.53	76.08
Total	88.53	76.08

OTHER ASSETS (NOTE 8)		
(Rs.in Lacs)		
Particulars	As at March 31, 2021	As at March 31, 2020
Non-current		
Unsecured, considered good		
Security Deposits	104.07	99.61
Total	104.07	99.61
Current		
Unsecured, considered good		
For Supply of Goods and Services	169.12	95.70
Prepaid Expenses	27.35	13.54
Accrued Income	133.86	384.92
Advances to Employees	10.54	6.24
Advances against Government Dues	93.63	16.40
Total	434.49	516.81

TRADE RECEIVABLES (NOTE 9)		
(Rs.in Lacs)		
Particulars	As at March 31, 2021	As at March 31, 2020
Current		
Unsecured, considered good	2797.49	4,671.41
Total	2797.49	4,671.41

Non-Current		
Unsecured, considered good	843.05	843.05
Total	843.05	843.05

CASH AND CASH EQUIVALENTS (NOTE 10)		(Rs. In Lacs)	
Particulars	As at March 31, 2021	As at March 31, 2020	
(A.) Balances with banks including FDR having Maturity less than 3 Months	2273.10	976.74	
Cheques, drafts on hand	6.96	0.57	
Cash on hand	16.75	17.62	
Total	2296.81	994.93	

OTHER BANK BALANCES (NOTE 11)		(In Lacs)	
Particulars	As at March 31, 2021	As at March 31, 2020	
FDR's with Bank having maturity more than 3 months	3040.99	2,715.79	
Earmarked unpaid dividend accounts	12.63	13.67	
Total	3053.62	2,729.46	

EQUITY SHARE CAPITAL (NOTE 12)		(Rs.in Lacs)	
Particulars	As at March 31, 2021	As at March 31, 2020	
A. Authorized equity share capital			
Equity Share of Rs. 2 each	2,000	2,000	
No. of Shares (In Lacs)	1,000	1,000	
B. Issued, subscribed and paid up			
Equity Share of Rs. 2 each	1,582.50	1,582.50	
No. of Shares (In Lacs)	791.25	791.25	
C. Details of shareholders holding more than 5% shares in the Company			
Rishab Infotech Private Limited			
No. of Shares (In Lakhs)	164.48	164.48	
% of Holding	20.79%	20.79%	
Sambhav Infotech Private Limited			
No. of Shares (In Lakhs)	198.97	198.97	
% of Holding	25.14%	25.14%	
Compucom Technologies Private Limited			
No. of Shares (In Lakhs)	197.97	196.23	
% of Holding	25.02%	24.80%	

Terms/Rights attached to equity shares

The Company has one class of equity shares having a par value of Rs. 2 per share. Each equity shareholder is eligible for one vote per share held. Each equity shareholder is entitled to dividend as and when declared by the Company. Interim dividend is paid as and when declared by the Board. Final dividend is paid after obtaining shareholders' approval.

BORROWINGS (NOTE 13)		(Rs.in Lacs)	
Particulars	As at March 31, 2021	As at March 31, 2020	
Non-Current			
Term Loan	217.75	251.49	
Total	217.75	251.49	
Current			
Other Bank credits	3.39	825.22	
Total	3.39	825.22	

The term loan above comprise of loan sanctioned by SBI on July 04, 2018 of Rs 1100 Lacs which was restructured on March 11, 2021, due to Covid-19 effect, out of which the company has availed loan of Rs 217.75 Lacs till the close of current reporting period. The effective interest rate of the said loan comes to 8.65% and the repayment of loan will commence from April, 1 2022 as per the sanction letter. The repayment schedule of the said loan is as follows: -

Start date	End date	Repayment/ moratorium	Period	No of Installments	Installment Amount	Total repayment amount
01-04-2022	31-08-2022	Repayment	Monthly	5	10	50
01-09-2022	31-08-2029	Repayment	Monthly	84	11	924
01-09-2029	31-03-2030	Repayment	Monthly	7	18	126
			Total	96		1100

TRADE PAYABLES (NOTE 14)		(Rs.in Lacs)	
Particulars	As at March 31, 2021	As at March 31, 2020	
Non-Current			
Total outstanding dues of creditors other than micro and small enterprises	577.03	577.03	
Total	577.03	577.03	
Current			
Total outstanding dues of micro and small enterprises	18.42	2.88	
Total outstanding dues of creditors other than micro and small enterprises	34.53	65.91	
Total	52.95	68.79	

OTHER FINANCIAL LIABILITIES (NOTE 15)		(Rs.in Lacs)	
Particulars	As at March 31, 2021	As at March 31, 2020	
Non-current			
EMD/ SD from Vendors	67.54	66.26	
Total	67.54	66.26	
Current			
Current maturities of Long-Term debts	-	-	
Unpaid dividends	12.63	13.67	
Interest accrued but not due on borrowings	-	-	
Total	12.63	13.67	

Unpaid dividends represent the dividends not paid before they are transferred to investor education and protection fund.

PROVISIONS (NOTE 16)		
Non-Current		(Rs. In Lacs)
Particulars	Provision for Gratuity	Total
As at March 31, 2019	57.36	57.36
Addition during the year	37.18	37.18
Utilized	(8.31)	(8.31)
As at March 31, 2020	86.23	86.23
Addition during the year	46.42	46.42
Utilized	(0.61)	(0.61)
As at March 31, 2021	132.04	132.04

The provision for Gratuity represents the Company's best estimate of the costs which will be incurred in the future to meet the obligations under the laws of the Gratuity act 1972. The principal gratuity cost that the company will

Current		(Rs in Lacs)
Particulars	As at March 31, 2021	As at March 31, 2020
Provision for gratuity	15.38	1.89
Provision for Projects Execution Expense(Refer note 16A)	306.28	394.67
Total	321.66	396.56

be required to pay on fulfillment of certain conditions based on actuarial valuation.

Provision for Projects Execution Expenses (Note 16-A)

Particulars	Prov. For 303 School project	Prov. For ICT-1 and ICT-2	Prov. For ICT-3	Prov. For ICT - Bihar	Prov. For ICT - 4	Prov. for 53 Schools	Prov. For DDUGKY	Total
As at March 31, 2019	-	422.53	111.07	110.71	138.14	-	-	782.45
Addition during the year	-	-	-	-	213.86	-	-	213.86
Utilized/R eversed	-	(220.66)	(95.85)	(98.77)	(186.36)	-	-	(601.64)
As at March 31, 2020	-	201.87	15.21	11.94	165.64	-	-	394.67
Addition during the year	9.20	-	-	-	326.40	3.02	29.32	367.94
Utilized/R eversed	-	(165.47)	(5.21)	(0.16)	(275.49)	-	-	(456.33)
As at March 31, 2021	9.20	36.40	-	11.79	216.55	3.02	29.32	306.28

OTHER LIABILITIES (NOTE NO. 17)	
(Rs.in Lac)	

Particulars	As at March 31, 2021	As at March 31, 2020
Current		
Statutory and other liabilities	65.87	22.44
Provision for Expenses	11.83	9.61
Salary & Allowances	68.05	52.27
Total	145.75	84.32

Statutory and other liabilities include majorly the dues to government like GST payable etc.

REVENUE FROM OPERATIONS (NOTE 18)			(Rs.in Lacs)
Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020	
Sale of Services	1402.32	1,239.32	
Sale of Products	175.90	171.41	
Total	1578.22	1,410.72	

OTHER INCOME (NOTE 19)			(Rs.in Lacs)
Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020	
Net gain on sale of Investment	-	1.12	
Interest Income	315.00	323.98	
Bad Debt Recovered	387.93		
Other non-operating income	53.05	6.58	
Total	755.98	331.68	

CHANGES IN INVENTORIES OF FINISHED GOODS AND WORK-IN-PROGRESS (NOTE 20)			(In lacs)
Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020	
Opening inventory			
Finished goods	-	-	
Total	-	-	
Closing inventory			
Finished goods	15.24	-	
Total	15.24	-	
Changes in Inventory	(15.24)	-	

EMPLOYEE BENEFIT EXPENSE (NOTE 21)			(Rs.in Lacs)
Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020	
Salaries, wages and bonus	674.04	534.85	
Contribution to provident and other funds	53.38	43.84	
Contributions to Gratuity fund	44.13	34.99	
Staff welfare expenses	8.32	4.30	
Total	779.87	617.98	

FINANCE COSTS (NOTE 22) (Rs.in Lacs)		
	For the year ended March 31, 2021	For the year ended March 31, 2020
Interest expense on borrowings	30.84	73.91
B.G. Commission & Bank Charges	24.10	20.88
Total	54.94	94.79

DEPRECIATION AND AMORTIZATION EXPENSES (NOTE 23) (Rs.in Lacs)		
Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Depreciation on property, plant and equipments	148.72	138.30
Amortization of intangible assets	0.34	0.34
Total	149.06	138.64

OTHER EXPENSES (NOTE 24) (Rs.in Lacs)		
Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Auditor's Remuneration (Refer Note 24 A)	4.00	3.47
Advertisement and Publicity Expenditures	3.30	12.03
Bank charges	0.37	-
Communication Expenditures	10.80	15.24
Consultancy Charges	71.46	16.32
Corporate Social Responsibility (Refer Note 29)	9.79	9.09
Director's Sitting fees	1.18	1.49
Donations	7.35	10.15
Data entry expenses	17.00	29.26
Interest on Tax	0.08	0.04
Insurance Expenditure	9.42	12.06
Lease line Charges	1.05	-
Legal and professional	12.57	12.82
Listing Fees	5.42	5.40
Operation and Maintenance(Wind Power)	64.94	70.87
Office & general Expenditures	33.39	35.88
Printing and Stationery	3.72	5.38
Rent and Facility Support	6.87	6.87
Repair and Maintenance Expenditure	28.40	28.71
Software & Licensing Fees	0.80	0.88
Travelling and Conveyance Expenditures	15.46	19.91
Vehicle Running and maintenance	4.99	9.53
Water and Electricity	18.89	19.97
Total	331.26	325.36

REMUNERATION TO AUDITORS (NOTE 24A) (Rs.in Lacs)		
Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Audit fees	3.20	2.78
Other services	0.80	0.69
Total	4.00	3.47

EARNINGS PER SHARE (NOTE 25) (Rs.in Lacs)		
Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Basic earnings per share (₹)	0.32	0.14
Diluted earnings per share (₹)	0.32	0.14

The earnings and weighted average number of equity shares used in the calculation of basic earnings per share are as follows:

(Rs.in Lacs)		
Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Profit after tax attributable to owners of the Company (in Lacs)	255.31	108.49
Earnings used in the calculation of basic earnings for the year (in Lacs)	255.31	108.49
Weighted average number of equity shares outstanding (in Lacs)	791.25	791.25
Nominal Value per share	2.00	2.00

CONTINGENT LIABILITIES AND CAPITAL COMMITMENTS (NOTE 26) (Rs.in Lacs)		
Particulars	As at March 31, 2021	As at March 31, 2020
a. Contingent liabilities		
Guarantees issued by the banks (excluding Financial guarantee)	1179.37	1,681.18
Service tax demands	449.00	449.00
Income tax demands	425.71	386.92
Others	158.75	162.00

There are following Contingent liabilities:

(Rs. In lacs)				
Sr. No.	Nature of Contingent Liability	Amount C.Y	Amount P.Y	Remarks
1	Bank Guarantee Outstanding	1179.37	1,681.18	Bank guarantee of Rs. 469.03 lacs was expired till 31.03.2021 but the original bank guarantee has not been received from the concerned debtor, therefore the same has not been cancelled by the bank hence included in the total bank guarantee amount. Counter Guarantee given by the Company of the same amount of the bank guarantee.

2	Service tax demand for the FY 2011-12	449.00	449.00	During the financial year 2011-12, the company received an order from The Commissioner, Central Excise, Jaipur - I, to deposit service tax demand of Rs. 224.5 Lacs and penalty of Rs. 224.5 Lacs. Against this order an appeal was filed before The Customs, Excise, Service Tax Appellate Tribunal, New Delhi (CESTAT). During the financial year 2017-18, the Company has received an order from CESTAT, partly setting aside the impugned order. As per the order of CESTAT, penalty was waived, and the service tax demand was confined to Rs. 11 Lacs approx. However, the Commissioner of Central Goods and Service Tax and Central Excise has gone into appeal before Rajasthan High Court Bench, Jaipur, therefore the contingent liability of Rs. 449 Lacs continues till the disposal of case by the Rajasthan High Court.
3	Provident Fund Demand by JVVNL (a Rajasthan State Government Electricity Company)	158.75	162.00	Following the directions of Rajasthan High Court in connection with a dispute between the company and JVVNL regarding PF dues, a fixed deposit of Rs. 135.26 Lacs (P.Y Rs. 132.01 Lacs) has been made by JVVNL in the joint names of the company and JVVNL. The matter is still subjudice at Employees Provident Fund Appellate Tribunal. Depending upon the outcome of the decision of the Tribunal the company may have to pay interest and penalty to the extent of Rs. 162.00 lacs, after netting of FDRs of Rs. 135.26 lacs held in the joint name of the company and JVVNL.
4	Income Tax Demand (AY 2010-11)	11.80	11.80	Income Tax Department has re-opened the case u/s 147 of the Act and passed assessment order with demand of Rs. 28.12 Lacs. Against the same order, the company went into appeal before Commissioner of Income Tax (Appeals). The appeal was partly allowed by Commissioner of Income Tax (Appeals). Now the company has gone into appeal before Income Tax Appellate Tribunal in respect of disallowance of depreciation on windmill amounting to Rs. 37.84 lacs which will have a contrary effect of Rs. 11.80 Lacs.
5	Income Tax Demand (AY 2011-12)	46.07	46.07	Against the assessment order passed u/s 143(3) & 254 of the Income Tax Act, 1961 for the A.Y. 2011-12 in respect of disallowance of corporate social expenditure. The company has gone into appeal before Commissioner of Income Tax (Appeals), which is pending for disposal. However, the Company has opted for Vivad Se Vishwas Scheme which is pending for approval.
6	Income Tax Demand (AY 2012-13)	319.18	319.18	Against the assessment order passed u/s 143(3) of the Income Tax Act, 1961 for the A.Y. 2012-13, the company has gone into appeal before Commissioner of Income Tax (Appeals). The same is still pending. However, the total demand has been adjusted by the department against the refund receivable for the A.Y. 2013-14 and A.Y. 14-15.
8	Income Tax Demand (AY 2016-17)	9.87	9.87	Against the assessment order passed u/s 143(3) of the Income Tax Act, 1961 for the A.Y. 2016-17, the company has gone into appeal before Commissioner

				of Income Tax (Appeals), which is pending for disposal. The company has deposited 20% of the demand (9.87 lacs) amounting to Rs. 1.97 lacs, the remaining Rs. 7.89 lacs is outstanding.
10	Income Tax Demand (AY 2018-19)	38.79	-	Company has received a notice of demand u/s 156 of Income Tax Act, 1961, amounting to Rs. 38.79 lacs. Assessing officer has disallowed deduction u/s 80IA for Rs.92.12 lacs and also disallowed income from other source of Rs. 6.78 lacs, the company has decided to go into appeal before Commissioner of Income Tax (Appeals).

RETIREMENT AND OTHER EMPLOYEE BENEFIT SCHEMES (NOTE 27)

a. Provident Fund

The Company offers its employees, benefits under defined benefit plans in the form of provident fund scheme which covers all employees. Contributions are paid during the year into Provident Fund. Both the employees and the Company pay predetermined contributions into the fund.

b. Employees State Insurance scheme

The Company offers its employees, benefits under defined benefit plans in the form of ESI scheme which covers all employees. Contributions are paid during the year into ESI Fund. Both the employees and the Company pay predetermined contributions into the fund.

c. Gratuity Plan

The gratuity plan is governed by the Payment of Gratuity Act, 1972. Under the Act, an employee who has completed five years of service is entitled to specific benefit. The level of benefits provided depends on the member's length of service and salary at retirement Age.

The following tables set out the funded status of the gratuity plans and the amounts recognized in the financial statements: -

Particulars	As at March 31, 2021	As at March 31, 2020
Principal actuarial assumptions		
Principal actuarial assumptions used to determine the present value of the defined benefit obligation are as follows:		
Financial Assumptions		
Discount rate	6.80%	6.80%
Expected rate of increase in compensation level of covered employees	7.00%	7.00%
Demographic Assumptions		
i) Retirement Age (Years)	60	60
ii) Mortality rates inclusive of provision for disability	100% Indian Assured Lives Mortality (2006-08)	

Particulars	As at March 31, 2021	As at March 31, 2020
Amount recognized in the balance sheet consists of:		
Fair value of planned assets	-	-
Present value of defined benefit obligations	147.42	88.12
Net liability arising from defined benefit obligation	(147.42)	(88.12)

(Rs. In Lacs)

Particulars	As at March 31, 2021	As at March 31, 2020
The movement during the year of the present value of the defined benefit obligation was as follows:		
Opening Balance	88.12	59.24
Service cost	38.13	30.96
Benefits paid	(0.61)	(8.31)
Interest cost	5.99	4.03
Actuarial (loss)/gains on obligation	15.79	2.20
Closing Balance	147.42	88.12

(Rs. In Lacs)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Amounts recognized in Statement of Profit and loss in respect of defined benefit plan are as follows:		
Current service cost	38.13	30.96
Net Interest cost	5.99	4.03
Total charge to Statement of Profit and Loss	44.13	34.99
Amounts recognized in Other Comprehensive Income in respect of defined benefit plan are as follows:		
Actuarial Gain/Loss arising from Change in Demographic Assumption	-	-
Actuarial Gain/Loss arising from Change in Financial Assumption	-	9.26
Actuarial Gain/Loss arising from Experience Adjustment	15.79	(7.06)
Loss on Plan assets (excluding amounts included in net interest cost)		-
Remeasurement of the net defined benefit liability	15.79	2.20
Expected contribution for the next Annual reporting period:		
Year 1 (undiscounted)	15.38	1.89
Year 2 (undiscounted)	16.67	14.53
Expected Expense for the next annual reporting period	29.04	16.12

Sensitivity Analysis

Below is the sensitivity analysis determined for significant actuarial assumptions for the determination of defined benefit obligations and based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period while holding all other assumptions constant.

(Rs.in Lacs)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Impact of change discount rate		
Increase by 1%	129.89	77.94
Decrease by 1%	169.29	100.38
Impact of change in salary increase rate		

Increase by 1%	169.02	100.22
Decrease by 1%	129.77	77.87
Impact of change in withdrawal rate		
Increase by 1%	147.22	87.89
Decrease by 1%	147.64	88.12

The above sensitivity analysis may not be representative of the actual benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

In presenting the above sensitivity analysis, the present value of defined benefit obligation has been calculated using the projected unit credit method at the end of reporting period, which is the same as that applied in calculating the defined obligation liability recognized in the balance sheet.

Risk Analysis

The Company is exposed to a number of risks in the defined benefit plans. Most significant risks pertaining to defined benefits plans and management estimation of the impact of these risks are as follows:

Interest Risk

A decrease in the interest rate on plan assets will increase the plan liability, however this will be partially offset by increase in the return on plan debt investment.

Longevity Risk/Life Expectancy

The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and at the end of the employment. An increase in the life expectancy of the plan participants will increase the plan liability.

Salary Growth Risk

The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. An increase in the salary of the plan participants will increase the plan liability.

INCOME TAX EXPENSES (NOTE 28)

The major components of income tax expense for the year ended March 31, 2021 are indicated below:

(Rs. In Lacs)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
a. Tax charge recognized in Profit and Loss		
Current tax:		
Current tax on profit for the year & earlier years	81.17	25.41
Total Current tax & earlier Years	81.17	25.41
Deferred tax:		
Property, plant and equipment, Exploration and evaluation and intangible assets	30.85	49.28
Fair valuation of Investments	1.44	(2.37)
Provisions for gratuity	(15.42)	(6.43)
Others	3.72	(0.70)
Total Deferred tax expenses	20.59	39.78
Tax expense for the year (net off deferred tax and current tax)	101.76	65.19
Effective income tax rate (%)	26%	26%
b. Statement of other comprehensive income tax (credit) / charge on:		
Actuarial gain on remeasurements of defined benefit plan	(15.79)	(2.20)
Tax charge	4.11	0.57

Total	(11.68)	(1.63)
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A reconciliation of income tax expense applicable to accounting profits before tax at the statutory income tax rate to recognized.

Income tax expense for the year is as follows:

(Rs.in Lacs)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
A.) Accounting profit before tax (after exceptional item)	357.07	173.68
B.) Statutory income tax rate	26.00%	26.00%
Tax at statutory income tax rate	92.84	45.16
C.) Disallowable expenses	179.97	-
D.) Fair valuation of investments through FVTPL	(0.68)	(8.44)
E.) Tax holidays and similar exemptions	(26.65)	-
F.) Depreciation under income tax	-	-
G.) Adjustments through OCI	15.79	2.20
H.) Minimum Alternate Tax	(49.58)	-
I.) Tax on Income at different rates	-	(12.38)
J.) Adjustments in respect of prior years	102.88	(7.35)
K.) Adjustments allowable	(187.43)	103.02
Total (A+C+D+E+F+G+H+I+J+K) *B	101.76	65.19

During the financial year the company is subject to Minimum Alternate Tax (MAT). There are certain income-tax related legal proceedings which are pending against the company. Potential liabilities, if any have been adequately provided for and the Company does not currently estimate any probable material incremental tax liabilities in respect of these matters.

Tax Reliefs and Holidays

Special Business U/s 35 AD of the Income Tax Act

With effect from assessment year 2010-11, a new deduction u/s 35AD was introduced to provide incentive to those assesses who set up new business units in certain specified Areas/Fields. This deduction shall be available if following conditions are satisfied:

- (1) A unit is set up in specified businesses.
- (2) Unit of the specified business should be a new one.
- (3) Books of the assessee are audited.

Compucom Software Limited has begun the construction of a 3 star hotel which is covered in the above section and hence the company will avail the deduction of @ 100% of capital expenditure incurred in future years. This deduction shall be allowed in the year in which the commercial operation of the hotel commences.

Deductions in Respect of Profits and Gains from Industrial Undertakings or Enterprises Engaged in Infrastructure Development (section 80IA)

This section applies to any undertaking which fulfils all the specified conditions. As generation or generation and distribution of power if it begins to generate power at any time during the period beginning on the 1st day of April, 1993 and ending on the 31st day of March, 2010. The Company has 5 wind power generating units which are set up in 3 districts hence the company avail a tax holiday of 100% profits for a period of 15 years commencing from the year in which such generation begins. The company has 2 plants in sikar, Rajasthan, 2 in Jaisalmer, Rajasthan and 1 in

krishna, Andhra Pradesh. However, the time limit for availing the above exemption is completed in the district of Jaisalmer and Sikar, Rajasthan.

Significant components of deferred tax assets and (liabilities) recognized in the balance sheet are as follows: (Rs.in Lacs)

Particulars	As at March 31, 2021	As at March 31, 2020
Property, plant and equipment, Exploration and evaluation and intangible assets	(134.05)	(164.89)
Fair valuation of Investments	1.79	0.50
Provision for gratuity	(38.33)	(22.91)
Others	(0.02)	0.21
Deferred Tax (Assets)/Liability	(170.61)	(187.09)

CORPORATE SOCIAL RESPONSIBILITY EXPENSES (NOTE 29)

(Rs.in Lacs)

Particulars	Year ended March 31, 2021		
	In- Cash/Cheque	Yet to be Paid in Cash	Total
Expenses including employee benefit expenses	9.79	-	9.79
Total amount spent	9.79	-	9.79

The Company has spent a gross amount of 9.79 Lacs and 9.09 Lacs for the year ending March 31, 2021 and March 31, 2020 respectively.

(Rs.in Lacs)

Particulars	Year ended March 31, 2020		
	In- Cash/Cheque	Yet to be Paid in Cash	Total
Expenses including employee benefit expenses	9.09	-	9.09
Total amount spent	9.09	-	9.09

SEGMENT REPORTING (NOTE 30)

a. Basis of Segmentation

The Company is engaged in following reportable segments:

- i) Software Development
- ii) Wind power generation
- iii) Learning Solution

Segregation of capital employed between segments (except wind power generation segment, wherein the capital employed is Rs. 1,608 lacs) is not practicable as most of the fixed assets and liabilities are not identifiable with particular segments and are used interchangeably.

Each of the reportable segments derives its revenues from its main products and hence these have been identified as reportable segments by the Company's management. Segment profit amounts are evaluated regularly by the management, which is regularly engaged, in deciding how to allocate resources and in assessing performance.

Information about reportable segments

I. Information about primary segments

(Rs.in Lacs)

Particulars	Year ended March 31, 2021			Year ended March 31, 2020		
	Business Segment	Unallocated	Total	Business Segment	Unallocated	Total
Revenue						
Software	573.55	-	573.55	519.99	-	519.99
Learning	830.37	-	830.37	719.32	-	719.32
Wind Power	174.30	-	174.30	171.41	-	171.42
Segment revenue	1,578.22	-	1,578.22	1,410.72	-	1,410.72
Expenses						
Software	676.97	-	676.97	528.40	-	528.40
Learning	1,082.86	-	1,082.86	820.26	-	820.26
Wind Power	186.61	-	186.60	190.68	-	190.68
Segment Expense	1,946.44	-	1,946.43	1,539.34	-	1,539.34
Segment Results						
Software	(103.42)	-	(103.42)	(8.41)	-	(8.41)
Learning	(252.49)	-	(252.49)	(100.94)	-	(100.94)
Wind Power	(12.31)	-	(12.31)	(19.27)	-	(19.27)
Segment Results	(368.22)	-	(368.21)	(128.62)	-	(128.62)
Less: expenses		30.70	30.70		29.38	29.38
Add: Other unallocable income		755.98	755.98		331.68	331.68
Profit before tax and exceptional items			357.07			173.68
Less: Exceptional item			-			-
Profit before tax			357.07			173.68
Tax expenses		101.76	101.76		65.19	65.19
Other Comprehensive income		(11.68)	(11.68)		(1.63)	(1.63)
Profit for the year			243.63			106.86

II. Information Based on Geography

(Rs.in Lacs)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Revenue by geographical segment		
India	2297.82	1,606.72
USA	36.38	135.68
Total	2334.20	1,742.40

Reconciliation between segment revenue and enterprise revenue

(Rs.in Lacs)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
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Segment Revenue		
Software	573.55	519.99
Learning	830.37	719.32
Wind Power	174.30	171.41
Total Segment Revenue	1578.22	1,410.72
Enterprise Revenue		
Revenue from operations	2334.20	1,742.40
Less: Other operating revenues	(755.98)	(331.68)
Add: Export Incentives	-	-
Total Segment Revenue	1578.22	1,410.72

FINANCIAL INSTRUMENTS (NOTE 31)

This section gives an overview of the significance of financial instruments for the Company and provides additional information on the balance sheet. Details of significant accounting policies including the criteria for recognition the basis of measurement and the basis on which income and expenses are recognized.

Financial assets and liabilities:

The accounting classification of each category of financial instruments, and their Carrying amounts, are set out below:

Particulars	Fair Value through profit and loss	Amortized Cost	Total carrying value	Total fair value
As at March 31, 2021				
Financial assets				
Cash and cash equivalents	-	2296.81	2296.81	2296.81
Other bank balances	-	3053.62	3053.62	3053.62
Non-Current investments	132.88	18.01	150.89	150.89
Trade receivables	-	3640.54	3640.54	3640.54
Other Current financial assets	-	88.53	88.53	88.53
Other Non-current financial assets	-	30.62	30.62	30.62
Total	132.88	9128.13	9261.01	9261.01
Financial liabilities				
Borrowings	-	221.14	221.14	221.14
Trade payables-SME	-	18.42	18.42	18.42
Trade payables- other than SME	-	611.56	611.56	611.56
Other Non-current financial liabilities	-	67.54	67.54	67.54
Other current financial liabilities	-	12.63	12.63	12.63
Total	-	931.29	931.29	931.29
As at March 31, 2020				
Financial assets				
Cash and cash equivalents	-	994.93	994.93	994.93
Other bank balances	-	2,729.46	2,729.46	2,729.46
Non-Current investment	27.34	17.32	44.66	44.66
Trade receivables	-	5,514.46	5,514.46	5,514.46
Other Current financial assets	-	76.08	76.08	76.08
Other Non-current financial assets	-	1,064.06	1,064.06	1,064.06
Total	27.34	10,396.31	10,423.65	10,423.65

Financial liabilities				
Borrowings	-	1,076.71	1,076.71	1,076.71
Trade payables-SME	-	2.88	2.88	2.88
Trade payables- other than SME	-	642.94	642.94	642.94
Other Non-current financial liabilities	-	66.26	66.26	66.26
Other current financial liabilities	-	13.67	13.67	13.67
Total	-	1,802.46	1,802.46	1,802.46

Notes-

The company has reclassified trade receivables and trade payables from fair value through profit & loss to amortized cost as the same was required for appropriate disclosure of item, accounting impact of the same has been adjusted in the figures from the earliest period presented in the financial statements.

The management assessed that Cash and cash equivalents, other bank balances, Trade receivables, Trade payables, other current financial assets and liabilities approximate their carrying amounts largely due to the short term maturities of these instruments.

Fair value hierarchy

The table shown below analyses financial instruments carried at fair value, by measurement hierarchy. The different levels have been defined below:

- **Level 1:** quoted prices (unadjusted) in active markets for identical assets or liabilities.
- **Level 2:** inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices).
- **Level 3:** inputs for the asset or liability that are not based on observable market data (unobservable inputs).

(Rs. in Lacs)

Financial Assets	Level-1	Level-2	Level-3
As at March 31, 2021			
At fair value through profit and loss			
Non-Current investment (Other than subsidiary)	132.88	-	-
Total	132.88	-	-
Financial Liabilities			
Fair value of liabilities through P&L	-	-	-
Total	-	-	-
As at March 31, 2020			
Financial Assets			
At fair value through profit and loss	-	-	-
Non Current investment (Other than subsidiary)	27.34	-	-
Total	27.34	-	-
Financial Liabilities			
Fair value of liabilities carried at amortised cost	-	-	-
Total	-	-	-

Risk management framework

INTRODUCTION

The Securities and Exchange Board of India (“SEBI”) issued the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the ‘Listing Regulations’) on September 02, 2015, effective from December 01, 2015. The Regulation 21 mandate listed entities to formulate a Policy on Risk Management. It is in the context that the Policy on Risk Management (“Policy”) is being framed and implemented from 11.02.2016 and approved by the Board.

This Policy is modified and/or amended with the approval of the Board of directors as on 29.05.2018.

OBJECTIVE & PURPOSE OF POLICY:

The main objective of this policy is to ensure sustainable business growth with stability and to promote a pro-active approach in reporting, evaluating and resolving risks associated with the business. In order to achieve the key objective, the policy establishes a structured and disciplined approach to Risk Management, in order to guide decisions on risk related issues.

The specific objectives of the Risk Management Policy are:

1. To ensure that all the current and future material risk exposures of the company are identified, assessed, quantified, appropriately mitigated, minimized and managed i.e. to ensure adequate systems for risk management.
2. To establish a framework for the company’s risk management process and to ensure its implementation.
3. To enable compliance with appropriate regulations, wherever applicable, through the adoption of best practices.
4. To assure business growth with financial stability.

Treasury management

The Company has a strong system of internal control which enables effective monitoring of adherence to Company’s policies. The internal control measures are effectively supplemented by regular internal audits.

Market risk

Market risk is the risk that the fair values of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises interest rate risk, currency risk and commodity risk.

The sensitivity analyses given elsewhere in the following sections relate to the position as at March 31, 2021 and March 31, 2020

Financial risk

The Company does not engage in speculative treasury activity but seeks to manage risk and optimize interest and pricing through proven financial instruments.

a. Liquidity risk

The Company requires funds both for short-term operational needs as well as for long-term investment programme mainly in growth projects. The Company generates sufficient cash flows from the current operations which together with the available cash and cash equivalents and short-term investments provide liquidity both in the short- term as well as in the long-term.

The Company remains committed to maintaining a healthy liquidity, gearing ratio and strengthening the balance sheet. The maturity profile of the Company’s financial liabilities based on the remaining period from the date of balance sheet to the contractual maturity date is given in the table below. The figures reflect the contractual undiscounted cash obligations of the Company.

(Rs.in Lacs)

Payment due by years	<1 year	1-2 Years	2-5 Years	> 5 Years	Total
As at March 31, 2021					
Trade and other payables	101.98	217.75	34.53	577.03	931.29
Total	101.98	217.75	34.53	577.03	931.29
As at March 31, 2020					
Trade and other payables	908.03	251.49	65.91	577.03	1,802.47
Total	908.03	251.49	65.91	577.03	1,802.47

The company had access to following funding facilities.

(Rs.in Lacs)

Funding facility	Total facility	Drawn	Undrawn
As at March 31, 2021			
Less than 1 year	1178.00	3.39	1174.61
More than 1 year	1100.00	217.75	882.25
Total	2278.00	221.14	2056.86
As at March 31, 2020			
Less than 1 year	1,155.00	778.00	377.00
More than 1 year	-	-	-
Total	1,155.00	778.00	377.00

b. Foreign Exchange Risk

Fluctuations in foreign currency exchange rates may have an impact on the Statement of Profit and Loss, where any transaction references more than one currency other than the functional currency of the Company.

The company during the year is not prone to any exchange risk as it has not entered in any foreign exchange contracts the difference in exchange rates on outstanding balance of subsidiary has been duly accounted for through statement of profit and loss.

c. Interest Rate Risk

Floating rate financial assets are largely mutual fund investments which have debt securities as underlying assets. The returns from these financial assets are linked to market interest rate movements; however, the counterparty invests in the agreed securities with known maturity tenure and return and hence has manageable risk.

The exposure of the Company's financial assets to interest rate risk is as follows: (Rs.in Lacs)

Particulars	Total	Floating rate	Fixed rate	Non-interest bearing
As at March 31, 2021				
Financials assets	9261.01	132.88	4956.27	4171.86
Financial liabilities	931.29	-	221.14	710.15
As at March 31, 2020				-
Financials assets	10,423.65	27.34	4,781.50	5,614.81
Financial liabilities	1,802.46	-	1,076.71	725.75

d. Counterparty and concentration of credit risk

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company has adopted a policy of obtaining sufficient security, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company is exposed to credit risk for receivables, cash and cash equivalents, short-term investments etc. Credit risk on receivables is limited as almost all credit sales are against letters of credit and guarantees of banks of good financial repute. No single customer accounted for 10% or more of revenue on % basis in any of the years indicated. The Company is mainly engaged in projects awarded from government of Rajasthan and derives its key revenue from these projects. The company in future expects negligible credit risk hence has not impaired any financial instruments regarding the same.

Derivative financial instruments

The Company does not acquire or issue derivative financial instruments for trading or speculative purposes. The Company does not enter into complex derivative transactions to manage the treasury and commodity risks. The company is not enrolled in any hedging contracts and is not party to any derivative financial instruments either directly or indirectly through any party.

RELATED PARTY DISCLOSURES (NOTE 32)

A. List of Related Parties:

(i) Parties where control exists:

Subsidiary Companies:

- CSL Infomedia Private Limited

(ii) Other related parties with whom transactions have taken place during the year:

a) Key Management Personnel:

- Mr. Surendra Kumar Surana, Managing Director
- Mr. Sanjeev Nigam, Chief Financial Officer
- Mrs. Swati Jain, Company Secretary and Compliance Officer

b) Enterprises over which the key management personnel exercise Significant influence:

- Rishabh Infotech Private Limited
- Sambhav Infotech Private Limited
- Compucom Technologies Private Limited
- Compucom Foundation
- Compucom (India) Private Limited
- Compucom Software Limited Employee Welfare Trust

c) Others:

- Mrs. Trishla Rampuria (Relative of Key Managerial Personnel)
- Mr. Ajay Kumar Surana, Director
- Mr. Shubh Karan Surana, (Relative of Managing director)
- Mr. Vaibhav Surana, Executive Director
- Mrs. Soma Surana, (Relative of Managing director)
- Surana Associates Inc.
- ITneer Inc.

Transactions with related parties

The details of the related party transactions entered into by the Company, for the year ended March 31, 2021 and March 31, 2020 are as follows; -

(Rs.In Lacs)		
Nature of transactions	For the year ended March 31, 2021	For the year ended March 31, 2020
Sale & Services Rendered		
CSL Infomedia Private Limited	1.60	-
ITneer Inc.	36.38	135.68
Total	37.98	135.68
Rent from Property		
Rent from CSL Infomedia Pvt. Ltd.	2.40	2.40
Rent from key Managerial Persons	3.60	3.60
Rent from Enterprises in which KMP has significant influence	1.44	1.44
Rent from Other Related parties	1.00	-
Total	8.44	7.44

(Rs. In Lacs)		
Nature of transactions	For the year ended March 31, 2021	For the year ended March 31, 2020

Services Received		
CSL Infomedia Pvt. Ltd.	188.02	148.10
Key Managerial person or their relatives		
Entities with significant influence over the entity	24.91	27.00
Other Related parties	3.98	2.89
Total	216.91	177.99
Dividend paid		
Key Managerial person or their relatives	6.16	2.02
Entities with significant influence over the entity	176.35	57.82
Other Related parties	2.05	1.02
Total	184.56	60.85
Other Expenses and reimbursements		
Remuneration to Key managerial Person	26.98	28.12
Remuneration to Other Related parties	10.00	-
Rent Paid to Entities with significant influence over the entity	25.44	2.04
Rent Paid to Other Related parties	4.83	4.83
Total	67.25	35.12

1) All the transactions entered by the company with the related parties are at arm's length Price.

The balances receivable/payable as at year end:

(Rs.in Lacs)

Particulars	As at March 31, 2021	As at March 31, 2020
Receivable From		
Itneer Inc.	12.35	56.71
Total	12.35	56.71
Payable To		
KMP Remuneration	0.90	0.81
Total	0.90	0.81

For Sapra & Company

Chartered Accountants

FRN- 003208C

Sd/-

CA. Om Prakash Sapra

Proprietor

M. No. 072372

Sd/-

**SURENDRA KUMAR
SURANA**

Managing Director

DIN: 00340866

Sd/-

SANJEEV NIGAM

Chief Financial Officer (CFO)

Place: Jaipur

Date: 15 June 2021

UDIN: 21072372AAAAAP9058

For and on behalf of Board of Directors

Sd/-

VAIBHAV SURANAA

Executive Director

DIN: 05244109

Sd/-

SWATI JAIN

Company Secretary & Compliance Officer

M. No. FCS8728

Independent Auditor’s Report

To
The Member
Compucom Software Limited
Jaipur

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the Consolidated financial statements of Compucom Software Limited (“the Company”), which comprise the Balance Sheet as at 31st March 2021, and the Statement of Profit and Loss (including other comprehensive income), Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to the Consolidated financial statements, including a summary of 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 the explanations given to us, the aforesaid Consolidated financial statements give the information required by the Companies Act, 2013 (“the Act”) in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2021, and profit (including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

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

Key Audit Matter	Auditor’s Response
<p>The company has adopted AS 115 ‘Revenue from Contracts with Customers’ starting 1st April, 2018. The application of the new revenue accounting standard involves certain key judgements and principles and therefore has been identified as key audit matter.</p>	<p>We tested that the revenue recognized is in accordance with the revenue recognition accounting standard (Ind As 115) and applied the following: -</p> <ul style="list-style-type: none"> • Evaluated the identification of performance obligations and the ascribed transaction price. • Assessed the Company’s accounting policies relating to revenue recognition. • Checked the revenue recognition by reading the supporting documents including inspection of contracts with customers and delivery documents on test check basis. • Reviewed, pre and post year end, sample of revenue recognized and agreed with the supporting documents; • Tested the journal entries impacting revenue, using data extracted from the accounting system, as well as other

	<p>adjustments made in preparation of the consolidated Ind AS financial statements.</p> <ul style="list-style-type: none"> Assessed the consolidated Ind AS financial statement disclosures in this regard.
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Other Information

The Holding Company’s management and Board of Directors are responsible for the other information. The other information comprises the information included in the Holding Company’s annual report but does not include the Consolidated financial statements and our auditors’ report thereon.

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

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

Management’s Responsibility for the Consolidated Financial Statements

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

In preparing the Consolidated financial statements, the respective management and Board of Directors of the entities included in the Group are responsible for assessing the Company’s ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the entity or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors is also responsible for overseeing the Company’s financial reporting process of each entity.

Auditor’s Responsibilities for the Audit of the Consolidated Financial Statements

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements,

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

- Obtain an understanding of internal 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 entity has adequate internal financial controls 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 in preparation of consolidated financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. 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 auditors' report. However, future events or conditions may cause the Group (Holding company and subsidiaries) 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 such 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 financial information of such entities.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Materiality is the magnitude of misstatements in the consolidated financial statement 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

- (iii) Planning the scope of our audit work and in evaluating the results of our work; and
- (iv) To evaluate the effect of any identified misstatements in the financial statements.

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by 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.

- (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 standalone Balance Sheet, the Statement of standalone 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 Ind AS specified under Section 133 of the Act.
- (e) On the basis of the written representations received from the directors as on 31st March 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2021 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 financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure B”. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the company’s internal financial controls over financial reporting.
- (g) With respect to the matter to be included in the Auditors’ Report under section 197(16):
In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act.
- (h) With respect to the other matters to be included in the 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 Company has disclosed the impact of pending litigations as at 31st March 2021, on its financial position in its standalone financial statements.
 - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For Sapra and Company
Chartered Accountants
FRN 003208C

Sd/-
CA. OM PRAKASH SAPRA
Proprietor
Membership No. 072372

Place: Jaipur
Date: June 15, 2021
UDIN: 21072372AAAAAQ7346

'Annexure B' to the Auditors Report

“(referred to in paragraph 2(F) under the heading “Report on Other Legal and Regulatory Requirements” of our report of even date) on the Consolidated Financial Statements for the year ended 31st March 2021 of Compucom Software Limited.

Report on the Internal Financial Controls under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 (‘the Act’)

We have audited the internal financial controls over financial reporting of M/S Compucom Software limited (‘the Company’) as of 31st March 2021 in conjunction with our audit of the Consolidated Financial Statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

Auditors Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting of the company, its subsidiary companies, which are companies incorporated in India, 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 were 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 financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

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

- 1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;
- 2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of the 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 Holding Company and its subsidiary companies, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31st, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Sapra and Company

Chartered Accountants
FRN 003208C

Sd/-

CA. OM PRAKASH SAPRA

Proprietor
Membership No. 072372

Place: Jaipur
Date: June 15, 2021
UDIN: 21072372AAAAAQ7346

CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2021

Particulars	Notes	(Rs. in lacs)	
		As at March 31, 2021	As at March 31, 2020
ASSETS			
Non-current Assets			
a) Property, Plant and Equipment	5	1,447.68	1,481.43
b) Capital work-in-progress	5	1,177.80	659.19
c) Other Intangible Assets	6	20.22	16.15
d) Intangible assets under development	6	24.98	-
d) Financial Assets			
i) Investment	7	151.33	45.06
ii) Trade Receivables	8	843.05	843.05
iii) Other financial assets	9	142.48	1,138.68
e) Deferred tax assets(net)		165.68	180.95
f) Non-Current Tax Assets		529.11	550.22
g) Other non-current Assets	10	104.55	100.10
Total Non-current assets		4,606.88	5,014.83
Current assets			
a) Inventories	11	20.60	5.36
b) Financial Assets			
i) Investments		-	-
ii) Trade receivables	8	2,844.98	4,722.17
iii) Cash and cash equivalents	12	2,540.40	1,286.42
iv) Other Bank balances	13	3,324.81	3,112.44
v) Other financial asstes	9	99.93	85.78
c) Current tax Assets		753.16	772.69
d) Other current Assets	10	488.65	551.28
Total Current assets		10,072.53	10,536.14
TOTAL ASSESTS		14,679.41	15,550.97
EQUITY AND LIABILITIES			
Equity			
a) Equity share capital	14	1,582.50	1,582.50
b) Other equity		11,105.90	11,158.69
Equity Attributable to Equity shareholders		12,688.40	12,741.19
Non-Controlling Interest		299.87	331.66
Total Equity		12,988.27	13,072.85
Liabilities			
Non-current liabilities			
a) Financial liabilities			

i) Borrowings	15	217.75	251.49
ii) Trade payable other than micro and small enterprises	16	577.03	577.03
iii) Other financial liabilities	17	69.03	67.75
b) Provisions	18	153.12	104.62
c) Deferred Tax liabilities		-	-
d) Other non-current Liabilities		-	-
Total Non-current liabilities		1,016.93	1,000.89
Current liabilities			
a) Financial liabilities			
i) Borrowings	15	3.39	825.22
ii) Trade payables			
(iia) Total outstanding dues of micro and small enterprises	16	18.42	2.88
(iib) Total outstanding dues other than of micro and small enterprises	16	73.52	98.62
iii) Other financial liabilities	17	12.63	13.67
b) Provisions	18	323.01	398.00
c) Other current Liabilities	19	188.82	112.09
d) Current tax Liabilities		54.42	26.75
		674.21	1,477.23
TOTAL EQUITY AND LIABILITIES		14,679.41	15,550.97

See accompanying notes to financial statements.

1 to 27

As per our report of even date.

For Sapra & Company

Chartered Accountants

FRN- 003208C

Sd/-

CA. Om Prakash Sapra

Proprietor

M. No. 072372

Place: Jaipur

Date: 15 June 2021

UDIN: 21072372AAAAAQ7346

Sd/-

**SURENDRA KUMAR
SURANA**

Managing Director

DIN: 00340866

Sd/-

SANJEEV NIGAM

Chief Financial Officer (CFO)

For and on behalf of Board of Directors

Sd/-

VAIBHAV SURANAA

Executive Director

DIN: 05244109

Sd/-

SWATI JAIN

Company Secretary & Compliance Officer

M. No. FCS8728

**CONSOLIDATED STATEMENT OF PROFIT AND LOSS
FOR THE YEAR ENDED MARCH 31, 2021**

(Rs. in Lacs)

Particulars	Notes	For the year ended March 31, 2021	For the year ended March 31, 2020
Revenue from operations	20	1,727.02	1,517.51
Other income	21	808.79	382.50
Total Income		2,535.81	1,900.01
Expenses:			
Purchase of traded goods		16.53	-
Changes in inventories of finished goods and work-in-progress	22	(15.24)	0.06
Employee benefits expense	23	898.71	761.28
Finance costs	24	57.12	97.63
Depreciation and amortization expense	25	162.43	151.46
Learning Solution Execution Expenses		513.99	265.95
Other expenses	26	639.69	552.91
Total expenses		2,273.23	1,829.29
Profit before exceptional item and tax		262.58	70.72
Exceptional item			
Profit before tax		262.58	70.72
Tax expense:			
Current tax		54.42	27.32
Deferred tax credit		18.69	37.86
Earlier Years tax		26.96	(1.91)
Total tax expenses		100.07	63.27
Profit for the year		162.51	7.45
Other comprehensive income			
A) Items that will not be reclassified to profit or loss			
(a) Remeasurements of the defined benefit plans		(13.13)	(3.23)
(b) Tax benefit on items that will not be reclassified to profit or loss		(3.42)	(0.57)
B) Items that will be reclassified to profit or loss			
(a) Translation Difference			
(b) Tax expenses on items that will be reclassified to profit or loss			
Total other comprehensive income			(2.66)

		(9.71)	
Total comprehensive income for the year		152.80	4.79
Profit attributable to			
Owners of the Company		194.99	42.81
Non-controlling interests		(32.48)	(35.36)
Total Comprehensive income attributable to			
Owners of the Company		184.59	40.52
Non-controlling interests		(31.79)	(35.73)
Earnings per share (of Rs. 2 each)			
Basic earnings per share (Rs.)	27	0.25	0.05
Diluted earnings per share (Rs.)	27	0.25	0.05

See accompanying notes to financial statements 1 to 27

As per our report of even date.

For Sapra & Company

Chartered Accountants

FRN- 003208C

Sd/-

CA. Om Prakash Sapra

Proprietor

M. No. 072372

Place: Jaipur

Date: 15 June 2021

UDIN: 21072372AAAAAQ7346

Sd/-

**SURENDRA KUMAR
SURANA**

Managing Director

DIN: 00340866

Sd/-

SANJEEV NIGAM

Chief Financial Officer (CFO)

For and on behalf of Board of Directors

Sd/-

VAIBHAV SURANAA

Executive Director

DIN: 05244109

Sd/-

SWATI JAIN

Company Secretary & Compliance Officer

M. No. FCS8728

**CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED MARCH 31, 2021**

(Rs. In Lacs)

Particulars	Notes	For the year ended March 31, 2021	For the year ended March 31, 2020
(A) CASH FLOW FROM OPERATING ACTIVITIES :			
Net profit before tax		262.58	70.72
Adjustments to reconcile profit to net cash provided by operating activities:			
Depreciation and amortization expense	25	162.43	151.46
Interest expense	24	32.89	76.65
Interest income	21	(356.79)	(377.05)
Provision for Gratuity		48.77	31.43
Reclassification of FCTR		-	-
Net gain on investment at FVTPL		(6.27)	(1.78)
Loss / (Gain) on sale of fixed assets and investment (net)			1.84
Operating profit before working capital changes		143.61	(46.73)
Changes in assets and liabilities			
Decrease/(Increase) in Trade Receivables (Current and Non-Current)		1,877.19	1,034.30
Decrease/(Increase) in Inventory		(15.24)	0.06
(Increase)/Decrease in Other current assets and non current assets		84.69	(112.08)
Increase/(Decrease) in current and noncurrent liabilities		(20.98)	(1,113.37)
Cash generated from operations		2,069.27	(237.82)
Income taxes paid during the year		(53.70)	(259.62)
Net cash generated from operating activities		2,015.57	(497.44)
(B) CASH FLOW FROM INVESTING ACTIVITIES :			
Purchases of property, plant and equipment (including intangibles, CWIP and Capital Advances)		(676.35)	(387.85)
Interest received	21	356.79	377.05
Increase/(Decrease) in unpaid dividend and FDR having maturity more than 3 months		(212.38)	445.18
Purchase of share, mutual funds, current investments		(100.00)	-
Sale of share, mutual funds, current investments		-	63.99
Proceeds from sale of property, plant and equipment		-	1.49
Increase in FDRs having maturity more than 12 months		996.20	(242.70)
Net cash generated from investing activities		364.26	257.16
(C) CASH FLOW FROM FINANCING ACTIVITIES :			
(Decrease)/Increase in Loan Funds		(855.58)	573.12
Interest paid	24	(32.89)	(76.65)

Dividend and tax paid thereon	(237.38)	(95.39)
Net cash used in financing activities	(1,125.85)	401.08
Net increase in Cash and cash equivalents	1,253.98	160.80
Cash and cash equivalents at the beginning of the year	1,286.42	1,125.62
Cash and cash equivalents at the end of the year	2,540.40	1,286.42

See accompanying notes to financial statements. 1 to 27

As per our report of even date.

For Sapra & Company

Chartered Accountants

FRN- 003208C

Sd/-

CA. Om Prakash Sapra

Proprietor

M. No. 072372

Place: Jaipur

Date: 15 June 2021

UDIN: 21072372AAAAAQ7346

Sd/-

**SURENDRA KUMAR
SURANA**

Managing Director

DIN: 00340866

Sd/-

SANJEEV NIGAM

Chief Financial Officer (CFO)

For and on behalf of Board of Directors

Sd/-

VAIBHAV SURANAA

Executive Director

DIN: 05244109

Sd/-

SWATI JAIN

Company Secretary & Compliance Officer

M. No. FCS8728

**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED MARCH 31, 2021**

A. EQUITY SHARE CAPITAL		
Equity shares of Rs. 2 each issued, subscribed and fully paid	Numbers of shares (in Lacs)	Amount (Rs. in Lacs)
As at March 31, 2020 and March 31, 2021	791.25	1,582.50

B. OTHER EQUITY									
(Rs. in Lacs)									
Particulars	Equity share Capital	Reserve and surplus				Other Comprehensive Income		Total Equity Attributable to Equity Shareholder	Total Equity Attributable to Non Controlling Interest
		Securities Premium Reserves	General Reserve	Capital reserve	Profit and Loss Accounts	Foreign Currency translation Reserve	Actuarial Gains on defined benefit plans		
Balance as at the end of the year April 1, 2019	1,582.50	1,352.96	1,484.82	211.86	8,122.00	-	41.92	12,796.06	367.38
Profit for the year					42.81	-	-	42.81	(35.36)
Change in value of Investment	-	-	-	-	-	-	-		-
Actuarial Gains on Liability	-	-	-	-	-	-	(2.87)	(2.87)	(0.36)
Foreign Currency translation during the year of continuing foreign operations	-	-	-	-	-	-	-		-
Dividend declared - Paid	-	-	-	-	(77.42)	-	-	(77.42)	-
Dividend distribution tax - Paid	-	-	-	-	(15.91)	-	-	(15.91)	-
Dividend declared - Unpaid	-	-	-	-	(1.70)	-	-	(1.70)	-
Dividend distribution tax paid on unpaid dividend	-	-	-	-	(0.35)	-	-	(0.35)	-

Tax Effect	-	-	-	-	-	-	0.57	0.57	
Balance as at the end of the year March 31, 2020	1,582.50	1,352.96	1,484.82	211.86	8,069.43	-	39.62	12,741.19	331.66
Profit for the year	-	-	-	-	194.99	-	-	194.99	(32.48)
Change in value of Investment	-	-	-	-	-	-	-	-	-
Actuarial Gains on Liability	-	-	-	-	-	-	(14.06)	(14.06)	0.93
Foreign Currency translation during the year of continuing foreign operations	-	-	-	-	-	-	-	-	-
Dividend declared - Paid	-	-	-	-	(237.38)	-	-	(237.38)	-
Dividend distribution tax - Paid	-	-	-	-	-	-	-	-	-
Dividend declared - Unpaid	-	-	-	-	-	-	-	-	-
Dividend distribution tax paid on unpaid dividend	-	-	-	-	-	-	-	-	-
Tax Effect	-	-	-	-	-	-	3.66	3.66	(0.24)
Reclassification of FCTR	-	-	-	-	-	-	-	-	-
Balance as at the end of the year March 31, 2021	1,582.50	1,352.96	1,484.82	211.86	8,027.04	-	29.22	12,688.40	299.87

See accompanying notes to financial statements

As per our report of even date.

For Sapra & Company

Chartered Accountants

FRN- 003208C

Sd/-

CA. Om Prakash Sapra

Proprietor

M. No. 072372

Place: Jaipur

Date: 15 June 2021

UDIN: 21072372AAAAAQ7346

Sd/-

SURENDRA KUMAR SURANA

Managing Director

DIN: 00340866

Sd/-

SANJEEV NIGAM

Chief Financial Officer (CFO)

For and on behalf of Board of Directors

Sd/-

VAIBHAV SURANAA

Executive Director

DIN: 05244109

Sd/-

SWATI JAIN

Company Secretary & Compliance Officer

M. No. FCS8728

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

as at and for the year ended March 31, 2021

Note 01

CORPORATE INFORMATION

Compucom Software limited (‘the Company’) operates in areas like E-Governance projects, ICT Education Projects, software design & development, electronic media, IT & media training & learning Solutions, Wind Power generation etc.

The Company is a public limited company incorporated and domiciled in India and has its registered office in Jaipur, Rajasthan, India. The Company has its primary listings on the BSE Limited, National Stock Exchange of India Limited and Calcutta stock exchange.

The financial statements are approved for issue by the Company’s Board of Directors in its meeting held on June 15, 2021.

Note 02

BASIS OF PREPARATION OF FINANCIAL STATEMENTS

a) Basis of preparation

These Consolidated financial statements are prepared on a going concern basis, in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis except for financial instruments which are measured at fair values or amortized cost at the end of each reporting period and the provisions of the Companies Act, 2013 (‘Act’) (to the extent notified). The Ind AS are prescribed under Section 133 of the Act read with relevant rule of the Companies (Indian Accounting Standards) Rules, 2015. 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) Use of estimates and judgment

1. Use of estimates:

The preparation of consolidated financial statements in conformity with Ind AS requires the management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenue, costs, expenses and other comprehensive income that are reported and disclosed in the financial statements and accompanying notes. These estimates are based on the management’s best knowledge of current events, historical experience, actions that the Company may undertake in the future and on various other assumptions that are believed to be reasonable under the circumstances. Significant estimates and assumptions are used, but not limited to accounting for costs expected to be incurred to complete performance under service arrangements, allowance for uncollectible accounts receivables and unbilled revenue, accrual of warranty costs, income taxes, future obligations under employee benefit plans, the useful lives of property, equipment and intangible assets, impairment of property, equipment, intangibles and goodwill, valuation allowances for deferred tax assets, and other contingencies and commitments. Changes in estimates are reflected in the financial statements in the period in which the changes are made. Actual results could differ from those estimates.

2. Significant Judgement Contingencies:

In the normal course of business, contingent liabilities may arise from litigation, taxation and other claims against the Company. Where it is management’s assessment that the outcome cannot be reliably quantified or is uncertain, the claims are disclosed as contingent liabilities unless the likelihood of an adverse outcome is remote. Such liabilities are disclosed in the notes but are not provided for in the financial statements. While considering the possible, probable and remote analysis of taxation, legal and other claims, there is always a certain degree of judgement involved pertaining to the application of the legislation which in certain cases is supported by views of tax experts and/or earlier precedents in

similar matters. Although there can be no assurance regarding the final outcome of the legal proceedings, the Company does not expect them to have a materially adverse impact on the Company's financial position or profitability.

3. Estimation of uncertainties relating to the global health pandemic from COVID-19

The Company has considered the possible effects that may result from the pandemic relating to COVID-19 on the carrying amounts of receivables, unbilled revenues and investment in subsidiaries. As per the estimates of the management, the company expects that in most likelihood there will not be any adverse effect on the carrying amount of the assets of the company.

Note 03

BASIS OF CONSOLIDATION

CSL consolidates entities which it owns or controls. The consolidated financial statements comprise the financial statements of the Company and its subsidiary. 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 subsidiary that are not, directly or indirectly, owned or controlled by the Company, are excluded.

Note 04

SIGNIFICANT ACCOUNTING POLICIES

(a) Fair value measurement

The Group measures financial instruments, such as, investment in securities and other assets wherever necessary at fair value at balance sheet date wherever necessary. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the market conditions and risks existing at each reporting period date. The methods used to determine fair value include available quoted market process and dealer quotes. All methods of assessing fair value result in general approximation of value, and such value may or may not be realized.

For financial assets and liabilities maturing within one year from balance sheet date which is not carried at fair value, the carrying amount approximate fair value due to the short maturity of these instruments.

(b) Current and non-current classification

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

An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realized within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when it is:

- Expected to be settled in normal operating cycle
- Held primarily for the purpose of trading
- Due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Group classifies all other liabilities as non-current.

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

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

Some line items presented in the financial statements have been reclassified under different heads and sub heads to encourage appropriate disclosure of information contained, beginning from the earliest period presented in the financial statements.

(c) Business combinations

The Group accounts for its business combinations under acquisition method of accounting. Acquisition related costs are recognized in the consolidated statement of profit and loss as incurred. The acquirer's identifiable assets, liabilities and contingent liabilities that meet the condition for recognition are recognized at their fair values at the acquisition date.

Purchase consideration paid in excess of the fair value of net assets acquired is recognized as goodwill. Where the fair value of identifiable assets and liabilities exceed the cost of acquisition, after reassessing the fair values of the net assets and contingent liabilities, the excess is recognized as capital reserve.

The interest of non-controlling shareholders is initially measured either at fair value or at the non-controlling interests' proportionate share of the acquirer's identifiable net assets. The choice of measurement basis is made on an acquisition-by-acquisition basis. Subsequent to acquisition, the carrying amount of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity of subsidiaries.

(d) Functional and presentation currency

The financial statements are prepared in Indian Rupees (INR), which is the Company's functional currency.

All financial information presented in INR has been rounded to the nearest lacs.

(e) Revenue recognition

(i) Revenue from operations:-

- Revenue is recognized upon transfer of control of promised products or services to customers in an amount that reflects the consideration which the Company expects to receive in exchange for those products or services.
- Revenue from contracts which are on time and material basis are recognized when services are rendered, and related costs are incurred.
- Revenue related to fixed price maintenance and support services contracts where the Company is standing ready to provide services is recognized based on time elapsed mode and revenue is straight lined over the period of performance.
- Revenue from sale of power is recognized on the basis of actual units generated and transmitted to the purchaser.
- Revenue from the sale of hardware and goods is recognized at the point in time when control is transferred to the customer.
- In respect of other fixed-price contracts, revenue is recognized using percentage-of-completion method ('POC method') of accounting with contract costs incurred determining the degree of completion of the performance obligation. The contract costs

used in computing the revenues include cost of fulfilling warranty obligations.

- Revenue from the sale of distinct internally developed software and manufactured systems and third party software is recognized at the point in time when the system / software is delivered to the customer. In cases where implementation and / or customization services rendered significantly modifies or customizes the software, these services and software are accounted for as a single performance obligation and revenue is recognized over time on a POC method.
- Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, service level credits, performance bonuses, price concessions and incentives, if any, as specified in the contract with the customer. Revenue also excludes taxes collected from customers.
- The company has the policy recognizing revenue based on certain time and material contracts which is recognized when the related services are performed and revenue from the end of last billing to balance sheet date is recognized as unbilled revenues (accrued income).

(ii) Dividends

Dividend income is recognized in the statement of profit and loss only when the right to receive payment is established.

(iii) Interest income

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate.

(f) Property, plant and equipment

(i) Property, plant and equipment at office and at site

The initial cost of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, and any directly attributable costs of bringing an asset to working condition and location for its intended use. It also includes the initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located. Expenditure incurred after the property, plant and equipment have been put into operation, such as repairs and maintenance, are normally charged to the Statement of Profit and Loss in the period in which the costs are incurred. Major inspection and overhaul expenditure is capitalized.

Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment, and are recognized net within other income/other expenses in the Statement of Profit and Loss.

Assets held for sale are carried at lower of their carrying value or fair value less cost to sell.

Property, plant and equipment are stated at cost comprising of purchase price and any initial directly attributable cost of bringing the asset to its working condition for its intended use, less accumulated depreciation (other than freehold land) and impairment loss, if any. Major machinery spares parts are capitalized when they meet the definition of Property, Plant and Equipment.

Repairs and maintenance cost are recognized in the Statement of Profits or Loss as incurred.

(ii) Capital work in progress (CWIP)

Assets in the course of construction are capitalized in capital work in progress account. At the point when an asset is capable of operating in the manner intended by management, the cost of construction is transferred to the appropriate category of property, plant and equipment. Costs associated with the commissioning of an asset are capitalized in CWIP until the period of commissioning has been completed and the asset is ready for its intended use.

(iii) Depreciation

Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value. Depreciation on tangible property and other equipment has been provided on

the straight-line method.

Based on technical evaluation, the management believes that the useful lives as given below best represent the period over which the management expects to use the asset.

Assets	Useful life in years
Factory buildings	30
Residential buildings	60
Solar Power Equipment	15
Computers and data processing equipment	3
Machinery for power project	22
Machinery	15
Office equipment	5
Furniture and fixtures	10
Vehicles	8
Copyright and trademark	10

The useful lives of the above assets are in line with the useful lives as prescribed under Part C of schedule II of the Companies Act, 2013, The management believes that these estimated useful lives are realistic and reflect fair apportionment of the period over which the assets are likely to be used.

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.

(g) Intangible Assets

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. 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.

Intangible assets are amortized over their estimated useful life.

The estimated useful life of the intangible assets and the amortization period are reviewed at the end of each financial year and the amortization period is revised to reflect the changed pattern, if any.

(h) Borrowing Cost

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consists of interest and other costs than an entity incurs in connection with the borrowings of the funds.

(i) Impairment of assets

(a) Trade receivables:

Trade receivables are amounts due from customers for goods, services or power units sold to the customers in ordinary course of the business. Trade receivables are recognized at the amount of consideration when the company has the right to receive the same. The trade receivables are generally measured at transaction price. Trade receivables which are doubtful of collection as per the management estimates and assessment despite vigorous efforts of collection are impaired and written off in profit and loss account as bad debts.

(b) Non-financial assets:

Property, plant and equipment and intangible assets (other than goodwill) are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value

less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs.

If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognized in the statement of profit and loss.

j) Financial instruments

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 issue 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. Regular way purchase and sale of financial assets are accounted for at trade date. The Group derecognizes financial liabilities when, and only when, the Group's obligations are discharged, cancelled or have expired.

SUBSEQUENT MEASUREMENT

(a) Non-derivative financial instruments

(i) Cash and Cash Equivalents

The Group considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Group's cash management.

(ii) Financial assets carried at amortized cost

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

(iii) Financial assets at fair value through other comprehensive income

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

(iv) Financial assets at fair value through profit or loss

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

(v) Financial liabilities

Financial liabilities are subsequently carried at amortised cost as they will be settled within the current year. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments, hence no discounting for the same is necessary.

(vi) Financial assets - derecognition

The group derecognizes a financial asset when the contractual rights to the cash flows from the

financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Company's balance sheet when the obligation specified in the contract is discharged or cancelled or expires.

(vii) Impairment of financial assets

The Company measures loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, ECLs are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of ECLs (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized is recognized as an impairment gain or loss in profit or loss. The classification of trade receivables in terms of expected realization has been done by the management based on the past experience of the management.

(viii) Financial liabilities – recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables.

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and other financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

- **Financial liabilities at fair value through profit or loss & other comprehensive income**

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term.

Gains or losses on liabilities held for trading are recognized in the profit or loss.

- Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTOCI, fair value gains/ losses attributable to changes in own credit risks are recognized in OCI. These gains/losses are not subsequently transferred to Statement of Profit and Loss. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognized in the Statement of Profit and Loss. The Company has not designated any financial liability as at fair value through other comprehensive income.

Financial liabilities - derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of Profit and Loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

(b) Derivative financial instruments and hedge accounting

The group currently did not have any derivative financial instruments nor there were any hedging contracts outstanding at the balance sheet date.

(c) Inventories

Inventories are valued at the lower of cost and net realizable value. Net realizable value is determined based on estimated selling price, less further costs expected to be incurred to completion and disposal.

(d) Cost recognition

Costs and expenses are recognised when incurred and have been classified according to their nature. The costs of the Group are broadly categorised into employee benefit expenses, Learning Solution Execution Expenses, Finance Costs, depreciation and amortisation and other expenses. Employee benefit expenses includes salaries, incentives and allowances, contributions to provident and other funds and staff welfare expenses. Other expenses mainly include fees to external consultancy expenses, travel expenses, communication expenses, bad debts and advances written off, Rent and Facility Support, Insurance expenses and other expenses. Other expenses is an aggregation of costs which are individually not material such as News Paper & Magazines, Demat Expenses, Postage & Telegram, entertainment, etc.

(e) Taxation

Current tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided, using the balance sheet method, on all temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognized for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future

Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilized, except:

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.
- In respect of deductible temporary differences associated with investments in subsidiaries, associates

and interests in joint ventures, deferred tax assets are recognized only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

(f) Retirement and other Employee benefit schemes

1) Short-term employee benefits

Employee benefits payable wholly within twelve months of receiving employee services are classified as short-term employee benefits. These benefits include salaries and wages and performance incentives which are expected to occur in next twelve months. The undiscounted amount of short-term employee benefits to be paid in exchange for employee services is recognized as an expense as the related service is rendered by employees.

2) Post-Employment Benefits 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 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. The Company fully contributes all ascertained liabilities to the Gratuity Fund.

The Group recognizes the net obligation of a defined benefit plan in its Balance Sheet as an asset or liability.

Gains and losses through remeasurements of the net defined benefit liability / (asset) are recognized in other comprehensive income. The actual return of the portfolio of plan assets, in excess of the yields computed by applying the discount rate used to measure the defined benefit obligation is recognized in other comprehensive income. The effects of any plan amendments are recognized in net profit in the Statement of Profit and Loss.

(a) Provident Fund

The Group benefits to its employees, under provident fund. The Company and employees contribute at predetermined rates to fund which is accounted on accrual basis. The contribution towards provident fund is recognized as an expense in the Statement of Profit and Loss.

(b) The code on social security 2020

The Indian Parliament has approved the Code on Social Security, 2020 which would impact the contributions by the company towards Provident Fund and Gratuity. The Ministry of Labor and Employment has released draft rules for the Code on Social Security, 2020 on November 13,

2020, and has invited suggestions from stake holders which are under active consideration by the Ministry. The Company and its Indian subsidiaries will assess the impact and its evaluation once the subject rules are notified and will give appropriate impact in its financial statements in the period in which, the Code becomes effective and the related rules to determine the financial impact are published.

(g) Provisions and Contingent liabilities

(i) General

Provisions are recognized when the group has a present obligation (legal or constructive), as a result of past events, and it is probable that an outflow of resources, that can be reliably estimated, will be required to settle such an obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows to net present value using an appropriate pre- tax discount rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. Unwinding of the discount is recognized in the Statement of Profit and Loss as a finance cost. Provisions are reviewed at each reporting date and are adjusted to reflect the current best estimate.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Contingent assets are neither recognised nor disclosed in the financial statements.

(ii) Restoration, expenses and handover costs:

Provision is made for costs associated with restoration, expenses & handover of projects as soon as the obligation to incur such costs arises. Such costs are on estimate basis and they are normally incurred as and when the event probable to the outflow of economic benefits takes shape. The costs are estimated on the basis of various reports and estimates made by the competent personnel present and the sites and after due verification and also are based on the amounts as prescribed in the contracts entered on earlier. The provision made for various expenses has been estimated to such extent as required to settle the obligations. The management estimates that the settlement of the provisions will be done in current year and hence no discounting is necessary.

(h) Foreign currency translation

The functional currency for the CSL and Infomedia is determined as the currency of the primary economic environment in which it operates. For CSL and Infomedia, the functional currency is the local currency of the country in which it operates, which is Indian Rupee. The Functional currency of ITNEER INC is US Dollar.

In the financial statements of the Company, transactions in currencies other than the functional currency are translated into the functional currency at the exchange rates ruling at the date of the transaction. Monetary assets and liabilities denominated in other currencies are translated into the functional currency at exchange rates prevailing on the reporting date. Non-monetary assets and liabilities denominated in other currencies and measured at historical cost or fair value are translated at the exchange rates prevailing on the dates on which such values were determined. Statement of profit and loss of such entities has been translated using weighted average exchange rates.

All exchange differences are included in the Statement of Profit and Loss except any exchange differences on translation of foreign operation of ITNEER INC, which are recognized in the other comprehensive income as a part of foreign currency translation reserve.

Transactions Relating to Foreign Exchange Earnings & Outgo are specified below;-

(In Lacs)

Particulars	F.Y 2020-21	F.Y 2019-20
CIF Value of imports	-	-
Other Expenses	-	-
FOB Value of exports	36.38	135.68

(i) Earnings per share

The Company presents basic and diluted earnings per share (“EPS”) data for its equity shares. Basic EPS is calculated by dividing the comprehensive income attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. Diluted EPS is determined by adjusting the profit or loss attributable to equity shareholders and the weighted average number of equity shares outstanding for the effects of all dilutive potential equity shares.

(j) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Executive Officer i.e. CEO. Revenue and expenses are identified to segments on the basis of their relationship to the operating activities of the segment.

Revenue, expenses which are not allocable to segments on a reasonable basis, are included under "Unallocated revenue/ expenses ". It is practically not possible for the group to ascertain segmental assets and liabilities with proper accuracy due to the location and swap use of assets and some liabilities despite management’s constant effort.

(k) Cash dividend to equity shareholders of the Company

The Company recognizes a liability to make distribution to equity shareholders of the Company when the distribution is authorized and it is no longer at the discretion of the Company. Interim dividend is paid as and when declared by the Board. Final dividend is paid after obtaining shareholders' approval. Dividends are paid in Indian Rupees.

Dividend Remitted in Foreign Currency :-

Particulars	F.Y 2020-21	F.Y 2019-20
Amount (Rs. In lacs)	0.057 (F.Y 2019-20)	0.024 (F.Y 2018-19)
No. of Shareholders (in whole number)	2	2
No of Shares (in lacs)	0.24	0.24

(l) Recent Indian Accounting Standards (Ind AS)

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards. There is no such notification which would have been applicable from April 1, 2021.

(m) Recent pronouncements

On March 24, 2021, the Ministry of Corporate Affairs (“MCA”) through a notification, amended Schedule III of the Companies Act, 2013. The amendments revise Division I, II and III of Schedule III and are applicable from April 1, 2021. Key amendments relating to Division II which relate to companies whose financial statements are required to comply with Companies (Indian Accounting Standards) Rules 2015 are:

1. Balance Sheet:

- Lease liabilities should be separately disclosed under the head 'financial liabilities', duly distinguished as current or non-current.
- Certain additional disclosures in the statement of changes in equity such as changes in equity share capital due to prior period errors and restated balances at the beginning of the current reporting period.
- Specified format for disclosure of shareholding of promoters.
- Specified format for ageing schedule of trade receivables, trade payables, capital work-in-progress and intangible asset under development.
- If a company has not used funds for the specific purpose for which it was borrowed from banks and financial institutions, then disclosure of details of where it has been used.
- Specific disclosure under 'additional regulatory requirement' such as compliance with approved schemes of arrangements, compliance with number of layers of companies, title deeds of immovable property not held in name of company, loans and advances to promoters, directors, key managerial personnel (KMP) and related parties, details of benami property held etc.

2. Statement of profit and loss:

Additional disclosures relating to Corporate Social Responsibility (CSR), undisclosed income and crypto or virtual currency specified under the head 'additional information' in the notes forming part of the standalone

financial statements.

The amendments are extensive and the Company will evaluate the same to give effect to them as required by law.

Note 05 PROPERTY, PLANT AND EQUIPMENT									(Rs. in Lacs)
Particulars	Freehold land	Buildings	Plant and equipment	Furniture and fixtures	Vehicles	Other Assets	Office Equipments	Power Plants	Total
At Cost As at April 1, 2019	147.00	300.24	6,358.09	88.30	103.66	55.05	35.29	1,722.64	8,810.27
Additions	1.80	109.04	23.22	16.30	0.16	-	-	-	150.52
Disposals	-	(0.94)	(5,100.05)	-	-	-	-	-	(5,100.99)
Adjustments/translation difference	-	-	-	-	-	-	-	-	-
As at March 31, 2020	148.80	408.34	1,281.26	104.60	103.82	55.05	35.29	1,722.64	3,859.80
Additions	-	27.77	260.96	30.67	-	-	0.11	-	319.51
Disposals	(75.20)	(117.03)	-	-	-	-	-	-	(192.23)
Adjustments/translation difference	-	-	-	-	-	-	-	-	-
As at March 31, 2021	73.60	319.08	1,542.22	135.27	103.82	55.05	35.40	1,722.64	3,987.08

Accumulated depreciation

As at April 1, 2019	-	82.23	6,053.72	72.29	69.13	16.23	23.40	1,009.06	7,326.06
Depreciation charge for the year	-	4.74	59.34	3.35	4.82	0.88	0.18	76.76	150.07
Disposals/adjustments									
Disposals	-	(0.05)	(5,097.71)	-	-	-	-	-	(5,097.76)
Adjustments/translation difference	-	-	-	-	-	-	-	-	-
As at March 31, 2020	-	86.92	1,015.35	75.64	73.95	17.11	23.58	1,085.82	2,378.37
Depreciation charge for the year	-	4.60	68.45	5.33	4.84	0.88	0.17	76.76	161.03
Disposals	-	-	-	-	-	-	-	-	-
Adjustments/translation difference	-	-	-	-	-	-	-	-	-
As at March 31, 2021	-	91.52	1,083.80	80.97	78.79	17.99	23.75	1,162.58	2,539.40

Net Book Value

As at March 31, 2020	148.80	321.42	265.91	28.96	29.87	37.94	11.71	636.82	1,481.43
As at March 31, 2021	73.60	227.56	458.42	54.30	25.03	37.06	11.65	560.06	1,447.68

(` in Lacs)

Carrying amount of	As at March 31, 2021	As at March 31, 2020	As at April 1, 2019
Capital work in progress	1,177.80	659.19	434.00

Note 06 INTANGIBLE ASSETS

(Rs in Lacs)

Particulars	Computer Software	Marketing rights	Intangible Asset	Licenses and Franchise	Total
At Cost					
As at April 1, 2019	169.21	80.21	3.41	20.50	273.33
Additions	-	-	-	12.00	12.00
Disposals	-	-	-	-	-
As at March 31, 2020	169.21	80.21	3.41	32.50	285.33
Additions	-	-	17.47	-	17.47
Disposals	-	-	-	(12.00)	(12.00)
As at March 31, 2021	169.21	80.21	20.88	20.50	290.80

**Amortization
As at April 1, 2019**

As at April 1, 2019	169.21	80.21	0.76	17.61	267.79
Charge for the year	-	-	0.34	1.05	1.39
Adjustments/Deduction	-	-	-	-	-
As at March 31, 2020	169.21	80.21	1.10	18.66	269.18
Charge for the year	-	-	0.35	1.05	1.40
Adjustments/Deduction	-	-	-	-	-
As at March 31, 2021	169.21	80.21	1.45	19.71	270.58
Net Book Value					
As at April 1, 2016					
As at March 31, 2020	-	-	2.31	13.84	16.15
As at March 31, 2021	-	-	19.43	0.79	20.22

Note 06 INTANGIBLE ASSETS UNDER DEVELOPMENT			(Rs. in Lacs)
Particulars	MIS Software WIP	Total	
At Cost			
As at April 1, 2019	-		
Additions	-	-	
Disposals	-	-	
As at March 31, 2020	-		
Additions	24.98	24.98	
Disposals	-	-	
As at March 31, 2021	24.98	24.98	

Note 07 INVESTMENTS (Non Current)			(Rs. In Lacs)
Particulars	As at March 31, 2021	As at March 31, 2020	
Financial assets measured at Amortized Cost			
Investment in National saving certificate	18.45	17.72	
Investment in E-Trade bonds	-	-	
Financial assets measured at fair value through profit and loss			
Investment in mutual funds-quoted	131.10	26.83	
Investment in Equity Instruments Quoted	1.78	0.51	
Investment in Equity Instruments Unquoted	-	-	
Total	151.33	45.06	
Aggregate amount of quoted investment	132.88	27.34	
Market value of quoted investment	132.88	27.34	
Aggregate amount of unquoted investment	-	-	

Note 08 TRADE RECEIVABLES		(Rs. In Lacs)	
Particulars	As at March 31, 2021	As at March 31, 2020	
Non-Current:			
Unsecured, considered good	843.05	843.05	
Total	843.05	843.05	
Current:			
Unsecured, considered good	2844.98	4722.17	
Total	2844.98	4722.17	

Note 09 OTHER FINANCIAL ASSETS		(Rs. In Lacs)	
Particulars	As at March 31, 2021	As at March 31, 2020	
Non-Current:			
FDR having maturity more than 12 months	142.48	1138.68	
Total	142.48	1138.68	
Current:			
Interest accrued but not due	99.93	85.78	
Total	99.93	85.78	

Note 10 OTHER ASSETS		(Rs. In Lacs)	
Particulars	As at March 31, 2021	As at March 31, 2020	
Non-current			
Unsecured, considered good			
Security Deposits	104.55	100.10	
Service Tax	-	-	
Total	104.55	100.10	
Current			
Unsecured, considered good			
For Supply of Goods and Services	170.56	95.33	
Prepaid Expenses	56.07	43.18	
Accrued Income	133.86	384.92	
Advances to Employees- Salary Advance	11.24	6.53	
Advances against Government Dues	116.92	21.32	
Total	488.65	551.28	

Note 11 INVENTORIES		(Rs. In Lacs)	
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Particulars	As at March 31, 2021	As at March 31, 2020
Lower of cost or net realizable value		
a. Raw material	-	-
b. Work in progress	-	-
c. Finished goods	20.60	5.36
Total	20.60	5.36

Note 12 CASH AND CASH EQUIVALENTS (Rs. In Lacs)		
Particulars	As at March 31, 2021	As at March 31, 2020
Balances with banks and FDRs having maturity of less than 3 months	2492.23	1193.83
Cheques, drafts on hand	31.27	74.35
Cash on hand	16.90	18.24
Total	2540.40	1286.42

Note 13 OTHER BANK BALANCES (Rs. In Lacs)		
Particulars	As at March 31, 2021	As at March 31, 2020
Fixed deposits having maturity more than 3 months but not more than 12 months	3312.18	3098.77
Earmarked unpaid dividend accounts	12.63	13.67
Total	3324.81	3112.44

NOTE 14 EQUITY SHARE CAPITAL (Rs. In Lacs)		
Particulars	As at March 31, 2021	As at March 31, 2020
A. Authorized equity share capital		
Equity Share of Rs. 2 each	2000	2,000
No. of Shares (In Lacs)	1000	1000
B. Issued, subscribed and paid up		
Equity Share of Rs. 2 each	1,582.50	1,582.50
No. of Shares (In Lacs)	791.25	791.25
C. Details of shareholders holding more than 5% shares in the Company		

Rishab Infotech Private Limited		
No. of Shares (In Lakhs)	164.48	164.48
% of Holding	20.79%	20.79%
Sambhav Infotech Private Limited		
No. of Shares (In Lakhs)	198.97	198.97
% of Holding	25.14%	25.14%
Compucom Technologies Private Limited		
No. of Shares (In Lakhs)	197.97	196.23
% of Holding	25.02%	24.80%

Terms/Rights attached to equity shares

The company has one class of equity shares having a par value of Rs. 2 per share. Each equity shareholder is eligible for one vote per share held. Each equity shareholder is entitled to dividend as and when declared by the Company. Interim dividend is paid as and when declared by the Board. Final dividend is paid after obtaining shareholders' approval. Dividends are paid in Indian Rupees.

Note 15 BORROWINGS			(Rs. In Lacs)
Particulars	As at March 31, 2021	As at March 31, 2020	
Non-current:			
Term loan	217.75	251.49	
Total	217.75	251.49	
Current:			
Other Bank Credit	3.39	825.22	
Total	3.39	825.22	

The term loan above comprises of loan sanctioned by SBI on July 04, 2018 of Rs. 1100 Lacs which was restructured in March, 2021, due to Covid-19 effect, out of which the company has availed loan of Rs. 217.75 Lacs till the close of current reporting period. The effective interest rate of the said loan comes to 8.65% and the repayment of loan will commence from April, 1 2022 as per the sanction letter. The repayment schedule of the said loan is as follows:

Start date	End date	Repayment/ moratorium	Period	No of Installments	Installment Amount	Total repayment amount
01-04-2022	31-08-2022	Repayment	Monthly	5	10	50
01-09-2022	31-08-2029	Repayment	Monthly	84	11	924
01-09-2029	31-03-2030	Repayment	Monthly	7	18	126
			Total	96		1100

Note 16 TRADE PAYABLES			(Rs. In Lacs)
Particulars	As at March 31, 2021	As at March 31, 2020	
Non-Current			

Trade Payables	577.03	577.03
Total	577.03	577.03
Current		
Total outstanding dues of micro and small enterprises	18.42	2.88
Total outstanding dues of creditors other than micro and small enterprises	73.52	98.62
Total	91.94	101.50

Note 17 OTHER FINANCIAL LIABILITIES		(Rs. In Lacs)
Particulars	As at March 31, 2021	As at March 31, 2020
Non-current:		
EMD/ SD from Vendors	69.03	67.75
Total	69.03	67.75
Current:		
Current maturities of Long-Term debts	-	-
Unpaid dividends	12.63	13.67
Interest accrued but not due on borrowings	-	-
Total	12.63	13.67

Unpaid dividends represent the dividends not paid before they are transferred to investor education and protection fund.

Note 18 PROVISIONS Non- current		(Rs. In Lacs)
Particulars	Provision for Gratuity	Total
As at April 1, 2019	70.30	70.30
Addition during the year	42.80	42.80
Utilized	(8.48)	(8.48)
As at March 31, 2020	104.62	104.62
Addition during the year	49.11	49.11
Utilized	(0.61)	(0.61)
As at March 31, 2021	153.12	153.12

The provision for Gratuity represents the Company's best estimate of the costs which will be incurred in the future to meet the obligations under the laws of the Gratuity Act 1972. The principal gratuity cost that the company will be required to pay on fulfillment of certain conditions based on actuarial valuation

Current		(Rs. In Lacs)	
Particulars	As at March 31, 2021	As at March 31, 2020	
Provision for gratuity	16.73	3.33	
Provision for Projects Execution Expense Refer note 18A)	306.28	394.67	
Total	323.01	398.00	

Provision for Projects Execution Expense (Note 18-A)

Particulars	Prov. For 303 School project	Prov. For ICT-1 and ICT-2	Prov. For ICT-3	Prov. For ICT - Bihar	Prov. For ICT - 4	Prov. For 53 Schools	Prov For DDUGKY	Total
As at March 31, 2019	-	422.53	111.07	110.71	138.14	-	-	782.45
Addition during the year	-	-	-	-	213.86	-	-	213.86
Utilized/Reversed	-	(220.66)	(95.85)	(98.77)	(186.36)	-	-	(601.64)
As at March 31, 2020	-	201.87	15.21	11.94	165.64	-	-	394.67
Addition during the year	9.20	-	-	-	326.40	3.02	29.32	367.94
Utilized/Reversed	-	(165.47)	(5.21)	(0.16)	(275.49)	-	-	(456.33)
As at March 31, 2021	9.20	36.40	-	11.79	216.55	3.02	29.32	306.28

Note 19 OTHER CURRENT LIABILITIES (Rs. In Lacs)

Particulars	As at March 31, 2021	As at March 31, 2020
Current		
Statutory and Other liabilities	88.20	31.24
Provision for Expense	20.53	16.10
Salary & Reimbursements	80.09	64.75
Total	188.82	112.09

Statutory and other liabilities include majorly the dues to government like GST payable etc.

Note 20 REVENUE FROM OPERATIONS (Rs. In Lacs)

Particulars	For the year ended March 31,2021	For the year ended March 31, 2020
Sale of products	174.30	171.41
Sale of Services	1402.32	1260.92
Advertisement services	150.40	85.18
Total	1727.02	1517.51

Note 21 OTHER INCOME (Rs. In Lacs)		
Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Net gain on sale of investments	-	1.12
Interest Income	356.79	377.05
Bad Debt Recovered	400.14	-
Mess Facility Income	-	-
Other non-operating income	51.86	4.33
Total	808.79	382.50

Note 22 CHANGES IN INVENTORIES OF FINISHED GOODS AND WORK-IN-PROGRES (Rs. In Lacs)		
Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Opening inventory		
Finished goods	5.36	5.42
Work in progress	-	-
Total	5.36	5.42
Closing inventory		
Finished goods	20.60	5.36
Work in progress	-	-
Total	20.60	5.36
Changes in Inventory	(15.24)	0.06

Note 23 EMPLOYEE BENEFIT EXPENSE (Rs. In Lacs)		
Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Salaries, wages and bonus	782.19	666.62
Contribution to provident and other funds	58.81	50.44
Contributions to Gratuity fund	49.39	39.92

Staff welfare expenses	8.32	4.30
Total	898.71	761.28

Note 24 FINANCE COSTS			(Rs. In Lacs)
Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020	
Interest expense on borrowings	32.89	76.65	
B.G. Commission & Bank Charges	24.23	20.98	
Total	57.12	97.63	

Note 25 DEPRECIATION AND AMORTIZATION EXPENSES			(Rs. In Lacs)
Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020	
Depreciation on property, plant and equipment	161.03	150.07	
Amortization on intangible assets	1.40	1.39	
Total	162.43	151.46	

Note 26 OTHER EXPENSES			(Rs. In Lacs)
Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020	
Auditors Remuneration (refer note below)	4.34	3.79	
Advertisement and Publicity Expenditures	3.59	3.21	
Bank Charges	0.37	-	
Consultancy Service	45.36	16.32	
Communication Expenditures	11.78	16.03	
Corporate Social Responsibility (refer note 29)	-	2.45	
Director's Sitting fees	1.18	1.49	
DDUGKY Expenses	13.89	-	
Donations	1.47	3.51	
Direct Expenses for satellite services	305.34	214.66	
Data entry expenses	17.00	29.26	
Interest on Tax	0.13	0.09	
Insurance Expenditure	11.03	13.61	
Legal and professional	14.28	19.30	

Lease Line charges	1.05	-
Loss on sale/discarding of Assets	-	1.83
Listing Fees	5.42	5.40
Operation and Maintenance(Wind Power)	64.94	70.87
Office & general Expenditures	38.54	41.57
Printing and Stationery	4.05	5.64
Power , Fuel & Gas Expenses	0.60	0.64
Patrakar Kalyan Kosh	1.27	0.94
Rent and Facility Support	15.98	15.31
Repair and Maintenance Expenditure	35.18	33.61
Travelling and Conveyance Expenditures	17.50	22.29
Software & Licensing Fees	0.80	0.88
Vehicle Running and maintenance	4.99	9.54
Water and Electricity	19.61	20.69
Total	639.69	552.91

Remuneration to auditors (Rs. In Lacs)		
Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Audit fees	3.40	2.97
Other services	0.94	0.82
Total	4.34	3.79

Note 27 EARNINGS PER SHARE (Rs. In Lacs)		
Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Basic earnings per share (Rs.)	0.25	0.05
Diluted earnings per share (Rs.)	0.25	0.05

The earnings and weighted average number of equity shares used in the calculation of basic earnings per share are as follows:

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Profit after tax attributable to owners of the Company (in Lacs)	194.99	42.81

Earnings used in the calculation of basic earnings for the year (in Lacs)	194.99	42.81
Earnings used in the calculation of basic earnings for the year (in Lacs)	791.25	791.25
Nominal Value per share	2	2

Note 28 CONTINGENT LIABILITIES AND CAPITAL COMMITMENTS (Rs. In Lacs)

Particulars	As at March 31, 2021	As at March 31, 2020
a. Contingent liabilities		
Guarantees issued by the banks (excluding Financial guarantee)	1179.37	1,712.18
Service tax demands	449.00	449.00
Income tax demands	425.71	386.92
Others	394.89	381.50

There are following Contingent liabilities: (Rs. In Lacs)

Sr. No.	Nature of Contingent Liability	Amount C.Y.	Amount P.Y.	Remarks
1	Bank Guarantee Outstanding	1179.37	1,712.18	Bank guarantee of Rs. 469.03 lacs was expired till 31.03.2021 but the original bank guarantee has not been received from the concerned debtor, therefore the same has not been cancelled by the bank hence included in the total bank guarantee amount. Counter Guarantee given by the Company of the same amount of the bank guarantee.
2	Service tax demand for the FY 2011-12	449.00	449.00	During the financial year 2011-12, the company received an order from The Commissioner, Central Excise, Jaipur - I, to deposit service tax demand of Rs. 224.5 Lacs and penalty of Rs. 224.5 Lacs. Against this order an appeal was filed before The Customs, Excise, Service Tax Appellate Tribunal, New Delhi (CESTAT). During the financial year 2017-18, the Company has received an order from CESTAT, partly setting aside the impugned order. As per the order of CESTAT, penalty was waived, and the service tax demand was confined to Rs. 11 Lacs approx. However, the Commissioner of Central Goods and Service Tax and Central Excise has gone into appeal before Rajasthan High Court Bench, Jaipur, therefore the contingent liability of Rs 449 Lacs continues till the disposal of case by the Rajasthan High Court.

3	Provident Fund Demand by JVVNL (a Rajasthan State Government Electricity Company)	158.75	162.00	Following the directions of Rajasthan High Court in connection with a dispute between the company and JVVNL regarding PF dues, a fixed deposit of Rs. 135.26 Lacs (P.Y Rs 132.01 Lacs) has been made by JVVNL in the joint names of the company and JVVNL. The matter is still subjudice at Employees Provident Fund Appellate Tribunal. Depending upon the outcome of the decision of the Tribunal the company may have to pay interest and penalty to the extent of Rs. 162.00 lacs, after netting of FDRs of Rs. 135.26 lacs held in the joint name of the company and JVVNL.
4	Income Tax Demand (AY 2010-11)	11.80	11.80	Income Tax Department has re- opened the case u/s 147 of the Act and passed assessment order with demand of Rs. 28.12 Lacs. Against the same order, the company went into appeal before Commissioner of Income Tax (Appeals). The appeal was partly allowed by Commissioner of Income Tax (Appeals). Now the company has gone into appeal before Income Tax Appellate Tribunal in respect of disallowance of depreciation on windmill amounting to Rs. 37.84 lacs which will have a contrary effect of Rs 11.80 Lacs.
5	Income Tax Demand (AY 2011-12)	46.07	46.07	Against the assessment order passed u/s 143(3) & 254 of the Income Tax Act, 1961 for the A.Y. 2011-12 in respect of disallowance of corporate social expenditure. The company has gone into appeal before Commissioner of Income Tax (Appeals), which is pending for disposal. However ,the company ("Compucom Software Limited") has opted for Vivad Se Vishwas Scheme which is pending for approval
6	Income Tax Demand (AY 2012-13)	319.18	319.18	Against the assessment order passed u/s 143(3) of the Income Tax Act, 1961 for the A.Y. 2012-13, the company has gone into appeal before Commissioner of Income Tax (Appeals). The same is still pending. However, the total demand has been adjusted by the department against the refund receivable for the A.Y. 2013-14 and A.Y. 14-15.
7	Income Tax Demand (AY 2016-17)	9.87	9.87	Against the assessment order passed u/s 143(3) of the Income Tax Act, 1961 for the A.Y. 2016-17, the company has gone into appeal before Commissioner of Income Tax (Appeals), which is pending for disposal. The company has deposited 20% of the demand (9.87 lacs) amounting to Rs. 1.97 lacs, the remaining Rs. 7.89 lacs is outstanding.

8	Income Tax Demand (AY 2018-19)	38.79	-	Company has received a notice of demand u/s 156 of Income Tax Act, 1961, amounting to Rs. 38.79 lacs. Assessing officer has disallowed deduction u/s 80IA for Rs.92.12 lacs and also disallowed income from other source of Rs.6.78 lacs, the company has decided to go into appeal before Commissioner of Income Tax (Appeals).
9	Cases filed by Shemaroo Entertainment Limited on Jan TV	224.5	219.50	The company has received Notices in the month of April 2019, seeking damages of Rs. 219.50 lacs from Shemaroo Entertainment Limited for infringement of Copy Right Act, 1957 allegedly in connection with use of songs of their films in the background of content relayed on JAN TV channel of the company. The company has also received one more notice seeking damage of RS.5 lacs. However, the company contests the same as being frivolous and has therefore filed a case before Rajasthan High Court. The Company is expecting a favorable decision. As such as per the estimate and judgment of the management there would be no damages to be payable to Shemaroo Entertainment Limited
10	Cases filed by Siti network on Jan TV	11.64	-	During the current year, the company has received a Notice seeking damages of Rs. 11.64 lakhs from Siti Networks Ltd. for failure to pay the outstanding liabilities towards placement fee in violation of the channel placement agreement under section 14 and 14A of the Telecom Regulatory Authority of India Act, 1997.

**Note 29
RETIREMENT AND OTHER EMPLOYEE BENEFIT SCHEMES**

a. Provident Fund

The Company offers its employees, benefits under defined benefit plans in the form of provident fund scheme which covers all employees. Contributions are paid during the year into Provident Fund. Both the employees and the Company pay predetermined contributions into the fund.

b. Employees State Insurance scheme

The Company offers its employees, benefits under defined benefit plans in the form of ESI scheme which covers all employees. Contributions are paid during the year into ESI Fund. Both the employees and the Company pay predetermined contributions into the fund.

c. Gratuity Plan

The gratuity plan is governed by the Payment of Gratuity Act, 1972. Under the Act, an employee who has completed five years of service is entitled to specific benefit. The level of benefits provided depends on the member's length of service and salary at retirement Age.

The following tables set out the funded status of the gratuity plans and the amounts recognized in the financial statements:-

Particulars	(Rs. In	
	As at March 31, 2021	As at March 31, 2020
Principal actuarial assumptions		

Principal actuarial assumptions used to determine the present value of the defined benefit obligation are as follows:		
Financial Assumptions		
Discount rate	6.80%	6.80%
Expected rate of increase in compensation level of covered employees	7.00%	7.00%
Demographic Assumptions		
i) Retirement Age (Years)	60	60
ii) Mortality rates inclusive of provision for disability	100% of Indian Assured Lives Mortality (2006 - 08)	

(Rs. In Lacs)

Particulars	As at March 31, 2021	As at March 31, 2020
Amount recognized in the balance sheet consists of:		
Fair value of planned assets		-
Present value of defined benefit obligations	169.85	107.95
Net liability arising from defined benefit obligation	(169.85)	(107.95)

(Rs. In Lacs)

Particulars	As at March 31, 2021	As at March 31, 2020
The movement during the year of the present value of the defined benefit obligation was as follows:		
Opening Balance	107.95	73.29
Service cost	42.05	34.93
Benefits paid	(0.61)	(8.48)
Interest cost	7.34	4.98
Actuarial loss on obligation	13.13	3.23
Closing Balance	169.85	107.95

(Rs. In Lacs)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Amounts recognized in Statement of Profit and loss in respect of defined benefit plan are as follows:		
Current service cost	42.05	34.93
Net Interest cost	7.34	4.99
Total charge to Statement of Profit and Loss	49.39	39.92

Amounts recognized in Other Comprehensive Income in respect of defined benefit plan are as follows:	-	-
Actuarial (Gain)/Loss arising from Change in Demographic Assumption	-	-
Actuarial (Gain)/Loss arising from Change in Financial Assumption	-	11.46
Actuarial (Gain)/Loss arising from Experience Adjustment	13.13	(8.23)
Loss on Plan assets (excluding amounts included in net interest cost)	-	-
Remeasurement of the net defined benefit liability	13.13	3.23
Expected contribution for the next Annual reporting period:		
Year 1 (undiscounted)	16.73	3.34
Year 2 (undiscounted)	17.38	15.15
Expected Expense for the next annual reporting period	35.45	23.07

Sensitivity Analysis

Below is the sensitivity analysis determined for significant actuarial assumptions for the determination of defined benefit obligations and based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period while holding all other assumptions constant.

(Rs. In Lacs)		
Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Impact of change discount rate		
Increase by 1%	149.59	95.34
Decrease by 1%	195.01	123.16
Impact of change in salary increase rate		
Increase by 1%	194.70	122.96
Decrease by 1%	149.45	95.26
Impact of change in withdrawal rate		
Increase by 1%	169.62	107.70
Decrease by 1%	170.09	108.07

The above sensitivity analysis may not be representative of the actual benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

In presenting the above sensitivity analysis, the present value of defined benefit obligation has been calculated using the projected unit credit method at the end of reporting period, which is the same as that applied in calculating the defined obligation liability recognized in the balance sheet.

Risk Analysis

The Company is exposed to a number of risks in the defined benefit plans. Most significant risks pertaining to defined benefits plans and management estimation of the impact of these risks are as follows:

Interest Risk

A decrease in the interest rate on plan assets will increase the plan liability, however this will be partially offset by increase in the return on plan debt investment.

Longevity Risk/Life Expectancy

The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and at the end of the employment. An increase in the life expectancy of the plan participants will increase the plan liability.

Salary Growth Risk

The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. An increase in the salary of the plan participants will increase the plan liability.

Note 30 INCOME TAX EXPENSES		(Rs. In Lacs)	
Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020	
a. Tax charge recognized in Profit and Loss			
Current tax:			
Current tax on profit for the year & earlier years	81.38		25.41
Total Current tax & earlier Years	81.38		25.41
Deferred tax:			
MAT Credit	(1.33)		(0.03)
Property, plant and equipment, Exploration and evaluation and intangible assets	31.65		48.61
Fair valuation of Investments	1.44		(2.37)
Provision for gratuity	(16.09)		(7.66)
Others	3.02		(0.69)
Total Deferred tax expenses	18.69		37.86
Tax expense for the year (net off deferred tax and current tax)	100.07		63.27
Effective income tax rate (%)	26%		26%
b. Statement of other comprehensive income tax (credit)/ charge on;			
Actuarial gain on remeasurements of defined benefit plan	(13.13)		(3.23)
Tax charge	3.42		0.57
Total	(9.71)		(2.66)
Translation difference arising on conversion	-		-

Tax charge	-	-
Total	-	-

A reconciliation of income tax expense applicable to accounting profits before tax at the statutory income tax rate to recognized income tax expense for the year is as follows:

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
A.) Accounting profit before tax (after exceptional item)	262.58	70.72
B.) Statutory income tax rate	26%	26%
C.) Tax at statutory income tax rate		-
D.) Disallowable expenses	177.42	-
E.) Fair valuation of Investments through FVTPL	(0.68)	(8.44)
F.) Tax holidays and similar exemptions	(26.65)	-
G.) Adjustments in respect of MAT	(54.70)	(0.12)
I.) Adjustments Through OCI	13.10	2.20
J.) Adjustments disallowable	-	-
K.) Adjustments in respect of prior years	103.65	(7.35)
L.)Taxation adjustment for foreign operation	-	-
M.)Adjustments allowable	(184.35)	95.78
N) Tax on Income at different rates	-	(12.38)
N.) Losses of subsidiary	94.50	102.95
Total (A+C+D+E+F+G+H+I+J+K+L+M+N)*B	100.07	63.27

There are certain income-tax related legal proceedings which are pending against the company. Potential liabilities, if any have been adequately provided for and the Company does not currently estimate any probable material incremental tax liabilities in respect of these matters.

Tax Reliefs and Holidays

Special Business U/s.35 AD of the Income Tax Act

With effect from assessment year 2010-11, a new deduction u/s 35AD was Introduced to provide incentive to those assesses who sets up new business units in certain specified Areas/ Fields. This deduction shall be available if following conditions are satisfied:

- (1) A unit is set up in specified businesses.
- (2) Unit of the specified business should be a new one.
- (3) Books of the assessee are audited.

Compucom Software Limited has been begun the construction of a 3 star hotel which is covered in the above section and hence the company will enjoy the deduction of @ 100% of capital expenditure incurred in future years This deduction shall be allowed in the year in which this expenditure is incurred.

Deductions In Respect Of Profits And Gains From Industrial Undertakings Or Enterprises

Engaged In Infrastructure Development (section 80IA)

This section applies to any undertaking which fulfils all the specified conditions. As generation or generation and distribution of power if it begins to generate power at any time during the period beginning on the 1st day of April, 1993 and ending on the 31st day of March, 2010. The company has wind power generating units which are set up in 3 districts hence the company enjoys a tax holiday of 100% profits for a period of 15 years commencing from the year in which such generation begins. The company has 2 plants in sikar, 2 in jaisalmer and 1 in krishna, Andhra Pradesh. However the time limit for availing the above exemption is completed in the district of Jaisalmer and Sikar , Rajasthan

Significant Components of deferred tax assets and (liabilities) recognised in the balance sheet are as follows:

(Rs. In Lacs)

Particulars	As at March 31, 2021	As at March 31, 2020
Property, plant and equipment, Exploration and evaluation and intangible assets	(121.47)	(153.89)
Fair valuation of Investments	1.79	0.50
Provision for gratuity	(44.16)	(28.07)
Others	(1.84)	0.51
Deferred Tax Assets (net)	(165.68)	(180.95)

**Note 31
CORPORATE SOCIAL RESPONSIBILITY**

Particulars	Year ended March 31, 2021		
	In-Cash	Yet to be Paid in Cash	Total
Amount spent during the year on	-	-	-
i) Depreciation and amortization			
ii) Other expenses			
Total amount spent	-	-	-

(Rs. In Lacs)

Particulars	Year ended March 31, 2020		
	In-Cash	Yet to be Paid in Cash	Total
Amount spent during the year on			
i) Depreciation and amortization	-	-	-
ii) Other expenses	1.25	-	1.25
Total amount spent	1.25	-	1.25

Note 32 SEGMENT REPORTING

a. Basis of Segmentation

The Group is engaged in following reportable segments:

- i) Software Development
- ii) Wind power generation
- iii) Learning Solution
- iv) Others (CSL Infomedia)

Revenue and expenses directly attributable to segment are reported under each reportable segment. Expenses which are not directly identifiable to each reporting segment have been allocated on the basis of appropriate cost drivers of the segment.

Segregation of capital employed between segments (except wind power generation segment, wherein the capital employed is Rs. 1,608 lacs) is not practicable as most of the fixed assets and liabilities are not identifiable with particular segments and are used interchangeably.

The following table presents revenue and profit information regarding the Company's business segments for the year ended March 31, 2021 and March 31, 2020.

b. Information about reportable segments						
I. Information about primary segments						
(Rs. In Lacs)						
Particulars	Year ended March 31, 2021			Year ended March 31, 2020		
	Business Segment	Unallocated	Total	Business Segment	Unallocated	Total
Revenue						
Software	573.55	-	573.55	519.99	-	519.99
Learning	830.37	-	830.37	719.32	-	719.32
Wind Power	174.30	-	174.30	171.41	-	171.41
Others	148.80	-	148.80	106.79	-	106.79
Segment Revenue	1,727.02	-	1,727.02	1,517.51	-	1,517.51
Expenses						
Software	676.97	-	676.97	528.40	-	528.40
Learning	1,082.86	-	1,082.86	820.26	-	820.26
Wind Power	186.60	-	186.60	190.68	-	190.68
Others	296.10	-	296.10	260.57	-	260.57
Segment Expense	2,242.53	-	2,242.53	1,799.91	-	1,799.91

Segment Results						
Software	(103.42)	-	(103.42)	(8.41)	-	(8.41)
Learning	(252.49)	-	(252.49)	(100.94)	-	(100.94)
Wind Power	(12.30)	-	(12.30)	(19.27)	-	(19.27)
Others	(147.30)	-	(147.30)	(153.78)	-	(153.78)
Segment Results	(515.51)	-	(515.51)	(282.40)	-	(282.40)
Add: Other unallocable Income	-	808.79	808.79	-	382.50	382.50
Less: Other unallocable Expenses	-	30.70	30.70	-	29.38	29.38
Profit before and excepti items	-	-	262.58	-	-	70.72
Less: Except item	-	-	-	-	-	-
Profit before tax	-	-	262.58	-	-	70.72
Tax expense	-	-	(100.07)	-	-	(63.27)
Other Comprehensive Income	-	-	(9.71)	-	-	(2.66)
Total Comprehensive Income	-	-	152.80	-	-	4.79

II. Information based on Geography

(Rs. in Lacs)

Geographical Segments	For the year ended March 31, 2021	For the year ended March 31, 2020
Revenue by geographical segment		
India	2,499.43	1,764.33
USA	36.38	135.68
Total	2,535.81	1,900.01

Reconciliation between segment revenue and enterprise revenue.

(Rs. in Lacs)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Segment Revenue		
Software	573.55	519.99
Learning	830.37	719.32
Wind Power	174.30	171.41
Others	148.80	106.79
Total Segment Revenue	1,727.02	1,517.51
Enterprise Revenue		
Revenue from operations	2,535.81	1,900.01
Less: Other operating revenues	(808.79)	(382.50)
Add: Export Incentives	-	-
Total Segment Revenue	1,727.02	1,517.51

Note 33

FINANCIAL INSTRUMENTS

(Rs. In Lacs)

This section gives an overview of the significance of financial instruments for the Company and provides additional information on the balance sheet. Details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognized

Financial assets and liabilities:

The accounting classification of each category of financial instruments, and their carrying amounts, are set out below:

Particulars	Fair Value through profit and loss	Amortized Cost	Total carrying value	Total fair value
As at March 31, 2021				
Financial assets				
Cash and cash equivalents	-	2,540.40	2,540.40	2,540.40
Other bank balances	-	3,324.81	3,324.81	3,324.81
Investments	132.88	18.45	151.33	151.33
Trade receivables	-	3,688.03	3,688.03	3,688.03
Other Current financial assets and loans	-	99.93	99.93	99.93

Other Non-current financial assets	-	142.48	142.48	142.48
Total	132.88	9,814.10	9,946.98	9,946.98
Financial liabilities				
Borrowings	-	221.14	221.14	221.14
Trade payables – SME	-	18.42	18.42	18.42
Trade payables- other than SME	-	650.55	650.55	650.55
Other Current financial liabilities	-	12.63	12.63	12.63
Other Non-current financial liabilities	-	69.03	69.03	69.03
Total	-	971.77	971.77	971.77
As at March 31, 2020				
Financial assets				
Cash and cash equivalents	-	1,286.42	1,286.42	1,286.42
Other bank balances	-	3,112.44	3,112.44	3,112.44
Investments	27.34	17.72	45.06	45.06
Trade receivables	-	5,565.22	5,565.22	5,565.22
Other Current financial assets and loans	-	85.78	85.78	85.78
Other Non-current financial assets	-	1,138.68	1,138.68	1,138.68
Total	27.34	11,206.26	11,233.60	11,233.60
Financial liabilities				
Borrowings	-	1,076.71	1,076.71	1,076.71
Trade payables - SME	-	2.88	2.88	2.88
Trade payables – Other than SME		675.65	675.65	675.65
Other Current financial liabilities	-	13.67	13.67	13.67

Other Non-current financial liabilities	-	67.75	67.75	67.75
Total	-	1,836.66	1,836.66	1,836.66

Notes-

The management assessed that Cash and cash equivalents, other bank balances, Trade receivables, Trade payables, other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

Fair value hierarchy

The table shown below analyses financial instruments carried at fair value, by measurement hierarchy. The different levels have been defined below:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices)

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs)

(Rs. In Lacs)

Financial Assets	Level-1	Level-2	Level-3
As at March 31, 2021			
At fair value through profit and loss			
Non Current investments	132.88	-	-
Total	132.88	-	-
Financial Liabilities			
Fair value of liabilities carried at amortised cost	-	-	-
Total	-	-	-
As at March 31, 2020			
Financial Assets			
At fair value through profit and loss	-	-	-
Non Current investments	27.34	-	-
Total	27.34	-	-
Financial Liabilities			
Fair value of liabilities carried at amortised cost	-	-	-
Total	-	-	-

Risk management framework

INTRODUCTION

The Securities and Exchange Board of India (“SEBI”) issued the SEBI (Listing Obligations and Disclosure

Requirements) Regulations, 2015 (hereinafter referred to as the 'Listing Regulations') on September 02, 2015, effective from December 01, 2015. The Regulation 21 mandate listed entities to formulate a Policy on Risk Management. It is in the context that the Policy on Risk Management (“Policy”) is being framed and implemented from 11.02.2016 and approved by the Board.

This Policy is modified and/or amended with the approval of the Board of directors as on 29.05.2018

OBJECTIVE & PURPOSE OF POLICY:

The main objective of this policy is to ensure sustainable business growth with stability and to promote a proactive approach in reporting, evaluating and resolving risks associated with the business. In order to achieve the key objective, the policy establishes a structured and disciplined approach to Risk Management, in order to guide decisions on risk related issues.

The specific objectives of the Risk Management Policy are:

1. To ensure that all the current and future material risk exposures of the company are identified, assessed, quantified, appropriately mitigated, minimized and managed i.e. to ensure adequate systems for risk management.
2. To establish a framework for the company’s risk management process and to ensure its implementation.
3. To enable compliance with appropriate regulations, wherever applicable, through the adoption of best practices.
4. To assure business growth with financial stability.

Treasury management

The Company has a strong system of internal control which enables effective monitoring of adherence to Company’s policies. The internal control measures are effectively supplemented by regular internal audits.

Market risk

Market risk is the risk that the fair values of future cash flows of a financial instrument will Market risk comprises interest rate risk, currency risk and commodity risk.

The sensitivity analyses given elsewhere in the following sections relate to the position as at March 31, 2021 and March 31, 2020.

Financial risk

The Company does not engage in speculative treasury activity but seeks to manage risk and optimize interest and pricing through proven financial instruments.

a. Liquidity risk

The Company requires funds both for short-term operational needs as well as for long-term investment programme mainly in growth projects. The Company generates sufficient cash flows from the current operations which together with the available cash and cash equivalents and short-term investments provide liquidity both in the short- term as well as in the long-term.

The Company remains committed to maintaining a healthy liquidity, gearing ratio and strengthening the balance sheet. The maturity profile of the Company’s financial liabilities based on the remaining period from the date of balance sheet to the contractual maturity date is given in the table below. The figures reflect the contractual undiscounted cash obligations of the Company.

(Rs. In Lacs)

Payment due by years	<1 year	1-2 Years	2-5 Years	> 5 Years	Total
As at March 31, 2021					

Trade and other payables	140.97	217.75	36.02	577.03	971.77
Total	140.97	217.75	36.02	577.03	971.77
As at March 31, 2020					
Trade and other payables	940.74	251.49	67.40	577.03	1,836.66
Total	940.74	251.49	67.40	577.03	1,836.66

The company had access to following funding facilities.

(Rs. In Lacs)			
Funding facility	Total facility	Drawn	Undrawn
As at March 31, 2021			
Less than 1 year	1,268.00	3.39	1,264.61
More than 1 year	1,100.00	217.75	882.25
Total	2,368.00	221.14	2,146.86
As at March 31, 2020			
Less than 1 year	1,245.00	778.00	467.00
More than 1 year	-	-	-
Total	1,245.00	778.00	467.00

b. Foreign Exchange Risk

Fluctuations in foreign currency exchange rates may have an impact on the Statement of Profit and Loss, where any transaction references more than one currency other than the functional currency of the Company.

The company during the year is not prone to any exchange risk as it has not entered in any foreign exchange contracts the difference in exchange rates on outstanding balance of subsidiary has been duly accounted for through statement of profit and loss.

c. Interest Rate Risk

Floating rate financial assets are largely mutual fund investments which have debt securities as underlying assets. The returns from these financial assets are linked to market interest rate movements; however the counterparty invests in the agreed securities with known maturity tenure and return and hence has manageable risk.

The exposure of the Company's financial assets to interest rate risk is as follows:

Particulars	Total	Floating rate	Fixed rate	Non- interest bearing
As at March 31, 2021				
Financials assets	9,946.98	132.88	5,527.14	4,286.96
Financial liabilities	971.77	-	221.14	750.63

As at March 31, 2020				
Financials assets	11,233.60	27.34	5,418.02	5,788.24
Financial liabilities	1,836.66	-	1,076.71	759.95

d. Counterparty and concentration of credit risk

Credit risk refers to the risk that counter party will default on its contractual obligations resulting in financial loss to the Company. The Company has adopted a policy of obtaining sufficient security, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company is exposed to credit risk for receivables, cash and cash equivalents, short-term investments etc. Credit risk on receivables is limited as almost all credit sales are against letters of credit and guarantees of banks of good financial repute.

The company as and when due has booked bad debts in the years of March 31, 2021 and March 31,2020 and the company in future expects negligible credit risk after estimating for current year bad debts and hence has not impaired any financial instruments regarding the same.

Derivative financial instruments

The Company does not acquire or issue derivative financial instruments for trading or speculative purposes. The Company does not enter into complex derivative transactions to manage the treasury and commodity risks. The company is not enrolled in any hedging contracts and is not party to any derivative financial instruments either directly or indirectly through any party

Note 34 RELATED PARTY

A. List of Related Parties:

(i) Other related parties with whom transactions have taken place during the year:

a) Parties where control exists (Subsidiary company):

- CSL Infomedia Private Ltd.

b) Key Management Personnel:

- Mr. Surendra Kumar Surana, Managing Director
- Mr. Sanjeev Nigam, Chief Financial Officer
- Mrs. Swati Jain, Company Secretary (Compucom Software Ltd.)
- Ms. Heena Garg, Company Secretary (CSL Infomedia Pvt. Ltd.)

c) Entities with significant influence over the entity:

- Rishabh Infotech Private Limited
- Sambhav Infotech Private Limited
- Compucom Technologies Private Limited
- Compucom Foundation
- Compucom (India) Private Limited
- Compucom Software Limited Employee Welfare Trust

d) Others related parties:

- Mrs. Trishla Rampuria (Relative of Key Managerial Personnel)
- Mr. Ajay Kumar Surana, Director
- Mr. Vaibhav Suranaa, Executive Director
- Itneer Inc.

Transactions with related parties

The details of the related party transactions entered into by the Company, for the year ended March 31, 2021 and March 31, 2020 are as follows; -

Nature of transactions	For the year ended March 31, 2021	For the year ended March 31, 2020
Services Rendered		
Service rendered to other related parties	36.38	135.68
Service rendered to Entities with significant influence over the entity	18.93	24.02
Total	55.31	159.70
Rent from property		
Rent from Key Managerial Persons	3.60	3.60
Rent from Entities with significant influence over the entity	1.44	1.44
Rent from other related parties	1.00	-
Total	6.04	5.04

(Rs. In Lacs)

Nature of transactions	For the year ended March 31, 2021	For the year ended March 31, 2020
Services Received		
Key Managerial person or their relatives	-	-
Entities with significant influence over the entity	24.91	27.00
Other Related Parties	3.98	2.89
Total	28.89	29.89
Dividend Paid		
Key Managerial person or their relatives	6.16	2.02
Entities with significant influence over the entity	176.35	57.82

Other Related Parties	2.05	1.02
Total	184.56	60.86
Other Expenses and other reimbursements		
Remuneration to key managerial person	29.45	30.48
Remuneration to Other Related Parties	10.00	-
Rent paid to Entities with significant influence over the entity	34.55	10.48
Rent paid to Key managerial person or their relatives	4.83	4.83
Water and Electricity expenses paid to Enterprises in which KMP has significant influence	0.72	0.72
Total	79.55	46.51
Purchase of Asset from Entities with significant influence over the entity	-	-
Total	-	-
Donations to Entities with significant influence over the entity	-	-
Total	-	-
Disinvestment	-	-
Total	-	-

All the transactions entered by the company with the related parties are at arm's length price.

The balances receivable/payable as at year end:

(Rs. In Lacs)

Particulars	As at March 31, 2021	As at March 31, 2020
Receivable From		
Other Related Parties	12.35	-
Entities with significant influence over the entity	-	56.71
Total	12.35	56.71
Payable To		
Key Management Personnel	1.13	1.03
Total	1.13	1.03

For Sapra & Company

For and on behalf of Board of Directors

Chartered Accountants

FRN- 003208C

Sd/-

CA. Om Prakash Sapra

Proprietor

M. No. 072372

Place: Jaipur

Date: 15 June 2021

UDIN: 21072372AAAAAQ7346

Sd/-

**SURENDRA KUMAR
SURANA**

Managing Director

DIN: 00340866

Sd/-

SANJEEV NIGAM

Chief Financial Officer (CFO)

Sd/-

VAIBHAV SURANAA

Executive Director

DIN: 05244109

Sd/-

SWATI JAIN

Company Secretary & Compliance Officer

M. No. FCS8728

Additional information pursuant to para 2 of general instructions for the preparation of consolidated financial statements
(Rs. in Lacs)

Name of entity	Net assets		Share in profit and loss		Share in other comprehensive income		Share in total comprehensive income	
	as % of consolidated net assets	Amount	as % of consolidated profit or loss	Amount	as % of consolidated other comprehensive income	Amount	as % of consolidated total comprehensive income	Amount
Compucom Software Limited	96.91	12,586.34	157.10	255.31	120.29	(11.68)	159.44	243.63
Indian subsidiaries								
CSL Infomedia Pvt. Ltd	3.09	401.93	(57.10)	(92.80)	(20.29)	1.97	(59.44)	(90.83)
Sub-total	100.00	12,988.27	100.00	162.51	100.00	(9.71)	100.00	152.80
Adjustment arising out of consolidation	-	-	-	-	-	-	-	-
Non-controlling interests in subsidiaries	-	299.87	-	(32.48)	-	0.69	-	(31.79)
Total	-	12,688.40	-	194.99	-	(10.40)	-	184.59

For Sapra & Company

Chartered Accountants

FRN- 003208C

Sd/-

CA. Om Prakash Sapra

Proprietor

M. No. 072372

Place: Jaipur

Date: 15 June 2021

UDIN: 21072372AAAAAQ7346

Sd/-

SURENDRA KUMAR SURANA

Managing Director

DIN: 00340866

Sd/-

SANJEEV NIGAM

Chief Financial Officer (CFO)

For and on behalf of Board of Directors

Sd/-

VAIBHAV SURANAA

Executive Director

DIN: 05244109

Sd/-

SWATI JAIN

Company Secretary & Compliance Officer

M. No. FCS8728

Independent Auditor’s Report

To
The Members of
CSL Infomedia Private limited
Jaipur

**Report on the Audit of the Standalone Financial Statements
Opinion**

We have audited the standalone financial statements of CSL Infomedia Private limited (“the Company”), which comprise the Balance Sheet as at March 31, 2021, and the Statement of Profit and Loss (including other comprehensive income), Statement of Changes in Equity and 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 (hereinafter referred to as “the standalone financial statements”).

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 accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, and profit (including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

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 SAs 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

Key audit matters (‘KAM’) 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.

Key Audit Matter	Auditor’s Response
<p>The company has adopted AS 115 ‘Revenue from Contracts with Customers’ starting 1st April, 2018. The application of the new revenue accounting standard involves certain key judgements and principles and therefore has been identified as key audit matter.</p>	<p>We tested that the revenue recognized is in accordance with the revenue recognition accounting standard (Ind As 115) and applied the following:-</p> <ul style="list-style-type: none"> • Evaluated the identification of performance obligations and the ascribed transaction price. • Assessed the Company’s accounting policies relating to revenue recognition. • Checked the revenue recognition by reading the supporting documents including inspection of contracts with customers and delivery documents on test check basis. • Reviewed, pre and post year end, sample of revenue recognized and agreed with the supporting documents; • Circulated the confirmations for outstanding debtors on sample basis on year end, and performed alternate procedures for the confirmations not received;

- Tested the journal entries impacting revenue, using data extracted from the accounting system, as well as other adjustments made in preparation of the Standalone Ind AS financial statements.
- Assessed the standalone Ind AS financial statement disclosures in this regard.

Other Information

The Company’s management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company’s annual report, but does not include the standalone financial statements and our auditors’ 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 if there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management’s Responsibility for the Standalone Financial Statements

The Company’s management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs, profit / loss (including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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.

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

Board of Directors is also responsible for overseeing the Company’s financial reporting process.

Auditor’s Responsibilities for the Audit of the Standalone Financial Statements

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.

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

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

- Obtain an understanding of internal 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 auditors' 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.

Materiality is the magnitude of misstatements in the standalone financial statement 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 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 auditors' 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

a. As required by the Companies (Auditors' Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

- i 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.
- ii 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.
- iii The standalone Balance Sheet, the Statement of standalone 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.
- iv In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
- v On the basis of the written representations received from the directors as on March 31, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164(2) of the Act.

- vi With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure B”. Our report express an unmodified opinion on the adequacy and operating effectiveness of the Company’s internal financial controls over financial reporting.
- vii With respect to the matter to be included in the Auditors’ Report under section 197(16):
In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act.
- viii 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 Company has disclosed the impact of pending litigations as at March 31, 2021 on its financial position in its standalone financial statements;
 - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, and as required on long-term contracts including derivative contracts if any.
 - iii. There were no amount which was required to be transferred to the Investor Education and Protection Fund by the Company. Therefore, issue of delay in transferring such sums does not arise.

For S. Misra & Associates

Chartered Accountants
FRN 004972C

Sd/-

CA. SACHINDRA MISRA

Partner
Membership No. 073776

Place: Jaipur
Date: June 05, 2021
UDIN: 21073776AAAAAF3613

‘Annexure A’ to the Auditors Report

(referred to in paragraph 1 under the heading “Report on Other Legal and Regulatory Requirements” of our report of even date) on the Financial Statements for the year ended March 31, 2021 of CSL Infomedia Private Limited.

(i) Fixed Assets:

- (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The management during the year has physically verified the major assets and in our opinion, the frequency of verification is reasonable. No material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.

(ii) Inventories:

According to information and explanation given to us, the inventories were physically verified during the year by Management at reasonable intervals and no material discrepancies were noticed on physical verification.

(iii) Loans to the parties covered in the register maintained under Section 189 of the Act: -

According to information and explanation given to us, The Company has not granted any loan, secured or unsecured to companies, firms, limited liability partnerships and other parties covered in the register maintained under Section 189 of the Act, therefore provisions of clause (iii) (a) (b) (c) of paragraph 3 of the order are not applicable on the company.

(iv) Compliance of provisions of section 185 and 186 of the Companies Act, 2013: -

In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees, and securities granted in respect of which provisions of Section of 185 and 186 of the companies Act, 2013 are applicable.

(v) Public Deposits

The Company has not accepted any deposits during the year and does not have any unclaimed deposits as at March 31, 2021. Therefore, the provisions of clause (v) of paragraph 3 of the order are not applicable to the Company.

(vi) Cost Records: -

According to the information and explanations given to us, the maintenance of cost records has not been prescribed by the Central Government under section 148(1) of the Companies Act, for any of the services rendered by the Company

(vii) Statutory Dues: -x

- a) **Undisputed Statutory Dues:** According to the information and explanations given to us and on the basis of our examination of the record of the company, undisputed statutory dues including provident fund, ESI, Income Tax, Value added tax, service tax, cess and other material statutory dues have been generally regularly deposited during the year by the company with the appropriate authorities.
- b) **Disputed statutory dues:** According to the information and explanations given to us, there are no disputed dues which have remained outstanding as at the end of the financial year, for a period of more than six months from the date they became payable.

(viii) Dues to Financial Institution or Bank or Debenture holders: -

According to the information and explanations given to us and based on the documents and records produced before us, there has been no default in repayment of dues to banks and financial institutions. Further, there are no dues to debenture holders, therefore, provisions of clause (viii) of paragraph 3 of the order are not applicable.

(ix) Application of IPO, FPO and Term loans: -

According to the information and explanations given to us, the Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year, therefore provisions of clause (ix) of paragraph 3 of the order are not applicable.

(x) Fraud on or by the company-noticed or reported: -

According to the information and explanations given to us, and to the best of our knowledge and belief, no fraud on the company by its officers or employees or by the Company, has been noticed or reported during the year.

(xi) Managerial Remuneration: -

According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid / provided for managerial remuneration in accordance with the provisions of Section 197 read with Schedule V to the Act.

(xii) Nidhi Company: -

According to the information and explanations give to us and based on our opinion, the Company is not a Nidhi company, therefore provisions of clause (xii) of paragraph 3 of the order are not applicable.

(xiii) Related Party Disclosure: -

According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv) Issue of Preferential Allotment or Private Placement of Shares or Debentures:-

According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.

(xv) Non cash Transactions with directors and connected persons with them:-

According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with its directors or directors of its holding company, directors of subsidiary company or directors of associate company or persons connected with him, therefore provisions of section 192 of the companies Act, 2013 are not applicable.

(xvi) Registration under Reserve Bank of India Act, 1934: -

The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act 1934.

For S. Misra & Associates

Chartered Accountants

FRN 004972C

Sd/-

CA. SACHINDRA MISRA

Partner

Membership No. 073776

Place: Jaipur

Date: June 05, 2021

UDIN: 21073776AAAAAF3613

'Annexure B' to the Independent Auditors Report

“(referred to in paragraph 2(F) under the heading “Report on Other Legal and Regulatory Requirements” of our report of even date) on the Standalone Financial Statements for the year ended March 31, 2021 of CSL Infomedia Private Limited.

Report on the Internal Financial Controls under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 (‘the Act’)

We have audited the internal financial controls over financial reporting of CSL Infomedia Private limited (‘the Company’) as of March 31, 2021 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

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 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 the Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors Responsibility

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 were 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 financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of the 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 over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For S. Misra & Associates

Chartered Accountants

FRN 004972C

Sd/-

CA. SACHINDRA MISRA

Partner

Membership No. 073776

Place: Jaipur

Date: June 05, 2021

UDIN: 21073776AAAAAF3613

CSL INFOMEDIA PRIVATE LIMITED
BALANCE SHEET AS AT MARCH 31, 2021

(Rs. In Lacs)

Particulars	Notes	As at March 31, 2021	As at March 31, 2020
ASSETS			
Non-Current Assets			
(i) Fixed Assets			
(a) Property, Plant and Equipment	4	132.03	135.82
(b) Intangible Assets	5	18.26	13.85
(c) Capital Work-in-Progress		-	-
(d) Intangible Assets under Development	6	24.98	-
(ii) Financial Assets			
(a) Investments	7	0.44	0.40
(b) Other financial assets	8	111.86	74.62
(iii) Deferred Tax Assets (Net)			
(iv) Other Non-Current Assets	9	0.48	0.48
Current Assets			
(i) Inventories	10	5.36	5.36
(ii) Financial Assets			
(a) Investments		-	-
(b) Trade Receivables	11	47.48	50.76
(c) Cash and cash equivalents	12	243.60	291.49
(d) Other bank balances	13	271.19	382.98
(e) Other financial assets	8	11.40	9.70
(iii) Current Tax Assets		46.59	34.48
(iv) Other Current Assets	9	54.14	35.75
TOTAL		967.81	1,035.69
EQUITY AND LIABILITIES			
Equity			
(i) Equity Share Capital	14	700.00	700.00
(ii) Other Equity		156.93	247.76
Total Equity		856.93	947.76
Liabilities			
Non-Current Liabilities			
(i) Financial Liabilities			
(a) Borrowings		-	-
(b) Trade Payable	18	-	-
(c) Other financial liabilities	16	1.49	1.49
(ii) Provisions	15	21.07	18.38
(iii) Defereed tax liabilities		4.93	6.14
(iv) Other non-current liabilities		-	-
Current Liabilities			
(i) Financial Liabilities			
(a) Borrowings		-	-

(b)	Trade Payables			
	Total outstanding dues of micro and small enterprises	18	-	-
	Total outstanding dues of creditors other than micro and small enterprises	18	38.99	32.71
(ii)	Other Current Liabilities	17	43.06	27.77
(iii)	Provisions	15	1.34	1.44
(iv)	Current tax liabilities		-	-
TOTAL			967.81	1,035.69

See accompanying notes to financial statements 1 to 27

As per our report of even date.

For S. Misra & Associates

Chartered Accountants

FRN-004972C

Sd/-

CA. Sachindra Misra

Partner

M.No. 073776

Place: Jaipur

Date: June 05, 2021

UDIN: 21073776AAAAAF3613

For and on behalf of Board of Directors

Sd/-

Surendra Kumar Surana

Director

DIN: 00340866

Sd/-

Vaibhav Surana

Director

DIN: 05244109

Sd/-

Heena Garg

Company Secretary

ICSI Reg. No.: ACS37166

**CSL INFOMEDIA PRIVATE LIMITED
STATEMENT OF PROFIT AND LOSS
FOR THE YEAR ENDED MARCH 31, 2021**

(Rs. in Lacs)

Particulars	Notes	For the year ended March 31, 2021	For the year ended March 31, 2020
Revenue from Operations	19	321.11	254.88
Other Income	20	72.50	53.22
TOTAL REVENUE		393.61	308.10
Direct Expenses	21	305.34	214.66
Purchases of traded goods		-	-
Changes in inventories of traded goods	22	-	0.06
Employee's Benefit Expenses	23	118.84	143.30
Finance Cost	24	2.18	2.84
Depreciation and Amortization Expenses	25	13.37	12.81
Other Expenses	26	48.38	37.39
TOTAL EXPENSES		488.11	411.06
Profit before exceptional and tax		(94.50)	(102.95)
Exceptional items		-	-
Profit before tax		(94.50)	(102.95)
Tax Expenses:			
(1) Current tax		-	-
(2) Deferred tax		(1.90)	(1.91)
(3) Earlier years		0.20	-
Profit (Loss) for the period from continuing operations		(92.80)	(101.04)
Profit/(loss) from discontinuing operations		-	-
Tax expense of discontinuing operations		-	-
Profit/(loss) from Discontinuing operations (after tax)		-	-
Profit (Loss) for the period		(92.80)	(101.04)

Other Comprehensive Income			
			(1.03)
Items that will not be reclassified to profit or loss		2.66	
Income tax relating to items that will not be reclassified to profit or loss		(0.69)	-
Total Comprehensive Income		(90.83)	(102.07)
Earnings Per Equity Share (in Rs.)			
	27		(1.46)
(1) Basic		(1.33)	
	27		(1.46)
(2) Diluted		(1.33)	

See accompanying notes to financial statements 1 to 27
As per our report of even date.

For S. Misra & Associates

Chartered Accountants

FRN-004972C

Sd/-

CA. Sachindra Misra

Partner

M. No. 073776

Place: Jaipur

Date: June 05, 2021

UDIN: 21073776AAAAAF3613

For and on behalf of Board of Directors

Sd/-

Surendra Kumar Surana

Director

DIN: 00340866

Sd/-

Vaibhav Suranaa

Director

DIN: 05244109

Sd/-

Heena Garg

Company Secretary

ICSI Reg. No.: ACS37166

**CSL INFOMEDIA PRIVATE LIMITED
CASH FLOW STATEMENT
FOR THE YEAR ENDED MARCH 31, 2021**

(Rs. in Lacs)

Particulars	Notes	For the year ended March 31, 2021	For the year ended March 31, 2020
(A) CASH FLOW FROM OPERATING ACTIVITIES:			
Net profit before tax		(94.50)	(102.95)
Adjustments to reconcile profit to net cash provided by operating activities:			
Depreciation and amortization expense	25	13.37	12.81
Interest income	20	(41.80)	(53.07)
Interest Expense		2.06	2.74
Provision for Gratuity		5.26	4.75
(Increase)/Decrease in Investment at amortized cost		(0.04)	(0.03)
Loss on sale/damage/discarding of assets		-	1.84
Operating profit before working capital changes		(115.65)	(133.93)
Changes in assets and liabilities			
(Increase)/Decrease in Trade receivables		3.29	20.46
(Increase)/Decrease in Inventory	22	-	0.06
Increase/(Decrease) in current and non current assets		(32.20)	(10.89)
Increase/(Decrease) in current and non current liabilities		21.57	29.21
Cash generated from operations		(123.00)	(95.08)
Income taxes paid during the year		(0.20)	(28.74)
Net cash generated from operating activities		(123.20)	(123.82)
(B) CASH FLOW FROM INVESTING ACTIVITIES :			
Purchases of property, plant and equipment (including intangibles, CWIP and Capital Advances)		(38.98)	(16.99)
Interest received	4 20	41.80	53.07
Increase/(Decrease) in unpaid dividend and FDR having maturity More than than 3 months		111.79	88.87
Increase/(Decrease) in unpaid dividend and FDR having maturity More than than 12 months		(37.24)	(39.25)
Transfer of assets		-	1.49
Net cash generated from investing activities		77.37	87.19
(C) CASH FLOW FROM FINANCING ACTIVITIES:			
Interest expenses		(2.06)	(2.74)
Net Cash Flow from Financing Activities		(2.06)	(2.74)
Net increase in Cash and cash equivalents		(47.89)	(39.37)

Cash and cash equivalents at the beginning of the year

	291.49	330.86
Cash and cash equivalents at the end of the year	243.60	291.49

See accompanying notes to financial statements.

As per our report of even date.

For S. Misra & Associates

Chartered Accountants

FRN-004972C

Sd/-

CA Sachindra Misra

Partner

M. No. 073776

Place: Jaipur

Date: June 05, 2021

UDIN: 21073776AAAAAF3613

For and on behalf of Board of Directors

Sd/-

Surendra Kumar Surana

Director

DIN: 00340866

Sd/-

Vaibhav Suranaa

Director

DIN: 05244109

Sd/-

Heena Garg

Company Secretary

ICSI Reg. No.: ACS37166

**CSL INFOMEDIA PRIVATE LIMITED
STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED MARCH 31, 2021**

A. EQUITY SHARE CAPITAL					
Equity shares of Rs. 10 each issued, subscribed and fully paid		Numbers of Shares (In Lacs)		Amount (Rs. In Lacs)	
As at 1 April 2020 and March 31, 2021		70.00		700.00	
B. OTHER EQUITY					
Particulars	Equity share Capital	Reserve and Surplus		Other Comprehensive Income	Total
		General Reserve	Profit and Loss Accounts		
Balance as at the end of the year April 1, 2019	700.00	-	344.14	5.69	1049.83
Profit for the year	-	-	(101.04)		(101.04)
Actuarial Gains on Liability	-	-	0.00	(1.03)	(1.03)
Tax Effect	-	-			
Balance as at the end of the year April 1, 2020	700.00	-	243.10	4.66	947.76
Profit for the year	-	-	(92.80)	-	(92.80)
Actuarial Gains on Liability	-	-	-	2.66	2.66
Tax Effect	-	-	-	(0.69)	(0.69)
Balance as at the end of the year March 31, 2021	700.00	-	150.30	6.63	856.93

See accompanying notes to financial statements.

As per our report of even date.

For S. Misra & Associates

Chartered Accountants

FRN-004972C

Sd/-

CA. Sachindra Misra

Partner

M. No. 073776

Place: Jaipur

Date: June 05, 2021

UDIN: 21073776AAAAAF3613

For and on behalf of Board of Directors

Sd/-

Surendra Kumar Surana

Director

DIN: 00340866

Sd/-

Vaibhav Suranaa

Director

DIN: 05244109

Sd/-

Heena Garg

Company Secretary

ICSI Reg. No.: ACS37166

**NOTES FORMING PART OF THE FINANCIAL STATEMENTS
as at and for the year ended March 31, 2021**

NOTE 1**COMPANY OVERVIEW**

CSL Infomedia is the subsidiary of Compucom Software Limited which is broadcasting its satellite TV channel 'Jan TV' and Jan TV Plus. Jan TV channel offers education, news, employment, skill development, agriculture, tourism, healthcare, religious, sports, entertainment and current affairs based programmes. The Channel is available on Airtel DTH, NXT Cable and on all major cable networks in India and worldwide through internet, android & iPhone app. Jan TV Plus channel is providing satellite education in many Govt. Schools in Rajasthan.

The financial statements are approved for issue by the Company's Board of Directors in its meeting held on June 5, 2021.

NOTE 02 BASIS OF PREPARATION OF FINANCIAL STATEMENTS**a. Basis of preparation**

These financial statements are prepared on a going concern basis, in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis except for financial instruments which are measured at fair values and the provisions of the Companies Act, 2013 ('Act') (to the extent notified). The Ind AS are prescribed under Section 133 of the Act read with relevant rule of the Companies (Indian Accounting Standards) Rules, 2015.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use. The financial statements were approved for issue by the Board of Directors in its meeting held on June 5, 2021.

b. Use of estimates and judgement**(i) Use of estimates:**

The preparation of financial statements in conformity with Ind AS requires the management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenue, costs, expenses and other comprehensive income that are reported and disclosed in the financial statements and accompanying notes. These estimates are based on the management's best knowledge of current events, historical experience, actions that the Company may undertake in the future and on various other assumptions that are believed to be reasonable under the circumstances. Significant estimates and assumptions are used, but not limited to accounting for costs expected to be incurred to complete performance under service arrangements, allowance for uncollectible accounts receivables and unbilled revenue, accrual of warranty costs, income taxes, future obligations under employee benefit plans, the useful lives of property, equipment and intangible assets, impairment of property, equipment, intangibles and goodwill, valuation allowances for deferred tax assets, and other contingencies and commitments. Changes in estimates are reflected in the financial statements in the period in which the changes are made. Actual results could differ from those estimates.

(ii) Significant Judgement Contingencies:

In the normal course of business, contingent liabilities may arise from litigation, taxation and other claims against the Company. Where it is management's assessment that the outcome cannot be reliably quantified or is uncertain, the claims are disclosed as contingent liabilities. Such liabilities are disclosed in the notes but are not provided for in the financial statements. While considering the possible, probable and remote analysis of taxation, legal and other claims, there is always a certain degree of judgment involved pertaining to the application of the legislation which in certain cases is supported by views of tax experts and/or earlier precedents in similar matters. Although there can be no assurance regarding the final outcome of the legal proceedings, the Company does not expect them to have a materially adverse impact on the Company's financial position or profitability.

(iii) Estimation of uncertainties relating to the global health pandemic from COVID-19

The Company has considered the possible effects that may result from the pandemic relating to COVID-19 on the carrying amounts of receivables, unbilled revenues. As per the estimates of the management, the company expects that in most likelihood there will not be any adverse effect on the carrying amount of the

assets of the company

NOTE 03 SIGNIFICANT ACCOUNTING POLICIES

a) Fair value measurement

The Company measures financial instruments, such as, investment in securities and other assets wherever necessary at fair value at balance sheet date wherever necessary. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the market conditions and risks existing at each reporting period date. The methods used to determine fair value include available quoted market process and dealer quotes. All methods of assessing fair value result in general approximation of value, and such value may or may not be realized.

For financial assets and liabilities maturing within one year from balance sheet date which is not carried at fair value, the carrying amount approximate fair value due to the short maturity of these instruments.

b) Current and non-current classification

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

An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realized within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period
- All other assets are classified as non-current.
- A liability is current when:
 - It is expected to be settled in normal operating cycle
 - It is held primarily for the purpose of trading
 - It is due to be settled within twelve months after the reporting period, or
 - There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The company classifies all other liabilities as non-current.

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

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

Some line items presented in the financial statements have been reclassified under different heads and sub heads to encourage appropriate disclosure of information contained, beginning from the earliest period presented in the financial statements.

c) Functional and presentation currency

The financial statements are prepared in Indian Rupees (INR), which is the Company’s functional currency. All financial information presented in INR has been rounded to the nearest lakhs.

d) Revenue recognition

1. Revenue from operations: -

The Company earns revenue primarily from satellite TV channel ‘Jan TV’ which is a vehicle of educational,

financial, social and political change. This channel offers education, news, employment, skill development, agriculture, tourism, healthcare, religious, sports, entertainment and news and current affairs based programme.

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

- Revenue from time and material and job contracts is recognized on output basis measured by units delivered, efforts expended, number of transactions processed, etc.
- The revenue on services provided is recognized when it can be ascertained with reasonable accuracy in line with the contracts entered into and after the rendering of services has been done and there is reasonable assurance that the revenue or the economic benefits associated with it is set to flow into the entity.
- Revenue from the sale of distinct third-party hardware is recognized at the point in time when control is transferred to the customer.

Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, service level credits, performance bonuses, price concessions and incentives, if any, as specified in the contract with the customer. Revenue also excludes taxes collected from customers.

Contract assets are recognized when there is excess of revenue earned over billings on contracts. Contract assets are classified as unbilled receivables (only act of invoicing is pending) when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms.

Unearned and deferred revenue (“contract liability”) is recognized when there are billings in excess of revenues.

The billing schedules agreed with customers include periodic performance-based payments and / or milestone-based progress payments. Invoices are payable within contractually agreed credit period.

2. Dividend: -

Dividend income is recognized in the statement of profit and loss only when the right to receive payment is established, provided it is probable that the economic benefits associated with the dividend will flow to the Company, and the amount of the dividend can be measured reliably.

3. Interest: -

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, with reference to the principal outstanding and at the effective interest rate applicable.

Use of significant judgements in revenue recognition

- The Company’s contracts with customers could include promises to transfer multiple products and services to a customer. The Company assesses the products / services promised in a contract and identifies distinct performance obligations in the contract. Identification of distinct performance obligation involves judgement to determine the deliverables and the ability of the customer to benefit independently from such deliverables.
- Judgement is also required to determine the transaction price for the contract. The transaction price could be either a fixed amount of customer consideration or variable consideration with elements such as volume discounts, service level credits, performance bonuses, price concessions and incentives. The transaction price is also adjusted for the effects of the time value of money if the contract includes a significant financing component. Any consideration payable to the customer is adjusted to the transaction price, unless it is a payment for a distinct product or service from the customer. The estimated amount of variable consideration is adjusted in the transaction price only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognized will not occur and is reassessed at the end of each reporting period. The Company allocates the elements of variable considerations to all the performance obligations of the contract unless there is observable evidence that they pertain to one or more distinct performance obligations.
- The Company exercises judgement in determining whether the performance obligation is satisfied at a point in time or over a period of time. The Company considers indicators such as how customer consumes benefits as services are rendered or who controls the asset as it is being created or existence of enforceable right to payment for performance to date and alternate use of such product or service, transfer of significant risks and rewards to the customer, acceptance of delivery by the customer, etc.

e) Property, plant and equipment

(i) Property, plant and equipment at office and at site

The initial cost of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, and any directly attributable costs of bringing an asset to working condition and location for its intended use. It also includes the initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located. Expenditure incurred after the property, plant and equipment have been put into operation, such as repairs and maintenance, are normally charged to the Statement of Profit and Loss in the period in which the costs are incurred. Major inspection and overhaul expenditure is capitalized.

Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment, and are recognized net within other income/other expenses in the Statement of Profit and Loss.

Assets held for sale are carried at lower of their carrying value or fair value less cost to sell. Major machinery spares parts are capitalized when they meet the definition of Property, Plant and Equipment.

Repairs and maintenance cost are recognized in the Statement of Profits or Loss as incurred.

(ii) Capital work in progress (CWIP)

Assets in the course of construction are capitalized in capital work in progress account. At the point when an asset is capable of operating in the manner intended by management, the cost of construction is transferred to the appropriate category of property, plant and equipment. Costs associated with the commissioning of an asset are capitalized in CWIP until the period of commissioning has been completed and the asset is ready for its intended use.

(iii) Depreciation

Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value. Depreciation on tangible property and other equipment has been provided on the straight-line method.

- a. Based on technical evaluation, the management believes that the useful lives as given below best represent the period over which the management expects to use the asset.

Assets	Useful life in years
Studio buildings	60
Recording and broadcasting	15
Computers and data processing equipment	3
Machinery	15
Office equipment	5
Furniture and fixtures	10
Vehicles	8
Copyright and trademark	10

The useful lives of the above assets are in line with the useful lives as prescribed under Part C of schedule II of the Companies Act, 2013, The management believes that these estimated useful lives are realistic and reflect fair apportionment of the period over which the assets are likely to be used.

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.

i) Intangible assets

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. 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.

Intangible assets are amortized over their estimated useful life. The estimated useful life of the intangible assets and the amortization period are reviewed at the end of each financial year and the amortization period is revised to reflect the changed pattern, if any.

j) Impairment of non-financial assets

Impairment charges and reversals are assessed at the level of cash-generating units. A cash-generating unit (CGU) is the smallest identifiable group of assets that generate cash inflows that are largely independent of the cash inflows from other assets or group of assets.

Impairment tests are carried out annually for all assets when there is an indication of impairment. The Company conducts an internal review of asset values annually, which is used as a source of information to assess for any indications of impairment or reversal of previously recognized impairment losses. External factors, such as changes in expected future prices, costs and other market factors are also monitored to assess for indications of impairment or reversal of previously recognized impairment losses.

If any such indication exists then an impairment review is undertaken, the recoverable amount is calculated, as the higher of fair value less costs of disposal and the asset's value in use.

Fair value less costs of disposal is the price that would be received to sell the asset in an orderly transaction between market participants and does not reflect the effects of factors that may be specific to the entity and not applicable to entities in general.

Value in use is determined as the present value of the estimated future cash flows expected to arise from the continued use of the asset in its present form and its eventual disposal. The cash flows are discounted using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which estimates of future cash flows have not been adjusted

The carrying amount of the CGU is determined on a basis consistent with the way the recoverable amount of the CGU is determined.

If the recoverable amount of an asset or CGU is estimated to be less than its carrying amount, the carrying amount of the asset or CGU is reduced to its recoverable amount. An impairment loss is recognized in the Statement of Profit and Loss.

Any reversal of the previously recognized impairment loss is limited to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined if no impairment loss had previously been recognized. During the current year the recoverable amount as determined by the management are greater than the carrying amount hence no impairment of Assets is done.

k) Financial instruments

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 issue 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. Regular way purchase and sale of financial assets are accounted for at trade date. The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired.

SUBSEQUENT MEASUREMENT

a) Non-derivative financial instruments

(i) Cash and Cash Equivalents

The Company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and short-term money market deposits having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

(ii) Financial assets carried at amortized cost

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

(iii) Financial assets at fair value through other comprehensive income

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

(iv) Financial assets at fair value through profit or loss

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

(v) Financial liabilities

Financial liabilities are subsequently carried at cost as they are intended to be settled within the current year. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments, hence no discounting for the same is necessary.

Financial assets - derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized (i.e. removed from the Company's balance sheet) when:

- a. The rights to receive cash flows from the asset have expired, or
- b. The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership.

When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognize the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognizes an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Impairment of financial assets

The Company measures loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, ECLs are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of ECLs (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized is recognized as an impairment gain or loss in profit or loss. The classification of trade receivables in terms of expected realization has been done by the management based on the past experience of the management.

Financial liabilities – recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and other financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss & other comprehensive income

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term.

Gains or losses on liabilities held for trading are recognized in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTOCI, fair value gains/ losses attributable to changes in own credit risks are recognized in OCI. These gains/ loss are not subsequently transferred to Statement of Profit and Loss. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognized in the Statement of Profit and Loss. The Company has not designated any financial liability as at fair value through other comprehensive income.

Financial liabilities - derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of Profit and Loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

(b) Derivative financial instruments and hedge accounting

The company currently does not have any derivative financial instruments whether short term or long term as well as the company is not enrolled in any hedging contracts.

(c) Inventories

Inventories are valued at the lower of cost and net realizable value.

(d) Cost recognition

Costs and expenses are recognized when incurred and have been classified according to their nature.

The costs of the Company are broadly categorized into employee benefit expenses, Direct Expenses, Purchases of traded goods, Finance Costs, depreciation and amortization and other expenses. Employee benefit expenses includes salaries, incentives and allowances, contributions to provident and other funds and staff welfare expenses. Other expenses mainly include fees to external consultancy expenses, travel expenses, communication expenses, bad debts and advances written off, Rent and Facility Support, Insurance expenses and other expenses. Other expenses are an aggregation of costs which are individually not material such as News Paper & Magazines, Postage & Telegram, entertainment, etc.

(e) Taxation**Current tax**

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided, using the balance sheet method, on all temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognized for all taxable temporary differences, except:

When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss

In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future

Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilized, except:

When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognized only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

(f) Retirement and other Employee benefit schemes

i. Short-term employee benefits

Employee benefits payable wholly within twelve months of receiving employee services are classified as short-term employee benefits. These benefits include salaries and wages and performance incentives which are expected to occur in next twelve months. The undiscounted amount of short-term employee benefits to be paid in exchange for employee services is recognized as an expense as the related service is rendered by employees.

ii. Post-Employment Benefits 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. The Company fully contributes all ascertained liabilities to the Gratuity Fund.

The Company recognizes the net obligation of a defined benefit plan in its Balance Sheet as an asset or liability.

Gains and losses through remeasurements of the net defined benefit liability / (asset) are recognized in other comprehensive income. The actual return of the portfolio of plan assets, in excess of the yields computed by applying the discount rate used to measure the defined benefit obligation is recognized in other comprehensive income. The effects of any plan amendments are recognized in net profit in the Statement of Profit and Loss.

iii. Provident Fund

The company benefits to its employees, under provident fund. The Company and employees contribute at predetermined rates to fund which is accounted on accrual basis. The contribution towards provident fund is recognized as an expense in the Statement of Profit and Loss.

The code on social security 2020

The Indian Parliament has approved the Code on Social Security, 2020 which would impact the contributions by the company towards Provident Fund and Gratuity. The Ministry of Labor and Employment has released draft rules for the Code on Social Security, 2020 on November 13, 2020, and has invited suggestions from stakeholders which are under active consideration by the Ministry. The Company

will assess the impact and its evaluation once the subject rules are notified and will give appropriate impact in its financial statements in the period in which, the Code becomes effective and the related rules to determine the financial impact are published.

(g) Provisions and Contingent liabilities

I General

Provisions are recognized when the Company has a present obligation (legal or constructive), as a result of past events, and it is probable that an outflow of resources, that can be reliably estimated, will be required to settle such an obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows to net present value using an appropriate pre- tax discount rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. Unwinding of the discount is recognized in the Statement of Profit and Loss as a finance cost. Provisions are reviewed at each reporting date and are adjusted to reflect the current best estimate.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Contingent assets are neither recognised nor disclosed in the financial statements.

II Foreign currency translation

The functional currency for the Company is determined as the currency of the primary economic environment in which it operates. For the Company, the functional currency is the local currency of the country in which it operates, which is Indian Rupee.

In the financial statements of the Company, transactions in currencies other than the functional currency are translated into the functional currency at the exchange rates ruling at the date of the transaction. Monetary assets and liabilities denominated in other currencies are translated into the functional currency at exchange rates prevailing on the reporting date. Non-monetary assets and liabilities denominated in other currencies and measured at historical cost or fair value are translated at the exchange rates prevailing on the dates on which such values were determined.

All exchange differences are included in the Statement of Profit and Loss except any exchange differences on translation of foreign operation which are recognized in the other comprehensive income as a part of foreign currency translation reserve.

However, there were no Foreign Currency transactions during the year.

(h) Earnings per share

The Company presents basic and diluted earnings per share (“EPS”) data for its equity shares. Basic EPS is calculated by dividing the total comprehensive income attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. Diluted EPS is determined by adjusting the profit or loss attributable to equity shareholders and the weighted average number of equity shares outstanding for the effects of all dilutive potential equity shares.

(i) Cash dividend to equity shareholders of the Company

The Company recognizes a liability to make distribution to equity shareholders of the Company when the distribution is authorized and it is no longer at the discretion of the Company. Interim dividend is paid as and when declared by the Board. Final dividend is paid after obtaining shareholders' approval. Dividends are paid in Indian Rupees. However company has not paid any dividend in current year.

(j) Recent Indian Accounting Standards (Ind AS)

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards. There is no such notification which would have been applicable from April 1, 2021.

(k) Recent pronouncements

On March 24, 2021, the Ministry of Corporate Affairs ("MCA") through a notification, amended Schedule III of the Companies Act, 2013. The amendments revise Division I, II and III of Schedule III and are applicable from April 1, 2021. Key amendments relating to Division II which relate to companies whose financial statements are required to comply with Companies (Indian Accounting Standards) Rules 2015 are:

Balance Sheet:

- Lease liabilities should be separately disclosed under the head 'financial liabilities', duly distinguished as current or non-current.
- Certain additional disclosures in the statement of changes in equity such as changes in equity share capital due to prior period errors and restated balances at the beginning of the current reporting period.
- Specified format for disclosure of shareholding of promoters.
- Specified format for ageing schedule of trade receivables, trade payables, capital work-in-progress and intangible asset under development.
- If a company has not used funds for the specific purpose for which it was borrowed from banks and financial institutions, then disclosure of details of where it has been used.
- Specific disclosure under 'additional regulatory requirement' such as compliance with approved schemes of arrangements, compliance with number of layers of companies, title deeds of immovable property not held in name of company, loans and advances to promoters, directors, key managerial personnel (KMP) and related parties, details of benami property held etc.

Statement of profit and loss:

- Additional disclosures relating to Corporate Social Responsibility (CSR), undisclosed income and crypto or virtual currency specified under the head 'additional information' in the notes forming part of the standalone financial statements.

The amendments are extensive and the Company will evaluate the same to give effect to them as required by law.

Note 04						
PROPERTY, PLANT AND EQUIPMENT						(Rs. In Lacs)
Particulars	Buildings	Plant and equipment	Furniture and fixtures	Vehicles	Office Equipment	Total
At Cost As at April 1, 2019	41.85	170.51	3.14	2.81	35.29	253.6
Additions	-	4.99	-	-	-	4.99
Disposals/ adjustments	(0.94)	(5.05)	-	-	-	(5.99)
As at March 31, 2020	40.91	170.45	3.14	2.81	35.29	252.6
Additions	-	8.40	-	-	0.11	8.51
Disposals/ adjustments	-	-	-	-	-	-
As at March 31, 2021	40.91	178.85	3.14	2.81	35.40	261.11
Accumulated depreciation						
As at April 1, 2019	4.31	75.27	2.03	2.67	23.40	107.68
Depreciation charge for the year	0.66	10.55	0.37	-	0.18	11.76
Disposals/ adjustments	(0.05)	(2.71)	-	-	-	(2.76)
As at March 31, 2020	4.92	83.20	2.40	2.67	23.58	116.77
Depreciation charge for the year	0.65	11.10	0.37	-	0.17	12.31

Disposals/ adjustments	-	-	-	-	-	-
As at March 31, 2021	5.57	94.30	2.77	2.67	23.75	129.08
Net Book Value						
As at March 31, 2020	35.99	87.24	0.74	0.14	11.71	135.82
As at March 31, 2021	35.34	84.53	0.37	0.14	11.65	132.03

Note 05				
INTANGIBLE ASSETS				
(Rs. in Lacs)				
Particulars	Licenses and Franchise Fees	Copyright (Movie)	Trademark	Total
At Cost				
As at April 1, 2019	20.51	-	-	20.51
Additions	12	-	-	12
Disposals	-	-	-	-
As at March 31, 2020	32.51	-	-	32.51
Additions	-	17	0.48	17.48
Disposals	(12)	-	-	(12)
As at March 31, 2021	20.51	17	0.48	37.99
Amortization				
as at April 1, 2019	17.61	-	-	17.61
Charge for the year	1.05	-	-	1.05
As at March 31, 2020	18.66	-	-	18.66
Charge for the year	1.05	0.004	0.01	1.06
As at March 31, 2021	19.71	0.004	0.01	19.72
Net Book Value				
As at March 31, 2020	13.85	-	-	13.85
As at March 31, 2021	0.80	16.99	0.47	18.26

Note 06		
INTANGIBLE ASSETS UNDER DEVELOPMENT		
(Rs. in Lacs)		
Particulars	MIS Software WIP	Total
At Cost		
As at April 1, 2019	-	-
Additions	-	-
Disposals	-	-
As at March 31, 2020	-	-
Additions	24.98	24.98
Disposals	-	-
As at March 31, 2021	24.98	24.98

Note 07		
INVESTMENTS (Non Current)		
(Rs. in Lacs)		
Particulars	As at March 31, 2021	As at March 31, 2020
Financial assets measured at Amortised Cost		
Investment in National saving certificate	0.44	0.40

Total	0.44	0.40
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Note 08 OTHER FINANCIAL ASSETS		
(Rs. in Lacs)		
Particulars	As at March 31, 2021	As at March 31, 2020
Non-current		
FDR having maturity more than 12 months	111.86	74.62
Total	111.86	74.62
Current		
Interest accrued but not due	11.40	9.70
Total	11.40	9.70

Note 09 OTHER ASSETS		
(Rs. in Lacs)		
Particulars	As at March 31, 2021	As at March 31, 2020
Non-current		
Unsecured, considered good		
Security Deposits	0.48	0.48
Total	0.48	0.48
Current		
Unsecured, considered good		
Advance given to vendors for supply of goods and services	1.44	0.91
Prepaid Expenses	28.72	29.64
Advance to Employees - salary Advances	0.70	0.29
GST Receivable	23.28	4.91
Total	54.14	35.75

Note 10 INVENTORIES		
(Rs. in Lacs)		
Particulars	As at March 31, 2021	As at March 31, 2020
Finished Goods	5.36	5.36
Total	5.36	5.36

Note 11 TRADE RECEIVABLES		
(Rs. in Lacs)		
Particulars	As at March 31, 2021	As at March 31, 2020
Current		
Unsecured, considered good	47.48	50.76
Total	47.48	50.76

Note 12 CASH AND CASH EQUIVALENTS		
(Rs. in Lacs)		
Particulars	As at March 31, 2021	As at March 31, 2020
Balances with banks including FDRs having maturity less than 3 months	219.13	217.09
Cheques, drafts on hand	24.31	73.78
Cash on hand	0.16	0.62
Total	243.60	291.49

Note 13		
OTHER BANK-BALANCE		(Rs. in Lacs)
Particulars	As at March 31, 2021	As at March 31, 2020
FDR's with Bank having maturity more than 3 months	271.19	382.98
Total	271.19	382.98

Note 14		
EQUITY SHARE CAPITAL		(Rs. in Lacs)
Particulars	As at March 31, 2021	As at March 31, 2020
A. Authorized equity share capital		
Equity shares of Rs.10 each.	700.00	700.00
No. of Shares (In Lacs)	70	70
B. Issued, subscribed and paid up		
Equity shares of Rs.10 each.	700.00	700.00
No. of Shares (In Lacs)	70	70
C. Details of shareholders holding more than 5% shares in the Company		
Compucom Software Limited		
No. of Shares (In Lacs)	46	46
% of Holding	65.00%	65.00%
Sambhav Infotech Private Limited		
No. of Shares (In Lacs)	24	24
% of Holding	34.86%	34.86%

Terms/Rights attached to equity shares

The Company has one class of equity shares having a par value of Rs. 10 per share. Each equity shareholder is eligible for one vote per share held.

Note 15		
PROVISIONS Non-Current		(Rs. in Lacs)
Particulars	Provision for Gratuity	Total
As at March 31, 2020	18.38	18.38
Addition during the year	2.69	2.69
Utilized	-	-
As at March 31, 2021	21.07	21.07

PROVISIONS Current		
		(Rs. in Lacs)
Particulars	As at March 31, 2021	As at March 31, 2020
Provision for gratuity	1.34	1.44
Total	1.34	1.44

Note 16		
OTHER FINANCIAL LIABILITIES		(Rs. in Lacs)
Particulars	As at March 31, 2021	As at March 31, 2020
Non-Current		
Security Deposits	1.49	1.49
Total	1.49	1.49

Note 17		
OTHER CURRENT LIABILITIES		(Rs. in Lacs)
Particulars	As at March 31, 2021	As at March 31, 2020

Current		
Statutory and other liabilities	22.33	8.80
Creditors for Expenses	4.70	6.01
Expenses Payable	3.99	0.48
Salary & Reimbursements	12.04	12.48
Total	43.06	27.77

Note 18		
TRADE PAYABLES		(Rs. in Lacs)
Particulars	As at March 31, 2021	As at March 31, 2020
Current		
Total outstanding dues of micro and small enterprises	-	-
Total outstanding dues of creditors other than micro and small enterprises	38.99	32.71
Total	38.99	32.71

Note 19		
REVENUE FROM OPERATIONS		(Rs. in Lacs)
Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Advertisement Receipts	150.40	94.00
Studio & Satellite Education Services	142.71	139.28
Software Sale and Consultancy Income	28.00	21.60
Total	321.11	254.88

Note 20		
OTHER INCOME		(Rs. in Lacs)
Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Bad Debts Recovered	12.20	-
Interest on FDRs	41.41	53.04
Interest on NSC	0.04	0.03
Insurance Claim Received	1.00	-
Interest on Income Tax Refund	0.35	-
Misc. Income	0.20	0.15
Mess Facility Income	17.30	-
Total	72.50	53.22

Note 21		
DIRECT EXPENSES		(Rs. in Lacs)
Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Jan TV operational expenses		
Internet Lease line & Broadcasting Charges	134.36	136.06
News Content Charges	3.35	4.07
News Coverage Expenses	3.11	11.72
Placement Execution Expenses	131.32	33.02
Other Operational Expenses	2.93	3.35
Down linking Charges	8.47	10.00
Live Streaming Expenses	1.32	1.44
License Expenses	17.25	15.00

Uplinking Charges	3.23	-
Total	305.34	214.66

Note 22		
CHANGES IN INVENTORIES OF FINISHED GOODS		(Rs. in Lacs)
Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Opening inventory		
Finished goods	5.36	5.42
Total	5.36	5.42
Closing inventory		
Finished goods	5.36	5.36
Total	5.36	5.36
Changes in Inventory	-	0.06

Note 23		
EMPLOYEE BENEFIT EXPENSE		(Rs. in Lacs)
Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Salaries, wages and bonus	108.15	131.77
Contribution to provident and other funds	5.43	6.60
Contribution to gratuity funds	5.26	4.93
Total	118.84	143.30

Note 24		
FINANCE COSTS		(Rs. in Lacs)
Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Interest expense on borrowings	2.06	2.74
B.G. Commission & Bank Charges	0.12	0.10
Total	2.18	2.84

Note 25		
DEPRECIATION AND AMORTIZATION EXPENSES		(Rs. in Lacs)
Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Depreciation on property, plant and equipments	12.31	11.76
Amortization of intangible assets	1.06	1.05
Total	13.37	12.81

Note 26		
OTHER EXPENSES		(Rs. in Lacs)
Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Auditor's Remuneration (refer note below)	0.34	0.32
Advertisement Expenses	0.29	-
Consultancy Charges	1.90	-
DDUGKY Expenses	13.89	-
Insurance Expenditure	1.61	1.55
Interest on taxes	0.05	0.05

Legal and professional	1.71	6.48
Loss on discarded & damaged Assets	-	1.83
Misc Expenditure	0.40	3.04
Office & general Expenditures	3.91	2.65
Patrakar Kalyan Kosh	1.27	0.94
Power , Fuel & Gas Expenses	0.60	0.64
Printing and Stationery	0.33	0.26
Rent and Facility Support	11.50	10.84
Repair and Maintenance Expenditure	6.78	4.9
Travelling and Conveyance Expenditures	2.04	2.38
Telephone & Internet Expenses	0.98	0.79
Water and Electricity	0.72	0.72
Total	48.38	37.39

Remuneration to auditors		(Rs. in Lacs)	
Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020	
- Audit fees	0.20	0.19	
- Other services	0.14	0.13	
Total	0.34	0.32	

Note 27 EARNINGS PER SHARE		(Rs.in Lacs)	
Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020	
Basic earnings per share (₹)	(1.33)	(1.46)	
Diluted earnings per share (₹)	(1.33)	(1.46)	

The earnings and weighted average number of equity shares used in the calculation of basic earnings per share are as follows:

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Profit after tax attributable to owners of the Company (in Lacs)	(92.80)	(101.03)
Earnings used in the calculation of basic earnings for the year (in Lacs)	(92.80)	(101.03)
Weighted average number of equity shares outstanding (in Lacs)	70	70
Nominal Value per share	10	10

Note no. 28 Contingent Liabilities		(Rs.in Lacs)	
Particulars	As at March 31,2021	As at March 31,2020	
b. Contingent Liabilities			
Guarantee issued by bank (excluding financial guarantee)	-	31.00	
Others	236.14	219.50	

There are following Contingent liabilities:

(Rs. In Lacs)

Sr. No.	Nature of Contingent Liability	For FY 2020-21	For FY 2019-20	Remarks
1.	Bank Guarantee	-	31.00	The company had given performance bank guarantee on 05-12-2019 to Bharat Telemedia Ltd. H-5/12, Qutub Amience, Mehrauli Road, New Delhi for news channel on Airtel DTH for one year.
2.	Cases filed by Shemaroo Entertainment Limited on Jan TV	224.50	219.50	The company has received Notices in the month of April 2019, seeking damages of Rs. 219.50 lacs from Shemaroo Entertainment Limited for infringement of Copy Right Act, 1957 allegedly in connection with use of songs of their films in the background of content relayed on JAN TV channel of the company. The company has also received one more notice seeking damage of RS.5 lacs. However, the company contests the same as being frivolous and has therefore filed a case before Rajasthan High Court. The Company is expecting a favorable decision. As such as per the estimate and judgment of the management there would be no damages to be payable to Shemaroo Entertainment Limited.
3.	Cases filed by Siti network on Jan TV	11.64	-	During the current year, the company has received a Notice seeking damages of Rs. 11.64 lakhs from Siti Networks Ltd.for failure to pay the outstanding liabilities towards placement fee in violation of the channel placement agreement under section 14 and 14A of the Telecom Regulatory Authority of India Act, 1997. As per the estimate and judgment of the management there would be no damages to be payable to Siti network without proper and legally binding agreement.

Note 29 GRATUITY

The gratuity plan is governed by the Payment of Gratuity Act, 1972. Under the Act, an employee who has completed five years of service is entitled to specific benefit. The level of benefits provided depends on the member's length of service and salary at retirement age.

The following tables set out the funded status of the gratuity plans and the amounts recognized in the financial statements.

(Rs. in Lacs)

Particulars	As at March 31, 2021	As at March 31, 2020
Principal actuarial assumptions		
Principal actuarial assumptions used to determine the present value of the defined benefit obligation are as follows:		
Financial Assumptions		
Discount rate	6.80%	6.80%
Expected rate of increase in compensation level of covered employees	7.00%	7.00%
Demographic Assumptions		

i) Retirement Age (Years)	60	60
ii) Mortality rates inclusive of provision for disability	100% IALM (2012 - 14)	

(Rs. in Lacs)

Particulars	As at March 31, 2021	As at March 31, 2020
Amount recognized in the balance sheet consists of:		
Fair value of planned assets		-
Present value of defined benefit obligations	22.42	19.83
Net liability arising from defined benefit obligation	(22.42)	(19.83)

(Rs. in Lacs)

Particulars	As at March 31, 2021	As at March 31, 2020
The movement during the year of the present value of the defined benefit obligation was as follows:		
Opening Balance	19.83	14.05
Service cost	3.91	3.97
Benefits paid	-	(0.17)
Interest cost	1.35	0.95
Actuarial loss/(gain) on obligation	-	2.20
Actuarial losses (gains) arising from experience adjustment	(2.66)	(1.17)
Closing Balance	22.42	19.83

(Rs. in Lacs)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Amounts recognized in Statement of Profit and loss in respect of defined benefit plan are as follows:		
Current service cost	3.91	3.97
Net Interest cost	1.35	0.96
Total charge to Statement of Profit and Loss	5.26	4.93
Amounts recognized in Other Comprehensive Income in respect of defined benefit plan are as follows:		
Actuarial (Gain)/Loss arising from Change in Demographic Assumption	-	-
Actuarial (Gain)/Loss arising from Change in Financial Assumption	-	2.20
Actuarial (Gain)/Loss arising from Experience Adjustment	(2.66)	(1.17)
Loss on Plan assets (excluding amounts included in net interest cost)	-	-
Remeasurement of the net defined benefit liability	(2.66)	1.03
Expected contribution for the next Annual reporting period:		
Year 1 (undiscounted)	1.35	1.45
Year 2 (undiscounted)	0.71	0.62
Expected Expense for the next annual reporting period	6.41	6.95

Sensitivity analysis

Below is the sensitivity analysis determined for significant actuarial assumptions for the determination of defined benefit obligations and based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period while holding all other assumptions constant.

(Rs. in Lacs)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
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Impact of change discount rate		
Increase by 1%	19.70	17.40
Decrease by 1%	25.72	22.78
Impact of change in salary increase rate		
Increase by 1%	25.68	22.74
Decrease by 1%	19.68	17.39
Impact of change in withdrawal rate		
Increase by 1%	22.40	19.81
Decrease by 1%	22.45	19.95

The above sensitivity analysis may not be representative of the actual benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

In presenting the above sensitivity analysis, the present value of defined benefit obligation has been calculated using the projected unit credit method at the end of reporting period, which is the same as that applied in calculating the defined obligation liability recognized in the balance sheet.

Risk analysis

The Company is exposed to a number of risks in the defined benefit plans. Most significant risks pertaining to defined benefits plans and management estimation of the impact of these risks are as follows:

Interest risk

A decrease in the interest rate on plan assets will increase the plan liability, however this will be partially offset by increase in the return on plan debt investment.

Longevity risk/ Life expectancy

The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and at the end of the employment. An increase in the life expectancy of the plan participants will increase the plan liability.

Salary growth risk

The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. An increase in the salary of the plan participants will increase the plan liability.

Note 30		
INCOME TAX EXPENSES		(Rs. In Lacs)
The major components of income tax expense for the year ended March 31, 2021 are indicated below:		
Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
a. Tax charge recognized in Profit and Loss		
Current tax:		
Current tax on profit for the year & earlier years	0.20	-
Total Current tax & earlier Years	0.20	-
Deferred tax:		
Property, plant and equipment, Exploration and evaluation and intangible assets	0.80	(0.67)
Adjustment of MAT credits	(1.33)	(0.03)
Provisions gratuity	(0.67)	(1.23)
Others	(0.70)	0.02
Total Deferred tax expenses	(1.90)	(1.91)
Tax expense for the year (net off deferred tax and current tax)	(1.70)	(1.91)
Effective income tax rate (%)	26%	26%
b. Statement of other comprehensive income		
Tax (credit) / charge on:		

Actuarial gain on remeasurements of defined benefit plan	2.66	(1.03)
Tax charge	(0.69)	-
Total	1.97	(1.03)

A reconciliation of income tax expense applicable to accounting profits before tax at the statutory income tax rate to recognized income tax expense for the year is as follows:

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Accounting profit before tax (after exceptional item)	(94.50)	(102.95)
Statutory income tax rate	26%	26%
Tax at statutory income tax rate		
Tax effect of adjustments to reconcile expected income tax expense to reported income tax expense		
Disallowable expenses	(0.67)	(1.20)
Adjustments in respect of MAT	(1.33)	(0.03)
Depreciation under income tax	0.80	(0.68)
Tax on profit for earlier years	0.20	-
Adjustments Through OCI	(0.70)	-
Total	(1.70)	(1.91)

Significant components of deferred tax assets and (liabilities) recognized in the balance sheet are as follows:

Particulars	(Rs. in Lacs)	
	As at March 31, 2021	As at March 31, 2020
Property, plant and equipment and intangible assets	12.58	11.00
Provision for gratuity	(5.83)	(5.16)
Adjustment of MAT credit and others	(1.82)	0.30
Deferred Tax (Assets)/Liabilities	4.93	6.14

As at March 31, 2021, the Company has minimum alternate tax (MAT) credit carry forward. MAT paid can be carried forward for a period of 15 years and can be set off against the future tax liabilities. MAT is recognized as a deferred tax asset only when the asset can be measured reliably and it is probable that the future economic benefit associated with the asset will be realized.

Note 31 FINANCIAL INSTRUMENTS

This section gives an overview of the significance of financial instruments for the Company and provides additional information on the balance sheet. Details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognized, in respect of each class of financial asset, financial liability and equity instrument are disclosed.

Financial assets and liabilities:

The accounting classification of each category of financial instruments, and their carrying amounts, are set out below:

Particulars	(Rs. in Lacs)			
	Fair Value through profit and loss	Amortized Cost	Total carrying value	Total fair value
As at March 31, 2021				
Financial assets				
Cash and cash equivalents	-	243.60	243.60	243.60
Other bank balances	-	271.19	271.19	271.19
Investments	-	0.44	0.44	0.44
Trade receivables	-	47.48	47.48	47.48
Other Current financial assets and loans	-	11.40	11.40	11.40
Other Non-current financial assets	-	111.86	111.86	111.86

Total	-	685.97	685.97	685.97
Financial liabilities				
Short term borrowings	-	-	-	-
Trade payables				
Total outstanding dues of micro and small enterprises	-	-	-	
Total outstanding dues of creditors other than micro and small enterprises	-	38.99	38.99	38.99
Other Current financial liabilities	-	-	-	-
Other Non-current financial liabilities	-	1.49	1.49	1.49
Total	-	40.48	40.48	40.48
As at March 31, 2020				
Financial assets				
Cash and cash equivalents	-	291.49	291.49	291.49
Other bank balances	-	382.98	382.98	382.98
Investments	-	0.40	0.40	0.40
Trade receivables	-	50.76	50.76	50.76
Other Current financial assets and loans	-	9.70	9.70	9.70
Other Non-current financial assets	-	74.62	74.62	74.62
Total		809.95	809.95	809.95
Financial liabilities				
Short term borrowings	-	-	-	-
Trade payables				
Total outstanding dues of micro and small enterprises	-	-	-	
Total outstanding dues of creditors other than micro and small enterprises	-	32.71	32.71	32.71
Other Current financial liabilities	-	-	-	-
Other Non-current financial liabilities	-	1.49	1.49	1.49
Total	-	34.20	34.20	34.20

Notes-

The management assessed that Cash and cash equivalents, other bank balances, Trade receivables, Trade payables, other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The table shown below analyses financial instruments carried at fair value, by measurement hierarchy. The different levels have been defined below:

- **Level 1:** quoted prices (unadjusted) in active markets for identical assets or liabilities
- **Level 2:** inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices)
- **Level 3:** inputs for the asset or liability that are not based on observable market data (unobservable inputs)

(Rs. in Lacs)

Financial Assets	Level-1	Level-2	Level-3
As at March 31, 2021			
At fair value through amortised cost			
Long Term Investment	-	-	0.44
Total	-	-	0.44
Financial Liabilities			
Liabilities carried at amortised cost			
Borrowings	-	-	-
Total	-	-	-
As at March 31, 2020			

Financial Assets			
At fair value through amortised cost			
Long Term Investment	-	-	0.40
Total	-	-	0.40
Financial Liabilities			
Liabilities carried at amortised cost			
Borrowings	-	-	-
Total	-	-	-

Risk management framework

Risk management

The Company’s businesses are subject to several risks and uncertainties including financial risks. The Company’s documented risk management policies

act as an effective tool in mitigating the various financial risks to which the business is exposed to in the course of their daily operations. The risk management policies cover many aspects of significant risks.

OBJECTIVE & PURPOSE OF POLICY:

The main objective of this policy is to ensure sustainable business growth with stability and to promote a proactive approach in reporting, evaluating and resolving risks associated with the business. In order to achieve the key objective, the policy establishes a structured and disciplined approach to Risk Management, in order to guide decisions on risk related issues.

The specific objectives of the Risk Management Policy are:

1. To ensure that all the current and future material risk exposures of the company are identified, assessed, quantified, appropriately mitigated, minimized and managed i.e. to ensure adequate systems for risk management.
2. To establish a framework for the company’s risk management process and to ensure its implementation.
3. To enable compliance with appropriate regulations, wherever applicable, through the adoption of best practices.
4. To assure business growth with financial stability.

Treasury management

The Company has a strong system of internal control which enables effective monitoring of adherence to Company’s policies. The internal control measures are effectively supplemented by regular internal audits.

Market risk

Market risk is the risk that the fair values of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises interest rate risk, currency risk and commodity risk.

The sensitivity analyses given elsewhere in the following sections relate to the position as at March 31, 2021 and March 31, 2021.

Financial risk

The Company does not engage in speculative treasury activity but seeks to manage risk and optimize interest and pricing through proven financial instruments.

a. Liquidity risk

The Company requires funds both for short-term operational needs as well as for long-term investment program mainly in growth projects. The Company generates sufficient cash flows from the current operations which together with the available cash and cash equivalents and short-term investments provide liquidity both in the short-term as well as in the long-term.

The Company remains committed to maintaining a healthy liquidity, gearing ratio and strengthening the balance sheet. The maturity profile of the Company’s financial liabilities based on the remaining period from the date of balance sheet to the contractual maturity date is given in the table below. The figures reflect the contractual undiscounted cash obligation of the Company.

Payment due by years	<1 year	1-2 Years	2-5 Years	> 5 Years	Total
As at March 31, 2021				-	
Trade and other payables	38.99		1.49		40.48
Total					
As at March 31, 2020					
Trade and other payables	32.71	-	1.49	-	34.20
Total	32.71	-	1.49	-	34.20

The company had access to following funding facilities.

Funding facility	Total facility	Drawn	Undrawn
As at March 31, 2021			
Less than 1 year	90.00	-	90.00
More than 1 year	-	-	-
Total	90.00		90.00
As at March 31, 2020			
Less than 1 year	90.00	-	90.00
More than 1 year	-	-	-
Total	90.00		90.00

c. Foreign Exchange Risk

Fluctuations in foreign currency exchange rates may have an impact on the Statement of Profit and Loss, where any transaction references more than one currency other than the functional currency of the Company.

The company during the year is not prone to any exchange risk as it has not entered in any foreign exchange contracts the difference in exchange rates on outstanding balance of subsidiary has been duly accounted for through statement of profit and loss.

d. Interest Rate Risk

Floating rate financial assets are largely mutual fund investments which have debt securities as underlying assets. The returns from these financial assets are linked to market interest rate movements; However, the counterparty invests in the agreed securities with known maturity tenure and return and hence has manageable risk.

The exposure of the Company's financial assets to interest rate risk is as follows:

Particulars	Total	(Rs. in Lacs)		
		Floating rate	Fixed rate	Non-interest bearing
As at March 31, 2021				
Financials assets	685.97	-	570.87	115.10
Financial liabilities	40.48	-	-	40.48
As at March 31, 2020				
Financials assets	809.95	-	636.52	173.43
Financial liabilities	34.20	-	-	34.20

e. Counterparty and concentration of credit risk

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company has adopted a policy of obtaining sufficient security, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company is exposed to credit risk for receivables,

cash and cash equivalents, short-term investments etc. Credit risk on receivables is limited as almost all credit sales are against letters of credit and guarantees of banks of good financial repute. The history of trade receivables shows a negligible provision for bad and doubtful debts. Therefore, the Company does not expect any material risk on account of non-performance by any of the Company's counterparties.

Derivative financial instruments

The Company does not acquire or issue derivative financial instruments for trading or speculative purposes. The Company does not enter into complex derivative transactions to manage the treasury and commodity risks. The company is not enrolled in any hedging contracts and is not party to any derivative financial instruments either directly or indirectly through any party.

Note 32 Segmental Reporting

As per the provisions of Ind AS 108, Segment Reporting is required to be done when one segment is contributing more than 10% of total revenue, profit/loss & assets of the company. The company has two segments one is TV and broadcasting services and another is Mess services. TV and broadcasting services is contributing more than 90% to the revenues, profit/loss and assets of the company and Mess Services is contributing less than 10% of total revenues, profit/loss and assets of the company. Therefore, segment reporting is not required.

Note 33 RELATED PARTY

a. List of related parties:

(i) Holding company

- Compucom Software Ltd.

(ii) Key Management Personnel

- Ms. Heena Garg, Company Secretary

(iii) Enterprises over which the Key Management Personnel exercises significant influence:

- Sambhav Infotech Private Limited
- Compucom Technologies Private Limited
- Compucom (India) Private Limited
- Rishab Infotech Private Limited
- Compucom Foundation

b. Transactions with Related Parties:

The details of the related party transactions entered into by the Company, for the year ended March 31, 2021 and March 31, 2020 are as follows:

Nature of transactions	(Rs. in Lacs)	
	For the year ended March 31, 2021	For the year ended March 31, 2020
Sale of Goods/Services		
Services Rendered to holding company	188.02	148.10
Services rendered to entities with significant influence over the entity	18.93	24.02
Total	206.95	172.12
Purchase of Goods/Services		
Services/ Goods received from holding company	1.60	-
Total	1.60	-
Other Expenses and other reimbursements		
Rent paid to holding company	2.40	2.40
Remuneration to Key Managerial Personnel	2.47	2.36
Rent paid to Entities with significant influence over the entity	9.11	8.44
Water & Electricity Expenses paid Entities with significant influence over the entity	0.72	0.72
Total	14.70	13.91

All the transactions entered by the company with the related parties are at arm's length price.

Note:- Balances receivable/payable at the end of year		(Rs. in Lacs)	
Particulars	As at March 31, 2021	As at March 31, 2020	
Payables to			
Key Managerial Personnel	0.23		0.22
Total	0.23		0.22

For S. Misra & Associates

Chartered Accountants
FRN-004972C

Sd/

CA. Sachindra Misra

Partner

M. No. 073776

Place: Jaipur

Date: June 05, 2021

UDIN: 21073776AAAAAF3613

For and on Behalf of Board of Directors

Sd/-

Surendra Kumar Surana

Director

DIN: 00340866

Sd/-

Vaibhav Surana

Director

DIN: 05244109

Sd/-

Heena Garg

Company Secretary

ICSI registration No.: ACS37166



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