

Date: 14th July,2022

To,

Corporate Relation Department,

BSE Limited

PJ Tower, Dalal Street,

Mumbai-400001

Security Code: 543475

Security ID: EKENNIS

**Subject: Compliance of Regulation 34 (1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015- Submission of Annual Report for the Financial year 2021-22 .**

Dear Sir/Madam,

Pursuant to Regulation 34 (1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are pleased to enclose herewith a copy of the Annual Report of the Company for the financial year 2021-22 along with Notice of 3rd Annual General Meeting scheduled to be held on Wednesday, 10th day of August, 2022 at 11:50 A.M, IST through Video Conferencing ("VC") to transact the business as set out in the Notice of the AGM dated 7th July, 2022.

The Annual Report is also hosted on the Website of the Company i.e., [www.ekennis.com](http://www.ekennis.com) under the Investor Section.

Kindly take the above information on record and acknowledge receipt of the same.

Thanking You.

For EKENNIS SOFTWARE SERVICE LIMITED



Sonali

Company Secretary & Compliance Officer



Encl: Annual Report 2021-22 alongwith Notice of AGM



# EKENNIS ANNUAL REPORT 2021-22

## EKENNIS SOFTWARE SERVICE LIMITED

Email address: [info@ekennis.com](mailto:info@ekennis.com)

Website: [www.ekennis.com](http://www.ekennis.com)

Tel: +91-80-41145095

Add: 2<sup>nd</sup> Floor, Concord Anthurium,  
Electronic City Phase 1, Bangalore- 560100

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# CORPORATE INFORMATION

<b>BOARD OF DIRECTORS</b>	<b>Ms. Manisha Sharma (Chairman &amp; Managing Director)</b>
	<b>Ms..Ruchita Joshi (Non-Executive Director)</b>
	<b>Ms. Uma Chidambaram Krishnan (Independent Director)</b>
	<b>Ms. Urvashi Upadhyay (Independent Director)</b>
	<b>Ms. Shilpi Sharma (Independent Director)</b>
<b>KEY MANAGERIAL PERSONNEL</b>	<b>Ms. Sonali (Company Secretary &amp; Compliance Officer)</b>
<b>SHARES OF THE COMPANY LISTED ON</b>	<b>Bombay Stock Exchange (SME Platform)</b> <b>Phiroze Jeejeebhoy Towers,</b> <b>Dalal Street, Mumbai - 400 001</b> <b>ISIN : INE0KCM01010</b>
<b>STATUTORY AUDITOR</b>	<b>AY &amp; Co.</b> <b>Chartered Accountant</b> <b>404, Fourth Floor, ARG Corporate Park</b> <b>Gopal Bari, Ajmer Road, Jaipur (Raj.)</b>
<b>SECRETARIAL AUDITOR</b>	<b>Mr. Varun Agarwal</b> <b>Practising Company Secretary</b> <b>6, Lyons Range, Room No. -17,</b> <b>Kolkata-700001</b>
<b>REGISTRAR AND TRANSFER AGENT</b>	<b>Skyline Financial Services Private Limited</b> <b>D/153A, 1st Floor, Okhla Industrial Area,</b> <b>New Delhi-110 020</b>
<b>REGISTERED OFFICE</b>	<b>2nd Floor, Concord Anthuriums, Neeladri Road No.</b> <b>49,50,51, Dodathogur Vill, Electronic City, Bangalore-</b> <b>560100,Karnataka,ndia.</b>

## **FROM THE DESK OF CHAIRMAN**

Dear Shareholders,

*I am pleased to present a year of creditable performance of our company. I am delighted to share my message through this annual report of f.y. 2021-22, which was a very special year as your company got listed on BSE (SME) during this year only on 7th March, 2022. The fact that the company selected most challenging year in existence to deliver a record performance indicates the spirit of our company to address challenges and prevail.*

*“The only safe ship in a storm is leadership” Ekennis under the headship of Ms. Manisha Sharma (Chairman & Managing Director) successfully delivered financial results with profits and strengthened capabilities to endure and respond to such uncertainties. The company leveraged every possible way to mutate in the circumstances. We embraced new challenges and has responded to many adversities with unflinching commitment to our consumers, communities, and citizens, finding ingenious ways and means to reach out to them. Your Company is optimistic of business continuity plans and is geared up to mould the pandemic situation in to a “crisis opportunity”*

*I look forward to sharing our progress in my future interactions with you. For now, I wish you and your loved ones a safe and healthy year ahead.*

Thanks & Regards

**Ms. Manisha Sharma**

**Chairman & Managing Director**

# AGM NOTICE

## EKENNIS SOFTWARE SERVICE LIMITED

CIN: U72900KA2019PLC122003

Registered Office: 2nd Floor, Concord Anthuriums, Neeladri Road No. 49,50,51, Dodathogur Vill, Electronic City, Bangalore-560100, Karnataka, India.

Phone No.: - 080 - 4114 5095

Email: [info@ekennis.com](mailto:info@ekennis.com) Website: [www.ekennis.com](http://www.ekennis.com)

NOTICE is hereby given that 3<sup>rd</sup> Annual General Meeting of members of M/s. Ekennis Software Service Limited will be held on Wednesday, 10<sup>th</sup> August, 2022 at 11:50 A.M. (IST) via Video Conferencing (VC)/ Other Audio Video Means (OAVM) to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Financial Statement of the Company including Audited Balance Sheet as on 31<sup>st</sup> March, 2022, Audited statement of Profit & Loss and the Cash Flow Statement together with the Notes to Accounts forming part of the financial statements for the year ended on that date along with Report of Directors' and Auditors' thereon.
2. To declare the Dividend 10 % (Rs. 1/- per share) on the paid up value of Equity Shares of the Company for the financial year 2021-22 .
3. To appoint Ms. Ruchita Joshi (DIN: 09366575), who retires by rotation and being eligible, offers herself for re-appointment.

### SPECIAL BUSINESS:

#### 4. APPROVAL OF CHARGES FOR SERVICE OF DOCUMENTS ON THE SHAREHOLDERS

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

“RESOLVED THAT pursuant to the provisions of Section 20 of the Companies Act 2013 and other applicable provisions, if any, of the said Act and relevant rules made thereunder and as amended from time to time, consent of the members be and is hereby accorded to charge and receive in advance along with the request such fees which shall be equivalent to the actual expenses as estimated for dispatch of the documents in the desired mode as may be requested by a member.

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

**Registered Office:**

2nd Floor, Concord Anthuriums, Neeladri  
Road No. 49,50,51, Dodathogur Vill,  
Electronic City, Bangalore -560100  
India.

**By Order of Board of Directors  
For Ekennis Software Service Limited  
Sd/-  
Sonali  
Company Secretary & Compliance Officer**

**Date: 07.07.2022**



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

The following Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 (“Act”), sets out all material facts relating to the business mentioned at Item No. 4 of the accompanying Notice dated **07.07.2022**

**Item No. 4**

As per the provisions of Section 20 of the Companies Act, 2013, a document which are required to be served under the Act, may be served on any member by sending it to him by post or by registered post or by speed post or by courier or by delivering to his address, or by such electronic or other mode as may be prescribed. Further, a member may request for delivery of any document through a particular mode, for which he shall pay such fees in advance as may be determined by the Company in its annual general meeting. The Board has proposed to charge actual estimated expenses for the purpose.

Accordingly, the Board of Directors recommends the resolution for your approval by an ordinary resolution.

None of the Directors and key managerial personnel (including relatives of directors or key managerial personnel) of the Company is concerned or interested, financially or otherwise, in this resolution.



**NOTES:**

1. In view of the continuing restrictions on the movement of people at several places in the country, due to outbreak of COVID-19 pandemic, the Ministry of Corporate Affairs (MCA), vide its General Circular No. 20/2020 dated 5th May, 2020 read with General Circular No. 02/2021 dated 13th January 2021, General Circular No. 19/2021 dated 8th December, 2021, 21/2021 dated 14th December 2021 and 02/2022 dated 5th May, 2022 (collectively referred to as “MCA Circulars”) permitted the Companies to conduct the Annual General Meeting (“AGM” / “Meeting”) through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”), without the physical presence of the members at a common venue during the calendar year 2022. In accordance with, the said circulars of MCA, the 3rd AGM of the Company decided to be conducted through VC / OAVM.
2. The deemed venue for the AGM shall be the Registered Office of the Company.
3. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-voting.
4. Corporate members intending to authorize their representatives to attend the Meeting are requested to send a scanned certified true copy (PDF format) of the Board Resolution authorizing its representatives to attend and vote at the AGM, pursuant to Section 113 of the Act, at [info@ekennis.com](mailto:info@ekennis.com)
5. Institutional Members / Bodies Corporate (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory (ies) who are authorized to vote at AGM pursuant to Section 113 through e-mail at [varun.7048@gmail.com](mailto:varun.7048@gmail.com) with a copy mark to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and [info@ekennis.com](mailto:info@ekennis.com) on or before 5<sup>th</sup> August, 2022 upto 5.00 P.M. without which the vote shall not be treated as valid.
6. In accordance with, the General Circular No. 20/2020 dated 5th May, 2020 issued by MCA, Notice of the AGM along with the Annual Report for the financial year 2021-22 are being sent only through electronic mode to all the Members of the Company whose email addresses are registered with the Company and whose names appear in the register of members as at closing hours of business, on 8th July, 2022 and also to the Directors & Auditors.
7. The Members can join the EGM/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 EGM/AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
8. Members who need assistance before or during the AGM with the use of technology, can contact **Ms. Sonali, Company Secretary** at the designated email id: [info@ekennis.com](mailto:info@ekennis.com) or at telephone number +91-080-41145095. Kindly quote your name, DP ID- Client ID/ Folio No. in all your communications.

9. 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 Companies Act, 2013.
10. The Register of Directors' and Key Managerial Personnel and their shareholding maintained of the Companies Act, under Section 189 of the Companies Act, 2013 and all other documents referred to in the notice will be available for inspection in electronic mode. Members can inspect the same upto the conclusion of ensuing AGM by sending an email to [info@ekennis.com](mailto:info@ekennis.com)
11. Since the AGM will be held through VC in accordance with the Circulars, the route map, proxy form and attendance slip are not required.
12. Members are requested to notify immediately, changes if any, in their registered address to the Company .
13. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

**14. Note for Institutional Shareholders:**

Institutional shareholders (i.e. other than Individuals, HUF, NRI, etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.

A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

After receiving the login details they have to create a compliance user 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 should be mailed to [helpdesk.evoting@cdslindia.com](mailto: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.

15. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of the Special Business to be transacted at the Annual General Meeting is annexed hereto.
16. The profile of the Directors seeking appointment/re-appointment, as required in terms of applicable Regulations of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 entered with the Stock Exchange is annexed hereto and forms part of this Notice.
17. In view of the COVID-19 pandemic, resultant difficulties involved in dispatching of physical copies of the Annual Report and in line with the said Circulars issued by the MCA and said SEBI Circular, the Annual Report including Notice of the 3rd AGM of the Company inter alia indicating the process and manner of e-voting is being sent only by Email, to all the Shareholders whose Email IDs are registered with the Company/ Depository Participant(s) for communication purposes to the Shareholders and to all other persons so entitled.

Members (Physical/ Demat) who have not registered their email addresses with the company can get the same registered with the company by requesting in Member updation form (Available on Company Website in Investor Tab) by sending an email to [investors@skylinerta.com](mailto:investors@skylinerta.com) and [info@ekennis.com](mailto:info@ekennis.com) . Please submit duly filled and signed member updation form to the abovementioned email. Upon verification of the Form the email will be registered with the Company.

In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Annual Report including Notice calling the 3<sup>rd</sup> AGM has been uploaded on the website of the Company at [www.ekennis.com](http://www.ekennis.com). The Notice can also be accessed from the websites of the Stock Exchange i.e. Bombay Stock Exchange of India Limited (BSE Ltd.) at [www.bseindia.com](http://www.bseindia.com). The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).

18. In terms of the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 (as amended from time to time) and Regulation 44 of the SEBI Listing Regulations and the said Circulars, the Company is pleased to provide the facility of “e-voting” to its Shareholders, to enable them to cast their votes on the resolutions proposed to be passed at the AGM, by electronic means. The instructions for e-voting are given herein below. The Company has engaged the services of Central Depository Services (India) Limited (“CDSL”), who will provide the e-voting facility of casting votes to a Shareholder using remote e-voting system (e-voting from a place other than venue of the AGM) (“remote e-voting”) as well as e-voting during the proceeding of the AGM (“e-voting at the AGM”).
19. Members who are present in meeting through video conferencing facility and have not casted their vote on resolutions through remote e- voting, shall be allowed to vote through e-voting system during the meeting.
20. The Register of Members and Share Transfer Books of the Company will remain closed from **Thursday, 4<sup>th</sup> August, 2022 to Wednesday, 10<sup>th</sup> August, 2022**, both days inclusive.
21. In accordance with Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, the Company has fixed Wednesday, 3<sup>rd</sup> August, 2022 as the “cut-off date” to determine the eligibility to vote by remote e-voting or e-voting at the AGM. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date, i.e. **Wednesday, 3<sup>rd</sup> August, 2022**, shall be entitled to avail the facility of remote e-voting or e-voting at the AGM. The Members desiring to vote through remote e-voting are requested to refer to the detailed procedure given at Serial no.30. Members whose email ids are not registered with the depositories for procuring user id and password and registration of email-ids for e-voting for the resolutions are requested to refer the instructions provided at serial no.33.
22. Investors who became members of the Company subsequent to the dispatch of the Notice / Email and holds the shares as on the cut-off date i.e. 8<sup>th</sup> July, 2022 are requested to send the duly signed written /email communication to the Company at [info@ekennis.com](mailto:info@ekennis.com) and to the RTA at [investors@skylinerta.com](mailto:investors@skylinerta.com) by mentioning their Folio No. / DP ID and Client ID to obtain the Login-ID and Password for e-voting.
23. The Company has appointed Mr. Varun Agarwal, Practising Company Secretary, as the Scrutinizer to scrutinize the remote e-voting and the e-voting at the AGM in a fair and transparent manner.
24. Shareholders holding shares in identical order of names in more than one folio, are requested to write to the Company or to the office of the Registrar & share Transfer Agent, M/s Skyline Financial Services Private Limited, D-153, 1st Floor, Okhla Industrial Area, Phase-1, New Delhi-110 020, enclosing their share certificate to enable the Company to consolidate their holdings in one single folio.

25. The Dividend for the financial year ended March 31, 2022, as recommended by the Board, if approved at the AGM, will be paid within 30 days of declaration, to those Members whose name appears in the Register of Members of the Company as on the record date, i.e. Wednesday, 3rd August, 2022. Members can submit details with the company for receiving dividend directly in their bank accounts through Electronic Clearing Services (ECS) by writing an email at [info@ekennis.com](mailto:info@ekennis.com) . In case any member is unable to submit their details for remittance of dividend through ECS, there dividend warrants/cheque shall be dispatched upon normalization of the postal services, post covid-19.
26. Members holding shares in physical form are requested to notify immediately any change in their address/mandate/bank details to the Company or to the office of the Registrar & Share Transfer Agent, M/s Skyline Financial Services Private Limited, quoting their folio number. The Members updation form, forms a part of the Annual Report and is available on the website of the Company.
27. Pursuant to the provisions of the Companies Act, 2013, dividend for the year ended March 31, 2022 and thereafter, which remains unpaid or unclaimed for a period of seven years will be transferred to the Investor Education and Protection Fund (IEPF) of the Central Government.
28. Pursuant to the provisions of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (“The Rules”) notified any the Ministry of Corporate Affairs effective September 7, 2016, all shares in respect of which dividend has not been paid or claimed by the shareholders for seven consecutive years or more would be transferred to the Investor Education and Protection Fund (IEPF) Suspense Account. The Company has no such shares on which dividend has not been claimed or paid for a consecutive period of seven years.
29. Subject to receipt of requisite number of votes, the resolution proposed in the Notice shall be deemed to be passed on the date of the Meeting, i.e., **Wednesday, 10th August, 2022.**

**30. THE INTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:**

- i. The voting period begins on **6th August, 2022 at 9:00 A.M.** and ends on **9th August, 2022 at 5:00 P.M.** During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **3rd August, 2022**, may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders’ resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

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

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

<i>Type of shareholders</i>	<i>Login Method</i>
Individual Shareholders holding securities in Demat mode with CDSL	<p>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 <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</p> <p>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 &amp; 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.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></p> <p>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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>

<p>Individual Shareholders holding securities in demat mode with <b>NSDL</b></p>	<ol style="list-style-type: none"> <li>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: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> 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 &amp; voting during the meeting.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 &amp; voting during the meeting</li> </ol>
<p>Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</b></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 meeting &amp; voting during the meeting.</p>

**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 & NSDL**

<b>Login type</b>	<b>Helpdesk details</b>
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	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 <b>NSDL</b>	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 meeting for shareholders other than individual shareholders holding in Demat form & physical shareholders.

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

	<b><i>For Shareholders holding shares in Demat Form other than individual and Physical Form</i></b>
<b>PAN</b>	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
<b>Dividend Bank Details OR Date of Birth (DOB)</b>	<p>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.</p> <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (3).</li> </ul>



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

### ***31. FACILITY FOR NON – INDIVIDUAL SHAREHOLDERS AND CUSTODIANS –REMOTE VOTING.***

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://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](mailto: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](mailto: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 [varun.7048@gmail.com](mailto:varun.7048@gmail.com) and [info@ekennis.com](mailto:info@ekennis.com) (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

***32. INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:***

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 3 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [info@ekennis.com](mailto:info@ekennis.com) . The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 3 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

9. Only those shareholders, who are present in the AGM/EGM 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 EGM/AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM/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.

**33. 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.

**HELPDESK FOR QUERRIES IN RELATION TO ATTENDING & E-VOTING AT AGM**

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL E-Voting System, you can write **an email to [helpdesk.evoting@cdslindia.com](mailto: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](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542/43.**

**Other Information:**

1. Those persons, who have acquired shares and have become members of the Company after the dispatch of Notice of the AGM by the Company and whose names appear in the Register of Members or Register of beneficial holders as on the cut-off date **i.e. Wednesday, 3rd August, 2022** shall view the Notice of the 3<sup>rd</sup> AGM on the Company's website or on the website of CDSL. Such persons may obtain the login ID and password by sending a request at [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com). However, if he/she is already registered with CDSL for remote e-voting then he/she can cast his/her vote by using existing User ID and password and by following the procedure as mentioned above or by voting at the AGM.
2. Voting rights of the Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date **i.e. Wednesday, 3rd August, 2022**. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only.
3. Every Client ID No./ Folio No. will have one vote, irrespective of number of joint holders.

**Scrutinizer's Report and Declaration of results**

1. The Scrutinizer shall, after the conclusion of e-voting at the AGM, first count the votes cast vide e-voting at the AGM and thereafter shall, unblock the votes cast through remote e-voting, in the presence of at least two witnesses not in the employment of the Company. He shall submit a Consolidated Scrutinizer's Report of the total votes cast in favour or against, not later than 2 (two) working days of the conclusion of the AGM, to the Chairman or a person authorized by him in writing who shall countersign the same and declare the result of the voting forthwith.
2. The results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.ekennis.com](http://www.ekennis.com) and on the website of CDSL i.e. [www.evotingindia.com](http://www.evotingindia.com) . The Company shall simultaneously forward the results to Bombay Stock Exchange of India Limited (BSE) where the shares of the Company is listed.

**Dividend**

- 1 The Board of Directors has recommended for consideration of the Shareholders a dividend of **10% i.e. ₹1 per Equity share of the nominal value of ₹ 10/-** each for the year ended 31<sup>st</sup> March, 2022.
- 2 The Register of Members and Share Transfer books of the Company will remain closed from **Thursday, 4th August, 2022 to Wednesday, 10th August, 2022 (both days inclusive)**, for the purpose of AGM and Dividend. The Dividend, if declared, will be payable on or after **Wednesday, 10th August, 2022**, to those Shareholders whose names are registered as such in the Register of Members of the Company as on **Wednesday, 3rd August, 2022** and to the beneficiary holders as per the beneficiary list as on **Wednesday, 3rd August, 2022** provided by the NSDL and CDSL, subject to deduction of tax at source where applicable.
- 3 ***Payment of Dividend through electronic means:***
  - (a) The Company provides the facility to the Shareholders for remittance of dividend directly in electronic mode through National Automated Clearing House (NACH). In view of the outbreak of the COVID-19 pandemic and resultant difficulties involved in dispatching of physical dividend warrants, Shareholders holding shares in physical form and desirous of availing this facility of electronic remittance are requested to provide their latest bank account details (Core Banking Solutions Enabled Account Number, 9 digit MICR and 11 digit IFSC Code), along with their Folio Number, to the Company. Shareholders holding shares in dematerialized form are requested to provide the said details to their respective Depository Participants.
  - (b) In line with the General Circular No. 20/ 2020 dated 5th May, 2020 issued by the MCA, in case the Company is unable to pay the dividend to any shareholder by the electronic mode, due to non-availability of their latest bank account details (Core Banking Solutions Enabled Account Number, 9 digit MICR and 11 digit IFSC Code), the Company/ RTA shall upon normalization of the postal services, dispatch the dividend warrant/ cheque to such shareholder by post.

- (c) Shareholders holding shares in dematerialized form are hereby informed that bank particulars registered against their respective depository accounts will be used by the Company/ RTA for payment of dividend. The Company/ RTA cannot act on any request received directly from the Shareholders holding shares in dematerialized form for any change of bank particulars or bank mandates. **Such changes are to be advised only to the Depository Participant of the Shareholders.**
4. Pursuant to Finance Act 2020, dividend income will be taxable in the hands of Shareholders with effect from 1<sup>st</sup> April, 2020 and the Company is required to deduct tax at source from dividend paid to the Shareholders at the prescribed rates. For the prescribed rates for various categories, the Shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. The Shareholders are requested to update their PAN with the Company/ RTA (in case of shares held in physical mode) and their respective Depository Participants (in case of shares held in dematerialized form). **A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source by Email to [www.ekennis.com](http://www.ekennis.com) .** Effective April 1, 2020, as per the Income Tax Act, 1961, the dividend income is taxable in the hands of shareholders.

Accordingly, if any **resident individual shareholder** is in receipt of **dividend exceeding Rs. 5,000 in a fiscal year, entire dividend** will be subject to **TDS @ 10%**. The rate of 10% is applicable provided the shareholder has updated his/ her Permanent Account Number (PAN) with the depository/ Registrar and Transfer Agent (RTA). **Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%.** Resident shareholders who are eligible for deduction of TDS at a concessional or Nil rate as per Section 197 of the Income-tax Act, 1961, can submit the certificate/letter issued by the Assessing Officer, to avail the benefit of lower rate of deduction or non-deduction of tax at source by Email to [www.ekennis.com](http://www.ekennis.com) by **2<sup>nd</sup> August, 2022**. Non-resident Shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits by sending an Email to [www.ekennis.com](http://www.ekennis.com) . The aforesaid declarations and documents need to be submitted by the Shareholders by **2<sup>nd</sup> August, 2022**. The aforesaid **Form No. 15G/15H** can be downloaded from website of the Company i.e. [www.ekennis.com](http://www.ekennis.com) .

5. In terms of the provisions of Sections 124 and 125 of the Act, dividend which remains unpaid/unclaimed for a period of 7 (seven) years from the date of declaration is required to be transferred to the Investor Education and Protection Fund (“IEPF”) established by the Central Government. Further, in terms of the provisions of Section 124 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (“IEPF Rules”), Equity Shares, in respect of which dividend has not been paid or claimed for 7 (seven) consecutive years or more from the date of declaration, are also required to be transferred to an account viz. IEPF Suspense Account, which is operated by the IEPF Authority pursuant to the IEPF Rules. All equity shares of the Company on which dividend has not been paid or claimed for 7 (seven) consecutive years or more, shall be transferred by the Company to the IEPF from time to time. Details of unpaid / unclaimed dividend and equity shares transferred to IEPF are uploaded on the website of the Company as well as that of the Ministry of Corporate Affairs, Government of India (“MCA”), if any. No claim shall lie against the Company in respect of unclaimed dividend amount and equity shares transferred to the IEPF

and IEPF Suspense Account, respectively, pursuant to the IEPF Rules. Shareholders can however claim both the unclaimed dividend amount and the equity shares from the IEPF Authority by making an online application in web Form No. IEPF-5, the details of which are available at [www.iepf.gov.in](http://www.iepf.gov.in)

- In terms of the provisions of Regulation 40 of SEBI Listing Regulations and various notifications issued in that regard, requests for effecting transfer of securities (except in case of transmission or transposition of securities) could not be processed since 1<sup>st</sup> April, 2019 unless the securities are held in the dematerialized form with the depositories. In view of the same, Shareholders are requested to take action to dematerialize the Equity Shares of the Company/ RTA, promptly.
- SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Shareholders holding shares in dematerialized form are, therefore, requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts. Shareholders holding shares in physical form should submit their PAN to the Company/ RTA.
- Shareholders are requested to intimate changes, if any, pertaining to their name, postal address, Email ID, telephone / mobile numbers, PAN, mandates, nominations, power of attorney, bank details (such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc.), with necessary documentary evidence, to their Depository Participants in case the shares are held by them in dematerialized form and to the Company/ RTA in case the shares are held by them in physical form.
- In terms of the provisions of Section 72 of the Act, the facility for making nomination is available for the Shareholders in respect of the shares held by them. Shareholders who have not yet registered their nomination are requested to register the same by submitting **Form No. SH-13**. Shareholders holding shares in dematerialized form are requested to submit the said details to their Depository Participant(s) and the Shareholders holding shares in physical form, are requested to submit the said details to the Company or RTA. The aforesaid Form No. SH 13 can be downloaded from website of the Company i.e. [www.ekennis.com](http://www.ekennis.com)
- Shareholders are requested to quote their Folio No. or DP ID – Client ID, as the case may be, in all correspondence with the Company or the RTA.
- Since the AGM will be held through Video Conferencing or Other Audio Visual Means, route map of venue of the AGM and admission slip is not attached to this Notice.

**ANNEXURE TO NOTICE OF AGM**

**Details of the Directors seeking appointment/ re-appointment in forthcoming Annual General Meeting [In pursuance to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard II issued by the Institute of Company Secretaries of India].**

Name of Director & DIN	Date of Birth & Age	Date of Appointment	Remuneration last drawn (Rs. in Lakhs)	Expertise in specific Functional areas	Qualifications	Shareholding in the Company	No. of Board Meetings Attended	List of listed Companies in which Directorships held *	Chairman/ Member of the Committee of the Board of other listed Companies in which he is a Director *
<b>Ms. Ruchita Joshi</b>	14/02/1983 Age: 39 yrs.	22/10/2021	NIL	She has around 10 years of experience as the faculty to students for computer programming and applications in various colleges. She has been associated with our Company as Non-Executive Non Independent Director w.e.f November 05, 2021. She looks after the learning management solutions and training in our company .	Masters in Science & Master of Computer Applications	Nil	1*	1. Ekennis Software Service Limited	NIL

\* Company got listed on 7th March 2022 and only 1(one) Board meeting was held since the period of listing to end of F.Y. end on 31st March, 2022 .

\* Excluding Private Limited Companies, Foreign Companies and Companies registered under Section 8 of the Companies Act, 2013.



*The disclosure of relationships between Directors inter se as required as per Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 issued by the Institute of Company Secretaries of India are as follows:*

*Relationship between the Directors inter-se:*

<i>Name of Directors</i>	<i>Name of other Director and Nature of Relationship</i>
<i>Ms. Manisha Sharma</i>	<i>Ms. Ruchita Joshi and Ms. Manisha Sharma – Sisters</i>
<i>Ms. Ruchita Joshi</i>	<i>Ms. Ruchita Joshi and Ms. Manisha Sharma – Sisters</i>
<i>Ms. Urvashi Upadhyay</i>	<i>No relation with other Directors.</i>
<i>Ms. Uma Chidambaram Krishnan</i>	<i>No relation with other Directors.</i>
<i>Ms. Shilpi Sharma</i>	<i>No relation with other Directors.</i>

## DIRECTORS' REPORT TO THE MEMBERS

Your Directors are pleased to present the 3<sup>rd</sup> Annual Report of the Company together with the Audited Financial Statements for the financial year ended 31<sup>st</sup> March, 2022.

### FINANCIAL RESULTS:

(₹ in Lakhs)

<b>Particulars</b>	<b>Amount</b>	
	<b>2021-22</b>	<b>2020-21</b>
<b>Revenue from operations</b>	467.19	465.89
Other Income	7.42	2.78
<b>Total Revenue</b>	<b>474.61</b>	<b>468.67</b>
Earnings Before Interest, Depreciation, Taxation and Amortization (EBIDTA)	130.22	136.28
Interest and other Finance Cost	1.98	2.95
Depreciation & Amortization	7.44	5.81
Exceptional Items	0.00	0.00
<b>Profit/Loss before Taxation (PBT)</b>	<b>120.80</b>	<b>127.52</b>
<b>Less: Tax Expense &amp; Deferred Tax</b>	12.06	35.91
<b>Profit After Tax (PAT)</b> <i>(Net profit/ loss for the year)</i>	<b>108.74</b>	<b>91.62</b>

### STATE OF COMPANY'S AFFAIRS AND OPERATIONS

The Company is engaged in the business of software IT Consulting Services, IT Product / Software development, Software Training, Digital printing, 3D Printing, and Packaging solution. During the financial year, your Company has reported a total revenue of ₹ 474.61 Lacs against 468.67 Lacs in the previous financial year. The net profit for the current financial year stood at ₹108.74 Lacs against ₹91.62 Lacs in the previous financial year.

### CHANGE IN NATURE OF BUSINESS

During the year, there was no change in the nature of business of the Company and it continues to concentrate on its own business.

### LISTING OF EQUITY SHARES

Equity shares of your Company were listed at the Bombay Stock Exchange of India Limited on SME Platform dated 7<sup>th</sup> day of March, 2022. The listing fees for the financial year 2021-22 have been paid to the said Stock Exchange.

The Company have got the Listing approval from Bombay Stock Exchange of India Limited (SME Platform) vide letter No. LO\SME-IPO\SC\TP\398\2021-22, Notice dated 4<sup>th</sup> March 2022, permitting listing of Equity Shares of Ekennis Software Service Limited with effect from 7<sup>th</sup> March 2022, and trading symbol of Company Equity Shares is EKENNIS.

### **PUBLIC ISSUE (INITIAL PUBLIC OFFER)**

Initial Public Offering of 4,00,000 equity shares of face value of ₹10/- each (“equity shares”) of Ekennis Software Service Limited (“Ekennis” or “our Company” or “the Issuer”) for cash at a price of ₹72/- per equity share (including a premium of ₹62/- per equity share) (“issue price”) aggregating up to ₹288.00 lakhs (“the issue”) of which 22,400 equity shares aggregating to ₹16.13 lakhs will be reserved for subscription by market maker (“market maker reservation portion”). The issue less the Market maker reservation portion i.e. issue of 3,77,600 equity shares of face value of ₹ 10/- each at an issue price of ₹72/- per equity share aggregating to ₹ 271.87 lakhs (“net issue”). the issue and the net issue will constitute 28.57% and 26.97% of the post-issue paid-up equity share capital of our company .

Equity shares of your Company are listed at the National Stock Exchange of India Limited on SME Platform dated 7<sup>th</sup> day of April, 2021. The listing fees for the financial year 2021-22 have been paid to the said Stock Exchange.

### **OUTLOOK**

Our commitment is to offer quality services to our clients and meet their expectations, The process of printing on packaging comes with many challenges, some of which are accuracy, low color quality, and high labor costs. The Printing and packaging solution industry faces a unique set of challenges that stretches its engineering capabilities to the limits, Ekennis motive will always be to provide a one-of-a-kind creation designed, which brings a package designer's creation to life, to increase production rates, or to lower costs .

The company’s initiatives in strengthening brand recall, digital connect with consumers and retailers and widening our number of outsourcing agencies, facilitated by implementing ‘work from home’, resulted in enhanced agility. We are optimistic that the effect of the Covid-19 will recede gradually and the consumer sentiment and preference will return, strengthening our company’s prospects .

### **DIVIDEND**

Your Board has recommended a dividend @10% (Rs. 1/- per share) on the paid-up value of the Equity Shares for the financial year ended on 31<sup>st</sup> March, 2022 to the Equity Shareholders. The dividend payment is subject to approval of members at the ensuing Annual General Meeting.

### **AMOUNT TRANSFERRED TO RESERVES**

The Company has not transferred any amount to the General Reserves for the financial year under review.

### **FINANCIAL STATEMENTS**

The financial statement are prepared under the historical cost convention on the “Accrual Concept” and Going Concern assumption of accountancy in accordance with the accounting principles generally accepted in India and comply with the accounting standards as prescribed by Companies (Accounting Standard) Rules, 2006 and with the relevant provisions of the Companies Act, 2013 and rules made there under.

The estimates and judgments relating to the Financial Statements are made on a prudent basis, so as to reflect in a true and fair manner, the form and substance of transactions and reasonably present the Company’s state of affairs, profits and cash flows for the year ended 31<sup>st</sup> March, 2022.

### **SHARE CAPITAL**

The Paid-up Share Capital of your Company as on 31<sup>st</sup> March, 2022 stood at ₹1,40,00,000 (Rupees One Crore Forty Lakhs Only) divided into 14,00,000 (Fourteen Lakhs) Equity Shares of Rs. 10/- each.

During the year under review, the Authorised Share Capital of your Company was increased from at ₹ 8,00,000 (Rupees Eight Lakhs) divided into 80,000 equity shares of ₹ 10/- each, it raised to ₹ 1,50,00,000 (Rupees One Crore and Fifty Lakhs Only) divided into 15,00,000 (Fifteen Lakhs) Equity Shares of Rs. 10/ (Rupees Ten) each, as approved by the shareholders by passing Ordinary resolution at its Extra-Ordinary General Meeting held on 5<sup>th</sup> January, 2022 .

The issued, subscribed and paid-up share capital of your Company was increased from ₹ 5,00,000 (Rupees Five Lakhs Only) divided into 50,000 equity shares of F.V. ₹ 10/-, it raised to ₹ 1,00,00,000 (Rupees One Crores Only) divided into 10,00,000 (Ten Lakhs) Equity Shares of Rs. 10/- each by the shareholders through Bonus issue on 22<sup>nd</sup> January, 2022.

Furthermore, Company came up with Initial Public Offer (IPO) offering 4,00,000 equity shares of face value of ₹10/- each for cash at a price of ₹72/- per equity share (including a premium of ₹62/- per equity share) (“issue price”), allotted on 2<sup>nd</sup> March, 2022 to the shareholders.

### **DEPOSITS**

Your Company has not accepted any deposits during the year in terms Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014. No deposits remained unpaid or unclaimed as at the end of the year and there was no default in repayment of deposits or payment of interest thereon during the year.

### **CONSERVATION OF ENERGY, RESEARCH & DEVELOPMENT, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO**

Information related to Conservation of Energy, Research & Development, Technology Absorption, Foreign Exchange Earnings and Outgo as required under section 134(3)(m) of the Companies Act, 2013 and Rule 8(3) of Companies (Accounts) Rules, 2014 are given in the “**Annexure–A**” as attached hereto and forming part of this Report.

### **CORPORATE GOVERNANCE**

Your Company has practiced sound Corporate Governance and takes necessary actions at appropriate times for enhancing and meeting stakeholders’ expectations while continuing to comply with the mandatory provisions and strive to comply non-mandatory requirements of Corporate Governance. Your Company has complied with the requirements of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as issued by Securities and Exchange Board of India and as amended from time to time. Your Company has given its deliberations to provide all the information in the Board’s Report and the Corporate Governance Report as per the requirements of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as a matter of prudence and good governance.

Report on Corporate Governance Practices and the Auditors Certificate regarding compliance of conditions of Corporate Governance and certification by CEO/Whole time Director & CFO is not applicable to your Company as per regulation 15(2)(b) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

### **POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION**

Pursuant to Section 134(3) read with 178 of the Companies Act, 2013, the Nomination and Remuneration policy of the Company which lays down the criteria for determining qualifications, competencies, positive attributes and independence for appointment of Directors and Policies of the Company relating to remuneration to Directors, KMP and other employees is available on the Company's website at [https://ekennis.com/corporate\\_policies.php](https://ekennis.com/corporate_policies.php).

### **MANAGEMENT DISCUSSIONS & ANALYSIS REPORT**

Pursuant to Regulation 34 (2) (e) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, Management Discussion & Analysis Report for the year under review forms the part of this report and is marked as **Annexure – 'B'**.

### **DIRECTORS & KEY MANAGERIAL PERSONNEL (KMP)**

#### **i) Appointments/ Re-appointments :**

- a. During the year under review, the Board of Directors in its Meeting held on 22<sup>nd</sup> October, 2021 appointed **Ms. Urvashi Upadhyay** (DIN: 09366633) as an Additional (Independent) Director of the Company with immediate effect for a period of 5 years, in accordance with the provisions of Sections the provisions of Section sections 149,150,152 read with Schedule V and/or any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

The shareholder of the Company in the 2<sup>nd</sup> Annual General Meeting held on 5<sup>th</sup> November, 2021, approved appointment of **Ms. Urvashi Upadhyay** (DIN: 09366633) as Independent Director of the Company for a term of five (5) years.

- b. During the year under review, the Board of Directors in its Meeting held on 22<sup>nd</sup> October, 2021 appointed **Ms. Shilpi Sharma** (DIN:09370029) as an Additional (Independent) Director of the Company with immediate effect for a period of 5 years, in accordance with the provisions of Sections the provisions of Section sections 149,150,152 read with Schedule V and/or any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

The shareholder of the Company in the 2<sup>nd</sup> Annual General Meeting held on 5<sup>th</sup> November, 2021, approved appointment of **Ms. Shilpi Sharma** (DIN:09370029) as Independent Director of the Company for a term of five (5) years.

- c. During the year under review, the Board of Directors in its Meeting held on 4<sup>th</sup> January, 2022 appointed **Ms. Uma Chidambaram Krishnan** (DIN: 08824361) as an Additional (Independent) Director of the Company with immediate effect for a period of 5 years, in accordance with the provisions of Sections 152,160 read with Schedule V and/or any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

The shareholder of the Company in the 2<sup>nd</sup> Annual General Meeting held on 5<sup>th</sup> November, 2021, approved appointment of **Ms. Uma Chidambaram Krishnan** (DIN: 08824361) as Independent Director of the Company for a term of five (5) years.

- d. During the year under review, the Board of Directors in its Meeting held on 22<sup>nd</sup> October, 2021 appointed **Ms. Ruchita Joshi** (DIN: 09366575) as an Additional Non-Executive Director of the Company with immediate effect for a period of 5 years, in accordance with the provisions of Sections the provisions of Section sections 149,150,152 read with Schedule V and/or any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

The shareholder of the Company in the 2<sup>nd</sup> Annual General Meeting held on 5<sup>th</sup> November, 2021, approved appointment of **Ms. Ruchita Joshi** (DIN: 09366575) as Non-Executive Director of the Company.

- e. The Shareholders of the Company in Annual General Meeting held on 5<sup>th</sup> November, 2021, revised the existing terms of **Ms. Manisha Sharma** (DIN: 08377458) due to change in her designation from Director to Managing Director (designated as Key Managerial Personnel).
- f. The Board of Directors in its meeting held on 6<sup>th</sup> December, 2021 appointed **Ms. Sonali** as Company Secretary and Compliance Officer of the Company (designated as Key Managerial Personnel).
- g. The Board of Directors in its meeting held on 6<sup>th</sup> December, 2021 appointed **Mr. Tenneti Viswanadham** as the Chief Financial Officer of the Company (designated as Key Managerial Personnel).

***ii) Declaration by Independent Directors:***

The Company has received declarations from all the Independent Directors of the Company confirming that:

- a. they meet the criteria of independence as prescribed under section 149(6) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015; and
- b. they have registered their names in the Independent Directors' Databank pursuant to Sub-rule (1) and (2) of Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 and amendments thereto.

***iii) Retirement by Rotation :***

Pursuant to the provisions of Section 152(6) and other applicable provisions of the Companies Act, 2013 and Articles of Association of the Company, **Ms. Ruchita Joshi (DIN: 09366575)**, Director of the Company, retires by rotation at the ensuing Annual General Meeting and being eligible has offered for her re-appointment.

**iv) Appointment & Resignation of Whole-time Key Managerial Personnel (KMP) :**

During the year under review following were appointed as the Wholetime Key Managerial Personnel (KMP) of the Company. The KMP of the Company as on 31<sup>st</sup> March, 2022 are as follows:-

- i. Ms. Manisha Sharma– Managing Director (w.e.f. 05.11.2021)
- ii. Mr. Tenneti Viswanadham– Chief Financial Officer (w.e.f. 06.12.2021)
- iii. Ms. Sonali – Company Secretary & Compliance Officer (w.e.f. 06.12.2021)

Mr. Tenneti Viswanadham, CFO of the Company had resigned from the office of Chief Financial Officer(CFO) of the Company with effect from 14<sup>th</sup> May, 2022.

None of the Directors of the Company are disqualified as per section 164(2) of the Companies Act, 2013 and rules made thereunder or any other provisions of the Companies Act, 2013. The Directors have also made necessary disclosures to as required under provisions of section 184(1) of the Companies Act, 2013.

All members of the Board of Directors and senior management personnel affirmed compliance with the Company's Code of Conduct policy for the financial year 2021-22.

**DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to the provisions of section 134(3)(c) & 134(5) of the Companies Act, 2013, your Directors to the best of their knowledge and ability, hereby confirm that:

1. In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation related to material departures;
2. Appropriate accounting policies have been selected and applied consistently and judgements and estimates that are reasonable and prudent have been made so as to give a true and fair view of the state of affairs of the Company as at 31<sup>st</sup> March, 2022 and of the Profit of the Company for the year ended on 31<sup>st</sup> March, 2022;
3. Proper and sufficient care has been taken, for the maintenance of adequate accounting records in accordance with the provisions of this Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4. The annual accounts have been prepared on a going concern basis;
5. The Directors have laid down internal financial Controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
6. Proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

Based on the internal financial control framework, audit procedure and compliance system as established and maintained by the Company. The Board is of the opinion that the Company's internal financial controls were adequate and effective during the financial year 2021-22.



## AUDITORS AND THEIR REPORTS

### *(i) Statutory Auditors:*

**Mr. Ashish Koppa (Membership No. 229857)**, Chartered Accountants, was appointed as the Statutory Auditors of the Company at the 1<sup>st</sup> Annual General Meeting of the Company held on 31<sup>st</sup> December, 2020 for a period of 5 (five) years and would continue to hold the office of Auditors till the conclusion of the 5<sup>th</sup>AGM of the Company to be held for the Financial Year 2024-25.

Furthermore Mr. Ashish Koppa resigned w.e.f 31<sup>st</sup> October,2021 due to statutory requirement of listed companies to be audited by the firm holding a valid peer review certificate, Hence as per the SEBI regulation he would have not been eligible to be appointed as auditor post listing and so the appointment of **M/s. AY & Co. (FRN : 020829C)** with immediate effect by the Board of Directors in its meeting held on 30<sup>th</sup> October,2021, the same approved by the shareholders of the Company in its 2<sup>nd</sup> Annual General Meeting held on 5<sup>th</sup> November, 2021.

The observations, if any, made by the Statutory Auditors in their Auditors Report together with the notes to accounts, as append thereto are self-explanatory and hence does not call for any further explanation. The Auditors' Report does not contain any qualification, reservation, adverse remark or disclaimer.

During the Financial Year 2021-22, the Auditors have not reported any matter under section 143(12) of the Companies Act, 2013, therefore no detail is required to be disclosed under section 134(3)(ca) of the Companies Act, 2013.

### *(ii) Secretarial Auditor:*

**Mr. Gagan Goel (Membership No. A30824)**, Practicing Company Secretary, appointed in Board Meeting held on 27<sup>th</sup> March,2022 as the Secretarial Auditor of the Company to carry out the Secretarial Audit under the provisions of section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements), Regulations,2015 , for the F.Y. 2021-22 , he resigned as Secretarial Auditor due to extensive pre-occupation in Board Meeting held on 25<sup>th</sup> May,2022, in the same Board Meeting, **Mr. Varun Agarwal (Membership No. A53286)**, Practising Company Secretary appointed as Secretarial Auditor for the F.Y. 2021-22 . The report of the Secretarial Auditor **MR-3** for the financial year 2021-22 is enclosed as **Annexure 'C'** to this Board's Report, which is self-explanatory and hence do not call for any further explanation.

The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

### *(iii) Internal Auditors :*

**M/s. Mahata Agarwal & Associates**, Company Secretary appointed as the Internal Auditors of the Company under the provisions of section 138 of the Companies Act, 2013 for conducting the internal audit of the Company for the financial year 2021-22.

The Company has received consent letter from M/s. Mahata Agarwal & Associates, Company Secretary, for their appointment as the Internal Auditors of the Company for the financial year 2021-22 and the Board has appointed them accordingly in the Board Meeting held on 25<sup>th</sup> May,2022.

### **CORPORATE SOCIAL RESPONSIBILITY (CSR)**

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions of Section 135 of the Companies Act, 2013 are not applicable.

### **PARTICULARS OF EMPLOYEES AND MANAGERIAL REMUNERATION**

The details of remuneration of Directors, Key Managerial Personnel and employees of the Company as required under Section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 has been set out as **Annexure – D** to this Report, attached hereto.

### **DISCLOSURE AS PER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

The Company has Zero Tolerance towards sexual harassment at workplace and has adopted a Policy on Prevention of Sexual Harassment at Workplace in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and rules framed thereunder that provides a mechanism for the resolution, settlements or prosecution of acts or instances of sexual harassment at workplace and to ensure that all employees are treated with respect and dignity.

During the year under review, no Complaints with allegations of Sexual Harassment were received by the Company.

The policy on prevention of sexual harassment at workplace is also placed on the website of the Company at

[https://ekennis.com/pdf/corporate\\_policies/Policy%20on%20prevention%20of%20Sexual%20Harassment%20at%20workplace%20\(POSH\).pdf](https://ekennis.com/pdf/corporate_policies/Policy%20on%20prevention%20of%20Sexual%20Harassment%20at%20workplace%20(POSH).pdf)

### **COMPANY'S WEBSITE**

Your Company has developed and maintained its fully functional website [www.ekennis.com](http://www.ekennis.com) which has been designed to exhibit the Company's businesses up-front on the home page and all the relevant details about the Company. The site carries a comprehensive database of information of the Company including the Financial Results of your Company, Shareholding Pattern, Directors' & Corporate Profile, details of Board Committees, Corporate Policies, business activities and current affairs of your Company. All the mandatory information and disclosures as per the requirements of the Companies Act, 2013, Companies Rules, 2014 and as per Regulation 46 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and also the non-mandatory information of Investors' interest / knowledge has been duly presented on the website of the Company.

### **CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING**

Your Company has adopted the Code of conduct in terms of the SEBI (Prohibition of Insider Trading) Regulations, 1992, to regulate, monitor and report trading by designated persons towards prevention of Insider Trading. Further, in accordance with the provisions of Regulation 8 of SEBI (Prohibition of Insider Trading) Regulations, 2015, the Board of Directors of the Company has duly approved and

adopted the code of practices and procedure for fair disclosure of Un-published Price Sensitive Information and formulated the code of conduct of the Company.

The code is applicable to Directors, Employees, Designated Person and other connected persons of the Company; the aforesaid code of conduct for prevention of Insider Trading is duly placed on the Website of the Company at [https://ekennis.com/pdf/corporate\\_policies/Prohibition%20of%20Insider%20Trading%20Policy.pdf](https://ekennis.com/pdf/corporate_policies/Prohibition%20of%20Insider%20Trading%20Policy.pdf) Pursuant to the Internal Code of Conduct for Prevention of Insider Trading as framed by the Company under SEBI (Prohibition of Insider Trading) Regulations, 2015 (as amended), the trading window closure(s) are intimated in advance to all the designated person and during the said period, the Board of Directors and concerned persons are not permitted to trade in the securities of the company.

### **DETAILS OF FRAUD REPORTED BY AUDITORS**

During the year under Review, No details of fraud reported by auditors of the company under Section 143(12) of the Companies Act, 2013.

### **GREEN INITIATIVES**

In compliance with Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 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 2021-22 will also be available on the Company's website [www.ekennis.com](http://www.ekennis.com)

### **DISCLOSURES AS PER APPLICABLE ACT; LISTING AGREEMENT / SEBI (LODR) REGULATIONS, 2015**

#### **i) Related Party Transactions:**

There is no contracts or arrangements or transactions entered into during the year ended 31<sup>st</sup> March 2022, which were not at arm's length basis. The necessary disclosures regarding the transactions are given in the notes to accounts.

All transactions entered with related parties during the f.y. 2021-2022 were on an arm's length basis and were in the ordinary course of business. There have been no materially significant related party transactions with the Company's Promoters, Directors and others as defined in section 2(76) of the Companies Act, 2013 and Regulation 23 of SEBI(Listing Obligations & Disclosure Requirements) Regulations, 2015 which may have potential conflict of interest with the Company at large.

In compliance with the provisions of the Act and the SEBI Regulation 2015, each transaction as entered by the Company with its related parties is placed before the Audit Committee. A prior omnibus approval of the Audit Committee is obtained on a yearly basis for the transactions which are foreseen and repetitive in nature. The transactions pursuant to the omnibus approval so granted, is audited and a detailed quarterly statement of all RPTs is placed before the Audit Committee for its review. The policy on Related Party Transactions as approved by the Board is available on the Company's website at [https://ekennis.com/pdf/corporate\\_policies/Policy%20on%20Materiality%20of%20Related%20Party%20Transactions.pdf](https://ekennis.com/pdf/corporate_policies/Policy%20on%20Materiality%20of%20Related%20Party%20Transactions.pdf).

**ii) Number of Board Meetings:**

During the financial year ended March 31, 2022, 14 (Fourteen) Board Meetings were held 22.10.2021,30.10.2021,23.11.2021,06.12.2021,04.01.2022,07.01.2022,21.01.2022,22.01.2022, 25.01.2022,08.02.2022,10.02.2022,14.02.2022,02.03.2022,27.03.2022 .

The gap between any two consecutive meetings did not exceed one hundred and twenty days in terms of the Regulation 17(2) of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Stock Exchanges, Secretarial Standards and the provision of Companies Act, 2013.

The attendance details of each Director at the Board meetings held during their tenure is given herein below:

Sl. No.	Name of Directors	No. of meeting held	No. of meetings attended
1	Manisha Sharma	14	14
2	Ruchita Joshi	14	13
3	Urvashi Upadhyay	14	13
4	Shilpi Sharma	14	12
5	Uma Chidambaram Krishnan	14	9

**iii) Evaluation of the Board's Performance:**

During the year under review, the Board, in compliance with the Companies Act, 2013 and applicable Regulations of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, has continued to adopt formal mechanism for evaluating its performance and as well as that of its Committees and individual Directors, including the Chairman of the Board. The exercise was carried out through a structured evaluation process covering various aspects of the Boards functioning such as composition of the Board & Committees, experience & competencies, performance of specific duties & obligations, governance issues etc. Separate exercise was carried out to evaluate the performance of individual Directors including the Board, as a whole and the Chairman, who were evaluated on parameters such as their participation, contribution at the meetings and otherwise, independent judgements, safeguarding of minority shareholders interest, etc.

The evaluation of the Independent Directors was carried out by the entire Board and that of the Chairman and the Non-Independent Directors, Committees of the Board and Board as a whole were carried out by the Independent Directors in their separate meeting.

The Directors were satisfied with the evaluation results, which reflected the overall engagement of the Board and its Committees with the Company.

iv) **Composition of Audit Committee:**

The Board of Directors of the Company had duly constituted the Audit Committee on 22<sup>nd</sup> January, 2022 under the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Committee comprises of Ms. Uma Chidambaram being the Chairperson and Ms. Shilpi Sharma and Ms. Manisha Sharma being the members of the Committee as on March 31, 2022.

During the financial year ended March 31, 2022, 1 (one) Audit Committee meeting was held on 27.03.2022. The attendance details of each member at the Audit Committee meetings are given below:

Sl. No.	Name of Directors	No. of meeting held	No. of meetings attended
1.	Uma Chidambaram Krishnan	1	1
2.	Shilpi Sharma	1	0
3.	Manisha Sharma	1	1

**Recommendation by Audit Committee:**

There were no such instances where the recommendation of Audit Committee has not been accepted by the Board during the financial year under review.

v) **Vigil Mechanism Policy:**

The Company has a Vigil mechanism policy in place which enables the employees or other connected persons having interest in any transactions with the company to report any unethical or improper practices noticed in the organization. The Company strongly follows the conduct of its affairs in a fair and transparent manner by adoption of highest standards of professionalism, honesty, integrity and ethical behaviour and accordingly as per the requirement of the Companies Act, 2013 and the SEBI Listing Regulations, your Company has framed its Whistle Blower Policy to enable all the employees and the Directors to report any violation of the Code of Ethics as stipulated in the said policy, by virtue of Whistle Blower Policy, the Directors and employees of the Company are encouraged to escalate to the level of the Audit Committee any issue or concerns impacting and compromising with the interest of the Company and its stakeholders in any way. The Company is committed to adhere to highest possible standards of ethical, moral and legal business conduct and to open communication and to provide necessary safeguards for protection of Directors or employees or any other person who avails the mechanism from reprisals or victimization, for whistle blowing in good faith.

Details of establishment of the Vigil Mechanism has been uploaded on the Company's website and is available at [https://ekennis.com/pdf/corporate\\_policies/Vigil%20Mechanism%20&%20Whistler%20Blower%20Policy.pdf](https://ekennis.com/pdf/corporate_policies/Vigil%20Mechanism%20&%20Whistler%20Blower%20Policy.pdf)

**vi) Nomination & Remuneration Committee:**

The Board of Directors of the Company had duly constituted the Nomination & Remuneration Committee on 22<sup>nd</sup> January, 2022 under the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Committee comprises of Ms. Uma Chidambaram being the Chairperson and Ms. Shilpi Sharma and Ms. Ruchita Joshi being the members of the Committee as on March 31, 2022.

During the financial year ended March 31, 2022, no meeting was held .

**vii) Nomination, Remuneration and Evaluation Policy:**

The Company has laid down a Nomination, Remuneration and Evaluation Policy, in compliance with the provisions of the Companies Act, 2013 read with the Rules made therein and Regulation 19 read with Part D of Schedule II of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Listing Agreement entered with the Stock Exchanges (as amended from time to time). This Policy is formulated to provide a framework and set standards in relation to the following:

- a. Criteria for appointment and removal of Directors, Key Managerial Personnel (KMP) and Senior Management Executives of the Company.
- b. Remuneration in any form payable to the Directors, KMPs and Senior Management Executives.
- c. Evaluation of the performance of the Directors.
- d. Criteria for determining qualifications, positive attributes and independence of a Director.

The Nomination Remuneration and Evaluation Policy formulated and become effective on 22<sup>nd</sup> day of January, 2022.

**viii) Stakeholders' Relationship Committee:**

The Board of Directors of the Company had duly constituted the Stakeholder Grievance Committee on 22<sup>nd</sup> January, 2022 under the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Committee comprises of Ms. Shilpi Sharma being the Chairperson and Ms. Urvashi Upadhyay and Ms. Ruchita Joshi being the members of the Committee as on March 31, 2022.

During the financial year ended March 31, 2022, no meeting was held .

**ix) Risk Analysis:**

The Company has in place a mechanism comprising of regular audits and checks to inform the Board members about the Risk assessment and mitigation plans and periodical reviews to ensure that the critical risks are controlled by the executive management. Major risks identified are systematically addressed through risk mitigation actions on a continuing basis.

**x) Internal Financial Control :**

The Company has an adequate system of internal control in place. It has documented policies and procedure covering all financial and operating functions. These controls have been designed to provide a reasonable assurance with regards to maintaining of proper accounting control for ensuring reliability of financial reporting, monitoring of operation and protecting assets from unauthorised use or losses, compliance with regulation. The Company has continued its efforts to align all its processes and control with global best practices.

**xi) Disclosure Relating To Material Variations:**

As per Regulation 32(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, there are no significant material variances noted in the Company.

**xii) Loans, Guarantees and Investments:**

During the year under review, your Company has not been investing and deploying its surplus funds in Securities which were within the overall limit of the amount and within the powers of the Board as applicable to the Company in terms of section 179 and 186 of the Companies Act, 2013, so there is no particulars of all such loans, guarantees and investments to be entered in the register maintained by the Company for the purpose.

**xiii) Material changes and commitment if any affecting the financial position of the company occurred between the end of the financial year to which this financial statement relate and the date of the report**

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statement relate on the date of this report.

**xiv) Subsidiaries, Associates or Joint Ventures:**

The Company is not having any Subsidiary or Joint Venture so the requirement pursuant to Section 129(3) of the company Act,2013 read with the Rule 5 of the Companies (Accounts) Rules,2014 is not applicable on the Company .

**xv) Cost Records:**

The Central Government has not specified maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of Company's services. Accordingly, the provisions of clause 3(vi) of the Order are not applicable.

**xvi) Internal Complaint Committee:**

The Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.



**SECRETARIAL STANDARDS**

Secretarial Standards, i.e. SS-I, SS-II and SS-III relating to ‘Meetings of the Board of Directors’, ‘General Meetings’ and ‘Dividend’ respectively, to the extent as applicable have been duly followed by the Company.

**INDUSTRIAL RELATIONS**

The industrial relation during the year 2021-22 had been cordial. The Directors take on record the dedicated support received from its agents, dealers, suppliers and significant efforts made by the Officers, Staff and Workers towards the progress of the Company.

**SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY’S OPERATIONS IN FUTURE**

There have been no significant & material orders passed by Regulators / Courts / Tribunals impacting going concern status and Company’s operations in future.

**ACKNOWLEDGEMENT**

Your Directors would like to express their grateful appreciation for the contribution made and support provided to the Company by all the employees at its various divisions, for the assistance and co-operation received from the Financial Institutions, Banks, Government Authorities, Shareholders and all other stakeholders during the year under review. Your Directors wish to place on record their deep sense of appreciation to all the employees for their committed services, exemplary professionalism and enthusiastic contribution during the year.

Your Directors also deeply regret the loss of life caused due to the unfortunate outbreak of COVID-19 and are grateful to every person who struggled and risked their lives and safety to fight the ongoing pandemic.

**Registered Office:**

2nd Floor, Concord Anthuriums, Neeladri  
Road No. 49,50,51, Dodathogur Vill,  
Electronic City, Bangalore -560100, India.

**By Order of Board of Directors  
For Ekennis Software Service Limited**

Sd/

**Manisha Sharma**  
**Chairman & Managing Director**  
**DIN: 08377458**

Sd/-

**Ruchita Joshi**  
**Director**  
**DIN: 09366575**

**Date: 07.07.2022**

## Annexure 'A'-to Directors Report

### Particulars pursuant to the provisions of Section 134 (3) (m) of the Companies Act, 2013 and rule 8(3) of the Companies (Accounts) Rules, 2014:

#### **A) Conservation of Energy**

##### **(i) Steps taken or impact on conservation of energy**

The conservation of energy is a continuous process for the Company and towards this endeavour; the company has taken various initiatives which are as under:

- Up gradation and modernization of equipment based on fuel or power efficiency.
- Maintenance and overhauls of generators to achieve a high unit per litre delivery.
- Monitoring the maximum demand and power load factor on daily basis.
- Installation of power capacitors for efficient utilization of available power.
- Optimum power factor is being maintained to avoid surcharge on power factor as well as to get maximum rebate on electricity consumption bills.
- Condensed Bulbs is gradually replaced with LED Bulbs to reduce the energy consumption.

##### **(ii) Steps taken by the Company for utilizing alternate sources of energy**

The Company is committed to conserve energy at its various levels and has explored possibilities to exploit alternate source of energy as well. The company is steadily progressing in this endeavour and is hopeful that improvements will be made going forward.

##### **(iii) Capital investment on energy conservation equipment**

Not ascertainable.

#### **B) Technology Absorption**

##### **(i) Efforts, in brief, made towards technology**

The Company undertakes regular efforts to upgrade and modernize its equipments through adoption of improved technology.

Managerial staffs often attend seminars and training program for quality improvement in their respective fields.

The Company conducts various workshop and interactive group discussions regularly duly complimented by efficient training of staff with specific approach towards development of efficiency.

(ii) ***Benefits derived like product improvement, cost reduction, product development or import substitution***

The adoption of improved technology, regular up-gradation, modernization of equipments, conducting various workshops and implementation of organic technologies help in improving the quality of services delivered to end customers.

**Foreign Exchange Earnings And Outgo**

Earnings	Nil
Outgo	Nil

**Registered Office:**

2nd Floor, Concord Anthuriums, Neeladri  
Road No. 49,50,51, Dodathogur Vill,  
Electronic City, Bangalore -560100, India.

**By Order of Board of Directors  
For Ekennis Software Service Limited**

Sd/

Sd/-

**Manisha Sharma**  
**Chairman & Managing Director**  
DIN: 08377458

**Ruchita Joshi**  
**Director**  
DIN: 09366575

**Date: 07.07.2022**

## **Annexure 'B'-to Directors Report**

### **MANAGEMENT DISCUSSION AND ANALYSIS**

#### **1. INDUSTRY STRUCTURE AND DEVELOPMENTS –**

Printing and Print-Packaging industry in India is growing, people are taking keen interest in this key industry now. There are more than 36 printing institutes some of these giving even post-graduate education. Every year more than 3500 new printing engineering graduates joins the industry, while still much more get on the spot training in the print shops. Printing especially Packaging printing is now one of the industry. It is said that since 1989 the growth of the Printing coupled with Packaging Printing industry is over 14%.

3D printing, also known as additive printing, is an industry that continues to innovate and grow, offering a multitude of opportunities for the aspiring entrepreneur to print designs on demand. This technology-driven discipline utilizes computer aided design (CAD) and a specialty printer to create detailed solid (3D) objects, primarily using thermoplastics and a growing list of materials, through a sophisticated layering method that allows items of any shape or size to be created with precision.

3D printing is environmentally efficient, known for producing zero waste, and it is a lower cost option than traditional manufacturing. It is expected that by 2025, the global 3D printing and services market will reach \$50 billion.

Ekennis's business model is optimistic on this progress in Printing Market and we look forward for continuous development on this front.

#### **2. OPPORTUNITIES AND THREATS –**

The print industry is rapidly changing. Economic pressures, new working requirements and changes in print buyer demands are reshaping the space in which print providers operate. Data security is an extremely hot topic for print providers, there are many opportunities to improve security with software solutions that make it possible to obfuscate content, encrypt data and align to an IT department's strategy for defending against ransomware and other cyber attacks. The right solution will offer highly secure print file transfer capabilities as well as data redaction, obfuscation, and appropriate levels of encryption from the print management solution to the printer itself.

With growing awareness on Printing quality & demand from customer, there is great opportunity for meeting the Client's expectation by delivering meticulous services on each front and if we continue to upgrade on each service front, we can always be their first choice for business. The same is reflected in our portfolio of clients dominated by repeat clients.

### 3. **OUTLOOK**

The company's initiatives in strengthening brand recall, digital connect with consumers and retailers and widening our number of outsourcing agencies, facilitated by implementing 'work from home', resulted in enhanced agility. We are optimistic that the effect of the Covid-19 will recede gradually and the consumer sentiment and preference will return, strengthening our company's prospects.

### 4. **VALUE CREATION: -**

**Net worth** of the company increased by Rs.318.73 lacs to Rs.437.18 lacs as at March 31, 2022 from Rs.118.45 Lacs as at March 31, 2021.

### 5. **EKENNIS'S FINANCIAL PERFORMANCE**

#### a) *Analysis of Statement of Profit and Loss*

- **Total income:** Total income of the Company stood at INR 474.61 Lakhs in FY 2021-22, increasing by 1.27% compared to INR 468.67 Lakhs in FY 2020-21.
- **Operating profit:** Operating profit or EBITDA stood at INR 130.22 Lakhs during the FY 2021-22 as compared to INR 136.28 Lakhs in previous year 2020-21, down by INR 6.06 Lakhs .
- **Depreciation:** Depreciation for the year under review stood at INR 7.44 Lakhs as compared to INR 5.81 Lakhs in the previous year, up by INR 1.63 Lakhs .
- **Finance costs:** Finance costs for the year under review reduced from INR 2.95 Lakhs to INR 1.98 Lakhs .
- **Other Income:** Other Income for the year under review stood at INR 7.42 Lakhs as against INR 2.78 Lakhs in FY 2020-21.
- **Net profit:** Net profit for the year under review stood at INR 108.74 Lakhs compared to INR 91.62 Lakhs in FY 2020-21 .

#### b) *Analysis of Balance Sheet*

- **Net worth:** The net worth of the Company stood at INR 437.18 Lakhs as on 31 March, 2022, compared to INR 118.45 Lakhs as on 31 March, 2021. The net worth comprised paid-up equity share capital amounting to INR 140 Lakhs as on 31 March, 2022, (14,00,000 Equity shares of INR 10, each fully paid up). The Company's Other Equity for the year stood at INR 297.18 Lakhs .
- **Loan profile:** The total Long term Borrowings of the Company stood NIL for the year under review and for the previous year it stood at INR 13.16 Lakhs .

- **Total assets:** Total assets of the Company increased to INR 449.44 Lakhs in FY 2021-22 compared with INR 172.13 Lakhs in FY 2020-21, an increase of 277.31 Lakhs.
- **Inventories:** Inventories stood at INR 6.00 lakhs during the year under review as compared to INR 3.11 Lakhs in FY 2020-21. Inventories comprised raw materials and consumables.
- **Total loans and deposits:** Total loans and deposits amounted to NIL.
- **Current liabilities:** Current liabilities stood at INR 104.56 Lakhs comprising short-term borrowings of INR 19.56 Lakhs and trade payables of INR 7.86 Lakhs and Other current Liabilities Rs.50.55 Lakhs and Short Term Provisions of INR 26.59 Lakhs .

## 6. **RISKS AND MITIGATIONS**

### **Competition risk**

Competitive risk is the chance that competitive forces could prevent the Company from achieving its goal on account of declining revenues or margins.

Mitigation: The Company's innovation has established the Ekennis brand synonymous with superior Service quality and affordability. The Company knows its competitors and its customers, and with differentiated Services and marketing strategies mitigates this risk to a greater extent.

### **Technology risk**

This risk includes a disruption of Company's business due to operational inefficiencies in existing technologies and IT processes.

Mitigation: The Company emphasizes on the analysis of security threats and their impact using the latest technologies which are periodically upgraded.

### **Market risk**

Market risk is the risk of losses in positions arising from movements in market prices.

Mitigation: The Director of the Company are vigilant on roles and responsibilities in understanding the movements and market situations.

### **Workforce risk**

Workforce risks can arise from issues such as critical skill shortages, increasing staff attrition or significant workforce retirement.

Mitigation: The Company trains its employees and ensures best HR practices, while carrying out improvements and rewards to attract and retain the best talent in the industry.

### **Policy risk**

Policy risk concerns the possibility that national governments — acting in their sovereign capacity — amend policy environments in ways that adversely impacts the financial stability of the Company

Mitigation: The Company is proactive in monitoring and abiding by policies in a timely manner.

**Supply chain risk**

Supply chain risks include logistical, economic, political, cultural, competitive and infrastructural concerns.

Mitigation: The Company is continuously working on a comprehensive management strategy to counter supply chain disruptions through a holistic approach. By diversifying its supplier, including partners in risk planning, the Company expects to moderate risk factor.

**Compliance risk**

Compliance risk captures the legal and financial penalties for failing to act under internal and external regulations and legislature .

Mitigation: The Company is well aware of the legal , financial, reputational, and business impact due to non-compliance. By investing in one well rounded system and continuous monitoring, this risk is mitigated to a great extent .

**Safety Risk**

Safety risk, within the context of occupational health, relates to an assessment of hazards that can lead to the harm, injury, death, or illness of a worker in a determined workplace

Mitigation: The Company has identified and evaluated options for controlling hazards, using a ‘hierarchy of controls’. The Company evaluates the effectiveness of existing controls to determine whether they continue to provide protection, or whether different controls may be more effective, review new technologies for their potential to be more protective and more reliable.

**7. ENTRY/EXIT OF KEY MANAGERIAL PERSONNEL AND OVERALL EMPLOYMENT STATUS OF THE COMPANY**

The organisation continued its endeavour of attracting & retaining best-in-class talent through multiple talent engagement initiatives. The culture of supporting our human resource in tough times was put to test this year during uncertain times & company can retained its original values of “**INVEST IN HUMAN**” throughout the challenging times. Company also conducted reviews with all employees to assess their opinions & take them on board for future policy framework.

**8. SEGMENT-WISE PERFORMANCE**

The Company at present is engaged in the IT Services & Printing Services which constitutes a two business segment. In view of above, primary and secondary reporting disclosures for business/ geographical segment as envisaged in AS –17, Printing Segment is not reportable segment as the same does not fulfill the criteria for separate disclosure.

**9. HEALTH AND SAFETY**

Ekennis being an employee-centric Company, increasingly focuses on health and safety of its employees. The Company provides an accident-free environment. It believes that proper attention to employee’s safety and well-being enhances employee morale, boosting productivity and reducing attrition at all levels, resulting in world-class health and safety standards.



**10. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The internal control system is an integral part of the general organizational structure of the Company. The system is highly structured and totally in sync with the size and nature of its business. This process is aimed at pursuing the values of both procedural and substantial fairness, transparency and accountability. The internal control system is basically a set of rules, regulations, policies which allows enhanced monitoring. The organisation is appropriately staffed with qualified and experienced personnel for implementing and monitoring the internal control environment.

**11. DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE**

Statements in the management discussion and analysis describing the Company's objectives, projections, estimates, expectations may be "forward-looking statement" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include among others, economic conditions affecting demand/supply and price conditions in the domestic markets in which the Company operates, changes in the Government Regulations, tax laws and other statutes and incidental factors.

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

S. No.	Particular	Numerator	March 31, 2022	March 31, 2021	Reason for Movements
		Denominator			
(a)	Current Ratio	Current Assets	4.30	2.13	During the period ended on March 31, 2022, company has come up with Initial Public Offer on 07.03.2022 & the same is not utilized upto the end of reporting period & the same is lying as Cash & Cash Equivalents, so that Current assets has been significantly increased
		Current Liabilities			

(b)	Debt-Equity Ratio	Debt	0.04	0.11	During the Current Year company has came up with IPO due to which Capital base is significantly increased, due to which this ratio seems on lower side.
		Equity			
(c)	Return on Equity Ratio	Profit After Tax	39.14%	126.12%	During the Current Year company has came up with IPO due to which Capital base is significantly increased, due to which this ratio seems on lower side as compare to previous year
		Average Shareholders Equity			
(e)	Trade Receivables turnover ratio (in times)	Net Credit Sales	9.38	11.53	Reason for Movement is not required since movement is not more than 25%
		Average Trade Receivables			
(f)	Trade payables turnover ratio (in times)	Purchase of Services & Other Expenses	2.43	1.24	The Credit period allowed by creditors has increased during the current year, so that this ratio is increased
(g)	Net capital turnover ratio (in times)	Turnover	1.35	5.11	During the period ended on March 31, 2022, company has came up with Initial Public Offer on 07.03.2022 & the same has not contributed into turnover of the company but at the same time working capital is
		Working Capital			

					increased, so that this ratio seems lower side as compare to previous year.
(h)	Net profit ratio	Profit After Tax	23.27%	19.66%	Reason for Movement is not required since movement is not more than 25%
		Total Sales			
(i)	Return on Capital employed	Operating Profit	28.08%	99.14%	During the period ended on March 31, 2022, company has came up with Initial Public Offer on 07.03.2022 & the same has not contributed into turnover as well as profitability of the company but at the same time total capital employed is increased, so that this ratio seems lower side as compare to previous year.
		Total Capital Employed			
(j)	Return on investment.	Profit After Tax	91.80%	341.43%	During the period ended on March 31, 2022, company has came up with Initial Public Offer on 07.03.2022 & the same has not contributed into turnover as well as profitability of the company but at the same time total capital base is increased, so that this ratio seems lower side as compare to previous year.
		Initial Value of Investments			

**13. CAUTIONARY STATEMENT**

The Management discussion and analysis report containing your Company's objectives, projections, estimates and expectation may constitute certain statements, which are forward looking within the meaning of applicable laws and regulations. The statements in this Management Discussion and Analysis Report could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operation include raw material availability and prices, cyclical demand and pricing in the Company's principal markets, changes in the governmental regulations, tax regimes, forex markets, economic developments within India and the countries with which the Company conducts business and other incidental factors.

**14. DISCLOSURE OF ACCOUNTING TREATMENT**

The Company has followed the same Accounting treatment as prescribed in the relevant Accounting Standards while preparing the Financial Statements.

**VARUN AGARWAL**  
*Practicing Company Secretary*

Office Address: 6, Lyons Range,  
Room No-17, Kolkata- 700001  
Phone No: 8100481166/ 9903262082  
Email Id: varun.7048@gmail.com

**Annexure 'C'-to Directors Report**

**Form-MR-3**

**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED ON 31<sup>ST</sup> MARCH, 2022**

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

To  
The Members  
Ekennis Software Service Limited  
2<sup>nd</sup> Floor, Concord Anthuriums, Neeladri Road,  
No. 49, 50, 51, Dodathogur Vill, Electronic City,  
Bangalore- 560100

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

Based on my verification of the 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, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on **31<sup>st</sup> March, 2022**, has 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:

I have examined the books, papers; minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31<sup>st</sup> March, 2022, **to the extent Acts / provisions of the Acts applicable**, 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'), to the extent applicable:-
- The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  - The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
  - The Securities and Exchange Board of India (Issue and Listing of Debt Securities and Sweat Equity) Regulations, 2021;
  - 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;
  - The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
  - The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; and
  - The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**I further report that,** having regards to compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test check basis and on representation made by the Company and its officers for compliances under other applicable Acts, laws and Regulations to the Company, the Company in addition to applicable general manufacturing laws has complied with the law specifically applicable to the Company.

I 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 the Bombay 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.

**I 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 including a Woman Director. No changes in the composition of the Board of Directors took place during the period under review. 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.

All decisions at Board Meetings and Committee Meetings were carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be. None of the Directors in any meeting dissented on any resolution and hence there was no instance of recording any dissenting member's view in the minutes.

**I 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.

**I further report that** during the audit period the Company has no reportable specific events, actions having a major bearing on the Company's affairs in pursuance of the laws, regulations, guidelines, standards, etc. referred to above except the following:

- *The Company had offered to the public 4,00,000 equity shares of face value of Rs.10 each ("Equity Shares") for cash at a price of Rs.72 per equity share (including a premium of Rs.62 per equity share) aggregating up Rs.2.88 crores.*
- *The equity shares of Company were listed on SME platform of BSE Limited in the list of "MT" Group Securities with effect from 7<sup>th</sup> March, 2022.*

Sd/-  
**Varun Agarwal**  
**Practicing Company Secretary**

**Place: Kolkata**  
**Date: 7<sup>th</sup> July, 2022**

**Membership No.: 53286**  
**Certificate of Practice No.: 24756**  
**UDIN: A053286D000579218**



### Annexure 'D'-to Directors Report

- **DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**

A. The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2021-22 and the ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2021-22 are as under:

Sl. No.	Name of Director/ KMP and Designation	Remuneration of Director / KMP for financial year 2021-22	% increase in Remuneration in the financial year 2021-22	Ratio of remuneration of each Director/ to median remuneration of employees
1	Sonali Company Secretary*	1,24,000	NIL	0.59:1
2	Ruchita Joshi Non-Executive Director**	2,03,500	NIL	0.97:1
3	Tenneti Viswanadham Chief Financial Officer*	2,16,136	NIL	1.03:1
4	Manisha Sharma Managing Director**	12,34,839	NIL	5.89:1

\*Appointed w.e.f. December, 2021

\*\*Appointed w.e.f. October,2021

\*\*Appointed as Managing Director w.e.f. November,2021.

- i) No other Director as disclosed above received any remuneration during the financial year 2021-22.
- ii) The median remuneration of employees of the Company during the financial year was ₹2.09 Lacs;
- iii) There were 56 permanent employees on the rolls of Company as on March 31, 2022;
- iv) Average percentage increase made in the salaries of the employees other than the managerial personnel in the financial year 2021-22 was 2.84%.
- v) It is hereby affirmed that the remuneration paid during the year ended 31<sup>st</sup> March, 2022 is as per the Remuneration Policy of the Company.

• **STATEMENT PURSUANT TO RULE 5(2) & 5(3) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014:**

**LIST OF TOP TEN EMPLOYEES IN TERMS OF REMUNERATION DRAWN:**

Name of Employees	Designation of the employee	Remuneration drawn during the financial year 2021-22 (Rs. in Lakh)	Qualifications and experience	Date of commencement of employment	Age	Last employment held before joining the Company	% of equity shares held in the Company	Whether relative of any Director or Manager of the Company and if so, name of such Director or Manager
Manisha Sharma	Managing Director	17.78	MA (5yrs)	28.02.2022	39	-	N.A.	No
Tharun Kumar R	Sr.Oracle Consultant	10.15	MCA (7 yrs)	27.12.2018	38	Nalashaa Solutions India Pvt.Ltd.	N.A.	No
Shaiksha Valli Kottala	Sr.SAP Consultant	9.83	B.SC (5 yrs)	19.04.2019	36	Robert Bosch Engineering And Business Solutions Private Limited	N.A.	No
Avula Aruna	Sr.SAP Consultant	9.02	MBA (4 yrs)	30.05.2019	35	Rain Industries Limited	N.A.	No
Naguru Santosh Kumar	Sr.SAP Consultant	8.90	BS- (4yrs)	04.07.2018	36	Robert Bosch Engineering And Business Solutions Private Limited	N.A.	No
Balakrishna Reddy Dugga	Sr.SAP Consultant	8.67	MBA- (5yrs)	14.06.2019	41	Magna Infotech	N.A.	No
Chandra Mouli	Sr.SAP Consultant	8.63	BE- (5 yrs)	07.04.2021	40	Robert Bosch Engineering And Business Solutions Private Limited	N.A.	No

Vaney Prasad K.	Sr.SAP Consultant	8.57	MBA-(6 yrs)	31-05-2021	43	Robert Bosch Engineering And Business Solutions Private Limited	N.A.	No
Hemadri Madupoori	Sr.SAP Consultant	8.10	MCA-(7yrs)	28.06.2018	35	Robert Bosch Engineering And Business Solutions Private Limited	N.A.	No
Mahesh Mandalapu	Sr.SAP Consultant	7.92	MBA-(6 yrs)	03.12.2018	43	Artech	N.A.	No

• **List of employees drawing a remuneration not less than Rs. 102.00 Lakh per annum or Rs. 8.50 Lakh per month, if employed for part of the year:**

No employee in the Company has drawn remuneration falling under this category.

- There is no employee in employment throughout the financial year or part thereof, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the Managing Director or Whole-time Director or Manager and holds by himself or along with his spouse and dependent children, not less than two per cent of the equity shares of the Company.
- There is no employee posted and working outside India not being directors or their relatives, drawing more than sixty lakhs rupees per financial year or five lakhs rupees per month

**Registered Office:**

2nd Floor, Concord Anthuriums, Neeladri  
Road No. 49,50,51, Dodathogur Vill,  
Electronic City, Bangalore -560100, India.

**By Order of Board of Directors  
For Ekennis Software Service Limited**

Sd/

Sd/-

**Manisha Sharma**  
Chairman & Managing Director  
DIN: 08377458

**Ruchita Joshi**  
Director  
DIN:09366575

**Date: 07.07.2022**

**Other Annexure - to Directors Report****Declaration for Compliance with the Code of Conduct of the Regulation 26(3) read with Schedule V of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

I, Manisha Sharma, Managing Director of M/s. Ekennis Software Service Limited declare that as of 31<sup>st</sup> March, 2022, all the Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct of the Company.

**Place: Bangalore**

**Date : 25.05.2022**

**For Ekennis software Service Limited**

**Sd/-**

Manisha Sharma

**Chairman & Managing Director**

**DIN: 08377458**

**Other Annexure - to Directors Report**

**CEO CERTIFICATION**

**To,**  
**The Board of Directors,**  
**Ekennis Software Service Limited**  
 2nd Floor, Concord Anthuriums, Neeladri Road  
 No. 49,50,51, Dodathogur Vill, Electronic City,  
**Bangalore- 560100**

**Dear Madam(s),**

**Reg : Certificate of Compliance under Regulation 33(2)(a) & 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 33(2)(a) & 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I, Manisha Sharma, Managing Director and Chairman of M/s. Ekennis Software Service Limited hereby certify that :-

- A. We have reviewed the financial statements and the cash flow statement for the financial year 2021-22 ( hereinafter referred to as ‘Year’) and to the best of our knowledge and belief-
- i. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - ii. These statements together present a true and fair view of the Company’s affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year 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 the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the Auditors and the Audit Committee:
- i) significant changes in internal control over financial reporting during the year;
  - ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements ; and
  - iii) that we have not come across any instances of significant fraud and the involvement therein of the management or an employee having significant role in the Company’s internal control system over financial reporting.

**For Ekennis software Service Limited**

**Sd/-**

**Manisha Sharma**

**Chairman & Managing Director**

**Place : Bangalore**

**Date : 25.05.2022**

**DIN: 08377458**

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS**

### **TO THE MEMBERS OF EKENNIS SOFTWARE SERVICE LIMITED**

#### **OPINION**

We have audited the accompanying Financial Statements of **EKENNIS SOFTWARE SERVICE LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss for the year ended on March 31, 2022, the Statement Cash flow statement for the year ended & and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under Section 133 of the Act & other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, its Profit/(loss) and its cash flows for the year ended on that date.

#### **BASIS FOR OPINION**

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

#### **KEY AUDIT MATTERS**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined the matters described below to be the key audit matters to be communicated in our report.

S.No.	Key Audit Matter
1.	<p><b>Cash, Cash Equivalent, Bank Balance and Fixed Deposit:</b> Cash, cash equivalent, Bank Balance and fixed deposit consist of cash in hand, Balance with bank in current accounts and term deposit (current and non-current). We focused on this area as it is material to the financial statements and area of significant risk for our audit as it requires considerable time and resource to audit due to its magnitude, it is considered to be a key audit matter. The Company's disclosure about cash, cash equivalent and other financial assets are included in Note 2.14 of the financial statements</p> <p>The company operates in India and is subject to periodic challenges by local tax authorities on a range of tax matters during the normal course of business including direct taxes, indirect taxes matter.</p>

	<p>These involve significant management judgement to determine the possible outcome of the tax litigations</p>
	<p><b>Auditor Response to key Audit Matter:</b></p> <p>Principal Audit Procedures:</p> <p><b>Balance with Bank in Current Account</b>  We have obtained list of various bank accounts maintained by Company along with their usages, type and closing balance as appearing in the books as of the reporting date. We reconciled the Bank balances to bank confirmations and items of reconciliation as appearing in the books of accounts.</p> <p><b>Cash in Hand:</b>  Cash in Hand on the reporting date is not material having regard to the size of the company, so that we have sought physical cash verification report conducted by management. We have also independently verified on sample basis during our audit period and the reconciliation has been carried out.</p> <p><b>Term Deposit:</b></p> <p>We have obtained list of Fixed deposit opened by Company and lying in the Bank as on the reporting date. We have verified Balance appearing in the Books to the Bank Balance confirmation provided by management to us.</p> <p>We have also verified interest income against these Fixed deposit booked by the Company with the statement of fixed deposit provided to us during the audit period. We have sought from the Bank for the Fixed deposit which are lien against Bank Overdraft.</p> <p>Our audit procedures included review of the classification of the cash, cash equivalent and other financial assets and any restriction on the use of the cash and cash equivalent.</p> <p><b>Conclusion:</b>  We found the key judgement and assumptions used by management in recognizing the cash &amp; cash equivalents to be supportable based on the available evidence.</p>

## INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON.

The company's board is responsible for the preparation of the other information. The other information comprises the information included Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report but does not include the Financial Statements and our Auditor's report thereon.

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

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

If, based on the work we have performed, 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 FINANCIAL STATEMENTS**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Financial Statements to give a true and fair view of the financial position, financial performance, & cash flows of the Company in accordance with accounting standard & accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

The board of directors are responsible for overseeing the company's financial reporting process.

## **AUDITOR'S RESPONSIBILITY FOR THE AUDIT OF FINANCIAL STATEMENTS**

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

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

- identify and assess the risks of material misstatements of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

## **REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS**

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 Balance Sheet, the Statement of Profit and Loss & Cash Flow Statement dealt with by this Report are in agreement with the books of account;

- d) In our opinion, the aforesaid financial statements comply with the accounting standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
- e) On the basis of the written representations received from the directors as on March 31, 2022, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022, from being appointed as a director in terms of Section 164 (2) of the Act;
- f) With respect to the adequacy of internal financial control over financial reporting of the company & the operating effectiveness of such controls, refer to our separate report in Annexure “A”. 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 other matters to be included in the Auditor’s Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

- h) With respect to other matters to be included in the Auditor’s Report in accordance with Rule 11 of the companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanation given to us:
  - (i) The Company has disclosed the impact of pending litigations on its financial position in its financial statements.
  - (ii) The Company has made provision, as at March 31, 2022 as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
  - (iii) The Company is not liable to transfer any amounts, to the Investor Education and Protection Fund during the year ended March 31, 2022.
  - (iv) a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
  - (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- (v) The company has not declared and paid any dividend during the year 2021-22 .
2. As required by the Companies (Auditor's Report) Order, 2020 (the "Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

**For A Y & Company**  
Chartered Accountants  
FRN : 020829C

Sd/-

Yashika Gianchandani  
Partner  
M.NO. : 420219  
**UDIN : 22420219AJOHCW9603**

Place : Bengaluru  
Date : 25.05.2022

## **ANNEXURE “A” TO THE AUDITOR’S REPORT**

### **Report on the Internal Financial Control under clause (i) of sub section 3 of Section 143 of companies Act , 2013 (‘The Act’)**

We have audited the internal financial control over financial reporting of Ekennis Software Service Limited (‘the company’) as of 31st March, 2022 in conjunction with our audit of the financial statement of the company for the year ended on that date.

#### **Management 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 Control over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditors’ Responsibility**

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”) issued by ICAI and the standards on auditing prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

## Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

## Inherent Limitations of Internal Financial Controls over Financial Reporting

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

## Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, 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 Control Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **A Y & Company**  
Chartered Accountants  
FRN : 020829C

Yashika Gianchandani  
Partner  
M.NO. : 420219  
**UDIN : 22420219AJOHWCW9603**  
Place : Bengaluru  
Date : 25.05.2022

**ANNEXURE “B” TO THE AUDITOR’S REPORT**

**Referred to in Paragraph 2 Under “Report on Other Legal and Regulatory Requirements” of Our Report to the member of Ekennis Software Service Limited of Even Date**

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

- 1) In respect of the Company’s Property, Plant and Equipment and Intangible Assets:
  - a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;  
  
(B) The Company has maintained proper records showing full particulars of intangible assets.
  - (b) The Company has a program of physical verification of Property, Plant and Equipment so to cover all the assets once every three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain Property, Plant and Equipment were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
  - (c) The title deeds of immovable properties are held in the name of the company.
  - (d) The company has not revalued its Property, Plant & Equipment (including Right of use assets) or intangible assets during the year
  - (e) No proceeding have been initiated or are pending against the company as at March 31, 2022 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- 2)
  - (a) The inventories, except goods-in-transit and stocks lying with third parties, have been physically verified by the management during the year. In our opinion and based on information and explanations given to us, the coverage and procedure of such verification by the management is appropriate having regard to the size of the Company and the nature of its operations. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories.
  - b) The Company has not been sanctioned working capital limits in excess of ₹ 5 crore, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.

- 3) In our opinion the investments made by the company are prima facie, not prejudicial to the interest of the company. Further the company has not, provided any guarantee or security, granted any loans or advances in the nature of loans , secured or unsecured to companies, firms, LLP or other parties covered in register maintained under section 189 of the companies act 2013. Hence the question of reporting such loans are not prejudicial to the company's interest or whether the receipt of the principal amount and interest are regular and whether reasonable steps for recovery of overdues of such loan are taken, does not arise.
- 4) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of loans, investments, guarantees, and security.
- 5) The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.
- 6) As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 for the business activities carried out by the Company. Hence, reporting under clause (vi) of the Order is not applicable to the Company.
- 7) (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Goods & Service Tax, Duty of Customs, Cess and any other statutory dues with the appropriate authorities and no statutory dues were outstanding as at 31<sup>st</sup> March, 2022 for a period of more than six months from the date they became payable except as followings:  
  
(b) According to the information and explanation given to us, there are no dues of income tax, Goods & service tax & duty of customs outstanding on account of any dispute.
- 8) There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- 9)
  - a) In our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.
  - b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
  - c) The Company has not taken any term loan during the year and there are no outstanding term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
  - d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.



- e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.
  - f) The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.
- 10) a) Money raised during the year by the company by way of initial public offer is yet to be utilized since company has received the IPO Proceeds in the last month of Financial year.
- b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.
- 11) a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- b) No report under sub section (12) of section 143 of the companies act has been filed in Form ADT-4 as prescribed under rule 13 of companies (Audit and Auditors) Rules, 2014 with the central Government during the year and upto the date of this report..
- c) We have taken into consideration the whistle blower complaints received by the Company during the year (and upto the date of this report), while determining the nature, timing and extent of our audit procedures.
- 12) The Company is not a Nidhi Company. Therefore, the provisions of clause 3 (xii) of the Order are not applicable to the Company.
- 13) In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- 14) a) In our opinion the company has an internal audit system commensurate with the size and nature of its business.
- b) The Company has not appointed Internal Auditor for financial year 2021-22 till signing of this report.
- 15) In our opinion during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors. and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- 16) (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.
- (b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- 17) The company has not incurred cash losses in the financial year and in the immediately

preceding financial year.

- 18) During the year under review, there has been resignation of statutory auditors during the year & there were no issues, objections or concerns raised by the outgoing auditors which needed consideration by us.
- 19) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- 20) There are no unspent amounts towards Corporate Social Responsibility (CSR) requiring a transfer to a Fund specified in Schedule VII to the Companies Act in compliance with second proviso to sub-section (5) of Section 135 of the said Act. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable for the year.
- 21) The reporting under Clause 3(xxi) of the Order is not applicable in respect of audit of financial statements. Accordingly, no comment in respect of the said clause has been included in this report.

**For A Y & Company**  
Chartered Accountants  
FRN : 020829C

Sd/-

Yashika Gianchandani  
Partner  
M.NO. : 420219  
**UDIN : 22420219AJOHWCW9603**  
Place : Bengaluru  
Date : 25.05.2022

**EKENNIS SOFTWARE SERVICE LIMITED***Balance sheet as at March 31, 2022*

CIN No: U72900KA2019PLC122003

Particular	Notes	31st March, 2022 (Amount in Lakhs)	31st March, 2021 (Amount in Lakhs)
<b>I. Equity and Liabilities</b>			
<b>Shareholders Fund</b>			
Share Capital	2.1	140.00	5.00
Reserves & Surplus	2.2	297.18	113.45
		<b>437.18</b>	<b>118.45</b>
<b>Share Application Money Pending Allotment</b>		-	-
<b>Non-current liabilities</b>			
Long Term Borrowings	2.3	-	13.16
Long Term Provisions	2.4	14.19	8.88
Other Long Term Liabilities		-	-
		<b>14.19</b>	<b>22.03</b>
<b>Current liabilities</b>			
Short Term Borrowings	2.5	19.56	-
Trade payables			
(a) total outstanding dues of micro and small enterprises	2.6	-	-
(b) total outstanding dues other than micro and small enterprises	2.6	7.86	26.61
Other current liabilities	2.7	50.55	49.63
Short term Provisions	2.8	26.59	4.74
		<b>104.56</b>	<b>80.97</b>
<b>Total</b>		<b>555.92</b>	<b>221.46</b>
<b>II. Assets</b>			
<b>Non-current assets</b>			
<b>Fixed assets</b>			
Property, Plant & Equipments	2.9	78.21	38.47
Intangible Assets	2.9	0.17	-
Capital WIP		-	-
Non Current Investments		-	-
Long Term Loans & Advances		-	-
Other Non Current Assets	2.10	8.11	5.06
Deferred Tax Assets (Net)	2.11	19.99	5.80
		<b>106.48</b>	<b>49.33</b>
<b>Current Assets</b>			
Investments		-	-
Inventories	2.12	6.00	3.11
Trade Receivables	2.13	62.45	37.14
Cash & Bank Balances	2.14	325.69	125.83
Short Term loans & advances	2.15	1.01	2.00
Other current Assets	2.16	54.29	4.04
		<b>449.44</b>	<b>172.13</b>
<b>Total</b>		<b>555.92</b>	<b>221.46</b>

Notes on significant accounting policies 1

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

**For A Y & Company**

Firm Registration No. 020829C

Chartered Accountants

**CA Yashika Gianchandani**

Partner

Membership No. 420219

UDIN : 22420219AJOHCW9603

Place : Bengaluru

Date : 25.05.2022

For and on behalf of the Board of Directors

**Ekennis Software Service Limited**

**Manisha Sharma**

Chairman & Managing Director

DIN : 08377458

**Ruchita Joshi**

Non Executive Director

DIN : 09366575

**Sonali**

Company Secretary cum Compliance Officer

**EKENNIS SOFTWARE SERVICE LIMITED***Statement of Profit and Loss for the period ended March 31, 2022*

CIN No: U72900KA2019PLC122003

Particular	Notes	31st March, 2022 (Amount in Lakhs)	31 March 2021 (Amount in Rs.)
<b>Income</b>			
Revenue from Operations	2.17	467.19	465.89
Other Income	2.18	7.42	2.78
<b>Total Income (I)</b>		<b>474.61</b>	<b>468.67</b>
<b>Expenses</b>			
Cost of Material Consumed	2.19	4.96	-
Employee benefit expenses	2.20	297.63	312.94
Finance Cost	2.21	1.98	2.95
Depreciation & Amortization Expense	2.22	7.44	5.81
Other Expenses	2.23	41.81	19.44
<b>Total Expenses (II)</b>		<b>353.81</b>	<b>341.14</b>
<b>Profit/(loss) Before Prior period, exceptional and extraordinary items and tax (I) - (II)</b>		<b>120.80</b>	<b>127.52</b>
Prior period items (Net)		-	-
<b>Profit/(Loss) before tax</b>		<b>120.80</b>	<b>127.52</b>
<b>Tax Expenses</b>			
Current Tax		26.59	41.22
Deferred Tax Charge		(14.19)	(5.31)
Excess provision for Earlier Years		(0.34)	
<b>Total Tax Expense</b>		<b>12.06</b>	<b>35.91</b>
<b>Profit/(loss) after tax</b>		<b>108.74</b>	<b>91.62</b>
<b>Earnings/(loss) Per Share</b>			
Basic (Nominal value of shares Rs.10 (PY: Rs.NIL))	2.24	10.58	9.16
Diluted (Nominal value of shares Rs.10 (PY: Rs.NIL))	2.24	10.58	9.16
Notes on significant accounting policies	1		
The accompanying notes are an integral part of the financial statements.			

For **A Y & Company**  
Firm Registration No. 020829C

**CA Yashika Gianchandani**  
Partner  
Membership No. 421544  
UDIN : 22420219AJOHCW9603  
Place : Bengaluru

**Manisha Sharma**  
Chairman & Managing Director  
DIN : 08377458

**Sonali**  
Company Secretary cum Compliance Officer

For and on behalf of the Board of Directors

**Ekennis Software Service Limited**

**Ruchita Joshi**  
Non Executive Director  
DIN : 09366575

**EKENNIS SOFTWARE SERVICE LIMITED**

CIN No: U72900KA2019PLC122003

**Statement of Cash Flows for the period ended March 31, 2022**

Cash flow statement as at	31st March, 2022 (Amount in Lakhs)	31 March 2021 (Amount in Rs.)
<b>Cash flow from operating activities</b>		
<b>Net Profit before tax and extraordinary items</b>	120.80	127.52
<b>Non-Cash adjustment to reconcile profit before tax to net cash flows</b>		
Depreciation	7.44	5.81
Interest Received	(2.69)	(2.78)
Provision for Employee Benefits	5.31	8.88
Finance Cost	1.16	2.93
<b>Operating profit before Working Capital changes</b>	<b>132.02</b>	<b>142.36</b>
<b>Change in Working Capital</b>	<b>(95.28)</b>	<b>19.31</b>
Increase/(Decrease) in Trade Payables	(18.75)	21.82
Increase/(Decrease) in Other current Liabilities	0.92	(38.04)
Decrease/(Increase) in Trade receivables	(25.31)	6.53
Increase/(Decrease) in Short Term Loans & Advances	0.99	(1.95)
(Increase)/Decrease in Inventories	(2.88)	(3.11)
Decrease/(Increase) in Other Current Assets	(50.25)	34.06
<b>Cash generated from operations</b>	<b>36.74</b>	<b>161.67</b>
Income Tax(Paid)/ Refund	(4.40)	(36.48)
<b>Net Cash flow from / (used in) Operating activities (A)</b>	<b>32.34</b>	<b>125.19</b>
<b>Cash Flow from/(used in) Investing Activities</b>		
Purchase of Fixed Assets	(47.35)	(30.50)
Increase in Non Current Assets	(3.06)	(0.03)
Interest received	2.69	2.78
<b>Net Cash (used in) investing activities (B)</b>	<b>(47.71)</b>	<b>(27.75)</b>

<b>Cash Flow from/ (used in) Financing Activities</b>		
Repayment of Borrowings`	6.40	(23.48)
Payment of Finance Cost	(1.16)	(2.93)
Proceeds from Share Capital	40.00	-
Proceeds from Securities Premium (Net)	169.99	-
<b>Net Cash flow from / (used in) financing activities (C)</b>	<b>215.23</b>	<b>(26.41)</b>
<b>Net Increase / (Decrease) in Cash and Cash Equivalents (A+B+C)</b>	<b>199.85</b>	<b>71.03</b>
Cash and Cash Equivalents at the beginning of the year	125.83	54.80
<b>Cash and Cash Equivalents at the end of the year</b>	<b>325.69</b>	<b>125.83</b>

As per our report of even date  
For **A Y & Company**  
Firm Registration No. 020829C  
Chartered Accountants

For and on behalf of the Board of Directors  
**Ekennis Software Service Limited**

**Manisha Sharma**  
Chairman & Managing  
Director  
DIN : 08377458

**Ruchita Joshi**  
Non-Executive Director  
DIN : 09366575

**CA Yashika Gianchandani**  
Partner  
Membership No. 421544  
UDIN : 22420219AJOHWCW9603  
Place : Bengaluru  
Date : 25.05.2022

**Sonali**  
Company Secretary cum Compliance Officer

## **NOTE 1 : SUMMARY SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS**

### **A. COMPANY INFORMATION**

The company was originally incorporated as a One Person Company under the name “Ekennis Software Service (OPC) Private Limited” under the provisions of the Companies Act, 2013 and certificate of incorporation was issued by the Registrar of Companies, Central Registration Centre, Manesar on February 28, 2019. The status of our Company was changed to public limited and the name of our Company was changed to “Ekennis Software Service Limited” vide Special Resolution passed by the shareholders at the Annual General Meeting of our Company held on November 05, 2021. The fresh certificate of incorporation consequent to conversion was issued on January 04, 2022 by the Registrar of Companies, Bangalore. The Corporate Identification Number of our Company is U72900KA2019PLC122003.

### **B. SIGNIFICANT ACCOUNTING POLICIES**

#### **1. Accounting Convention**

The financial statements are prepared under the historical cost convention on the “Accrual Concept” and Going Concern assumption of accountancy in accordance with the accounting principles generally accepted in India and comply with the accounting standards as prescribed by Companies (Accounting Standard) Rules, 2006 and with the relevant provisions of the Companies Act, 2013 and rules made there under.

#### **2. Use of Estimates**

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amount of assets and liabilities on the date of the financial statement and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which results are known/materialized.

#### **3. Property, Plant and Equipment**

Property, Plant and Equipment are stated at cost less accumulated depreciation and impairment losses, if any. Cost comprises of all expenses incurred to bring the assets to its present location and condition. Borrowing cost directly attributable to the acquisition /construction are included in the cost of fixed assets. Adjustments arising from exchange rate variations attributable to the fixed assets are capitalized.

In case of new projects / expansion of existing projects, expenditure incurred during construction / preoperative period including interest and finance charge on specific / general purpose loans, prior to commencement of commercial production are capitalized. The same are allocated to the respective t on completion of construction / erection of the capital project / fixed assets.

Subsequent expenditures related to an item of tangible asset are added to its book value only if they increase the future economic benefits from the existing asset beyond its previously assessed standard of performance.

Capital assets (including expenditure incurred during the construction period) under erection / installation are stated in the Balance Sheet as “Capital Work in Progress.”

#### **4. Impairment of Assets**

At each balance sheet date, the Company reviews the carrying amount of its fixed assets to determine whether there is any indication that those assets suffered an impairment loss. If any such indication exists, the recoverable amount of the assets is estimated in order to determine the extent of impairment loss. Recoverable amount is the higher of an asset’s net selling price and value in use. In assessing value in use, the estimated future cash flows expected from the continuing use of the assets and from its disposal are discounted to their present value using a pre-tax discount rate that reflects the current market assessments of time value of money and the risks specific to the assets.



## 5. Depreciation

All fixed assets, except capital work in progress, are depreciated on SLM Method. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013. Depreciation on additions to / deletions from fixed assets made during the period is provided on pro-rata basis from / up to the date of such addition /deletion as the case may be.

## 6. Investments

Investments are classified into current investments and non-current investments. Current investments i.e. investments that are readily realizable and intended to be held for not more than a year valued at cost. Any permanent reduction in the carrying amount or any reversals of such, reductions are charged or credited to the Statement of Profit & loss Account.

Non-current investments are stated at cost. Provision for diminution in the value of these investments is made only if such decline is other than temporary, in the opinion of the management.

## 7. Inventories

Inventories consist of Raw Material/Semi Finished Goods & Finished Goods are valued at Cost or Net Realizable Value, whichever is lower.

## 8. Revenue Recognition

Revenue from the operations is recognized on generally accepted accounting principal and when it is earned and no significant uncertainty exists as to its ultimate collection and includes taxes, wherever applicable.

The capital gain on sale of investments if any are recognized on completion of transaction. No notional profit/loss are recognized on such investments.

Interest income is recognized on time proportion basis, when it is accrued and due for payment.

## 9. Borrowing Cost

Borrowing cost that are attributable to the acquisition, construction or production of qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use. All other borrowing costs are charged to revenue.

## 10. Employee Benefits

Short – term employee benefits are recognized as an expense at the undiscounted amount in the profit & loss account of the year in which the related service is rendered.

Post-employment and other long term employee benefits are recognized as an expense in the profit & loss account for the year in which the liabilities are crystallized.

## 11. Taxes on Income

Income tax expenses for the year comprises of current tax and deferred tax. Current tax provision is determined on the basis of taxable income computed as per the provisions of the Income Tax Act. Deferred tax is recognized for all timing differences that are capable of reversal in one or more subsequent periods subject to conditions of prudence and by applying tax rates that have been substantively enacted by the balance sheet date.

### Foreign Currency Translation

- a) Transaction denominated in foreign currencies are recorded at the exchange rate prevailing at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the year end are restated at closing rate..
- b) Any exchange difference on account of settlement of foreign currency transaction and restatement of monetary assets and liabilities denominated in foreign currency is recognized in the statement of Profit & loss Account.

### 12. Provision, Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources.

### C. NOTES ON ACCOUNTS

1. The financial statements including financial information have been prepared after making such regroupings and adjustments, considered appropriate to comply with the same. As result of these regroupings and adjustments, the amount reported in the financial statements/information may not necessarily be same as those appearing in the respective audited financial statements for the relevant years.
2. **Post Employment Benefits:**  
Company has not valued its obligation related to Employment Benefits as per AS-15 as on 31.03.2022
3. **Segment Reporting**  
The Company at present is engaged in the IT Services & Printing Services which constitutes a two business segment. In view of above, primary and secondary reporting disclosures for business/geographical segment as envisaged in AS –17, Printing Segment is not reportable segment as the same does not fulfill the criteria for separate disclosure.
4. **Trade Payable Ageing Summary**

31.03.2022

Particulars	Outstanding for following periods from due date of payment / Invoice date				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-
(ii) Others	7.86	-	-	-	7.86
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues – Others	-	-	-	-	-

31.03.2021

Particulars	Outstanding for following periods from due date of payment / Invoice date				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-
(ii) Others	23.37	3.24	-	-	26.61
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues – Others	-	-	-	-	-

## 5. Trade Receivable Ageing Summary

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
<b>31.03.2022</b>						
(i) Undisputed Trade Receivable – considered good	62.45	-	-	-	-	62.45
(ii) Undisputed Trade Receivable – considered doubtful	-	-	-	-	-	-
(iii) Disputed Trade Receivable – considered good	-	-	-	-	-	-
(iv) Disputed Trade Receivable – considered doubtful	-	-	-	-	-	-
<b>31.03.2021</b>						
(i) Undisputed Trade Receivable – considered good	37.05	0.09	-	-	-	37.14
(ii) Undisputed Trade Receivable – considered doubtful	-	-	-	-	-	-
(iii) Disputed Trade Receivable – considered good	-	-	-	-	-	-
(iv) Disputed Trade Receivable – considered doubtful	-	-	-	-	-	-

## 6. Accounting Ratios

S. No.	Particular	Numerator	March 31, 2022	March 31, 2021	Reason for Movements
		Denominator			
(a)	Current Ratio	Current Assets	4.30	2.13	During the period ended on March 31, 2022, company has come up with Initial Public Offer on 07.03.2022 & the same is not utilized upto the end of reporting period & the same is lying as Cash & Cash Equivalents, so that Current assets has been significantly increased
		Current Liabilities			
(b)	Debt-Equity Ratio	Debt	0.04	0.11	During the Current Year company has come up with IPO due to which Capital base is significantly increased, due to which this ratio seems on lower side.
		Equity			
(c)	Return on Equity Ratio	Profit After Tax	39.14%	126.12%	During the Current Year company has come up with IPO due to which Capital base is significantly increased, due to which this ratio seems on lower side as compare to previous year
		Average Shareholders Equity			
(e)	Trade Receivables turnover ratio (in times)	Net Credit Sales	9.38	11.53	Reason for Movement is not required since movement is not more than 25%
		Average Trade Receivables			
(f)	Trade payables turnover ratio (in times)	$\frac{\text{Purchase of Services \& Other Expenses}}{\text{Average Trade payables}}$	2.43	1.24	The Credit period allowed by creditors has increased during the current year, so that this ratio is increased
(f)	Net capital turnover ratio (in times)		1.35	5.11	During the period ended on March 31, 2022, company has come up with Initial Public Offer on 07.03.2022 & the same has not

		Turnover			contributed into turnover of the company but at the same time working capital is increased, so that this ratio seems lower side as compare to previous year.
		Working Capital			
(g)	Net profit ratio	Profit After Tax	23.27%	19.66%	Reason for Movement is not required since movement is not more than 25%
		Total Sales			
(h)	Return on Capital employed	Operating Profit	28.08%	99.14%	During the period ended on March 31, 2022, company has come up with Initial Public Offer on 07.03.2022 & the same has not contributed into turnover as well as profitability of the company but at the same time total capital employed is increased, so that this ratio seems lower side as compare to previous year.
		Total Capital Employed			
(i)	Return on investment.	Profit After Tax	91.80%	341.43%	During the period ended on March 31, 2022, company has come up with Initial Public Offer on 07.03.2022 & the same has not contributed into turnover as well as profitability of the company but at the same time total capital base is increased, so that this ratio seems lower side as compare to previous year.
		Initial Value of Investments			

## EKENNIS SOFTWARE SERVICE LIMITED

Notes to financial Statements for the period ended March 31, 2022  
CIN No: U72900KA2019PLC122003

Share Holder Funds		
2.1. Share Capital	31st March, 2022 (Amount in Lakhs)	31 March 2021 (Amount in Rs.)
<b>Authorised Shares</b> 15,00,000 Equity Shares of Rs. 10 Each (Previous Year 80,000 Equity Shares of Rs. 10 Each)	150.00	8.00
<b>Issued Shares</b> 14,00,000 Equity Shares of Rs. 10 Each (Previous Year 50,000 Equity Shares of Rs. 10 Each)	140.00	5.00
<b>Subscribed &amp; Paid up Shares</b> 14,00,000 Equity Shares of Rs. 10 Each (Previous Year 50,000 Equity Shares of Rs. 10 Each)	140.00	5.00
<b>Total Issued, Subscribed and Fully Paid-up Share Capital</b>	<b>140.00</b>	<b>5.00</b>

### A. Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period

Equity Shares	FY 2021-22		
	Number	Issued Capital (Rs.)	
Shares outstanding at the beginning of the year		50,000	5,00,000
Shares Issued during the year	13,50,000	1,35,00,000	
Shares bought back during the year	-	-	
<b>Shares outstanding at the end of the year</b>		<b>14,00,000</b>	<b>1,40,00,000</b>

### B. Shares in the company held by each shareholder holding more than 5 % shares specifying the number of shares held

Particulars	FY 2021-22	
	Number	% of Holding
Manisha Sharma	9,99,880	71.42%

### C. Shares held by holding/ultimate holding company and/or their subsidiaries/associates

There is no Holding Company of Ekennis Software Services Limited

**D. Shares with rights preferences and restrictions attaching to each class including restriction on distribution of dividend and repayment of capital**
**Equity shares**

The company has only one class of Equity having a par value Rs. 10.00 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the board of directors is subject to the approval of the shareholders in ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the Equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to their shareholding.

**E. Shareholding of Promoters**

Shares Held by Promoters at the end of year	2021-22		2020-21	
Name of Promoters	No. of Shares	% of Shares	% of Shares	% Change during the year
Manisha Sharma	9,99,880	71.42%	100.00%	-

**SHAREHOLDERS FUND**

2.2. Reserves & Surplus	31st March, 2022 (Amount in Lakhs)	31 March 2021 (Amount in Rs.)
<b>A. Security Premium</b>		
Opening balance	-	-
Add: Additions during the Period	248.00	-
Less: Utilized for IPO Expenses	78.01	-
	169.99	-
<b>B. Surplus</b>		
Opening balance	113.45	21.83
(+) Net Profit/(Net Loss) For the current year	108.74	91.62
(-) Bonus Issue during the year	95.00	-
	127.18	113.45
<b>Closing Balance</b>	<b>297.18</b>	<b>113.45</b>

2.3. Long Term Borrowings	31st March, 2022 (Amount in Lakhs)	31 March 2021 (Amount in Rs.)
<b>Unsecured Loan</b>		
Manisha Sharma - Director Loan	-	13.16
<b>Total</b>	<b>-</b>	<b>13.16</b>

2.4. Long Term Provisions	31st March, 2022 (Amount in Lakhs)	31 March 2021 (Amount in Rs.)
Provision for Gratuity	8.88	8.88
Leave Encashment Payable	5.31	-
<b>Total</b>	<b>14.19</b>	<b>8.88</b>

**Current liabilities**

<b>2.5. Short Term Borrowings</b>	<b>31st March, 2022 (Amount in Lakhs)</b>	<b>31 March 2021 (Amount in Rs.)</b>
HDFC Bank	19.56	-
<b>Total</b>	<b>19.56</b>	<b>-</b>

<b>2.6. Trade Payables</b>	<b>31st March, 2022 (Amount in Lakhs)</b>	<b>31 March 2021 (Amount in Rs.)</b>
Trade Payables		
Micro, Small & Medium Enterprises	-	-
Other than Micro, Small & Medium Enterprises	7.86	26.61
<b>Total</b>	<b>7.86</b>	<b>26.61</b>

**2.6.1 Disclosure in respect of amount due to Micro, Small & Medium Enterprises:**

The management has initiated the process of identifying enterprises which have provided goods and services to the Company and which qualify under the definition of micro and small enterprises, as defined under Micro, Small and Medium Enterprises Development Act, 2006. Accordingly, the disclosure in respect of the amounts payable to such enterprises as at 31st March 2022 has been made in the financials statements based on information received and available with the Company as on date of financials. The Company has not received any claim for interest from any supplier under the said Act.

<b>2.7. Other Current Liabilities</b>	<b>31st March, 2022 (Amount in Lakhs)</b>	<b>31 March 2021 (Amount in Rs.)</b>
Provision for Expenses	0.75	1.45
Provision for Gratuity	0.01	0.01
Provision for compensated absence	9.23	6.27
Statutory liabilities	4.52	9.80
Salary Payable	33.95	29.22
Others	2.09	2.89
<b>Total</b>	<b>50.55</b>	<b>49.63</b>

<b>2.8. Short Term Provisions</b>	<b>31st March, 2022 (Amount in Lakhs)</b>	<b>31 March 2021 (Amount in Rs.)</b>
Provision for Income Tax	26.59	4.74
<b>Total</b>	<b>26.59</b>	<b>4.74</b>



## NON CURRENT ASSETS

2.9. Property, Plant & Equipments	Gross Block			Accumulated Depreciation				Net Block		
	Balance as at 01st Apr 2021	Additions	Deletion/Sale	Balance as at 31st March 2022	Balance as at 01st Apr 2021	Depreciation charge for the period	Deletion-Sale/Loss	Balance as at 31st March 2022	Balance as at 01st Apr 2021	Balance as at 31st March 2022
<b>A. Property Plant &amp; Equipment Tangible</b>										
Land	-	37.37		37.37	-	-	-	-	-	37.37
Furniture and Equipment	3.39	0.61		4.00	0.50	0.32	-	0.83	2.88	3.17
Office Equipments	4.63	1.66		6.29	1.44	1.04	-	2.48	3.19	3.81
Computers & laptops	1.02	2.68		3.70	0.13	0.29	-	0.42	0.89	3.27
Buildings	9.08	-		9.08	5.27	2.87	-	8.14	3.81	0.94
Vehicles	17.57			17.57	1.48	2.09	-	3.57	16.09	14.01
Plant & Machinery	11.65	4.85		16.50	0.04	0.82	-	0.86	11.61	15.64
<b>Intangible</b>										
Software	-	0.18		0.18	-	0.01		0.01	-	0.17
<b>Total A</b>	<b>47.33</b>	<b>47.35</b>	<b>-</b>	<b>94.68</b>	<b>8.86</b>	<b>7.44</b>	<b>-</b>	<b>16.31</b>	<b>38.47</b>	<b>78.38</b>

**OTHER NON-CURRENT  
ASSETS**

<b>2.10. Non Current Assets</b>	<b>31st March, 2022 (Amount in Lakhs)</b>	<b>31 March 2021 (Amount in Lakhs)</b>
<b>Security and other deposits</b>		
Unsecured, considered good		
BSE Security Deposit	2.88	-
CDSL Security Deposit	0.10	-
NSDL Security Deposits	0.10	-
Rent Deposits	5.00	5.00
Security Deposit with GS1 India for Bar Code Regn	0.03	0.03
Other Deposits - Non Current	-	0.03
	-	-
<b>Total</b>	<b>8.11</b>	<b>5.06</b>

<b>2.11. Deferred Tax Assets</b>	<b>31st March, 2022 (Amount in Lakhs)</b>	<b>31 March 2021 (Amount in Lakhs)</b>
Opening Balance of Deferred Tax Assets	5.80	0.50
Addition during the year	14.19	5.31
<b>Total</b>	<b>19.99</b>	<b>5.80</b>

**CURRENT ASSETS**

<b>2.12. Inventories</b>	<b>31st March, 2022 (Amount in Lakhs)</b>	<b>31 March 2021 (Amount in Lakhs)</b>
Raw Materials And Consumables	6.00	3.11
<b>Total</b>	<b>6.00</b>	<b>3.11</b>

<b>2.13. Trade Receivables</b>	<b>31st March, 2022 (Amount in Lakhs)</b>	<b>31 March 2021 (Amount in Lakhs)</b>
<b>Unsecured, Considered good</b>		
<b>Debts outstanding other than Related Parties for a period:</b>		
Outstanding for a period more than six months	-	-
Outstanding for a period less than six months	62.45	37.14
<b>Total</b>	<b>62.45</b>	<b>37.14</b>

<b>2.14. Cash and Bank Balances</b>	<b>31st March, 2022 (Amount in Lakhs)</b>	<b>31 March 2021 (Amount in Lakhs)</b>
a Balances with banks		
In current account	249.74	80.81
In deposit account	75.93	45.00
b. Cash in hand	0.02	0.02
<b>Total</b>	<b>325.69</b>	<b>125.83</b>

<b>2.15. Short Term Loans &amp; Advances</b>	<b>31st March, 2022 (Amount in Lakhs)</b>	<b>31 March 2021 (Amount in Lakhs)</b>
Unsecured, considered good - Employee advance	1.01	2.00
<b>Total</b>	<b>1.01</b>	<b>2.00</b>

<b>2.16. Other Current Assets</b>	<b>31st March, 2022 (Amount in Lakhs)</b>	<b>31 March 2021 (Amount in Lakhs)</b>
Pre-Paid Expenses	3.65	4.04
GST Receivable	5.88	-
TDS Receivables	44.76	-
<b>Total</b>	<b>54.29</b>	<b>4.04</b>

<b>2.17. Revenue From Operations</b>	<b>31st March, 2022 (Amount in Lakhs)</b>	<b>31 March 2021 (Amount in Lakhs)</b>
<b>Sale of Services</b>		
Export	-	-
Domestic	467.19	465.89
<b>Total</b>	<b>467.19</b>	<b>465.89</b>

<b>2.18. Other Income</b>	<b>31st March, 2022 (Amount in Lakhs)</b>	<b>31 March 2021 (Amount in Lakhs)</b>
Interest On IT Refund	-	2.78
Interest on FD	2.69	-
Other Charges	3.03	-
Sundry Balance Written Off	1.70	-
<b>Total</b>	<b>7.42</b>	<b>2.78</b>

<b>2.19. Cost of Material Consumed</b>	<b>31st March, 2022 (Amount in Lakhs)</b>	<b>31 March 2021 (Amount in Lakhs)</b>
Opening Stock	3.11	-
Purchases	7.84	3.11
Closing Stock	6.00	3.11
<b>Total</b>	<b>4.96</b>	<b>-</b>

<b>2.20. Employee Benefits Expenses</b>	<b>31st March, 2022 (Amount in Lakhs)</b>	<b>31 March 2021 (Amount in Lakhs)</b>
Remuneration to Directors	12.35	7.80
Salaries, wages and bonus	262.39	295.55
Contribution to Statutory Fund	12.81	-
Team Building Expenses	5.69	-
Gratuity expenses ( unfunded)	-	8.89
Staff welfare expenses	4.39	0.70
<b>Total</b>	<b>297.63</b>	<b>312.94</b>

<b>2.21. Finance Cost</b>	<b>31st March, 2022 (Amount in Lakhs)</b>	<b>31 March 2021 (Amount in Lakhs)</b>
Interest Expense	1.01	2.93
Bank Charges	0.02	0.02
Loan Processing Charges	0.15	-
Interest & Penalty of TDS	0.79	-
<b>Total</b>	<b>1.98</b>	<b>2.95</b>

<b>2.22. Depreciation &amp; Amortization</b>	<b>31st March, 2022 (Amount in Lakhs)</b>	<b>31 March 2021 (Amount in Lakhs)</b>
Depreciation Expenses	7.44	5.81
<b>Total</b>	<b>7.44</b>	<b>5.81</b>

<b>2.23. Other Expenses</b>	<b>31st March, 2022 (Amount in Lakhs)</b>	<b>31 March 2021 (Amount in Lakhs)</b>
Advertising and Marketing	0.54	-
Audit Fee	3.23	1.50
Brokerage	0.40	-
Bar Code Registration	-	0.43
Dues & Subscription	0.52	0.25
Electricity Expenses	0.90	0.07
Office Expenses	3.08	0.19
Postage and Delivery	0.17	0.07
Printing and Stationery	2.56	1.04
Professional Fee	3.48	3.76
Payroll Processing Charges	4.65	-
Recruitment Expenses	0.27	1.00
Repair and maintenance	2.08	1.13
Rental Expenses	10.31	8.40
Rates & Taxes	0.09	0.03
Stamp Duty	2.29	-
Sundry Balance Written Off	0.58	-
Security Services	0.65	-
Training Expenses	2.93	0.25
Telephone & Internet Charges	0.39	0.35
Travel & Conveyance Expenses	1.71	0.55
Transportation Expense	0.53	0.44
<b>Total</b>	<b>41.81</b>	<b>19.44</b>

2.24. Earnings Per Share	31st March, 2022 (Amount in Lakhs)	31 March 2021 (Amount in Rs.)
Profit/(Loss) after tax as per Statement of Profit and Loss	108.74	91.62
Weighted average number of equity shares in calculating basic EPS	10.27	10.00
Basic {Nominal Value of Shares- Rs. 10/- (Previous Year- Rs. 10/-)}	10.58	9.16
Diluted {Nominal Value of Shares- Rs. 10/- (Previous Year- Rs. 10/-)}	10.58	9.16

### 2.25 Related Party Disclosures- AS-18

Relationship with Related party	Name of Related Party
Key Managerial Personnel	Ms. Manisha Sharma
Key Managerial Personnel	Mr. Tenneti Viswanadham
Key Managerial Personnel	Ms. Sonali
Non-Executive Director	Ms. Ruchita Joshi

### Transactions with Related Party:-

(Amount in Lakhs)		
Name of the Party	31 March 2022	31 March 2021
<b><u>Director Remuneration</u></b>		
Ms. Manisha Sharma	12.35	7.80
Ms. Ruchita Joshi*	2.03	-
<b><u>Salary</u></b>		
Mr. Tenneti Viswanadham**	2.16	-
Ms. Sonali**	1.24	-
<b><u>Interest on Unsecured Loans</u></b>		
Manisha Sharma	-	2.64
<b><u>Unsecured Loans</u></b>		
<b>Manisha Sharma</b>		
Opening Balance	13.16	36.64
Loan Received during the year	28.90	5.69
Loan Repaid during the year	42.06	29.17
Closing Balance	-	13.16
<b>Closing Balance with related parties:-</b>		
Name of the Party	31 March 2022	31 March 2021
Manisha Sharma	-	13.16

\* Appointed as Non-executive Director w.e.f. October,2021.

\*\* Appointment of Sonali as Company Secretary cum Compliance Officer and Mr. Tenneti as Chief Financial Officer (CFO) designated as Key managerial personnel (KMP(s)) w.e.f. December, 2021.

## 2.26 Other disclosures

### (a) Remuneration to Directors

Particulars	31 March 2022 (Amount in Lakhs)	31 March 2021 (Amount in Lakhs)
Salary including Variable Pay	12.35	7.80
<b>Total</b>	<b>12.35</b>	<b>7.80</b>

- (b) As per the best estimate of the management, there is no capital commitment and contingent liability exists as on the date of the financial statement.
- (c) Disclosures required under mandatory accounting standards & Schedule III are given to the extent applicable and possible.
- (d) Additional information as required by para 5 of General Instructions for preparation of Statement of Profit and Loss (other than already disclosed above) are either Nil or Not Applicable.
- (e) Previous year figures are regrouped or rearranged wherever considered necessary.
- (f) Figures have been rounded off to the nearest Lakhs

As per our report of even date  
For **A Y & Company**  
Firm Registration No. 020829C  
Chartered Accountants

For and on behalf of the Board of Directors  
**Ekennis Software Service Limited**

**Manisha Sharma**  
Chairman & Managing Director  
DIN : 08377458

**CA Yashika Gianchandani**  
Partner  
Membership No. 420219  
UDIN : 22420219AJOHWCW9603

**Ruchita Joshi**  
Non-Executive Director

**Sonali**  
Company Secretary cum  
Compliance Officer

Place : Bengaluru  
Date : 25.05.2022

DIN : 09366575



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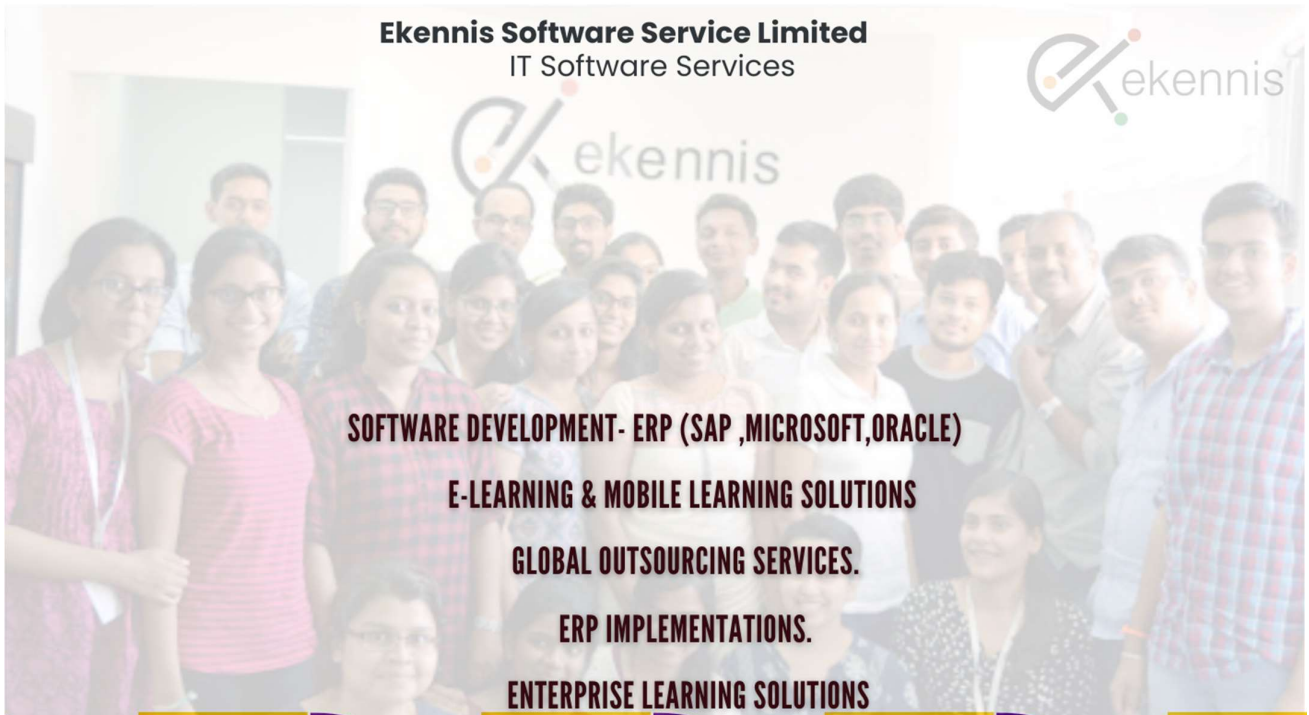
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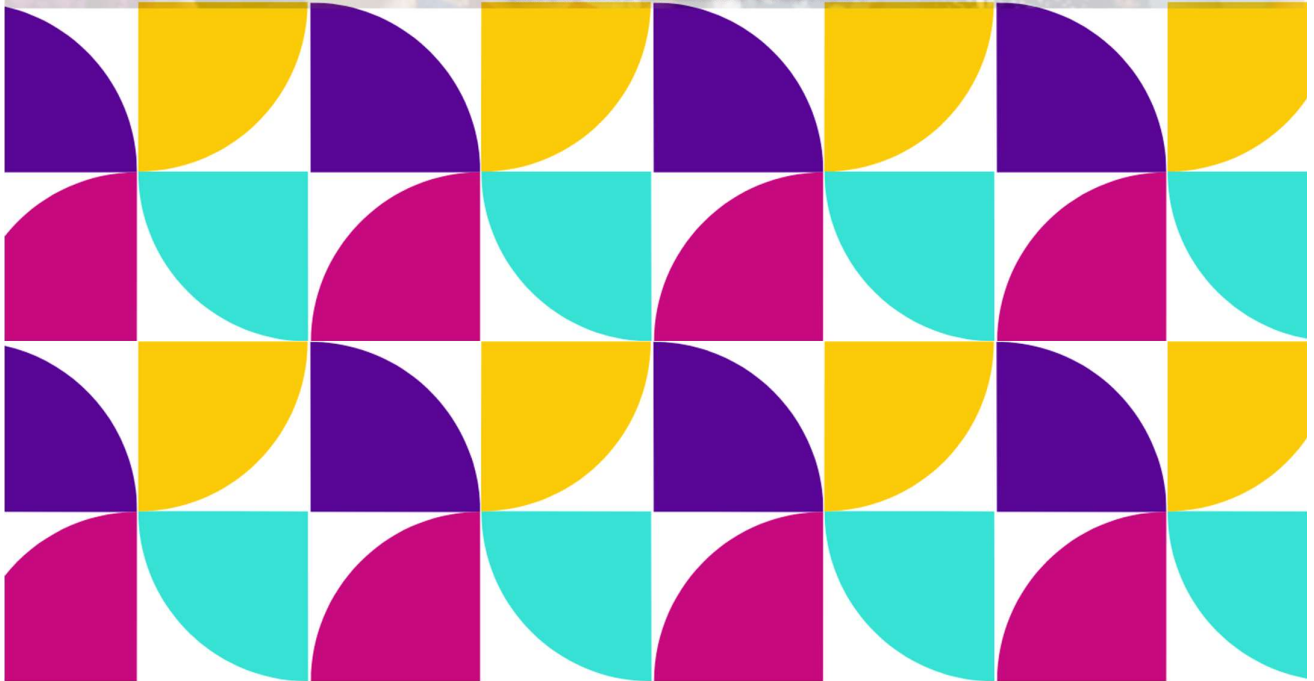
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## **EKENNIS SOFTWARE SERVICE LIMITED**

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ISIN: INE0KCM01010

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