

1 National Stock Exchange of India Ltd., Scrip Code :
Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra INTELLECT
Kurla Complex,
Bandra (E), Mumbai – 400 051.

2 BSE Ltd. Scrip Code :
1st Floor, New Trade Ring, Rotunda Building, PJ Towers, 538835
Dalal Street, Fort, Mumbai – 400 001.

Dear Sirs,

Sub: Notice of the 11th Annual General Meeting and Integrated Annual Report 2021 - 22

Enclosed please find a copy of Integrated Annual Report along with the notice of Eleventh Annual General Meeting of the Company for the Financial Year 2021-22. Kindly note that our AGM is scheduled to be held on Friday, July 29, 2022 at 11.00 AM (IST) through Video-Conferencing or other audio-visual means (VC/OAVM).

Kindly take the above information on record and confirm compliance.

Thanking you,
for **Intellect Design Arena Limited,**



V V Naresh
Company Secretary and Compliance Officer



Intellect Design Arena Limited

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IBS Sales League Table 2022

#**1**

Retail
Banking

#**1**

Transaction
Banking

#**1**

InsurTech

#**1**

Lending

#**1**

Global Leader
Product Breadth

#**1**

Regional Leader
(ASEAN)

**The World's only NextGen
Open Finance, Composable and Contextual
FinTech Architecture**

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intellect
live your dream

“

Comprehending the customers' psyche and empowering them with our exponential technologies, has been our approach to go beyond the expected and connect with them, making their dreams come true.”



Welcome to our world where we hold our belief in the “can do” spirit towards chasing dreams and aspirations. We believe in leveraging the power of the design mind and achieving dreams, focusing our energies towards accelerating digital journeys for our trusted customers. We believe in the art of possibilities and the power of believing in our clients, our technology and ourselves.

The Banking and Financial Services industry is an innovative and dynamic one and we, at Intellect, have always been ahead of the FinTech curve through sustained research and development. Comprehending the customers' psyche and empowering them with our exponential technologies, has been our approach to go beyond the expected and connect with them, making their dreams come true.

Our NextGen Open Finance, Composable and Contextual FinTech architecture challenges, innovates and sparks change through disruption, not only powering the world of banking, but also by creating opportunities for everyone. Our ground breaking solutions enable financial institutions to realise their business aspirations through digital transformation. This is made possible through our customer-centric design thinking approach, which enables engineering of agile solutions combined with performance assurance.

About Intellect Design Arena



Global IBS Sales League Table 2022

Banks aspire to provide their customers the ultimate experience by always being a step ahead of their expectations. At Intellect, our goal is to take banking to the future, anticipating and solving the needs of tomorrow's business with Contextual, Composable, API-first, Microservices-based, Insurance and Financial services, built on the principles of Design Thinking, which is our key differentiator.

Our ahead-of-the-curve technological edge, depth and span of business functionality and ability to curate solutions for our customers have proved to be a winning combination. The fact that we have recently achieved a remarkable record breaking win in six categories by the UK-based independent analyst, IBS Intelligence Sales League Table 2022 is testimony to that.

Intellect retains its position as a world leader with its #1 ranking in Retail Banking for the sixth consecutive year and is also the #1 Regional Leader (ASEAN) in the 2022 edition. We are ranked #1 in Transaction Banking for the third consecutive year and #1 in InsurTech for the

second consecutive year. We are Global Leader in Product Breadth and ranked #1 in Retail Lending in the 2022 edition of the Global IBS Sales League Table.

The Banking and Financial Services industry is perhaps the segment that is most impacted by multi-dimensional changes - of regulation, of product innovation, of changes in economic and market conditions, of multitude of technologies, of data privacy requirements and serving multiple generations of end customers. Over the years, Intellect has invested strategically and built meticulously to achieve a unique, future-proof tech stack powered by AI and ML.

We are an asset-rich organisation with 4 exponential technologies, 5 platforms and 12 products, and unparalleled expertise in the financial technologies domain enabling over 260 of the world's leading financial institutions across 97 countries to do more with less, and this driven by our belief in Design Thinking, is perhaps why our customers also call us 'Incredible Intellect'.

Chapter
03

Numbers That Matter

₹ **19187**
million

Consolidated
Revenues for
FY22 (INR)

\$ **257.33**
million

Consolidated
Revenues for
FY22 (USD)

₹ **10806**
million

Consolidated
Gross Margin for
FY22 (INR)

₹ **4721**
million

Consolidated
EBITDA for
FY22 (INR)

₹ **3504**
million

Consolidated
PAT for
FY22 (INR)

₹ **10694**
million

▼
**License
Linked Revenue**
(License+Subscription
+AMC Revenue)

₹ **3583**
million

▼
**License
Revenue**

₹ **3812**
million

▼
**Subscription/
Cloud Revenue**

₹ **3299**
million

▼
**AMC
Revenue**

Digital-led Wins and Implementations



35

Deal Wins
in FY21



13

Large Deal Wins
in FY21



35

Implementation
(Go-Live)

Letter to Shareholders



Dear Shareholders,

Over the last two years, there has been a pattern of pleasant coincidence around the timing of this letter.

The Annual IBS Sales League Table ratings, based on the number of successful deals, were being released around the same time. Intellect has been winning #1 Ranking in the key Banking verticals – Retail Banking and Corporate Banking. In June 2021, our third key vertical - Insurtech joined this Club, winning the #1 Rating. As is done in Sports, the natural expectation was to look for a “hat trick” at this juncture. We precisely achieved that this year – we have won the #1 Rating for both Retail – six times in a row - and Corporate Banking – thrice in a row as well as for Insurtech – twice in a row, apart from adding Retail Lending to the list now. Having won the pole position in these 4 products, we have also been ranked #2 in Digital Banking and in Private Banking/ Wealth Management. These apart, we have also won the #1 position in Global Leadership in terms of Product Breadth and #2 in terms of Geographic spread, apart from emerging #1 – as a Regional Leader for ASEAN region.

A consistent endorsement from such an independent external rating exercise, is a strong validation of our growth, our success across Product lines and geographies and a gratifying evidence of our increasing Brand power.

FY22 PERFORMANCE

FY21 had, as I wrote in my last communication, proved to be a significantly successful year for Intellect despite the impact of the pandemic, with substantial improvement in profitability and cash flows apart from revenue growth. I am glad to report that FY22 built further on the strong foundation laid towards profitable growth in FY21. Our revenue growth further accelerated to 27% over FY21 to INR 19,187 Mn. Our License linked revenues – License plus Maintenance (AMC) plus Subscription / SaaS revenues - a metric that is very pertinent for an IP led organisation such as Intellect - moved upto nearly 57% of revenues against 54.25% in the prior year. This was supported by a strong growth in our Subscription and SaaS (Software as a Service) revenues by 112% over the year ago. Our annual recurring revenues also moved up to about 38% of revenues against 32% in FY21, pointing that an increasing share of our revenue is derived from stable, repeatable streams. We registered 35 Wins in FY22 including 13 transformational platform wins. More than the numbers, the nature of deals won, the rigour of the evaluation processes, the logos acquired and the sophisticated competition against which these were won - all of these collectively prove the ‘depth’ and ‘edge’ of our Technologies, Products and Platforms.

On profitability, the increase in our Gross margins outpaces revenue growth – moving up by 30% against year ago, against the revenue growth of 27% - driven by the quality of revenues, increased salience of IP led revenues and design thinking led delivery efficiencies. With no compromise on our Research spending as well as Market investments, our Earnings before Interest,

Tax, Depreciation and Amortization (EBITDA) have further grown 33% over year ago, to INR 4721 Mn. Supported by higher treasury income arising out of higher cash balances, Profits before tax grew 43% over year ago and Profits after tax grew by 32% to INR 3504 Mn. Our strong collection record helped move our cash balances to INR 5588 Mn with zero debt on the balance sheet. We have proposed our maiden dividend to celebrate the success of this year.

THE PROGRESSION FROM PRODUCTS TO PLATFORMS TO MARKETPLACES

While hosting the second edition of our Technology Day in December, I had outlined our journey of evolution from Technologies to Products to Platforms and eventually to Marketplaces.

Our Products journey commenced on a strong foundation of low code-no code technologies such as Canvas Technology for User Experience design and Analytics, Fabric Data for Artificial Intelligence, Intelligent Document Extraction (IDX) for Hyperautomation, iTurmeric API & Integration studio and ARX for multi-layer security and entitlement management. Our unified architecture was based on a microservices framework, API led and cloud ready, with an option to be offered as a headless platform, thus rendering us MACH compliant. This technology stack provides us the 'edge' to win against new age FinTechs, which offer a few user journeys on a light App – while our Products and Platforms are enterprise grade, benchmarked and certified for performance and security, amongst others. In addition, our deep domain expertise built in working with Global leaders in Banking, Insurance & Financial services for over three decades, has resulted in over 300+ distinct user journeys and 900+ APIs across 12 products and 5 platforms. This breadth of rich functionality provides us the 'depth' which equips us to win against established players in the Industry. This repository of user journeys also equip us with

'Composability' in being able to curate solutions that most suit a specific business context, ignoring conventional Product boundaries, while the data platform renders Contextuality.

As our customers' business models and Go To Market strategies adapt to such evolving market needs across traditionally defined domains, our Products graduate to powerful Platforms that aggregate the functionality of individual products, while simultaneously leveraging the unified architecture, integration engine and Digital 360 framework to offer seamless experience, data flow and straight through processing.

As the next logical step of journey, we visualise ourselves establishing rich ecosystems working with our Partners who offer complementing functionalities/services to provide holistic experiences to our Customers. We have made substantial progress in this direction in our Consumer Banking and Wealth domains. At the opportune moment, we will leverage the AIF – Alternative Investment Fund – vehicle to support chosen partners in our journey. Our cloud partnerships and success in deploying our products and platforms in the cloud model provide us the confidence of our continued success in this direction. We will continue to stay focused in spotting Market and Technology trends early in the game, adapting ourselves quickly to leverage these and delivering greater value to all our stakeholders

LIVING OUR DREAM

In my Technology day address, I had also highlighted our achievements thus far across the six Capitals of Business summarised by the acronym BELIEF –viz Brand and Sales, End Customer, Leadership/Talent, IP, Execution and eventually their collective impact on the Finance Capital.

I had also provided proof points of recent success

stories, how some of the deep engagements with our Customers have borne fruit for mutual growth and success over time, the business opportunities and pipeline that these successes point to, the new agenda of Partnerships that we have embarked on and our strong Design Thinking led culture of innovation that is the key differentiator driving our agenda.

The constancy of our purpose and dream continues to fire our spirits and our pursuits – of bringing significant positive impact in the lives of our Customers, of inspiring and challenging our associates to build and demonstrate expertise and excellence, of delivering calibrated, predictable, profitable growth to our shareholders and of contributing to the holistic and sustainable development of the society and communities around us – not merely in monetary terms but by investing

our time and collective efforts. I must gratefully acknowledge – FY22 was a great milestone in all these aspects and we will continue to ‘live our dream’ every day as we progress in this journey.

I take this opportunity to thank our Board of Directors, Advisory board, Leadership teams, all our Associates, Customers, Vendors, Partners and Bankers for their trust and confidence in us and for the support through this exciting journey.



Arun Jain
Chairman & Managing Director



“

Design Thinking is in the DNA of not only Intellect, but of every product in its stable. This is reflected by the fact that many global financial organisations leverage Intellect's hyper scale FinTech products.”

Chapter
05

DESIGNING THE FUTURE OF FINTECH

Today, the world view of banking is dictated by 'more Customers per product', 'more products per customer' and 'more transactions per product'. While this can definitely be quantified does this truly reflect Banking ecstasy? Banking is realized when it is truly contextual and composable to a very fine degree – rather like 'Lifestyle' Banking. But to achieve this, two things are vital.

The first is to understand and connect with the user persona and the second is to reach out, truly and deeply, to the user through technology that is not complicated, easy to use and intuitive. Giving capability to banks to 'compose' such products 'on the fly' for their customers is the emancipation banks need.

Such deep contextual connect is possible only through Design Thinking – and that is what Intellect does. In fact, while many focus on the 'Design' process, Intellect goes a step deeper. It spends significant effort in 'Design the

Thinking' of all key stakeholders and not just its product designers. This helps with the focus on Mental Model before applying Systems Thinking of Peter Senge. An encouraging outcome of this approach is evident in a Courageous Innovation Culture that Intellect represents today and is reflected in our attitude towards pushing technology, unearthing unstated needs of customers and scripting a phenomenal cartographic view of the ecosystem. This helped us in approaching our design around 'what' should be in the future while confronting 'whose' future is served, and moving from Vision to Execution.

The Power of Intellect's Products: Design Thinking

Design Thinking is in the DNA of not only Intellect, but of every product in its stable. This is reflected by the fact that many global financial organisations leverage Intellect's hyper scale FinTech products. This year alone, Intellect has been awarded 35 Digital Deal

wins and 13 Platform Deal wins. For example, the Reserve Bank of India, the financial backbone of the world's sixth largest economy, has chosen Intellect's Quantum Central Banking Solution upgrade for powering the next stage of their digital transformation journey.

Doc2API, Intellect's 'AI-powered' cognitive information extraction platform that extracts contextual information from unstructured sources, is a technology platform that has Design at the core. The value of this platform can be well appreciated if one is cognizant of a critical problem that the insurance industry faces today - intake inefficiency. There is a plethora of data sources that are inaccurate, high cost and not designed for real-time scale. For example, every enterprise has, on average, 40 document classes and 200 document types. In addition to the famously quoted 4Vs - volume, variety, velocity, and veracity - which forms the cornerstones of Big Data, the fifth 'V' that is critical is value, which has to be generated from data. This naturally requires a significant amount of time and effort to enter relevant data into systems.

The team that developed Doc2API leveraged the core tenets of Design Thinking in identifying the 1000gm problems, understood and tackled them to offer a solution that remains notches ahead of competitors by focusing on specific needs of the customer.

The fact that Amerisure won Celent's Model Insurer Award for their Underwriting Transformation Initiative with IntellectAI's intelligent automation platform proves that such exaltation is possible through Design Thinking.

Financial institutions need to differentiate in today's chaotic market place by designing systems and technologies that give unified superlative experience to the external and internal customer. When the need is literally 'now', the capability to create 'on the fly' goes beyond mere empowerment. Open source, thus becoming a boon.

Winning Hearts. Winning Trust.

The Vision-to-Execution commitment that we promote within the organisation is complimented by the copyrighted Design the Thinking work to drive unique results. This uniqueness combined with the culture of 'Curiosity' and 'Asking the Right Question' is continuing to attract world-class leadership teams from different industries apart from our competition. The mindset approach to Design Thinking connects very deeply with the passion that drives a leader to innovate and impact the future of the FinTech industry. Intellect's innovation-led approach to problem solving provides the space for leaders to innovate and grow, a place to create their footprint and leave a legacy.



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Intellect’s exponential technology with its 10x acceleration is a result of all the individual accelerators designed to work in coalescence to solve the larger problem.”

Chapter
06

EXPONENTIAL INNOVATION TO EXPONENTIAL TECHNOLOGY

The advancement in the Information Technology sector has changed the way products and services have been conceived. Modern day institutions, financial or otherwise, now act as disruptors. They survive as disruptors with constant innovation, and through their innovation, observe patterns, set out to solve patterns and identify solutions that are then amplified into exponential technologies.

There is freedom to compose solutions and technologies the way they want, when they want and how they want. This, by logic, implies that the financial service must have contextual awareness of its customer’s preferences to a very fine detail. These elements must reflect composability, agility, flexibility and the capability to be there for the customer as and when the customer needs.

With state of the art technology, Intellect has mastered its accelerating technologies which

are smaller units of exponential technologies to recognise specific industry problems and act as accelerators to solve the problem to the last dot.

Intellect’s exponential technology with its 10x acceleration is a result of all the individual accelerators designed to work in coalescence to solve the larger problem.

iTurmeric

iTurmeric is a platform that gives banks a very novel and unique way of progressively modernising using tools without the risk of rip and replacement. With API-first architecture, iTurmeric, the first-of-its-kind enterprise integration, cloud-native, microservices-based platform, enables banks to progressively modernise and participate in the experience economy. iTurmeric has 900+ APIs. Today, the platform already has retail banking, lending, origination, corporate banking API’s and iTurmeric API manager to create new and

relevant user journeys on the fly. The discrete nature of these APIs means that newer systems can be put in place without impacting mission-critical legacy infrastructure.

iTurmeric helps accelerate the cloud journey of a bank, and also promotes collaboration with partners and customers to build new and innovative solutions. It also helps seamlessly integrate across the bank's ecosystem.

Canvas

Intellect's Canvas, is an enterprise grade low code platform that enables the user to build highly configurable and user friendly applications that support multiple form factors. Canvas has a truly extensible framework with sound integration capabilities - Multi lingual, Multi Currency, Multi Entity with extensible security and integration services that can align with existing IT strategy and infrastructure. Canvas Technology provides the ability to configure Apps that deliver consistent user experience optimised for various devices with the option to extend for newer devices in future.

The most powerful feature of Canvas is that it empowers both the bank and as well as its end user by enabling flexible solution packaging option with fine grained entitlement control for business to manage content for their customers. Banks are empowered to rapidly assemble omni channel Apps with dramatically enhanced role based efficiency that deliver consistent user experience optimised to various devices within a secure and scalable architecture.

Contextual Banking OS

From a customer perspective, contextuality and experience have become key requirements and to build enriched contextuality, data becomes a vital enabler. In their innovative quest to come up with differentiated offerings, customers also sought configurable products or custom solutions that could be assembled rather than monoliths with significant

technical overhead. This meant composability and contextuality when it comes to building architecture and technology – a robust engine to deliver high performance scale up to the growth demands and run efficient operation, fully on cloud.

CBOS is built for the cloud. This hyperscale contextual technology is the basis for all the new domain packs that come up across the various Global Transaction Banking products.

Fabric Data Services

Intellect Fabric, a component of our reference architecture, is powered by Artificial Intelligence and Machine Learning, with the intent to help banks build contextuality in their customer interactions. This solution feeds contextual intelligence to banks, using both structured and unstructured data. It is the perfect blend of domain awareness and data, helping banks maximise their strike rates. It also helps to quickly build applications that leverage big data and Machine Learning in a cloud-native environment.

Fabric Data Services, Intellect's exponential technology lives on data so it can work with tons in terms of data that it's streaming through, put it all together and give you a sense out of that huge vertical of data that comes in for you to operate, and do whatever that you have to do.

The Way Forward

The future approaches us faster than we notice and the need of the hour is to exponentially think about where we are headed. Intellect is already in this big shift with our exponential technologies and we are more than just on-boarding our customers on this journey, we are enabling them to steer the trend.

Industry Overview

The Global Cash Management System market size is expected to reach \$20.6 billion by 2025, rising at a market growth of 13.5% CAGR during the forecast period. World output is expected to reach pre-pandemic levels by mid-2022. However, for banks to stay relevant to their customers and investors they need to increasingly embrace simplicity in cash management transformation and adopt latest cloud technology without high CAPEX investments and bust the myth of endless technology projects that must span into years.

Challenges and Opportunity

The need to embrace simplicity has left banks on the path to improve customer experience to the fullest and expand the business ecosystem through a new and efficient digital technology to transform cash management and significantly increase the competitive edge for the bank.

Thus the need arises for a transformative cash management platform to deliver a seamless customer experience with a completely cloud-native digital integrated suite with the ability to deploy new customers quickly, handle large volumes of transactions, improve operational efficiency and help reduce complexity and cost. Banks can now achieve their goal of becoming the most customer-friendly technology-driven banks.

The Intellect Promise

Intellect's fully managed; cloud-ready Digital Transaction Banking Platform will help de-risk banks'

IT operations with up to 40% reduction in IT total cost of operations (TCO). Pre-configured domain packs will speed up the bank's go-to-market product launch aided by an operationally-ready suite of 135+ Open Banking APIs to help roll out consumer-friendly innovative features.

Corporates and SMEs can be rapidly onboarded, saving up to 70% in onboarding costs, bringing in operational efficiency, and driving down acquisition costs. All this backed by pay-as-you-grow ready plans that can help banks go-live in as fast as 10 weeks, leveraging our global cloud infrastructure from Microsoft Azure.

Product Highlights

Cash Cloud is the world's first cloud-native, composable, fully-integrated cash management platform, powered by microservices and Open Banking APIs.

This platform is powered by comprehensive product coverage across cash management, payments, account services, self-onboarding, liquidity & virtual accounts and is offered across three easy-to-consume bundles –the CashNow plan, the CashXtra plan, and the CashPower plan.

The bundles are specially curated for various stages of transaction banking digital maturity, with a thorough repertoire of user journeys and domain packs built up from Intellect's large client base, designed to accelerate sales cycles for banks, increase stickiness across their client segments and impact the customer experience with a fully digital 360 offering.



\$650+ billion corporate transactions executed every year.
50% of corporate collections across India, ME & Africa flow through iGTB Cash Cloud Platform.

Industry Overview

According to ICC, there is a \$60 billion trade finance opportunity for banks and a \$20 billion SCF opportunity for banks. Banks now desire a strategy to maintain a contextual trade and supply chain finance platform that enables financial institutions to carry out all the trade and supply chain finance operations smoothly and effectively through a simplified process that offers a 360 degree capability to digitise operations

Challenges and Opportunity

There is an accelerated demand for and development of new models for both risk and financing. Banks looking to 'de-risk' trade business and make more efficient use of capital.

The terms of trade today are increasingly buyer driven and there is a displacement of traditional trading relationships, along with an emergence of high growth strategic markets and new entrants in open account and FSCM.

Digitalisation transforming cost and agility will also have a radical impact on the industry going forward with open APIs, DLT, smart contracts and the like garnering attention.

The Intellect Promise

Intellect brings intelligence to the trade and supply chain finance with five magic accelerators to delight clients and increase revenue.

- AI-based smart data capture and compliance
- Advanced analytics dashboards
- Digital marketplace and open APIs

- Fully integrated trade and supply chain finance
- Risk distribution and limits management

Product Highlights

iColumbus.ai powers the next generation Trade and Supply Chain Finance digitalisation and the Contextual banking experience with omni channel, context sensitive front end and intelligent document exchange powered by AI, ML, NLP and Computer Vision. It is an Artificial Intelligence powerhouse, enabling the extraction, validation, remediation and enrichment of machine-readable data whilst radically reducing the time, cost and risk traditionally associated with manual compliance checks.

iColumbus.ai is the only product that:

- delivers a sustainable solution for paperless trade supporting the integration of ESG ratings
- provides a comprehensive and fully integrated solution for trade and SCF on a single platform
- has a comprehensive limits management and inbuilt risk distribution module
- offers a fully integrated native AI engine
- is the most powerful integration tools and the most reliable security engine
- provides a dedicated module for Islamic finance
- has a SCF application that combines Payables Finance with Supplier Onboarding and Dynamic Discounting
- boasts a Centre of Excellence approach to implementation, supported by flexible deployment models and agile delivery capabilities



Processes 500 different document types in 87% less time with complete accuracy.

Trade Finance covers 12 business functions with 53+ user journeys and Supply Chain Finance covers 7 business functions with 104+ user journeys.

Industry Overview

In an extremely competitive Insurance market, insurance carriers have an imperative advantage by embracing new technology platforms that leverage Big Data and Artificial Intelligence. The industry has historically operated on incomplete information, and inefficient home-office processes to analyse and accept submitted risks on their books. This ensures adverse operational impact, such as spending 70% of resource time on low value tasks, high friction in the distribution channel, high dependence on manual processes, and premium leakage and higher loss incidence. However, technology today can reduce the gap between the quality and quantity of information, as well as the intelligence to process the information.

Challenges and Opportunity

Evolving risks and markets require product flexibility, deeper insights and evolving actuarial models. Underwriting is required to create a profitable and sustainable portfolio, and emerging technologies need to co-exist with legacy environments to support growth. These are just a few of the challenges facing carriers in today's market.

These industry changes are significant, but offer an opportunity for cutting edge technology to shift organisations to have more qualitative competencies augmented by AI. Many segments in the marketplace have little to no data and AI rich solutions to enable them to transform effectively for sustenance and growth. Intellect Xponent provides customers with

reduced premium leakage, the power of account-centric underwriting and improved underwriting utilisation and efficiency.

The Intellect Promise

We are committed to developing composable cloud native solutions with contextual data and intelligence to ensure portfolio profitability and enable business proactiveness to deliver intelligent software that redefines insurance.

Product Highlights

An AI and data powered, account centric underwriter workbench that provides a 'single pane of glass' driving underwriter productivity and enabling the average underwriter to perform like the most experienced. The solution is built to ensure speed and accuracy of underwriting decisions for portfolio profitability. It seamlessly integrates with Magic Submission and Risk Analyst to provide a comprehensive end-to-end workbench across commercial lines. Built by underwriters, this highly configurable workbench captures the 'underwriter thought process', performs effective case management, provides a comprehensive 360 account dashboard from external and internal data curated, and enables real time collaboration across respective parties involved.



60% less time for underwriter decisions, 30-40% increase in underwriting throughput and 10x increase in bind potential.

Industry Overview

With Digital being the equaliser, disruptions have become the new normal. The world of credit and payments is undoubtedly one of the most disrupted domains in the financial world and is undergoing a drastic transformation from product thinking to ecosystem thinking, transactions to experience, parallel tracks to interconnected tracks, mass lending to MyLending and reduction of TAT – from days to minutes.

Challenges and Opportunity

A state-of-the art lending platform will allow banks and financial institutions to enhance customer experience with an end-to-end digitisation of the lending process and increase customer lifetime value while mitigating risks through a real-time 360 degree customer view. Banks will also be able to launch curated credit solutions for their customers while protecting and maximising revenue with customer-centric collection strategies.

The Intellect Promise

iKredit360 is a comprehensive and composable technology platform that enables institutions to curate unique credit experiences to merchants, channels-partners, and end consumers. With its ability to converge multiple elements such as internal and external systems, financial products, credit lifecycle, and FinTechs, iKredit360 empowers financial institutions to become the primary engagement point for their customers by offering both commoditised and specialized credit products across all business segments including Retail, Corporate, SME and Agri.

Product Highlights

iKredit 360 is an all-in-one lending platform for comprehensive digital credit transformation enabling banks to enhance customer experience with smarter and faster origination. The platform allows omni-channel origination with customer initiated/RM assisted journeys and also comes with the provision of API-based origination enabling collaboration with FinTechs. Banks can aggregate digital data through structured and unstructured data sources and also ensure zero touch documentation through digital signatures.

iKredit360 also has a comprehensive and flexible loan management system with a powerful product configuration engine that helps banks reduce their time to market. The platform provides superior flexibility in amortization, enables loan restructuring & amp; modifications and provides exhaustive loan parameters.

With iKredit360, banks are able to minimise risk with multi-dimensional exposure management. The platform enables centralised real-time monitoring across varied lines of business. Banks can now have a single view of borrower's exposure across multiple levels and track margins in real-time enabling them to take more effective decisions faster.

iKredit360 also enables banks to protect and maximise revenue with integrated debt management. The sophisticated platform provides a real-time performance analysis and shares an intuitive collection score for segmentation. Banks can ensure personalised follow ups and also drive customer-centric collection strategies while streamlining collection processes.



With iKredit360, banks and financial institutions can grow origination volume by 3X, reduce origination TAT from days to seconds and reduce past-due and written-off loans by 20%.

Industry Overview

Government e marketplace (GeM) platform was implemented to eradicate the challenges around transparency, efficiency and inclusiveness in public procurement in 2016 as a dedicated e-market for different goods and services procured by Government Organisations/Departments/PSUs.

MSP led by Intellect Design Arena Ltd., landmarks the Digital Initiative which has holistically transformed public procurement of goods and services by various Central/State Governments and PSUs in India. The vision was to have a centralised, unified public procurement that has an increased coverage, access, and efficiency of public procurement in India.

Challenges and Opportunity

To become the largest public procurement platform in the world, to connect the last mile small sellers with public procurement and to be part of an initiative for the creation of an Atmanirbhar Bharat.

The Intellect Promise

Intellect is proud to be associated with this nation building initiative along with the Government of India to deliver the best possible services and solutions, irrespective of the business dynamics, technology complexity and operational needs of the portal. Intellect is committed to see that the total cost of ownership for GeM to the public exchequer remains significantly lower due to its efficiencies when

compared to the costs incurred by multiple other eCommerce players in the market.

Product Highlights

- **Diversity of user base:** The user base varies based on economic class, technology proficiency, linguistic backgrounds to support inclusivity.
- **Diversity of offerings:** GeM has significant diversity of product categories with over 55 lakh+ products and services across 9600 Categories.
- **Diversity of modes:** GeM supports multiple procurement modes including Direct purchase, L1, Bidding (60+ variations), Reverse Auctions, Forward Auctions.
- **Diversity of integrations:** Composable API first, integrated with multiple government and non-governmental organisations (22 Banks, 24 ERPs, UIDAI, NIC, Payment Systems, India Post etc.).
- **Large-scale platform:** Layered architecture with 300+ virtual machines in landscape need to utilise a variety of operating systems. Landscape of 5000+ VCPUs and 21 Terabytes of RAM has been virtualised on VM ware hypervisors, heavy throughput (up to 35000 Queries Per Seconds), processed process 6000+ security events per second, ~13500 concurrent users, 9000 page views per second and 1.5 million user interactions per day.



More than 10 Million orders have been placed till date.

5 Bids/min Published, 30 Seller Participations/min and 40 orders/min is supported by MSP daily on GeM.

Industry Overview

For multi-country conglomerates with accounts spread across the countries, currencies and entities, optimisation of liquidity has become critical. We understand that every dollar of corporate liquidity is a dollar of bank liability. Our vision is to enable our clients' clients to optimise their returns on cash capital while simultaneously protecting the bank, and helping the bank to deliver higher returns on equity.

Challenges and Opportunity

Frequent fluctuations in the global economy have made businesses more risk-averse, resulting in surplus unutilised liquidity lying idle in low or negative interest rate economies.

Corporate Clients

Optimised cash management is vital to creating, building and maintaining strong relationships. Helping your client manage money effectively through cash pooling and liquidity management. Enabling forward sight of cash movements and understanding where and when there will be excess cash, enables clients to manage money better. Algorithms operating in the background ensure that money is where it needs to be when it needs to be there, avoiding unnecessary overdrafts, delivering cost savings to your clients and capital saving to the bank.

Banks

Build new client deposit products and bring them quickly to market, whether for regulatory compliance or

to drive new innovation. Analytics help banks understand what are the best performing deposit products, in which markets and for which segments, and with contextual pricing promote better P&L. Intuitive self-service allows for setting up and amendment liquidity structures directly by the client. Reports can be accessed online, and real-time analytics gives insight to the client's cash and investment portfolio as well as forecasts of future position.

The Intellect promise

Intellect's position is based on the depth and breadth of its product functionalities, established on its knowledge of liquidity management dynamics, dominance in the field, and client endorsements and references. Intellect's overall strength can be appreciated in its risk management capabilities, especially its multi-jurisdictional regulatory compliance in over 50 countries.

Product Highlights

- Intellect presents competitive deposit management, investment sweeps, real-time liquidity funds control and hybrid cash pooling methods.
- Full contextual, real-time control of cash for corporate clients.
- Liquidity functions cross-country, cross-currency, cross-bank, cross entity, even cross-JVS.
- Every dollar of corporate liquidity need not be a dollar of bank liability.



\$35 trillion interest allocated over notional pools every year.
\$4+ trillion cash sweeps every year.

Industry Overview

The Corporate-Bank relationship is being turned on its head and virtual accounts play a key role in democratising how corporations manage cash with higher labels of maturity and sophistication. Virtual accounts give control to the corporation while at the same time providing measurable benefits to banks. The need is for banks to give their clients control over their cash while saving operational costs, time, effort and risks.

Challenges and Opportunity

Virtual Cash Management

- Context aware mechanism to enable swift reconciliation and instant DSO updates.
- Segregation based on corporate hierarchies
- Collections 'on-behalf-of' segregated entities. Extended capabilities to enhance real-time reconciliation of pending receivables.
- Payments 'on-behalf-of' segregated entities, while validating transaction limits.

Managing Liquidity

- Alternatives for traditional sweeps through self-concentrating Virtual Account structures.
- In-House Banking capabilities including interest management for corporate treasury functions like intercompany lending/borrowing and managing limits across divisions, subsidiaries, lines of business, etc.

Managing Client Money

- Segregation of funds that a corporate receives from, or on behalf of, a client or related stakeholders.
- Typical examples include escrows, trust accounts, investment omnibus, etc.
- Increased focus on regulatory and compliance aspects

The Intellect Promise

The world's most advanced sub-accounting system with a comprehensive, cloud native system, available as a SaaS offering that transforms your transaction banking business. Intellect's Virtual Accounts empowers a Bank with technology which enables their clients to manage their entire lifecycle of virtual accounts/sub-accounts for advanced cash management and liquidity needs.

Product Highlights

Only system in the world that puts virtual sub-account, to uniquely address both cash management and client money management/escrow requirements of the corporates and SMEs. A common Virtual Account Management platform that underpins both these offerings makes the solution extremely scalable in terms of functionality and contextuality. Available as a cloud-native hosted offering, the solution is industry ready for a host of verticals across geographies.



Offers 70-80% efficiency improvements in reconciliation.

Eliminates 2/3^{rds} of cash concentration needs.

Industry Overview

According to McKinsey, Global Payments Revenues is expected to grow from \$1.9 Trillion to \$2.5 Trillion by 2025 and of that 50% is expected from commercial payments. The sector is poised for a quick 6 to 7% p.a growth rates. Over 50 countries are live with instant payments and 5 more are underway. Open Banking APIs are now available in over 50 nations with over 1 bn API calls per month registered in Europe. ISO20022, Open Banking and RealTime payments coupled with the growing interest in CBDC (Central Bank Digital Currency) and DLT is driving huge demand in payments.

Challenges and Opportunity

There is a plethora of custom formats across industries and geographies especially for ISO20022. They face slow on-boarding of new corporates with inability to adopt to downstream payment systems and inability to process and monetise remittance rich data in ISO20022 messages.

Payments are rejected due to lack of comprehensive validation (country/currency) in channels, lower STP rate and poor customer service. Channel inbuilt validations are expensive to maintain and run the risk of being not consistent across the channels and there is a lack of centrally implemented new rule for regulatory compliance across the channel type.

Lack of centralised payment status reporting resulting in dissferent PSR solutions across payment types.

There is no single repository or system to maintain client specific PSR formats and requirements. Each system generates a PSR on its own resulting in a non-uniform corporate client experience.

The Intellect Promise

Accelerate your customers' business outcomes and objectives beyond simply enabling a transaction. Intellect's Payments now enhances your ability to deliver new capabilities, support emerging technologies and lead in the rapidly evolving payments market. Achieve scale, comply with regulations and reduce costs with on-demand payments as a managed service.

Product Highlights

- Benefit from a modern cloud-native, microservices, pure open-source, API-first, real-time architecture.
- Become the principal bank using contextual payments delighting customers via AI and ML recommendations to manage payment shortfalls or FX payments.
- Achieve higher client satisfaction and compliance with ISO20022 Remittance Data Management.
- Simplify corporate bulk payment file pre-processing, orchestration and full-processing.
- Achieve real-time exposure management with transaction limits management.
- Get ahead of the competition with real-time payments execution.
- 75 payment rails across over 30 countries.



Over \$500 billion worth of payments processed per day via Intellect platform at a global bank headquartered in the UK.
1 million payments processed per hour in live use.

Industry Overview

Regardless of industry or size, all corporates from SME to multinationals share a common need for information, insight, speed & efficiency. Banks want to be fully digital, reduce friction, drive higher adoption of online solutions, and remain the principal banker of their customers so that they are in the pole position to create the opportunity to upsell and cross-sell their products & services. Whether the bank's strategy is led by channel, product, or even segment, technology needs to provide maximum flexibility to enable the bank to adapt and align with any of these approaches. In order to meet today's challenges and prepare for the future, banks need a fully integrated, secure, and scalable system that is compliant across all business segments.

Challenges and Opportunity

A platform that can support multiple business lines - corporate, commercial, small biz. wealth, while enabling banks to retain ownership of UI/UX and provide development friendly tooling. Comfortably managing complexities such as entitlements, workflow and other 'horizontals' that need to be simplified with a platform and data model that is extremely flexible, ingesting data from multiple sources, breaking down traditional silos and creating the opportunity for contextual UX and enabling partnerships through the exposure of/or consumption of APIs to/from 3rd parties.

The Intellect Promise

CBX is built to enable banks to run lean, experiment and operate with speed and agility while focusing technology resources on innovation. Intellect's white label digital transaction banking platform to manage firms' cash and trade that leverages Machine Learning and predictive analytics, delivered through APIs and an omni channel UX. CBX provides the 400 user journeys that span the full complexity of corporate banking as microservices and UI components. This enables banks to accelerate customer self-service and both upsell and cross sell their services by providing clients with context-aware recommendations on the best-next action or best-next offer needed to meet their immediate objectives.

Product Highlights

- **Hyperscale Technology** - to seamlessly and cost effectively handle the increasing volumes and performance of my digital platform.
- **Connected Experience** - a converged channel platform across brands, across customer segments, across business and across products.
- **Extensibility** - to progressively keep adding new products and capabilities without disruption to my current ecosystem.
- API-first architecture, omni channel, multi-region, multi-entity and multi-currency with pluggable backend services.



1000+ built leveraging proven customer Transaction Banking journeys.

INTELLECT DIGITAL CORE

Industry Overview

Led by progressive digitisation, the customer of today demands a relationship beyond frictionless digital banking. Banks now face the challenge to deliver contextual experience to meet the expectations of this ever evolving customer. Further, as the horizons of digital technologies and banking expand, banks must invest in platforms that evolve and power their own transformations.

Challenges and Opportunity

CXOs face three key challenges when it comes to core banking modernization. The first being identification of a platform which keeps up with advancements in the technologies and supports the bank's future growth. Core banking system, by its nature, is the heart of the bank. Hence the second concern is managing innumerable changes across technology, training employees and getting customers up-to-date with the new experience. The third and most important is ensuring faster go-live.

A modern digital core will allow banks and financial institutions to offer a comprehensive suite of offerings, provide a contextual experience across devices in real time, connect with the external ecosystem to accelerate innovation, create their own offering set by connecting composable components and the ability to scale up or down on cloud. A composable architecture also solves the second challenge. Organisations can divide the entire transformation into phases, test waters, get comfort and move to the next phase. A robust technology stack, agile implementation methodology, expertise in change management, and data migration can ensure a go live on time.

The Intellect Promise

Intellect Digital Core (IDC) Platform is a comprehensive Core Banking platform built on Cloud native, Composable, API first and a truly Headless architecture. IDC empowers financial organisations to offer a contextual experience to end customers throughout their journey. This fully integrated digital platform caters to Retail, Corporate and SME banking segments. Built with design principles in mind, Intellect Digital Core provides exponential benefits to Business, Operations and Technology teams. Its agile methodology of implementation reduces time to market.

Product Highlights

IDC has a comprehensive depth and breadth of solutions across the customer's financial life cycle allowing for quick go-to-market. The platform comes with an integrated banking suite (Current & Savings, Lending, Credit Card), as well as workflow-based processes (Onboarding, Origination, Integration). Inbuilt intelligent processes powered by AI/ML based Behavioral model and Rule based Engines create a superlative experience for the customer.

IDC is fully contextual allowing for an omni-channel experience on digital devices, reduced waiting time at branches and improved engagement across channels. Its Contextual Dashboards help bank employees suggest the right upsell or cross sell to end customers.

IDC is open banking compliant. Its connected ecosystem supports integration with Intellect Marketplace and third party ecosystem to allow continuous innovation. Based on a microservices based composable architecture, IDC can be deployed on private, hybrid and public cloud environments.



IDC has been ranked Number 1 in Retail Banking by IBS Intelligence for the sixth year in a row.

QUANTUM CENTRAL BANKING SOLUTION

Industry Overview

Central Banks are facing increasing pressures as custodians of the financial health of their countries. As a Banker to the Government, a Banker to Banks, a Government Debt Manager, a Currency Manager and the overall Supervisor & Regulator of the country, Central Banks have to deal with high levels of complexity.

Challenges and Opportunity

A state-of-the art core banking platform specially designed for central banks will allow central banks to view accurate and timely financial institution balances and enable collateral, credit, liquidity and performance tracking through a 360 dashboard view. Central banks should be able to rapidly adapt to new policies and instruments, get periodic financial statements and reports on demand and have an integrated view of position and settlement operations. The platform should also provide transparency and accountability for central bank operations, banking clients, financial infrastructure and governments.

The Intellect Promise

Intellect Quantum Central Banking Solution (QCBS) is designed specifically for Central Banks and empowers them to progressively modernize and transform. It is built on an underlying technology design, driven by four parameters - real-time informed decision-making & risk management, unmatched configurability for speed and ease of change, tightly integrated analytics and uncompromising security.

Product Highlights

- **TIME TO MARKET** – Rapid policy implementation with 2,000+ configurable attributes.
- **TIME TO DIAGNOSE** – Zero recon and online real-time balance sheet with GL to transaction navigation.
- **TIME TO MONITOR** – Real-time one click dashboards with a 360-degree view and risk analytics.
- **TIME TO CONSOLIDATE** – National level balance consolidation & treasury single account (TSA) for knowing the Govt. account balances.
- **TIME TO COLLABORATE** – Online portal with workflow management.
- **TIME TO SERVICE** – Auction management and depository with complete life cycle support for securities up to redemption.
- **TIME TO CIRCULATE MONEY** – Currency lifecycle management with automated asset balancing with real-time monitoring at the country level.
- **TIME TO PLEDGE/RELEASE** – Real-time collateral and liquidity management with support for complex monetary policies and intraday liquidity.
- **TIME TO PROCESS** – 24x7 Reliable and secure operation with 99.99% uptime and EOD time <15 minutes.
- **TIME TO ADOPT** – Implementation certainty with agile delivery model and leveraging best-practices from multiple central banks.



Launch a new product in 15 minutes.

Have a real-time risk visualization with 50+ dimensions.

INTELLECT CARDS

Industry Overview

COVID has accelerated many trends that were already underway before its outbreak. Consumers are becoming more familiar with new payment technologies, including the use of QR-based solutions. Cards and digital wallets are obvious winners in an e-commerce market that is set to grow at 6% year-over-year between 2021 and 2025, reaching \$4.2 trillion at the end of the period, according to Statista.

Challenges and Opportunity

A state-of-the-art cards platform will allow banks and financial institutions to enhance customer experience by ensuring an end-to-end digitisation of their cards process and launching customised cards and loyalty programmes. The platform will allow the bank to mitigate risks with real time fraud detection capabilities and focus on key business aspects while the system handles all the operational/process driven activities.

The Intellect Promise

Intellect Cards is a comprehensive, fully digital payment card application that addresses all credit card, debit card, prepaid card and retail card business needs across issuing, fraud monitoring, loyalty management and delinquency management. Intellect Cards ensures a complete digitisation of the card lifecycle and enables banks to provide a customised and personalised experience for their customers. It comes inbuilt with MCP Technology (Multiple Cards on a Single Plastic), which can enable the bank to extend a variety of lending variants on a single credit card account.

Product Highlights

Intellect Cards drives complete digitisation of the card processing and comes with mobile and web interface. It provides a variety of self-service options, supports QR Code transactions and fingerprint authentication. The solution also has an empowered collection module with pre-loaded collections strategy and persona based segmentation.

With Intellect Cards, Banks can provide a superlative customer experience through a feature rich mobile app and flexible rewards which can be customised to handle different customer segments. Banks can also provide the facility of flexible installments to their customers where BNPL transactions can be converted into EMIs with minimum interaction. Additionally, the solution comes with a powerful and configurable loyalty module which has 3 levels of customer segmentation, event based accrual, multiple redemption options points expiry configuration and supports co-brand points conversion.

Intellect cards enables banks to outsource and optimise workforce with an end to end solution option. The solution comes with a 24X7 Help desk Support & Application support, data centre hosting services & physical environment management and also provides call centre / IVR Services – BAU and collections call center as well as IVR facility.

Banks are able to mitigate risks with a sophisticated fraud early warning system which monitors transactions across channels: ATMs, POS & internet.



Intellect Cards is implemented across 3 continents and supports a cards in force volume of more than 100 million.

Industry Overview

In recent years, the insurance industry has been forced to raise the standard on delivery, customer engagement, distribution and process efficiency across the board. It is clearly evident now that insurance transformation, intelligent automation and increased investment are at the forefront of priorities for these companies.

These industry changes are significant and insurers still need to employ underwriters, actuaries, and claims people. Automation and digitisation have begun to remove a lot of the administrative and low-value tasks that need to be carried out, freeing up staff to drive more value by focusing on more qualitative competencies across the organisation.

Challenges and Opportunity

One of the biggest and most common challenges across insurance companies includes streamlining the experience to new-age expectations, using AI and data to contextually serve customers and out-select competition, and building technology agility, given that change is the only constant. Looking to overcome these challenges, a growing number of companies are taking a closer look at how innovative solutions can transform and future-proof their business. In relation to Magic Submission, it is not uncommon for extraction time to last days or weeks. Intellect's AI solutions, with transformation consulting approaches, have kick started our customers journey to being a frontrunner in this space.

The Intellect Promise

Transform your business with the magic of AI and identify accounts with the highest bind potential. The solution is built to process 500+ document types to deliver 99% extraction accuracy, 800+ risk insights with 87% time reduction and with greater than 50% cost reduction.

Product Highlights

A pioneer in many ways, this tool is targeted to improve submission data quality and coverage in 87% less time. Purpose built AI models contextually extract, validate, enrich and normalise information for effective submission processing. Reverse engineering AI models convert free text descriptions to location level NAICS and ISO standard codes. Leveraging our data platform, this tool validates and enriches risk information in real time. Quick decline, clearance and submission prioritisation are some capabilities that enable underwriters to stay focused on high value tasks for portfolio profitability. All of these capabilities, along with its simple exception handling user interface, place Magic Submission at the forefront among other solutions.



99% extraction accuracy, 99% interpretation of free text, 27% improvement in submission data quality, 85% reduction in triage time and 80% intake resources freed up for upskilling.

Industry Overview

Insurance and financial services, two long standing industries and slow to change, have been forced to adopt flexible product and business models, identify ways to quickly improve combined ratios, find optimal ways to utilise emerging data and technologies, and raise the bar on employee and customer experience. Hyper automation and low code/no code platforms are gaining traction with the caveat to leverage legacy effectively. Those that started early in their transformation are now reaping some competitive benefits.

Challenges and Opportunity

Commercial insurance companies deal with data in gigantic volumes. Filtering out and recording the relevant details for properties and businesses is no easy feat. There is a need to deliver faster decisions, reduce the loss ratio, and enrich the data sets used to evaluate the risk being written.

As a result of these challenges, we are seeing an increased investment in the utilisation of Artificial Intelligence (AI) for new business and underwriting and underwriting models and user experience across insurance. Given the legacy environments at many companies, focused initiatives around cloud, APIs, and data management are at an all-time high.

The Intellect Promise

Intellect's Risk Analyst is purpose built to address the four V's of your customers' data

- **Volume** - Provides over 3000+ elements underlying entities and cognitive libraries to create your own user journeys for data within your commercial underwriting process.
- **Variety** - Our data connectors span across multiple lines of business to support commercial underwriting operations.
- **Veracity** - Intellect's Risk Analyst uses various AI techniques for data cleansing and normalisation. Its proprietary Trust and Consensus algorithm triangulates data and ensures that customers always have accurate data.
- **Velocity** - The most accurate data available at the right time to make the most informed decisions as efficiently as possible.

Product Highlights

Our data platform powers our products with highly accurate triangulated insights from hundreds of structured and unstructured sources, at an account, location and person level. Proprietary algorithms are trained to find the 'element of truth' across varied sources to ensure the highest underwriting accuracy and enables pre-fill with visual alerts to focus the underwriter's time on high value tasks. Configurable data packages by use case, and data transparency enables high acceptance rates for the AI tool which can be utilised with its user interface or as a headless API.



\$6 million claim diverted through insights, 60% less time for underwriter decisions.

Industry Overview

The wealth industry has grown at a compound annual growth rate (CAGR) of 4.8% since 2015. The wealth market is expected to grow from \$475.8 billion in 2020 to \$730.7 billion in 2025 at a rate of 9.0%. The CAGR of the wealth market will grow at a rate of 8.8% from 2025 and reach \$1,116.1 billion in 2030.

The new normal has caused a shift in customer demands across segments - a need for hyper personalised comprehensive advisory services, DIY capabilities and an inclination towards sustainable investment has emerged. Banks are now striving to expand services to focus on the growing and uncontested bottom of the AUM pyramid. The strategy is to redraw the industry boundaries thus making competition irrelevant.

Challenges and Opportunity

Due to the uncertainty brought about by the pandemic, banks now face challenges in retaining customers and providing them with differentiated offerings and more transparency. The frequent attrition of RMs and changing hands upset established clients and advisor relationships. The Global crises have made individuals less confident about their investment decisions and in today's world, hyper-personalisation is acting as a critical feature in achieving loyalty in the growing millennial population.

The hunt for fee based income remains fierce, low interest regimes has pressurised NIM's and NII's. Investor beliefs are changing with sustainable and

responsible investing becoming crucial to meet new customer expectations.

The Intellect Promise

An 'Empowered RM' – one who is aware and armed with the right set of tools and information to serve customers' needs, is our promise.

Product Highlights

Our vision is to build a cloud-based wealth ecosystem with the intent to protect our customers from obsolescence. We started this journey in 2021, and have achieved significant progress towards our vision. We collaborated with 20+ partners and continued to invest in augmenting the power of open market ideas. Our composable architecture, availability of microservices and tool based design enables us to seamlessly integrate with other FinTechs. Virtual Advisory, Collaboration, ESG based Portfolio Analytics, Knowledge Portal, Customer Churn Predictor, Story based Report driven by NLG are a few capabilities we've added to the products, but there are many more in the roadmap.

Intellect Wealth ecosystem will allow banks to innovate widely while keeping their technology cost low and would enable them to launch new services/products simply by plugging in new tools as needed. In continuation to our Wealth 2.0 strategy, we have successfully launched digital Wealth Cronus - Indian market specific platform. This has helped us win a couple of prestigious deals in India - one of the largest public sector banks and the fourth largest private sector bank.



Won APIX Award for the most number of API endpoints available on MAS - APIX platform managed by ASEAN Financial Innovation Network, AFIN. About 40 APIs with 150+ end points are hosted on the Monetary Authority of Singapore's APIX platform.

Industry Overview

For a bank's treasury, there are 3 main industry drivers – regulation and compliance, cost pressure and pace of technology disruption. Banks that can quickly embrace modern technology and use it to reduce operational cost, introduce innovative products and business models, and comply with regulations, will have an advantage over banks that have not embraced such technologies.

Challenges and Opportunity

Legacy versus digital innovation as on-premises legacy technology stacks are slowing down the rapid rollout of new products. AI & ML tools are bringing about disruption in treasury by ushering in digital models. High, up-front capital investments in infrastructure and hardware is driving the thrust towards being more cost efficient by having a leaner cost base. Rolling out new products or regulatory compliance updates need changes to the existing system which could be a tedious process lengthening the time to market. Cloudification of treasury will drive digital transformation, reduce cost and accelerate innovation. The key benefits of cloud would be cost reduction, reduced time to market, improved customer experience and agile working processes.

The Intellect Promise

Intellect Capital Cube has the potential to improve top line by 8 to 12% and bottom line by 5 to 10 % through:

- **Revenue Accelerators** - Pre-deal yield simulators and rich portfolio analytics help maximise trading

profits. Real-time simulators help improve NII/NIM. Increase in fee-based income through a Corporate FX channel and enhancing margins through branch FX. Efficient intraday liquidity management reduces the liquidity requirement, increasing investment opportunities. Just-in-time funding reduces the funding cost.

- **Optimum Capital Leverage** - Alternate Capital Assessment model, Profit Attribution analytics, Reduced IDL & Compliance cost, Sensitivity, Stress & Shock tests and improved Tier 1 & CAR help maintain optimal capital and efficient leverage of funds, leading to increase in profits.
- **Digital Treasury** - STP of 95%+ reduces per transaction processing cost. Integrated front to back treasury on a single platform reduces technology cost. Cloud enabled and multi-database compliance reduces TCO. Standard APIs to market data providers reduce implementation cost.

Product Highlights

Capital Cube 21 is a contextual cross-asset Treasury solution covering the rich functionalities of integrated front mid back office treasury, Contextual Asset liability management, Portfolio Risk Analytics and Value-adds like Libor transition and CBX-FX. This is powered by cloud-ready architecture, API-first technology with SDKs for low-code interfacing, along with contextual & decoupled UI/UX.



Transforming and running the largest treasury operations in the world at a leading global bank with 'zero' down time - \$10.7 Trillion daily cash flows.

Industry Overview

Firms are under severe competitive pressure to keep pace with newer products and markets. The tech savvy investor community wants trading decisions to be carefully analysed and all self-help tools readily available on the go. The need for today's brokerage firms is to therefore provide a differentiated solution to their customers, in terms of omni-channel consistent experience, ease and speed of trading, contextual research and analytics on finger tips, and provision of an e-marketplace across markets and asset classes.

Challenges and Opportunity

While there is a need to grow the top-line, the cost of regulatory compliance can have a significant drain on the bottom-line. Availability of newer products accessing investments in global markets is driving the push for brokers to handle multi-currency, different asset classes and complying with regulations governing cross border trading. A huge wave of technology disruption with RPA, open finance technologies like API factory and microservices are driving dramatic changes and have a profound, lasting impact on broker firms' operations. These technologies collectively offer enormous potential to improve efficiency, reduce risk, and enhance the quality of service to clients.

The Intellect Promise

Capital Alpha provides a four-pronged advantage across the dimensions of Speed, Leverage, Risk Management and Intelligence as follows:

- **Speed** - Increased profitability by faster reaction to

market events, through low latency, co-location and algorithmic trading. Ease and speed of placing orders through omni-channel trading and UX built for accelerated order placement.

- **Leverage** - Improved efficiency by providing a multi asset, multi market front-mid-back integrated platform. E-Marketplace/One stop shop for all execution venues helps leverage cash movement among asset classes.
- **Risk Management** - Minimises investors' risk and exposure to market by providing pre and post trade risk management.
- **Intelligence** - Improved alpha by providing real-time view on price, news, trends, signals, portfolio, premium research. Additionally, analytics and actionable data-based trading is facilitated through technical indicators, research and sentiment analysis.

Product Highlights

Capital Alpha is a "Broker-In-A-Box" solution which provides omni-channel trading experience for the customer through contextual trading backed by research and analytics, ensures compliance through a real-time and integrated pre and post trade risk management, and increases efficiency of operations through a comprehensive back-office combining clearing & settlements, fees & commissions, corporate actions, reports and interfaces to market entities. Backed by powerful tech enablers of Interface Studio for minimal coding enterprise integration and Experience Studio for personalised and contextual trading experience.



Fulfilling the aspiration of 10x customer base in less than 6 months of going live for a leading brokerage firm in APAC.

“
Accelerated sprint based delivery based on Agile principles which helps to ensure the right products are built for the right customers at the right time.”

Chapter
24

EXECUTION: HELPING OUR CUSTOMERS TO SPRINT AHEAD

Helping our Customers to Sprint Ahead

Implementation certainty is a promise that we continue to make to our customers. A promise built on an aggressive delivery excellence program called D-3 OTIF – which translates to delivery 3 days before time, in full. Consistent delivery 3 days ahead of schedule and in full is the ultimate test of customer-centric model and this is made possible by

Accelerated sprint based delivery based on Agile principles which helps to ensure the right products are built for the right customers at the right time. Design Thinking is at the core of this approach ensuring the solutions we build are desirable, feasible and viable. Through this approach we are able to bring an outside – in market centric perspective enabling our customers to achieve business agility. Through time-boxed sprint delivery cycles and value based prioritisation, agile

teams deliver incremental value to customers. Supported by our Execution Accelerators such as Standard Product User Journeys, iTurmeric API ecosystem, Low code technology platforms and Continuous Integration/Delivery (CI/CD) pipelines. This has resulted in a 13% reduction in Implementation Cycle time for our customers in FY21-22.

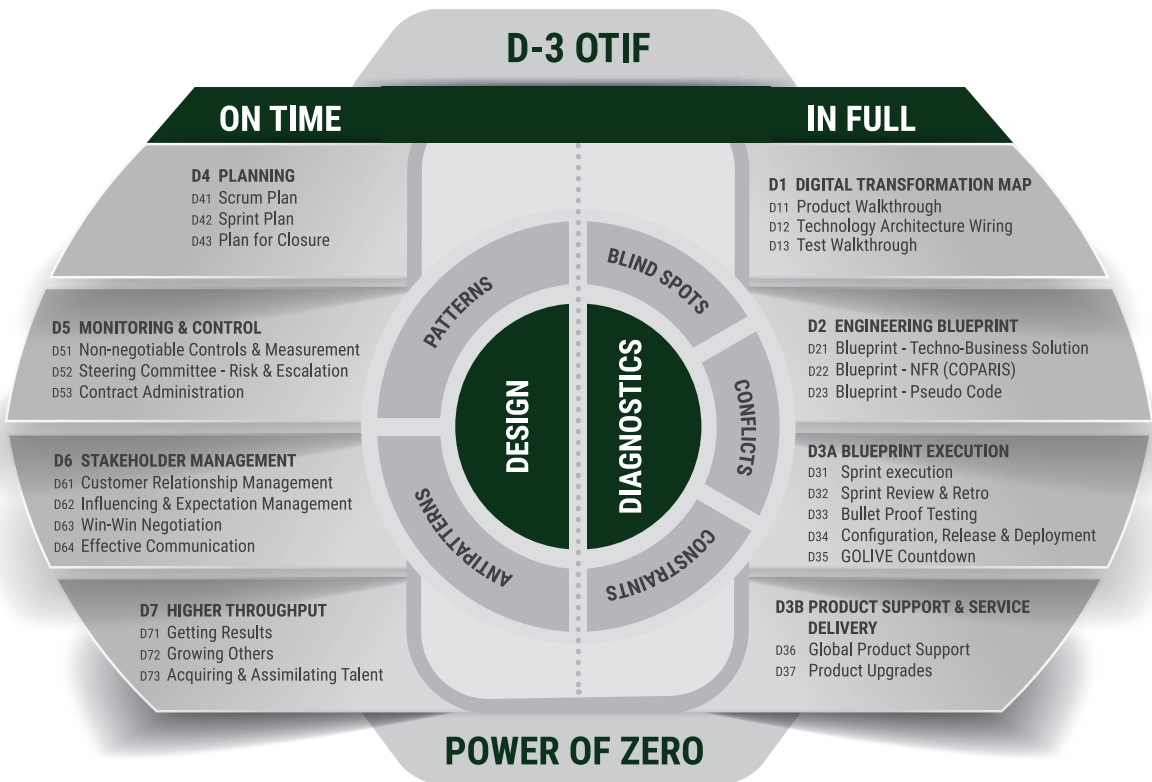
Product Maturity calibrated through Product Industrialisation Index (PII) – A framework that provides tiered levels of achievement to assess product maturity. This considers robustness of architecture, design patterns, degree of automation, tool usage, security and other non functional parameters. This coupled with functional richness of user journeys ensures product resilience and quality .

Our differentiated Post go live hypercare support resulted in 18% reduction in production incidents in FY21-22.

Net Promoter Score (NPS) is the key metric by which we judge our performance as per customer feedback and this moved up 63% in FY21-22 as against FY20-21 (NPS of 32 in FY20-21, NPS of 52 in FY21-22).

Intellect works on diverse customer segments with high outcome-focused engagement,

delivery and pricing models aligned to their strategic roadmap, execution infrastructure and investment landscape. We support the entire ecosystem by not just reassuring implementation certainty but sprinting AHEAD of TIME and IN FULL.



Board of Directors



Arun Jain
Chairman & Managing Director



Anil Verma
Executive Director



Arun Shekhar Aran
Independent Director



Andrew England
Non-Executive Director



Vijaya Sampath
Independent Director



Abhay Anant Gupte
Independent Director



Amrish Pandey Jain
Additional Independent Director
(Effective 05th May, 2022)

Chapter
26

Strategic Advisors



Andrew England
Director & Head of Strategy,
UK, iGTB



Dave Ravell
Growth Advisory Board, iGTB



Prabal Basu Roy
Advisor to the Chairman



Pradeep Kapur
Strategic Advisor



Sanjeeb Chaudhuri
Growth Advisory Board, iGCB



Swarup Choudhury
Strategic Advisor



Theodore Roosevelt Malloch
Growth Advisory Board, iGTB



Vikram Sud
Growth Advisory Board, iGTB

Leadership Team



Arun Jain
Chairman & Managing Director



Manish Maakan
Chief Executive Officer,
Global Transaction Banking



Rajesh Saxena
Chief Executive Officer,
Retail & Central Banking



Banesh Prabhu
Chief Executive Officer,
Intellect SEEC



TV Sinha
Head – Risk, Treasury
& Capital Markets



Debanjan Kumar
Chief Executive Officer,
iDigital



Ramanan SV
Chief Executive Officer,
India & South Asia



Uppili Srinivasan
President – Business
Head for Digital,
Payments and Liquidity



Venkateswarlu Saranu
Chief Financial Officer



Sudha Gopalakrishnan
Global Head – Quality



Padmini Sharathkumar
Chief Talent Officer



Krishna Rajaraman
Chief Technology Officer



Debal Dutt
Chief Marketing Officer



Kannan Ramasamy
Global Head – Partnership
& Alliances

Global Offices

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Sales Office

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ANZ

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Intellect GmbH

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IMEA

INDIA

INTELLECT DESIGN ARENA LIMITED

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8th, 9th & 10th, CTS No. 213/A/2 & 214,
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INTELLECT DESIGN ARENA LIMITED

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Westlands Nairobi, Kenya

MAURITIUS

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40 Silicon Ave, Cybercity
Ebene, Mauritius
Phone: +230 489 2661

INTELLECT DESIGN ARENA LIMITED

Annual Report for the year ended March 31, 2022

Regd. Office: No.244, Anna Salai, Chennai - 600 006. INDIA.

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Bankers

Citibank N.A

HSBC Ltd.

HDFC Bank Ltd.

IDFC Bank Ltd.

Axis Bank Ltd.

State Bank of India

Barclays Bank

Bank of America

Auditors

M/s. S.R.Batliboi & Associates LLP

6th & 7th Floor, A Block

(Module 601, 701 – 702), Tidel Park, No.4,

Rajiv Gandhi Salai, Taramani,

Chennai – 600 113. India.

DIRECTORS' REPORT

DIRECTORS' REPORT

To the members,

We are pleased to present the 11th Annual Report on our business and operations for the year ended 31st March 2022 of Intellect Design Arena Limited ("Company"). This is our eighth year of business operations.

1. Results of operations (In Rs. Millions, except EPS data)

Description	Standalone		Consolidated	
	Year ended March 31			
	2022	2021	2022	2021
Income (Including Other Income & exceptional item, if any)	12,913.55	10,186.08	19,186.87	15,101.41
Expenses (Excluding, Depreciation, Finance charges & Including exceptional item, if any)	9,549.83	7,385.17	14,061.24	11,426.45
Profit/(Loss) before Interest, Depreciation & Tax (PBITDA)	3,363.72	2,800.91	5,125.63	3,674.96
Finance Charges	29.63	74.98	42.71	91.74
Depreciation & amortization	690.33	500.14	975.62	767.14
Net Profit/(Loss) Before Tax (excluding share of profit / (Loss) from Associate Companies)	2,643.76	2,225.79	4,107.30	2,816.08
Provision for tax including Deferred Tax	622.94	153.26	627.41	254.51
Net Profit/(Loss) after tax before Share of Profit/(Loss) from Associate Companies	2,020.82	2,072.53	3,479.89	2,561.57
Add / (Less): Share of Profit / (Loss) on Associate Companies	-	-	24.53	84.79
Net Profit / (Loss)	2,020.82	2,072.53	3,504.42	2,646.36
Re-measurement gains/(losses) on defined benefit plans	15.56	(10.54)	16.10	(10.32)
Exchange differences on translation of foreign operations	-	-	(4.56)	(7.03)
Net movement on cash flow hedges	154.78	527.45	154.78	527.45
Other comprehensive income for the year, net of tax	170.34	516.91	166.32	510.10
Total comprehensive income for the year, net of tax	2,191.16	2,589.44	3,670.74	3,156.46
Less: Non Controlling Interest	-	-	17.21	15.28
Total comprehensive income for the year, net of tax (Excluding Non controlling Interest)	2,191.16	2,589.44	3,653.53	3,141.18
EPS				
Basic Rs.	15.19	15.63	26.25	19.82
Diluted Rs.	14.55	15.42	25.14	19.55

Table No. 1.1

Function wise classification of statement of consolidated Profit and Loss

(In Rs. Millions)

PARTICULARS	Year Ended	
	March 31, 2022	March 31, 2021
INCOME		
Income from software product license and related services	18,565.00	14,992.00
Hedge Impact	217.00	(17.00)
Total Income	18,782.00	14,975.00
EXPENDITURE		
Software development expenses	8,026.00	6,646.00
Gross Margin	10,756.00	8,329.00
Gross Margin %	57%	56%
Selling and marketing & General and administrative expenses	4,878.00	3,836.00
Research & Engineering expenses	1,157.00	933.00
Total Expenditure	14,061.00	11,415.00
EBITDA	4,721.00	3,559.00
Depreciation and Amortisation	(976.00)	(767.00)
Finance Charges	(43.00)	(92.00)
Fx Reins. (loss)/gain	(60.00)	28.00
Other Income/Expenses	476.00	154.00
Profit / (Loss) before Tax	4,118.00	2,882.00
Provision for taxation	(627.00)	(255.00)
Profit / (Loss) after tax (excluding non-controlling interest)	3,491.00	2,628.00

Table No. 1.2

2. State of Company's Affairs

The consolidated revenue of the Company for the year ended March 31st, 2022 stood at Rs.19,186 Millions as against Rs.15,101 Millions for the previous year and there is an increase in the revenue to the tune of 27.05%. The consolidated Net Profit/(Loss) after tax for the fiscal year ended March 31st, 2022 stood at Rs. 3,504 Millions as against the previous year's Net Profit/(Loss) after tax of Rs. 2,646 Millions. The Consolidated Reserves and Surplus as of 31st March 2022 stood at Rs.17,414 Millions as against Rs. 13,263 Millions as of March 31st, 2021. For the financial year ended 2021-2022, the Company has not transferred any amount to the reserves.

3. Material Changes and Commitments

There were no material changes and commitments from the end of the financial year till the date of this report.

4. Dividend

The Board at its meeting held on May 05, 2022 has proposed final dividend of Rs. 2.50/- per share at face value of Rs 5/- for the financial year ended March 31, 2022, subject to the approval of shareholders at the ensuing Annual General Meeting and if approved would result in the cash flow of Rs. 336.38 Millions.

The Dividend Distribution Policy, in terms of Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") is uploaded on the Company's website.

The weblink of the Dividend Distribution Policy is <https://www.intellectdesign.com/investor/general/2018-apr-dividend-distribution-policy.pdf>.

5. COVID-19

The COVID pandemic continued to be a global challenge and creates disruption across the world. It's effect has been felt by everyone, regardless of their position. Your Company's top priority is the physical and emotional wellbeing of its employees. The Company has taken several initiatives to support its employees and their families during the pandemic like organising Doctor on call facilities, Isolation / Quarantine facilities, medical helpline, Ambulance Services, Vaccination for 45+ and other support. The Company has set up a dedicated Covid Response Team which helps employees and their families with the above facilities. The Company has also organised counselling and self-help services to support its employees in maintaining their mental & emotional health.

With the work from home approach, the Company has been able to provide continuous services to all the customers across the globe. This approach has

strengthened the customers' confidence in the Company. Our stakeholders have expressed their appreciation for ensuring that business continues despite the challenging conditions.

6. Subsidiaries

Details of Subsidiary Companies, Associate Companies, and their financial position.

Your Company has 22 (12 direct and 10 step down) Subsidiary Companies and 2 associate companies as on March 31, 2022. The information as required under the first provision to sub-section (3) of Section 129 is given in Form AOC-1 in Annexure 1.

7. Cash Reserves

Your Company has cash reserve of Rs. 5,588.73 Millions.

8. Share Capital

The paid-up Capital of the Company was increased to Rs. 672.77 Million through share allotments made against exercise of Options (15,79,251 equity shares) under the ASOP / ISOP / IIPS Schemes, comprising of 134,553,614 equity shares at a face value of Rs. 5/- each as on March 31, 2022.

The details of all the stock option plans, including terms of reference, and the requirements are set out in Annexure 2.

9. Corporate Governance

Your Company has been complying with the provisions of Corporate Governance as stipulated in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (referred as "Listing Regulations"). A separate report on Corporate Governance, along with the Certificate on Compliance of the Corporate Governance norms as stipulated under Chapter IV of the Listing Regulations and Management Discussion & Analysis forming part of this report, is provided elsewhere in this Annual Report.

10. Transfer to Investor Education and Protection Fund

As required under the provisions of Section 125 and other applicable provisions of Companies Act, 2013 (hereinafter "the Act"), dividend that remain unpaid/unclaimed for a period of seven years, are to be transferred to the account administered by the Central Government viz: Investor Education and Protection Fund ("IEPF").

As the Company has not paid any dividend in the previous years, the provisions of Section 125 of the Companies Act, 2013 is not applicable to our Company.

11. Conservation of energy, technology absorption, foreign exchange earnings and outgo

The particulars as prescribed under Section 134 (3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, are set out in Annexure 3 of this Report.

12. Particulars of employees

(a) The statement containing particulars of employees as required under Section 197 (12) of the Companies Act, 2013 read with Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 does not form part of this report. In terms of Section 136 of the Act, the same is open for inspection during working hours at the registered office of your company. A copy of this statement may be obtained by the members by writing to the Company Secretary.

(b) The ratio of remuneration of each director to the median remuneration of the employees of the company and other details in terms of Section 197 (12) of the Companies Act, 2013 read with Rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are part of this report as Annexure 4.

13. Directors' responsibility statement as required under Section 134 (5) of the Companies Act, 2013

Pursuant to the provisions of Section 134 (3) (c) of the Companies Act, 2013 the Directors of your Company confirm that:

a) In the preparation of the Annual Accounts, the applicable accounting standards have been followed, along with the proper explanation relating to material departures;

- b) The Directors have selected such accounting policies, applied them consistently, and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for that period;
- c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act, for safeguarding the assets of the company, and for preventing and detecting fraud and other irregularities;
- d) The Directors have prepared the Annual Accounts on a "going concern basis";
- e) The Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- f) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

14. Board Meetings, Board of Directors, Key Managerial Personnel & Committees of Directors

(a) Board Meetings:

The Board of Directors of the Company met 5 times during the year 2021-22. The details of various Board Meetings are provided in the Corporate Governance Report. The gap intervening between two meetings of the board is as prescribed in the Act.

(b) Changes in Executive Directors, Non-Executive Directors & Key Managerial Personnel

During the year, Mr. Anil Kumar Verma (DIN: 01957168) was re-appointed as Whole-time Director of the Company for a period of 5 years in its Annual General Meeting held on August 4, 2021 with effect from February 1, 2021 to January 31, 2026 through a special resolution.

The Board at its meeting held on May 05, 2022 has appointed Mr. Ambrish Pandey Jain as an Additional Director – Independent category for a term consisting of 5 years, who shall hold office upto the date of the ensuing Annual General Meeting, which is to be held within three months from the date of appointment, subject to the approval of shareholders at the ensuing Annual General Meeting through a special resolution.

(c) Re-Appointment

In terms of Section 152 (6) of the Companies Act, 2013 and as per Article 34 (I) of the Articles of Association of the Company, one third of the Directors other than Independent Directors are liable to retire by rotation at the Annual General Meeting of the Company. Mr. Andrew Ralph England, Non Executive Non Independent Director is liable to retire by rotation and offers himself for re-appointment.

(d) Independent Directors

Mr. Arun Shekhar Aran was re-appointed as an Independent Director at the 8th AGM held on 21st August, 2019 for a second term of five (5) years.

Ms. Vijaya Sampath was appointed as an Independent Director w.e.f. October 25, 2018 for the first term of 5 years and was regularised at the AGM held on 21st August, 2019.

Mr. Abhay Anant Gupte was appointed as an Independent Director w.e.f. June 15, 2020 for the first term of 5 years and was regularised at the AGM held on 21st August, 2020.

Mr. Ambrish Pandey Jain was appointed as an Additional Director (Independent Category) of the Company at the Board of Directors' Meeting held on 05.05.2022, who shall hold office till the next Annual General Meeting of the Company or 3 months from the date of appointment whichever occurs earlier. He will be appointed as an Independent Director subject to the approval of the members in the ensuing Annual General Meeting for a period of 5 years w.e.f. from 05.05.2022.

No Directors resigned during the year 2021-2022.

The Company has received necessary declarations from each Independent Director of the Company under Section 149 (7) of the Companies Act, 2013, that they meet the criteria of independence as laid down in Section 149 (6) of the Act and in accordance with Regulation 25(8) of SEBI (Listing Obligations and

Disclosure Requirements) Regulations, 2015. Further, no Independent Director is a non-Independent Director of another Company on the Board on which any non-independent Director of the listed entity is an Independent Director and no director has been debarred by any order / judgement of any regulator in force.

(e) Details of remuneration to Directors: The information relating to remuneration of directors as required under Section 197(12) of the Companies Act, 2013, is given elsewhere in the report.

(f) Board Committees

The Company has the following Board Committees:

1. Audit Committee
2. Nomination, Remuneration & Compensation Committee
3. Stakeholders' Relationship Committee
4. Corporate Social Responsibility Committee
5. Risk Management Committee

Sub-committees:

1. Share Transfer Committee
2. Cyber Security Committee

The composition of each of the above Committees, their respective role and responsibility is as detailed in the Report of Corporate Governance.

The policy framed by the Nomination, Remuneration and Compensation Committee under the provisions of Section 178(4) of the Act, is as below:

(g) Remuneration policy The remuneration policy of the Company has been so structured as to match the market trends of the IT industry. The Board, in consultation with the Nomination and Remuneration & Compensation Committee, decides the remuneration policy for Directors. The Company has made adequate disclosures to the members on the remuneration paid to the Directors from time to time. Remuneration / Commission payable to Directors is determined by the contributions made by the respective Directors for the growth of the Company.

The remuneration policy of the Company and other matters as required under Section 178 (3) of the Act can be accessed through <https://www.intellectdesign.com/investor/general/remuneration-policy.pdf>.

There has been no change in the policy since the last fiscal year. We affirm that the remuneration paid to the Directors are as per the terms laid out in the remuneration policy of the Company.

(h) Board Evaluation

As required under the provisions of Section 134 (3) (p) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an annual performance evaluation of its own performance and that of its committees and individual directors. The manner in which such performance evaluation was carried out is as under:

The performance evaluation framework is in place. Prof. Ashok Korwar was appointed to evaluate the performance of the Directors and made a presentation to the Board summarising the views and suggestions made by the individual Directors and the Board. The performance of the Board was evaluated on the basis of criteria such as the Board composition and structure, effectiveness of Board processes, information and functioning, etc.

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

The Board and the Nomination, Remuneration and Compensation Committee reviewed the performance of Individual Directors on the basis of criteria such as exercise of responsibilities in a bonafide manner in the interest of the Company, striving to attend meetings of the Board of Directors / Committees of which he/she is a member / general meetings, participating constructively and actively in the meetings of the Board / committees of the Board, etc.

In a separate meeting of independent directors held on March 22, 2022, performance of Non-Independent Directors, performance of the Chairman of the Company and the performance of the Board as a whole were evaluated.

(i) Vigil Mechanism

The Company has established a whistle-blower policy and also a mechanism for Directors and employees to report their concerns. The details of the same is explained in the Corporate Governance Report.

(j) Related Party Transactions

All related party transactions that were entered during the financial year were on arm's length basis and were in the ordinary course of business. There are no other materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large.

During the year, Related Party Transaction has undergone various modifications in line with SEBI(Listing Obligations and Disclosure Requirements)(Sixth Amendment) Regulations, 2021.

The details of the related party transactions as required under Section 134 (3) (h) read with Rule 8 of the Companies (Accounts) Rules, 2014, is attached as Annexure 5.

15. Auditor reports and auditors

Statutory Auditors: M/s. S.R. Batliboi & Associates LLP, Chennai, Chartered Accountants have been appointed at the Annual General Meeting held on 21st August, 2019 to hold office as statutory auditors until the conclusion of the 13th Annual General Meeting of the Company. There are no qualifications or adverse remarks in the Auditor's Report for the financial year ended 31st March, 2022.

Secretarial Auditors: Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Secretarial Audit has been carried out by M/s B Ravi & Associates, Company Secretaries, and their report is annexed as Annexure 6. There are no qualification or adverse remarks in the Secretarial Audit report for the financial year ended 31st March, 2022.

Internal Auditors: Pursuant to Section 138 of the Companies Act, 2013, M/s. ANB & Co. has been appointed as the Internal Auditors of the Company. Reports of the Internal Auditors' has been reviewed and taken on record by the Audit Committee of the Board of Directors of the Company.

Cost Records and Cost Audit: Maintenance of cost records and requirements of cost audit as prescribed under Section 148(1) of the Companies Act, 2013 are not applicable for the business activities carried out by the Company.

16. Deposits

Our Company has not accepted any deposits during the financial year and as such, no amount of principal or interest was outstanding as on 31st March, 2022.

17. Reporting of fraud:

During the year under review, there were no instances of fraud as required to be reported by the Statutory Auditors / Secretarial auditors of the Company.

18. Social Connect

Ullas Trust

Is the collective social responsibility of Intellect that brings together our associates with the adolescent young minds in the communities we live and work in, and even going to back our roots in the districts, to experience the **magic of mentoring young minds!** Magic as one experiences the joy of shaping young minds, but also the reverse learning that one receives from these bright sparks that inspires every mentor to do more and be more.

Since its inception in 1997, Ullas has grown into a thriving community of dedicated associate volunteer mentors from Intellect, from our Clients, and other Corporates; partners from Civil Society Organisations, and youth from Colleges – all united by the common purpose of shaping the thinking of adolescent young minds. Over the **24 years**, Ullas has sown the seed of a dream, ignited and nurtured **over 17.5 lakh young minds across 115 Districts, in 8 States and 2 Union Territories.**

Primary motive of the Trust continues to be - to ignite young minds and nurture them during their most vulnerable space in life (adolescence). This is accomplished through seeding the "Can Do" spirit, encouraging them to dream big with conviction, positive role model influences, and enrichment programs delivered by mentors to nurture them towards achieving their potential and their dreams.

While the year seemed a repeat of 2020 in many ways, it was with renewed energy that Ullas not only delivered the interventions but also curated and delivered several new programs that aligned with the purpose of "**igniting young minds**", and sowing the seeds of "**Can Do**" spirit in every intervention

and interaction. Also, the repurposed Virtual Summit (20 module weekend enrichment program) gave Ullas the impetus to get the year started on a strong note.

Highlights of this Academic Year:

- **Wellness at the heart of Ullas:** As the pandemic spilled into yet another academic year, Ullas continued to keep the wellness of our Young Achievers, Young Leaders and their families at heart through calling campaigns, regular check-ins and wellness sessions. Ullas was right there with them, supporting them as they navigated through uncertain periods, and in some cases helping them find new pathways. Humbled by the opportunity to go beyond the defined interventions to do the right thing, and be of deeper assistance at their moment of need!
- **Summit Enrichment Program:** Ullas continued to nurture the dreams of **2596 students from 371 schools across 5 States** (Delhi NCR, Haryana, Maharashtra, Tamil Nadu and Telangana) through the virtual Summit interventions. These interventions brought cheer all around – from the volunteer mentors to the Young Achievers and Young Leaders – everyone coming alive despite the virtual medium. It was a joy to witness the essence and ethos of Ullas continue to flourish virtually creating the intended impact. A great reaffirmation of our belief in the “Can Do” spirit and the far reaching impact of our programs!
- **Career Pathways:** With yet another batch of Grade 12 students going through angst about their next steps – college research and admissions – Ullas reached out to its Batch of Young Leaders who faced a similar situation in 2020 to share their journey of virtual college admissions and how they overcame it successfully. What we witnessed was heart-warming – power of an **“Akka (elder sister) or Bhaiya (elder brother)”** relatable role models in action for their juniors. The Young Leaders collaborated, curated and delivered a series of sessions covering the do’s and don’ts of virtual admission process. It was extremely gratifying for the young mentors and their mentees!
- **History came alive:** A chance inquiry about an educational virtual tour by our Trustee Mrs. Manju Jain during her visit to **New York State Museum (NYSM)** became a reality. NYSM collaborated with Ullas to put together a first of its kind **curated virtual tour** of the museum for nearly **3,500+ Ullasians** (Young Achievers, Young Leaders and even our Friends of Ullas!). The virtual tour kindled their curiosity, a love for history and certainly increased our cultural capital.
- **NITI Aayog – a seat at the table:** Ullas Trust was chosen as one of the CSOs to be a part of the “Education subgroup” by NITI Aayog. It was validation of the impactful work by Ullas over the years, and a wonderful opportunity to share our learnings, experiences working with Young Achievers in Schools and Young Leaders in College. Ullas submitted a well-researched report on “Access to Higher Education – Opportunities and Recommendations” to the sub-committee that was well appreciated.
- **Virtual Touch The Soil – reconnecting digitally to our roots:** Second year into the pandemic, with greater resolve Team Ullas took Ullas interventions to students in the classrooms of district schools. Despite the many opportunities on the ground, Ullas delivered “Can Do” and “Planning” workshops to **10,295 students from 95 Schools, 28 Districts across 7 States**. Definitely not at scale like the offline Touch The Soil, but in these times of need, even more heartening to reach and ignite young minds in district schools.
- **Mission Samridhi Clusters:** Across the four Mission Samridhi Clusters – **Baghpat** in UP, **Osmanabad, Wardha and Yavatmal** in Maharashtra, Ullas coordinators ensured vibrant, inspiring interactions with young minds. The enrichment programs were even more relevant in these uncertain times in encouraging them to Dream Big, with deep conviction. With the support of teachers and role models from the community, the intervention programs were powerful in driving home the “Can Do” spirit.
- **Ullas Young Leaders Program:** The Higher Education Scholarship program rechristened as Ullas Young Leader program continued to see exponential growth in e-mentoring programs that ran the gamut of **Conversational English to Discovering your “Ikigai”**. e-Expert talks by professionals from across verticals was an eye-opener for Young Leaders on the various career pathways, upskilling, and internships to further one’s professional standing. Young Leaders looked forward to these “real life” discussions

that added great value to their resumes.

- **Ullas – a community of Engaged Givers:** *“The greatness of a community is most accurately measured by the compassionate actions of its members – Coretta Scott King”*. Especially during the most uncertain and perilous times. These words reflect what the Ullas community is all about – a community made up of our incredible volunteer mentors – **Friends of Ullas** as they are known, our awesome **Alumni** from across the globe, our very own inspiring **Young Leaders** who came together to collectively lift the spirits of young minds through the various programs. Be it a wellness call to check in on a student and their family, or a 2 hour Summit intervention virtually or a 1-1 mentoring program, our Ullas community was not just empathetic but **“compassion in action”!** We could not have done this without this **ONE team!**

Yet another extraordinary year where the **“purity of purpose”** of Ullas continued to shine bright! As we step into the **25th year of Ullas**, we are humbled by the path traversed lives touched, transformed and yet know that there are miles to go!

19. Audit Committee Recommendation

During the year, all the recommendations of the Audit Committee were accepted by the Board. The Composition of the Audit Committee is as described in the Corporate Governance Report.

20. Annual Return

Pursuant to Section 92 (3) read with Section 134 (3) (a) of the Companies Act, 2013, the Annual Return in Form MGT 7 shall be placed on the website of the company at www.intellectdesign.com/investor-relations after the conclusion of the 11th Annual General Meeting.

21. Significant & Material Orders passed by the Regulators or Courts

During the Financial Year 2021-22, no order has been passed by any Regulatory authorities or Courts.

22. Particulars of Loans, Guarantees and Investments u/s 186

During the financial year, there was no loan given or guarantee given or security provided pursuant to Section 186 of the Companies Act, 2013 and the relevant provisions as applicable have been compiled by the Company. Details of investments made by the Company are given in the Notes to the Financial Statements

23. Risk Management Policy

Intellect being a pioneer in the Intellectual property led Business in India, the company is continuously focussing and committing itself to have a Risk Management system suited for the Products business.

Towards this, the Board has formed a Risk Management Committee with Directors, the Chief Financial Officer and the Chief Risk Officer as members of the committee. The Committee works to mitigate any inherent risks faced by the Business and to meet the increasing demand of Customer’s liability through different means within the overall framework listed below.

Risk Management Framework

Objective

The Organisation is subject to certain risks that may affect our ability to operate, may disrupt our business model due to changes in competitive landscape, changes in Technology which may render our capabilities obsolete, and thus hamper our ability to serve our customers and protect assets. These risks could adversely affect Customer projects, Employees, Shareholders, liability to Third Party and risks to Property among others. Controlling these risks through a formal process is necessary for the well being of the Organization and its stakeholders.

The organisation’s Risk policy facilitates identification of these Risks on a continuous basis and proposes mitigation measures. Our risk policy aims to minimize adverse impact of these risks on Company’s growth, Profit margins and People engagement besides Regulatory Compliance. Risk Management has been made an integral part of the Organisation by encouraging Risk Awareness among employees.

Risk Management Framework

The Risk Management Committee (RMC) of the Board of Directors oversees the Risk Management process under the overall direction of the Board of Directors. The Risk Management Committee consists of the Board of Directors, Chief

Financial Officer and the Chief Risk Officer. The Organisation use BELIEF (Brand, End Customer, Leadership, Intellectual Property, Execution and Finance) framework for its risk classification. The RMC is supported by Information and Cyber Security Sub Committee, Cloud Risk Council and Enterprise Risk Department to execute the overall risk management plan and periodically update the Risk Management Committee.

Risk Management Process

Risk Management is a continuous and developing process which runs throughout the Organisation’s strategy and the implementation of that

Some of the major risks are classified using BELIEF framework as follows

BELIEF FRAMEWORK					
BRAND	END CUSTOMER	LEADERSHIP	INTELLECTUAL PROPERTY	EXECUTION	FINANCIAL
REPUTATION RISK	BUSINESS RISK	PEOPLE RISK	INFORMATION & CYBERSECURITY RISK	GLOBAL OPERATIONS RISK	MARKET RISK CURRENCY FLUCTUATION
	ECONOMIC POLITICAL SOCIAL OUTLOOK RISK	TALENT MANAGEMENT RISK	DATA PRIVACY RISK	CLOUD INFRASTRUCTURE RISK	LIQUIDITY RISK
	COMPETITION RISK	ASSOCIATE CONDUCT RISK	IP INFRINGEMENT RISK	PRODUCT IMPLEMENTATION RISK	FINANCIAL REPORTING RISK
	BUSINESS MODEL RISK		OPEN SOURCE SOFTWARE RISK	DEFECTS & SECURITY VULNERABILITY RISK	
	CONCENTRATION RISK			COMPLIANCE RISK	
	CUSTOMER SERVICE MANAGEMENT RISK			LEGAL RISK	
	CONTRACT MANAGEMENT RISK			BUSINESS CONTINUITY RISK	
				FRAUD RISK	
				NEW COUNTRY RISK	

Table No. 1.3

BRAND CAPITAL

1. Reputation Risk

The brand / reputation risk may arise in case of issues around product implementation, customer relationships & escalations etc. Risk may accentuate due to increased use of social media & other internet based applications in the corporate world. The risk is mitigated by adoption of Product, Delivery & Customer Excellence processes to manage implementations & relationships effectively.

END CUSTOMER CAPITAL

2. Business Risk

2.1 Economic, Political and Social Outlook Risk

Volatility in the financial markets coupled with political uncertainties, trade war, inflationary trends, recession, pandemic or unforeseen external events may have resulting cascading effects on the financial sectors such as cost reductions measures etc. Further demographic shift in usage of technology or financial services by consumer in general may have adverse impact on sale of Intellect products. Intellect global presence, wide range of products to cater different segments within the financial sectors, penetration into diversified market & various geographies; spread of product concentration and increased partnerships facilitates to mitigate the risk.

2.2 Market Competition Risk

The company faces competition from large Multinational companies, local companies in the geography in which we operate and Indian Product companies. While many of these companies are established companies, the start ups may also disrupt our business. This may pose a challenges to maintain or sustain the business growth or profitability in a longer run.

strategy. The Risk Management helps the organisation to proactively manage uncertainties in the internal and external environment and to limit the negative impacts and benefit on the opportunities. The process includes risk identification, risk evaluation, risk prioritisation, risk mitigation, risk monitoring & review.

Company makes focussed investments in R&D with continuous evaluations of product endurance across segments / geographies to keep products relevant & competitive in market place. Ongoing efforts made to enhance the customer experience through deployments of innovative products, competitive pricing through operational efficiencies, cost optimisation measures & improved implementations with minimal no. of defects helps us to remain ahead in the innovation curve.

2.3 Business Model Risk

With increased usage of cloud hosting across the industry, a strategic shift from traditional License / AMC based model to cloud model may pose risk to the Company’s existing business model. The Company keeps a close eye on the changing business model scenario and takes appropriate required actions. A certain portion of our revenue is already derived from the Cloud model through SaaS & subscription.

2.4 Business Concentration Risk

The company is specialised in BFSI space and could face the risk of concentration in a single space. Significant reliance on a particular product, customer, segments or geography may heighten the risk of revenue loss & consequential impact on the profitability in case of adverse conditions such as customer exit, volatile geo-political scenarios, sector specific slowdown etc. However, this risk is mitigated to a large extent by fairly diversifying the concentration across lines of business, market segments & geographies. The company has presence in all the 4 sub segments of BFSI namely Corporate Banking, Retail Banking, Capital Markets and Insurance. These 4 sub segments have different boom and bust cycle and therefore protect the company. Further Company has multiple products and client base to further de-risk the product / business concentration. Intellect mitigates its geography concentration risk by having its presence across different geographies.

2.5 Customer Service Management Risk

Intellect has the contractual agreements with multiple clients from different countries with varied needs, requirements and their legal & operating environment. Moreover, the nature of the contracts are long term and relationships if not managed appropriately could have repercussions on the customer persistency & business growth. The risk is mitigated through regular assessment of the customer relationships through customer feedback and satisfaction scores. Mechanisms are built in to monitor adherence to the contractual clauses with its customers. The robust long-term strategic relationships are build with the customers to enhance customer satisfaction & value maximisation along with designing, developing & implementing the products according to industry needs and requirements.

2.6 Contractual Compliance Risk

As a product based company, Intellect bears the risk of IP infringements arising from the use of its products and non-performance of its contractual obligations. These risks may accentuate if the contractual obligations are not aligned to Intellect's risk appetite. The company has an established process in place to review all contracts. As a policy it restricts its obligation under each contract are restricted appropriately. The Company has adequate Insurance obtained to mitigate against risk of Errors and Omissions, Commercial General Liability etc

LEADERSHIP CAPITAL

3.1 People Risk

The company operates in niche BFSI product space which requires people with specialised skill, as against mass recruitment that was followed in Services business. The Company minimises the risk through in-depth in-house training & recruitment from top end Engineering colleges, B Schools, Tier 2 cities & lateral hires. The Background Checks (BGC) is mandated for all new hirers and is audited from time to time.

3.2 Associate Conduct Risk

Mechanisms to prevent or minimise inappropriate conduct such as fraud, sexual harassment, criminal attempts, bribery or violation of Company policies such as code of conduct, conditions of employment, Insider trading or any other professional negligence, errors & omissions etc. if not adequate may jeopardise work culture / reputation / asset / property damage or business performance. Established various policies & process, adequate trainings and awareness programmes on policies & procedures for its associates conducted along with regular monitoring. Policies on whistle blower, escalations, incident management & response mechanisms in conjunction with the established disciplinary committee facilitates to effectively address the inappropriate conducts, if any.

INTELLECTUAL PROPERTY

4.1 Information & Cyber Security Risk

Internal and external cyber threats if not appropriately managed can potentially result in data leakage, source code compromise etc. which may significantly disrupt core operations and may damage Company's Brand Image / reputation. The risk is mitigated through Information & Cyber Security Forum and Central Security Group which administer the Information & Cyber security programme for the organisation. Moreover, Cyber liability insurance is obtained to safeguard against any loss arising out of any security breaches.

4.2 Data Protection & Privacy Risk

The confidential data of the customers / associates are subject to data privacy laws of various states. Procedures to effectively handle the confidentiality and privacy if not robust can lead to data breaches. The risk gets accentuated on account of heightened regulations or guidelines such as GDPR, widespread usage of emerging technologies used to enhance customer experience also may pose challenges to protect data & the privacy elements. The risk is mitigated by putting data authorisation process in place, provision of necessary guidance to the delivery teams with data security practices. GDPR related compliance reviews are facilitated for applicable business / functional teams.

4.3 Intellectual Property Rights Infringement Risk:

a) IP protection: The Company may face challenges to protect the Intellectual property rights which are pivotal for its revenue generation. The risk is mitigated through registration of IPs in the countries having robust protection laws.

b) Risk of use of "Open Source" Software

"Open Source" Software may be used in some of our solutions. Failure to abide with the terms of the open source licenses could have a negative impact on our business. The risk is mitigated through adoption of the open source policy which facilitates to identify, monitor, review, report & thereby facilitate restricted & acknowledged usage of the open source software's on ongoing basis.

EXECUTION:

5.1 Global Operations Risk

Global operations may get impacted on account of various factors inherent to the international business activities and differences in the following: Laws and Regulations in the banking & financial service, work practices (e.g. working from home), complex tax regimes, licensing requirements, varied trade / tariff policies & corruption perception index, data protection and privacy laws, economic sanctions, outbreaks of war, hostilities, terrorism, mass immigration, international embargoes, economic sanctions and boycotts and staffing challenges and immigration laws. Specific policies and procedures put in place with regard to work practices, Code of Conduct, anti-bribery, anti-money laundering, data protection and privacy etc.

Consultation support from reputed tax firms.

5.2 Cloud Infrastructure Management Risk

With increased cloud adaptability, requirements to have highly skilled resources to manage cloud environments, unique contractual agreements with the customers & cloud service providers, ensuring adequacy of security measures by the service providers, heightened regulations like GDPR, the company is exposed to a risk of SLA / security breaches by cloud service providers which may result in financial implications (imposition of fines & penalties) or reputation damage. The risk is mitigated by defining the Cloud governance framework to consistently manage cloud environments across the lines of businesses. Periodic reviews are performed to assess the security, internal controls, DR, backup processes, SLAs, service contracts etc. with cloud service providers.

5.3 Product Implementation Risk

Delays, errors or omissions in implementations could hamper our delivery capabilities leading to multiple risks such as delay in collections, violation of contractual commitments, fines / penalties and damages to Brand image. The risk is mitigated through delivery excellence processes & continuous monitoring & reporting of implementations through use of various tools. Further, Company adequately insures itself for any liabilities arising on account of errors & omissions or any delays.

5.4 Defects or Security Vulnerability Risk

Inability to identify or detect defects or security vulnerabilities in the Intellect's existing or new products either at development stage or subsequently in the various versions or enhancements of the products. Inability to meet the customer expectations in its entirety regarding the timeliness and the quality of the defect resolution process. This may result in refunds, damage claims, termination of existing arrangements, product replacement or negative publicity impacting future demand proposition of the product, increased costs (service, maintenance & warranty cost etc.) Intellect has a comprehensive Delivery Excellence framework and Quality Management process in place as part of the software development lifecycle. Moreover, extensive testing is performed to identify and resolve any issues which may adversely affect the functionality, security and other performance of the products and offerings.

5.5 Compliance Risk

Inadequate or non compliances to the material laws & regulations applicable in the respective countries having business presence may lead to fines / penalties/ closure of the offices resulting in revenue loss. The Company Secretarial team monitors the secretarial & compliance related activities. Country specific statutory compliance requirements of our Overseas Subsidiaries is regularly monitored and reported. The subsidiary compliance is ensured periodically under various jurisdiction.

5.6 Legal Risk:

Intellect operates in multiple jurisdictions and therefore is subject to different regulations. Any legal proceedings in geography are likely to have uncertain outcomes resulting in damages or injunctive measures that could hinder Intellect's ability to conduct business in these geographies. Monetary risks and other risks impacting the company's financial condition and reputation are

balanced off through the contract review processes. The Company has a dedicated legal team which works closely with the business and other stakeholders (through business) to ascertain the scope and risks of the deal.

5.7 Business Continuity Risk:

In light of recent pandemic scenario arising on account of Covid19, the significance of business continuity is of paramount importance. The Business continuity plans for people, processes & technology if not robust or inadequate may create challenges to manage unforeseen crisis or events such as natural or man made calamities / disasters and may disrupt the business performance. The risk is managed by designing appropriate recovery strategies / business continuity plans. Dedicated teams monitor the adequacy of the business continuity arrangements. Periodic testing and simulations carried out on an annual basis.

5.8 Fraud Risk:

Mechanisms to prevent, detect, measure, monitor and report the potential collusion touch points, fraud events or criminal hackings if not robust may result in revenue leakage, financial losses or the reputation damage for the Company. To mitigate the risk, potential fraud areas are assessed as part of regular audit programmes including performance of Vulnerability and Penetration testing across product release. Risks associated with potential fraud for identified design gaps are reported to the Internal Audit Committee with suitable action plans. Further, Crime insurance cover is obtained to safeguard against any direct financial loss arising out of fraudulent activities by associates.

5.9 New Country Entry Risk:

Failure to effectively study, evaluate, identify, analyse and address the country specific risks at the time of entry into a particular geography could adversely affect long term interests of the organisation. Any new business opportunity in a new country is subject to a Country Risk Assessment which helps in developing a robust knowledge platform and also to understand the local conditions and business culture at the early stages of the business and design adequate risk mitigation measures to facilitate business in new countries.

FINANCIAL

6.1 Foreign Exchange / Currency Fluctuations Risk

The company earns a large portion of its revenue in foreign currencies and is exposed to the risk of currency movements. To mitigate this risk, the company follows a 2 step strategy.

- As the first step, quotation in foreign currencies is restricted to few selected major currencies. Quotation in any other currency is highly controlled.
- The second leg of this strategy is to hedge the foreign earnings after subtracting the local expenses.

6.2 Larger Order to Cash Cycle and Liquidity Risk

Our customers being large Banks and Financial Institutions the credit worthiness is in comfort even though the cycle is long. The percentage of bad debts is also minimal. Since the Products business has a long order to cash cycle, delays in conversion of REB into invoicing or recovery of the billed invoices from the clients / customers may result in strain over the company to meet their working capital requirements, recurring, fixed & direct costs which may require increased borrowings, finance charges and thereby impact the Company's profitability. The risk is mitigated by arrangement of required credit lines through various Banks, regular monitoring of ageing of receivables / REB balances by the management and robust recovery & follow-ups mechanisms with clients / customers.

The Company has identified Liquidity Risk as an area to monitor. The Finance organisation headed by the CFO monitors the liquidity position consisting of cash and near cash instruments on a continuous basis.

6.3 Financial Reporting Risk - Internal Financial Control (IFC)

The Company has to comply with additional controls enforced by Section 134 of the Companies Act 2013. This is to report on the Internal Financial Control in the Directors Report and also by the Statutory Auditors. Key internal controls over financial reporting if not designed, identified and operate effectively may result in mis-statements going unnoticed and impact the true and fair view of the financial / operational results of the Company. To comply with this, the company assesses the existing control environment through regular internal and statutory audits and ensures that the requirements are complied.

Risk Mitigation through Insurance

The Company has appointed a Global leader for Risk & Insurance advisory to advice on the risk and insurance coverage. The following Insurance coverage is taken to mitigate risks.

1. Errors & Omissions Insurance – To safeguard against any loss arising of an error, negligent act or omission which would result in failure in performing the professional services or duties for others.
2. Cyber Liability Insurance - To safeguard against any loss arising out of a security breach and or privacy breach that would result in sensitive or unauthorised data or information being lost or compromised.
3. Crime Insurance - To safeguard against any direct financial loss of property, money or securities arising out the fraudulent activities committed by the employee or in collusion with others.
4. Directors & Officers Liability Insurance - To safeguard against any loss arising out of a wrongful act made by the Directors, Officers and Employees of the organisation with reference to the Company's business operations and activities.
5. Commercial General Liability Insurance - To safeguard against Third Party bodily injury or property damage arising out of our business operations.
6. Standard Fire & Special Perils Insurance - To protect the Company's Assets (movable & immovable Assets) from the risk of Fire or Perils.

24. Corporate Social Responsibility

The Company has formed Corporate Social Responsibility Committee on 15th October, 2014 and reconstituted on 24th July, 2019 and August 05, 2020. Following are the members of the Committee:

- a) Mr. Anil Kumar Verma – Chairman
- b) Mr. Abhay Anant Gupte – Member
- c) Mr. Arun Jain – Member

As per Section 135 of the Companies Act, 2013, a company meeting the applicability threshold, needs to spend at least 2% of its average net profits for the immediately preceding three financial years on CSR activities. The details of the policy developed and implemented by the Company is given as a part of annual report on CSR as Annexure 7.

25. Secretarial Standards

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

26. Disclosure as required under Section 22 of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Internal Complaints Committee ("ICC") has been set up to redress the complaints received regarding sexual harassment. All employees are covered under this policy.

The following is the summary of the complaints received and disposed off during the financial year 2021-22:

- a) No. of complaints filed during the year: NIL
- b) No. of complaints disposed during the year: NIL
- c) No. of complaints pending as at end of the financial year: NIL

27. Listing Fees

The Company confirms that it has paid the annual listing fees for the year 2021-22 to both the National Stock Exchange of India Limited and BSE Limited.

28. Certifications

Your Directors would like to appreciate the achievements of the Quality Department, which enabled your Company to get certified at CMMi level 5 by CMMI Institute, USA for its Global Consumer Banking (iGCB) business. Your Directors would also like to appreciate the achievements of Cards Business team and Corporate Security Group for PCI - DSS certification, and the achievements of ISEEC business team and Corporate Security Group for SOC 2 certification for Insurance products.

29. Acknowledgment

Your Directors take this opportunity to express the gratitude to all investors, clients, vendors, Bankers, Regulatory and Government authorities, Stock Exchanges and business associates and all other stakeholders for their cooperation, encouragement and continued support extended to the Company. Your Directors also wish to place on record their appreciation to the Associates for their continuing support and unstinting efforts in ensuring an excellent all-round operational performance at all levels.

By Order of the Board
For **Intellect Design Arena Limited**

Place: Chennai
Date : May 5, 2022

Arun Jain
Chairman and Managing Director
DIN:00580919

Annexure 1
Form AOC - 1

Statement (Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)
Statement containing salient features of the financial statement of Subsidiaries as on 31st Mar 2022

PART 'A' : Subsidiaries

		In Rs. Millions															
Sl No	Name of the Subsidiary	Reporting Period	Reporting Currency	Exchange Rate	Capital	Reserves	Total Assets	Total Liabilities	Investment other than Investment in Subsidiary	Turnover	Profit before Tax	Provision for Tax	Profit after Tax	Other Comprehensive Income	Total Comprehensive Income	Proposed Dividend	% of Holding
1	Intellect Design Arena Pte Ltd., Singapore (+)	April-March	SGD	55.97	592.59	393.68	1,452.94	466.67	-	481.14	65.39	17.64	47.75	(6.27)	41.48	Nil	100.00%
2	Intellect Design Arena Limited., United Kingdom (+)	April-March	GBP	99.46	61.75	1,647.87	3,720.82	2,011.21	-	4,655.06	485.09	18.01	467.07	(93.18)	373.89	Nil	100.00%
3	Intellect Design Arena SA, Switzerland (+)	April-March	CHF	82.03	11.28	525.45	585.26	48.53	-	208.57	31.85	4.23	27.62	24.49	52.11	Nil	100.00%
4	Intellect Design Arena, PT Indonesia**	April-March	IDR	0.0053	14.51	(17.00)	174.43	176.93	-	116.49	14.01	1.57	12.44	(1.40)	11.03	Nil	100.00%
5	Intellect Design Arena Ltda. Chile *	January - December	CLP	0.10	0.50	(95.84)	82.75	178.08	-	230.88	22.63	1.59	21.04	(5.28)	15.76	Nil	100.00%
6	Intellect Design Arena Inc., US**	April-March	USD	75.79	771.85	(540.29)	1,469.92	1,238.36	-	1,273.29	215.56	(40.63)	256.19	24.88	281.08	Nil	100.00%
7	Intellect Commerce Ltd, India (Formerly Known as Polaris Enterprise Solutions Ltd) (+)	April-March	INR	1.00	90.00	(41.48)	70.09	21.58	-	57.62	14.98	4.29	10.69	0.55	11.23	Nil	100.00%
8	Intellect Design Arena Co. Ltd, Vietnam (+)	April-March	VND	0.0033	2.25	38.09	397.38	357.04	-	158.09	30.11	(11.98)	42.10	4.78	46.88	Nil	100.00%
9	Intellect Design Arena FZ LLC, Dubai (+)	April-March	AED	20.64	20.37	962.92	1,530.40	547.11	-	1,576.34	249.68	-	249.68	27.67	277.36	Nil	100.00%
10	Intellect Design Arena Philippines, INC **	April-March	PHP	1.46	27.61	(130.28)	321.10	423.77	-	232.73	24.61	0.00	24.61	2.73	27.34	Nil	100.00%
11	Sonali Intellect Ltd, Bangladesh (+)	April-March	BDT	0.90	46.82	216.35	323.84	60.67	-	153.48	27.75	-	27.75	7.37	35.13	Nil	51.00%
12	SEEC Asia Technologies Private Limited, India***	April-March	INR	1.00	34.99	190.60	240.87	15.27	-	73.82	1.91	1.39	0.52	-	0.52	Nil	100.00%
13	Intellect Design Arena Inc., Canada *	April-March	CAD	60.49	57.28	(43.51)	543.87	530.10	-	1,278.17	127.08	(12.96)	140.04	(2.83)	137.21	Nil	100.00%
14	Intellect Design Arena, SDN BHD, Malaysia**	April-March	MYR	18.03	7.71	86.76	303.06	208.58	-	445.59	56.90	15.12	41.79	0.76	42.54	Nil	100.00%
15	Intellect Payments Limited, India (+)	April-March	INR	1.00	50.50	10.55	65.30	4.26	-	44.02	1.68	0.30	1.38	-	1.38	Nil	100.00%
16	Intellect India Limited, India (+)	April-March	INR	1.00	2.50	(1.11)	1.46	0.07	-	-	(0.22)	-	(0.22)	-	(0.22)	Nil	100.00%
17	Intellect Design Arena Pte Ltd, Australia**	April-March	AUD	56.74	5.10	70.53	229.27	153.65	-	198.30	29.84	2.15	27.69	1.16	28.85	Nil	100.00%
18	Intellect Design Arena Ltd, Thailand**	April-March	THB	2.28	45.93	52.92	246.94	148.08	-	88.67	7.97	2.12	5.85	2.11	7.96	Nil	100.00%
19	Intellect Design Arena, Kenya (+)	April-March	KEE	0.66	13.20	(12.12)	172.43	171.35	-	103.92	13.77	(1.56)	15.33	0.03	15.35	Nil	100.00%
20	Intellect Design Arena GMBH, Germany (+)	April-March	EUR	84.22	2.16	59.50	437.44	375.78	-	328.52	55.75	4.42	51.33	(3.70)	47.63	Nil	100.00%
21	Intellect Polaris Design LLC, USA (+)	April-March	USD	75.79	171.96	(25.23)	148.56	1.83	-	(4.10)	0.11	(4.21)	(4.21)	5.27	1.06	Nil	100.00%
22	Intellect Design Arena (Mauritius) Ltd, Mauritius****	April-March	MUR	1.73	7.58	0.00	12.95	5.36	-	8.62	1.27	0.05	1.22	(0.33)	0.89	Nil	100.00%

Table No. 1.4

Notes:

- Indian rupee equivalents of the figures given in foreign currencies in the accounts of the subsidiary companies, are based on the exchange rates as on 31st Mar, 2022
- * Subsidiaries of Intellect Design Arena Limited, UK
- ** Subsidiaries of Intellect Design Arena Pte Ltd, Singapore
- *** Subsidiaries of Intellect Design Arena Inc, USA
- **** Subsidiaries of Intellect Design Arena FZ LLC, Dubai
- Investment includes investments made in step down subsidiaries
- Information provided above is based on the IND AS of the Subsidiaries for the financial year ended 31st Mar, 2022
- (+) Direct Subsidiaries of Intellect Design Arena Ltd

Part "B": Associates

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

In Rs. Millions

S. No.	Name of Associates	Adrenalin eSystems Limited	NMS Works Software Private Limited
1.	Latest audited Balance Sheet Date	March 31st,2022	March 31st,2022
2.	Shares of Associates held by the company on the year end		
	Number of shares	29,485,502	1,104,870
	Amount of Investment in Associates	149.89	374.07
	Extent of Holding %	44.54%	42.74%
3.	Description of how there is significant influence	The Company has the control in excess of 20% of total share capital of Adrenalin eSystems Limited as per Section 2(6) of the Companies Act, 2013 and comes under the definition of Associate Company.	The Company has the control in excess of 20% of total share capital of NMS Works Software Private Limited as per Section 2(6) of the Companies Act, 2013 and comes under the definition of Associate Company.
4.	Reason why the associate is not consolidated	Holds less than 51% of Share Capital, Hence no Control.	Holds less than 51% of Share Capital, Hence no Control.
5.	Networth attributable to Shareholding as per latest audited Balance Sheet	149.89	374.07
6.	Profit / (Loss) for the year	(58.35)	118.20
i.	Considered in Consolidation	(25.99)	50.52
ii.	Not Considered in Consolidation	(32.36)	67.68

Table No. 1.5

- Names of associates which are yet to commence operations - Nil
- Names of associates which have been liquidated or sold during the year - Nil

For and on behalf of the Board of Directors of
Intellect Design Arena Limited

Arun Jain
Chairman & Managing Director
DIN:00580919

Arun Shekhar Aran
Director
DIN:00015335

Venkateswarlu Saranu
Chief Financial Officer

V.V.Naresh
Company Secretary &
Compliance Officer

Place: Chennai
Date : May 5, 2022

ANNEXURE 2

Employee Stock Option Plans

Your Company currently administers 6 stock option programs, viz., ASOP 2003, ASOP 2004, ASOP 2011 which were inherited from the Demerged Company, ISOP 2015 which was approved by the members in the meeting held on 29th January 2015, ISOP 2016 which was approved by the members in the meeting held on 21st July, 2016 and Intellect Incentive plan scheme 2018 which was approved by the members in the meeting held on 23rd August, 2018. At the 9th AGM held on August 21, 2020, the Shareholders approved to include RSU's (Restrictive Stock Units) in ISOP 2015 and ISOP 2016 Scheme.

Summary information of these various stock option programs of the Company is provided under Notes to Accounts under Standalone Financial Statements of this Annual Report.

All the ESOP schemes are available on the website of the Company. Web link for the same is <https://www.intellectdesign.com/investor-relations/>

ANNEXURE 3

Details of Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outflow

[Clause (m) of sub-section (3) of Section 134 of the Act, read with Rule 8 of the Companies (Accounts) Rules, 2014]

Conservation of energy:

The steps taken / impact on conservation of energy:

- We are continuing to optimise the usage of Chillers / Split /Package AC set point to maintain condition space temperature at 24 degrees centigrade.
- We switch off the lights through Manual Control Board, thus conserving energy.
- Auto shut down of systems to reduce UPS power consumption.
- Effective savings achieved in Group captive power.
- All motors in HVAC system run through VFD to reduce power consumption.
- Operating the passenger lifts based on usage.
- In 2021-22, due to COVID 19 we were able control 9.70 lakhs units, 50% of annual energy and cost saved was INR 6.83 Millions (Compared with 2019-20 data).
- In 2021-22 – 96.26% of total energy consumption was generated through Wind Energy (through Group Captive Power).
- In 2021-22 (till November) during monsoon rains we have harvested 1.06 lakhs litres of rain water through harvesting system, and the same used for utility purpose.

Technology Innovation / Technology Absorption

Making exponential technologies work for business

Intellect continues to be ranked Global #1 as we strive ahead with a clear focus and purpose. Our belief and application of Design Thinking, coupled with technological innovation to accelerate digital journeys for our customers is what makes us the market leader.

With 12 products, 5 platforms and 4 exponential technologies, Intellect is ahead of time and competition, steering trends in the FinTech world. The emergence of Artificial Intelligence, Composable and Contextual technologies have changed the rules of the game and Intellect's ability to be agile, explore and champion new facets of technologies, ensures that our clients stay on top of their game.

Composable and Contextual technologies are tools for successful and innovative businesses today and tomorrow. As we apply the theory of Design Thinking into practice, we learn to keep our customer in the centre and work around their needs. This is where composability and contextuality step in. While composability is putting together pieces and parts and interconnecting them, the latter, contextuality, is automated collecting and analysing data in order to present relevant and actionable information to our end user.

Intellect not only caters to banks, but their end user as well, which is why Intellect retains the leadership position in the Global IBS Sales League Table 2022. Intellect has managed to leave a lasting impression with the 4 exponential technologies that have changed the landscape of the FinTech world.

iTurmeric

iTurmeric consists of a smart suite of designers that aid in 'Application' of functionality with least disruption to existing systems. It provides a ready suite of API specifications for banking that can be stitched together with the existing systems to make available an API-lead developer portal + sandbox for any institution. Packed with its innovative concept of Domain Object modelling, it brings about smart reuse of capability within API's and drives towards standards-based API modelling.

Canvas

Canvas, with its secure and scalable architecture, provides the ability to configure Applications that deliver a user experience that is both consistent and optimised for various devices with options to extend to newer devices in the future. It empowers both the bank as well as its end user by enabling flexible solution packaging option for businesses to manage content for their customers. Banks are empowered to rapidly assemble omni channel apps with dramatically enhanced role based efficiency to various devices.

Contextual Banking OS

This hyperscale contextual technology built on cloud, is the basis for all new domain packs that come up across Intellect's Transaction Banking products. Customers now seek customised solutions that are composable and contextual to match their needs and lifestyle and to carry this out, there is a need for a robust engine to deliver high performance to scale up to the growth demands and run efficient operation.

Fabric Data Services

True to its name, Fabric Data Services lives on data. Powered by Artificial Intelligence and Machine Learning, this solution feeds contextual information to banks, using both structured and unstructured data. It is the perfect blend of domain awareness and data as it can work with tons of data and put it together for you.

IT Infrastructure

New and major upgrades

IT Infrastructure upgrade and new technology

- (a) The 5 layers of security is continuously enhanced, as Application security like WAF was implemented.
- (b) Security monitoring SIEM implemented to closely monitor malicious content and vulnerability. The preventive actions and enhanced security reporting on 24*7 basis, to reduce security events and Nil security incidents.
- (c) Intellect has implemented Cloud / SaaS in Middle East, Europe and Canada for Intellect Core Banking and Global Transaction Banking products for Tier#1 bank. Cloud capacity doubled over last 2 years.

IT Operations

1. IT Infrastructure are closely monitored and the uptime of Data Center & Cloud Operation were 100%
2. The Network and location availability were 100% during FY 2021-22.
3. The storage optimisation helped to reuse the available capacity more efficiently.

Cost measures on IT Infrastructure

Cost has been controlled and maintained at an efficient level through better negotiation and adaption of right Technology.

1. The cloud operation – the compute resource and cost are tracked monthly using Cloud Dashboard. This helps to optimise cloud usage and cost monthly. Cloud cost are reduced by 10% on review of cloud architecture.
2. Telecom and AMC rates were managed without any increase in cost.

(C) Foreign exchange earnings and Outgo :-

	Rs. In Millions	
Particulars	2021-22	2020-21
Foreign exchange earnings	7,607	7,584

Table No. 1.6

	Rs. In Millions	
Particulars	2021-22	2020-21
Foreign exchange outgo	1,018	463

Table No.1.7

By Order of the Board
For Intellect Design Arena Limited

Place: Chennai
Date : May 05,2022

Arun Jain
Chairman and Managing Director
DIN: 00580919

ANNEXURE 4**Details of ratio of remuneration to Directors & KMP**

[Section 197(12), read with Rule 5 (1) of Companies (Appointment and Remuneration of Managerial Personnel), Rules, 2014]

(i) the ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year;	Name of the Director	Ratio to the Median
	Anil Kumar Verma, Executive Director	21.85 times
(ii) the percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year;	Name of the Director/KMP	% increase
	Mr. Arun Jain, Managing Director	NIL
	Mr. Anil Kumar Verma	NIL
	Mr. Venkateswarlu Saranu, Chief Financial Officer	4.39%
	Mr. V V Naresh, Company Secretary and Compliance Officer	7.14%
(iii) the percentage increase in the median remuneration of employees in the financial year;	6.28 %	
(iv) the number of permanent employees on the rolls of company;	4,944 (including 2 whole time directors)	
(v) average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration;	Average Increase – 13.27 % Key Managerial Personnel : Company Secretary – 7.14 % Chief Financial Officer – 4.39%	
(vi) Affirmation that the remuneration is as per the remuneration policy of the company.	Yes, the remuneration is as per the Remuneration Policy of the Company.	

Table No. 1.8**ANNEXURE 5****Details of Related Party Transactions**

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8 (2) of the Companies (Accounts) Rules, 2014)

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

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

Table No. 1.9

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

(In Rs. Millions)

NAME OF THE RELATED PARTY AND NATURE OF RELATIONSHIP	Intellect Design Arena Pte Ltd, Singapore ('Intellect Singapore')	Intellect Design Arena Inc. ('Intellect Canada')	Intellect Design Arena Inc, USA ('Intellect Inc. – SEEC US')	Intellect Design Arena Limited, United Kingdom ('Intellect UK')	Intellect Design Arena SA, Switzerland ('Intellect Switzerland')
Nature of contracts / arrangements / transactions	Software development expenses/recoveries Reimbursement of expenses by the company Reimbursement of expenses to the company Trade receivables Loans and advances Trade Payable	Advances Given Software development service income Reimbursement of expenses by the company Reimbursement of expenses to the company Revenue accrued but not billed Other current liabilities	Software development service income Reimbursement of expenses by the company Reimbursement of expenses to the company Trade receivables Advance Given Revenue accrued but not billed Trade Payable Other current liabilities	Advances Given Software development service income Reimbursement of expenses by the company Reimbursement of expenses to the company Trade receivables Revenue accrued but not billed Loans and advances Other current liabilities	Advances Given Software development service income Reimbursement of expenses by the company Reimbursement of expenses to the company Revenue accrued but not billed Other current Liabilities
Duration of the contracts / arrangements / transactions	The Contract will continue till any party terminates the contract	The Contract will continue till any party terminates the contract	The Contract will continue till any party terminates the contract	The Contract will continue till any party terminates the contract	The Contract will continue till any party terminates the contract
Salient terms of the contracts or arrangements or transactions including the value, if any	The transactions entered into are in the usual course of business and at arm's length basis. The board took note of the same in the meeting of the directors held on 10.05.2021	The transactions entered into are in the usual course of business and at arm's length basis. The board took note of the same in the meeting of the directors held on 10.05.2021	The transactions entered into are in the usual course of business and at arm's length basis. The board took note of the same in the meeting of the directors held on 10.05.2021	The transactions entered into are in the usual course of business and at arm's length basis. The board took note of the same in the meeting of the directors held on 10.05.2021	The transactions entered into are in the usual course of business and at arm's length basis. The board took note of the same in the meeting of the directors held on 10.05.2021
Date of approval by the Board, if any	10.05.2021	10.05.2021	10.05.2021	10.05.2021	10.05.2021
Amount paid as advances, if any	Software development expenses/recoveries 105.67 Reimbursement of expenses by the company 2.04 Reimbursement of expenses to the company 3.38 Trade receivables 289.83 Loans and advances 41.24 Trade Payable 106.69	Advances Given 2.56 Software development service income 588.61 Reimbursement of expenses by the company 26.94 Reimbursement of expenses to the company 8.06 Revenue accrued but not billed 206.39 Other current liabilities 129.86	Software development service income 543.39 Reimbursement of expenses by the company 8.45 Reimbursement of expenses to the company 9.63 Trade receivables 747.72 Advance Given 0.41 Revenue accrued but not billed 142.73 Trade Payable 140.59 Other current liabilities 265.99	Advances Given 11.32 Software development service income 2,260.70 Reimbursement of expenses by the company 83.40 Reimbursement of expenses to the company 131.36 Trade receivables 405.18 Revenue accrued but not billed 533.74 Loans and advances 40.81 Other current liabilities 4.11	Advances Given 0.23 Software development service income 115.43 Reimbursement of expenses by the company 0.42 Reimbursement of expenses to the company 2.19 Revenue accrued but not billed 31.36 Other current Liabilities 486.51

in Rs. Millions

NAME OF THE RELATED PARTY AND NATURE OF RELATIONSHIP	Intellect Design Arena Pty Ltd. ('Intellect Australia')	Intellect Design Arena FZ-LLC, Dubai ('Intellect Dubai')	Intellect Design Arena, PT Indonesia ('Intellect Indonesia')	Intellect Design Arena Limited GmbH, (IntellectGmbH)	Sonali Intellect Ltd, Bangladesh
Nature of contracts / arrangements / transactions	Software development service income Reimbursement of expenses by the company Reimbursement of expenses to the company Trade receivables Revenue accrued but not billed Other current liabilities	Advances Given Software development service income Software development expenses/ recoveries Reimbursement of expenses by the company Reimbursement of expenses to the company Trade Payable Other current liabilities	Software development service income Trade receivables Revenue accrued but not billed Loans and advances	Software development service income Trade receivables Other Current Liabilities Reimbursement of expenses by the company Revenue accrued but not billed	Trade receivables
Duration of the contracts / arrangements / transactions	The Contract will continue till any party terminates the contract	The Contract will continue till any party terminates the contract	The Contract will continue till any party terminates the contract	The Contract will continue till any party terminates the contract	The Contract will continue till any party terminates the contract
Salient terms of the contracts or arrangements or transactions including the value, if any	The transactions entered into are in the usual course of business and at arm's length basis. The board took note of the same in the meeting of the directors held on 10.05.2021	The transactions entered into are in the usual course of business and at arm's length basis. The board took note of the same in the meeting of the directors held on 10.05.2021	The transactions entered into are in the usual course of business and at arm's length basis. The board took note of the same in the meeting of the directors held on 10.05.2021	The transactions entered into are in the usual course of business and at arm's length basis. The board took note of the same in the meeting of the directors held on 10.05.2021	The transactions entered into are in the usual course of business and at arm's length basis. The board took note of the same in the meeting of the directors held on 10.05.2021
Date of approval by the Board, if any	10.05.2021	10.05.2021	10.05.2021	10.05.2021	10.05.2021

Amount paid as advances, if any	Software development service income 92.67 Reimbursement of expenses by the company 3.15 Reimbursement of expenses to the company 4.46 Trade receivables 36.16 Revenue accrued but not billed 10.98 Other current liabilities 8.60	Advances Given 0.10 Software development service income 577.31 Software development expenses/ recoveries 98.50 Reimbursement of expenses by the company 72.40 Reimbursement of expenses to the company 0.77 Trade Payable 98.57 Other current liabilities 445.82	Software development service income 64.77 Trade receivables 130.68 Revenue accrued but not billed 21.58 Loans and advances 0.22	Software development service income 216.90 Trade receivables 264.73 Other Current Liabilities 2.60 Reimbursement of expenses by the company 2.87 Revenue accrued but not billed 6.89	Trade receivables 12.79
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in Rs. Millions

NAME OF THE RELATED PARTY AND NATURE OF RELATIONSHIP	Intellect Design Arena Limited.('Intellect Thailand')	Intellect Design Arena Philippines Inc.(' Intellect Philippines')	Intellect Design Arena, SDN BHD.('Intellect Malaysia')	Intellect Design Arena (Mauritius) Limited ('Intellect Mauritius')
Nature of contracts / arrangements / transactions	Software Development expenses/(recoveries) Reimbursement of expenses by the company Trade receivables Loans and advances Trade Payable	Software development service income Trade receivables Revenue accrued but not billed Trade Payable Other current liabilities	Software development service income Reimbursement of expenses by the company Trade receivables Revenue accrued but not billed Loans and advances	Software Development expenses/(recoveries) Trade Payable
Duration of the contracts / arrangements / transactions	The Contract will continue till any party terminates the contract	The Contract will continue till any party terminates the contract	The Contract will continue till any party terminates the contract	The Contract will continue till any party terminates the contract
Salient terms of the contracts or arrangements or transactions including the value, if any	The transactions entered into are in the usual course of business and at arm's length basis. The board took note of the same in the meeting of the directors held on 10.05.2021	The transactions entered into are in the usual course of business and at arm's length basis. The board took note of the same in the meeting of the directors held on 10.05.2021	The transactions entered into are in the usual course of business and at arm's length basis. The board took note of the same in the meeting of the directors held on 10.05.2021	The transactions entered into are in the usual course of business and at arm's length basis. The board took note of the same in the meeting of the directors held on 10.05.2021
Date of approval by the Board, if any	10.05.2021	10.05.2021	10.05.2021	10.05.2021
Amount paid as advances, if any	Software Development expenses/(recoveries) 81.99 Reimbursement of expenses by the company 2.14 Trade receivables 69.53 Loans and advances 9.16 Trade Payable 82.95	Software development service income 102.16 Trade receivables 156.94 Revenue accrued but not billed 25.62 Trade Payable 18.40 Other current liabilities 1.28	Software development service income 230.18 Reimbursement of expenses by the company 0.44 Trade receivables 51.40 Revenue accrued but not billed 31.65 Loans and advances 16.16	Software Development expenses/(recoveries) 8.62 Trade Payable 8.62

in Rs. Millions

NAME OF THE RELATED PARTY AND NATURE OF RELATIONSHIP	Intellect Design Arena Limited ('Intellect Kenya')	Intellect Commerce Limited, India('Intellect Commerce')	Intellect Design Arena Co. Ltd, Vietnam ('Intellect Vietnam')	Intellect Payments Limited ('Intellect Payments')	Intellect Design Chile Ltda , Chile ('Intellect Chile')
Nature of contracts / arrangements / transactions	Software development service income Revenue accrued but not billed Trade Payable Loans and advances	Reimbursement of expenses by the company Reimbursement of expenses to the company Other current liabilities	Software Development expenses/(recoveries) Trade receivables Trade Payable Other current liabilities	Software Development expenses/(recoveries) Reimbursement of expenses to the company Other - Receivables (Prepaid) Trade Payable	Reimbursement of expenses by the company Other current liabilities
Duration of the contracts / arrangements / transactions	The Contract will continue till any party terminate the contract	The Contract will continue till any party terminate the contract	The Contract will continue till any party terminate the contract	The Contract will continue till any party terminate the contract	The Contract will continue till any party terminate the contract

Salient terms of the contracts or arrangements or transactions including the value, if any	The transactions entered into are in the usual course of business and at arm's length basis. The board took note of the same in the meeting of the directors held on 10.05.2021	The transactions entered into are in the usual course of business and at arm's length basis. The board took note of the same in the meeting of the directors held on 10.05.2021	The transactions entered into are in the usual course of business and at arm's length basis. The board took note of the same in the meeting of the directors held on 10.05.2021	The transactions entered into are in the usual course of business and at arm's length basis. The board took note of the same in the meeting of the directors held on 10.05.2021	The transactions entered into are in the usual course of business and at arm's length basis. The board took note of the same in the meeting of the directors held on 10.05.2021
Date of approval by the Board, if any	10.05.2021	10.05.2021	10.05.2021	10.05.2021	10.05.2021
Amount paid as advances, if any	Software development service income 46.22 Revenue accrued but not billed 46.29 Trade Payable 62.38 Loans and advances 15.16	Reimbursement of expenses by the company 1.23 Reimbursement of expenses to the company 1.38 Other current liabilities 0.02	Software Development expenses/(recoveries) 158.09 Trade receivables 109.32 Trade Payable 293.66 Other current liabilities 93.25	Software Development expenses/(recoveries) 29.71 Reimbursement of expenses to the company 1.73 Other - Receivables (Prepaid)- 17.50 Trade Payable 23.96	Reimbursement of expenses by the company 6.82 Other current liabilities 0.71

in Rs. Millions

NAME OF THE RELATED PARTY AND NATURE OF RELATIONSHIP	Polaris Banyan Holding Private Limited	Adrenalin eSystems Limited, India ('Adrenalin eSystems')	School of Design Thinking Private Ltd	Intellect Design Gratuity Trust
Nature of contracts / arrangements / transactions	Rental Expenses Security deposit against rental premises	Software Development Expenses Reimbursement of Expenses to the company Short Term Loans and Advances Trade Payable Others	Rental income	Contribution to gratuity
Duration of the contracts / arrangements / transactions	The Contract will continue till any party terminates the contract	The Contract will continue till any party terminates the contract	The Contract will continue till any party terminates the contract	The Contract will continue till any party terminates the contract
Salient terms of the contracts or arrangements or transactions including the value, if any	The transactions entered into are in the usual course of business and at arm's length basis. The board took note of the same in the meeting of the directors held on 10.05.2021	The transactions entered into are in the usual course of business and at arm's length basis. The board took note of the same in the meeting of the directors held on 10.05.2021	The transactions entered into are in the usual course of business and at arm's length basis. The board took note of the same in the meeting of the directors held on 28.07.2021	The transactions entered into are in the usual course of business and at arm's length basis. The board took note of the same in the meeting of the directors held on 10.05.2021
Date of approval by the Board, if any	10.05.2021	10.05.2021	28.07.2021	10.05.2021
Amount paid as advances, if any	Rental Expenses 4.93 Security deposit against rental premises 2.94	Software Development Expenses 1.34 Reimbursement of Expenses to the company 19.02 Short Term Loans and Advances 49.77 Trade Payable Others 6.70	Rental income-0.10	Contribution to gratuity- 0.04

ANNEXURE 6
SECRETARIAL AUDIT REPORT
 FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2022

To,
 The Members of,
 INTELLECT DESIGN ARENA LIMITED,
 CIN: L72900TN2011PLC080183
 No. 244, Anna Salai,
 Chennai – 600006.
 Dear Members,

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **INTELLECT DESIGN ARENA LIMITED** (hereinafter called the “Company”). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company’s books, papers, minutes, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on **31st March, 2022** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minutes, forms and returns filed and other records maintained by the Company for the financial year ended on **31st March, 2022** according to the provisions of:

- (i) The Companies Act 2013 (The Act) and the rules made thereunder issued by the Ministry of Corporate Affairs from time to time;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder to the extent applicable;
- (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 applicable;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') as amended:-
 - a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; (SEBI LODR)
 - b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;- Not applicable during the fiscal year
 - e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
 - f) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018
 - g) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (was not applicable to the company during the period under review)
 - h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 (was not applicable to the company during the period under review)
 - i) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993; (was not applicable to the Company during the period under review)
 - j) The Securities and Exchange Board of India (Buyback of Securities), Regulations, 2018 (was not applicable to the company during the period under review)
- (vi) The Following Industry Specific Laws:
 - a) Information Technology Act, 2000
 - b) Policy Relating to Software Technology Parks of India and its regulations
 - c) The Patents Act, 1970 –instead legislations under Intellectual property rights can be mentioned
 - d) Trade marks Act, 1999
 - e) The Design Act, 2000
 - f) E-Waste Management Rules, 2016

We further report that based on the information received, explanations given, process explained, records maintained, statutory compliance and internal audit reports submitted to the Board/ committee of Board on quarterly basis, 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 labour laws, Goods and Service Tax laws and other applicable Laws, rules, regulations and guidelines framed by the statutory authorities from time to time. The Company is regular in making statutory payments and there have been no prosecution or notices issued to the Company or its officers.

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

- (i) Secretarial Standards 1 and 2 issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreement entered into by the Company with BSE Limited and National Stock Exchange of India Limited;

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

We further report that the Board of Directors of the Company is duly constituted with proper balance of Whole Time Directors, Non-Executive Directors and Independent Directors including Woman independent director. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act and SEBI LODR.

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 wherever there is a delay in sending the agenda we were informed that all the directors have consented to the shorter notice. 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. The company has complied with the requirements of Video Conferencing Facility wherever applicable.

All decisions were taken unanimously at the Board and Committee meetings and with requisite majority at the Annual General meeting. There was no Extra-ordinary General Meeting convened during the period under review.

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

We further report that during the audit period-

1. The company in its 10th Annual General meeting held on 04.08.2021 approved the reappointment of Mr. Anil Kumar Verma(DIN-01957168) as Whole Time Director for a period of 5 years with effect from 01.02.2021 to 31.01.2026 through special resolution subject to the approval of Central Government. Subsequently the Ministry of Corporate Affairs(MCA),Government of India vide its letter reference number: SRN T15255235/35/2021-CL-VII dated 24.11.2021 approved the reappointment of Mr Anil Kumar Verma as Whole Time Director as per the provisions of section 196 and rules made there under of the Act.
2. The Company allotted 15,79,251 equity shares of Rs.5 each under:
 - (a) 1,24,750 equity shares of Rs.5 each under Associate Stock Option Plan (ASOP),2011;
 - (b) 6,15,662 equity shares of Rs.5 each under Intellect Stock Option Plan (ISOP), 2015;
 - (c) 66,750 equity shares of Rs.5 each under Intellect Stock Option Plan (ISOP), 2016 and
 - (d) 7,72,089 equity shares of Rs.5 each under Intellect incentive Plan Scheme(IIPS),2018.
3. The Company granted 11,81,000 options under various stock option schemes/plans.
4. The Board in its meeting held on 28.10.2021 approved the investment
 - (a) Of an overall fund size of Rs.100 crores in Alternative Investment Fund-Category II and in other investments in accordance with the provisions of Section 186 of the Act,.
 - (b) Limit of US\$ 10 Million per entity in the form of equity or preference or other securities in the Wholly Owned Subsidiaries of the company in pursuant to the provisions of section 186 of the Act.
5. The Nomination and Remuneration Committee in its 46th meeting held on 14.12.2021 approved the amendments of the various ASOP/ISOP (ESOP) Schemes of the company to fall in line with SEBI (Share Based Employee Benefits and Sweat Equity) Regulations,2021.

Place: Chennai
Date: 11.04.2022

Signature: sd/-
Name of Company Secretary in practice: CS Dr. B Ravi
FCS No.: 1810 CP No.: 3318
MANAGING PARTNER
B RAVI & ASSOCIATES
Firm Registration Number: P2016TN052400
Peer Review Certificate Number: 930/2020
UDIN: F00181OD000070087

The Members of
INTELLECT DESIGN ARENA LIMITED
CIN: L72900TN2011PLC080183
No. 244 ANNA SALAI, CHENNAI-600006

Dear Members,

Sub: Our Report of even date is to be read along with this letter.

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

Place: Chennai

Signature: Sd/-

Date: 11.04.2022

Name of Company Secretary in practice: CS Dr. B Ravi

FCS No.: 1810 CP No.: 3318

MANAGING PARTNER

B RAVI & ASSOCIATES

Annexure 7
REPORT ON CSR

Brief outline on CSR Policy of the Company

Social Responsibility is deeply ingrained in the culture of your Company. We at Intellect engage with society beyond business as we believe that good business needs to create higher impact in building a better future for communities around the globe. Our theme is "IGNITE YOUNG MINDS" and "CAN DO" spirit across the country.

Your Company has always endeavored to conduct its business responsibly, mindful of its social accountability, respecting applicable laws, regulations and with regard for human dignity.

The CSR committee is entrusted with the responsibility for carrying out the CSR activity of the Company. Company spends, in every financial year at least two percent (2%) of the average net profits of the Company made during the three immediately preceding financial years. We positively impact and influence our associates and business partners in fostering a sense of social commitment for their stakeholders. The Company focuses mainly on the following thrust areas.

1. Education
2. Rural development projects
3. Any other activity as may be approved by the CSR committee on a case to case basis.

1. Composition of CSR Committee:

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Anil Kumar Verma	Chairman, Whole Time Director	1	1
2	Mr. Arun Jain	Member, Managing Director	1	1
3	Mr. Abhay Anant Gupte	Member, Independent Director	1	1

2. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.

The composition of the CSR committee is available on our website, at <http://intellectdesign.com/leadership>

CSR policy - <https://www.intellectdesign.com/investor/general/csr-policy.pdf>

CSR projects is available on the mentioned web link: <https://www.intellectdesign.com/ullas-trust/>

3. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report):- Not Applicable.
4. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any:- NIL
5. Average net profit of the company as per section 135(5):- Rs. 961.35 Million
6. (a) Two percent of average net profit of the company as per section 135(5):- Rs. 19.23 Million
(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years:- NIL
(c) Amount required to be set off for the financial year, if any:- NIL
(d) Total CSR obligation for the financial year:- 19.23 Million
7. (a) CSR amount spent or unspent for the financial year:

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

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

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the Project.	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No).	Location of the project.	Project duration.	Amount allocated for the project (in Rs.).	Amount spent in the current financial Year (in Rs.).	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.).	Mode of Implementation - Direct (Yes/No).	Name	CSR Registration number.

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

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/No).	Location of the project.		Amount spent for the project (in Rs. millions.).	Mode of implementation - Direct (Yes/No).	Mode of implementation - Through implementing agency.	
				State.	District.			Name.	CSR registration number.
1.	The Company is undertaking its CSR activity through Ullas Trust* which qualifies as CSR activity under Schedule VII (ii) of the Companies Act, 2013.	Promotion of Education	Both	CSR initiatives during the Financial Year 2021-22 have been taken up in 5 states mentioned below: Delhi NCR, Haryana, Maharashtra, Tamil Nadu, and Telangana		14.35	No	Ullas Trust	CSR00008388
2.	Baladhana Trust	Promotion of health care	Yes	Tamil Nadu	Chennai	1.5	No	-	
3.	Karunayam Charitable Trust	Eradicating malnutrition; Promotion of education and Enhancing Vocational Skills among children	Yes	Tamil Nadu	Chennai	0.53	No	Karunayam Charitable Trust	CSR00032901
4.	Sristi Foundation, Mobile Therapy Project	Promotion of health care toward Covid-19	Yes	Tamil Nadu	Villupuram	1.16	No	Sristi Foundation	CSR00007929
5.	T.T Devasthanams, Tirupati	Protection of national heritage	No	Andhra Pradesh	Tirupati	0.1	Yes	-	
6.	School for Potential Advancement and Restoration of Confidence India	Promotion of Health care	No	Uttar Pradesh	Lucknow	0.5	No	Sparc India	CSR00002378
7.	Networking and Development Centre	Disaster management	Yes	Tamil Nadu	Chennai	1.12	No	Networking and Development Centre	CSR00017899
Total						19.26		-	

(d) Amount spent on Administrative Overheads:- Rs.0.36 Million

(e) Amount spent on Impact Assessment, if applicable:- NA

(f) Total amount spent for the Financial Year:- 19.26 Million

(g) Excess amount for set off, if any

Sl. No.	Particular	Amount (in Rs. Million.)
(i)	Two percent of average net profit of the company as per section 135(5)	19.23
(ii)	Total amount spent for the Financial Year	19.26
(iii)	Excess amount spent for the financial year [(ii)-(i)]	0.03
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	0.03

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

Sl. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.).	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in Rs.)
				Name of the Fund	Amount (in Rs.).	Date of transfer.	
1.			NIL				

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

9. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year:- Not Applicable
10. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5):- Not Applicable

Mr. Arun Jain

Chairman and Managing Director

Mr. Anil Verma

Chairman, Corporate Social Responsibility Committee

INTELLECT DESIGN ARENA LIMITED
AUDITED CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2022

(All amounts are denominated in INR and expressed in Millions, unless otherwise stated)

INDEPENDENT AUDITOR'S REPORT

To the Members of Intellect Design Arena Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of Intellect Design Arena Limited (hereinafter referred to as “the Holding Company”), its subsidiaries (the Holding Company and its subsidiaries together referred to as “the Group”) and its associates comprising of the consolidated Balance sheet as at March 31 2022, the consolidated Statement of Profit and Loss, including other comprehensive income, the consolidated Cash Flow Statement and the consolidated Statement of Changes in Equity for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as “the consolidated financial statements”).

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements and on the other financial information of the subsidiaries and associates, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013, as amended (“the Act”) in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group and its associates as at March 31, 2022, their consolidated profit including other comprehensive income, their consolidated cash flows and the consolidated statement of changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the ‘Auditor’s Responsibilities for the Audit of the Consolidated Financial Statements’ section of our report. We are independent of the Group, associates in accordance with the ‘Code of Ethics’ issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the consolidated 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 consolidated financial statements for the financial year ended March 31, 2022. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor’s responsibilities for the audit of the consolidated financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of audit procedures performed by us and by other auditors of components not audited by us, as reported by them in their audit reports furnished to us by the management, including those procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

Key audit matters	How our audit addressed the key audit matter
<p>Accounting for revenue from Licenses and Services Contracts</p> <p>We focused on revenue from license and services contract because of its significance and its risks related judgements involved in the measurement, timing and presentation/disclosure of revenue from operations.</p> <p>The Group enters into contracts with its customers that may include multiple performance obligations. For these contracts, the Group assesses the performance obligations and accounts for those obligations separately if they are distinct. The identification and the allocation of the transaction price to the different performance obligations and the appropriateness of the basis used to measure revenue recognised at a point in time or over a period, require management to use significant judgement and estimates.</p> <p>Refer Notes 3(h) to the Consolidated financial Statements</p>	<p>Our audit approach consisted testing of the design and operating effectiveness of the internal controls and substantive testing as follows:</p> <ul style="list-style-type: none"> a) We read the Group’s revenue recognition policy and related disclosures. We performed walkthroughs of each significant class of revenue transactions and assessed and tested the design effectiveness and operating effectiveness for key controls. b) For revenue from license contracts where control is transferred at a point in time, we tested license revenue deals in excess of a certain threshold and a random sample of smaller contracts. For each of the sample selected, we performed the following: <ul style="list-style-type: none"> • Read the customer contract and obtained evidence of delivery of license. • Read the contracts and assessed potential impact of any unusual clause on revenue recognition. Tested the fair value allocations between the various elements of the contract in accordance with Group’s revenue recognition policy. • We performed cut off procedures by reference to the contract and evidence of delivery. c) For license and services where control is transferred over a period of time, we tested a sample of transactions to test revenue recognised in the year was calculated based on the stage of completion of the contract. <ul style="list-style-type: none"> • We selected a sample of contracts and performed a retrospective review of efforts incurred with estimated efforts to identify significant variations, possible delays in achieving milestones and verified whether those variations have been considered in estimating the remaining efforts to complete the contract. When needed, we also inquired with service project managers to understand the progress, difficulties associated with implementation, if any and likely impact on the future effort estimates. <p>We performed other substantive transactional testing, journal entry testing and analytical procedures to validate the recognition of revenue throughout the year.</p>

Key audit matters	How our audit addressed the key audit matter
<p>Capitalization and valuation of Intangible Asset and Intangible asset under development</p> <p>Intangible Asset and Intangible asset under development are deemed significant to our audit, as specific criteria that need to be met for capitalization. This involves management judgment, such as technical feasibility, intention and ability to complete the intangible asset, ability to use or sell the asset, generation of future economic benefits and the ability to measure the costs reliably. In addition, determining whether there is any indication of impairment of the carrying value of assets, requires management judgment and assumptions which are affected by future market or economic developments including uncertainty arising from the possible impact from COVID 19.</p> <p>Refer Notes 3(k) to the Consolidated financial Statements</p>	<p>Our audit approach consisted testing of the design and operating effectiveness of the internal controls and substantive testing as follows:</p> <ul style="list-style-type: none"> a) Read the Group's accounting policies for compliance with IND AS and on a sample basis tested available documentation to consider whether the criteria for capitalisation were met. b) We performed walkthroughs of Intangible assets/Intangible assets under development process and assessed the design effectiveness and operating effectiveness for key controls. c) Performed tests of details on a sample of capitalized costs in the current year and obtained evidence to verify whether the costs qualify for capitalization. We analysed this evidence and evaluated whether it reflects the use of the asset for the Group and the Group's intention to complete the capitalized projects. d) We evaluated the assumptions and methodology used by the Group to test the Intangible asset and Intangible asset and Intangibles under development for impairment. e) We tested the amortization charge and estimate of useful life of Intangible asset. f) We assessed the disclosures made by the Group in this connection in the accompanying financial statements.
<p>Recoverability of accounts receivables and accrued revenue balances</p> <p>We focused on this risk as the balances are material and there are significant judgments involved in assessing recoverability of accounts receivables and accrued revenue balances.</p> <p>There are many factors that need to be considered when concluding that a balance needs to be impaired including default or delinquency in payments, length of the outstanding balances, implementation difficulties and possible effect on collections consequent to COVID - 19.</p> <p>Given the complexity, the size and the length of certain implementation projects, there is risk that a provision is not recognized in a timely or sufficient manner.</p> <p>Refer to note 3(s) of the Consolidated financial statements.</p>	<p>Our audit approach was a combination of test of Internal controls and Substantive procedures which included the following:</p> <ul style="list-style-type: none"> a) We obtained management's analysis on recoverability of accounts receivables and accrued revenue balances for all significant cases. This analysis includes background information of the customer, existing contractual relationships, balance outstanding, delays in collection, and operational reasons and summaries of discussions with customers and collection plans together with a detailed legal analysis where applicable. b) We tested the ageing of accounts receivables, accrued revenue balances and circularized confirmations on selected material customer balances and checked subsequent collections from recoverability perspective. We have performed test of alternate nature in cases where confirmation has not been responded to by the customer. c) In addition, we evaluated the recoverability of accounts receivable and accrued revenue selected balances (significant and randomly selected) through discussions with project managers and with senior management when necessary. d) We assessed the disclosures made by the Group in this connection in the accompanying financial statements.

Other Information

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

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated statement of changes in equity of the Group including its associates in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. The respective Board of Directors of the companies included in the Group and of its associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and of its associates 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its associates are responsible for assessing the ability of the Group and of its associates to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those respective Board of Directors of the companies included in the Group and of its associates are also responsible for overseeing the financial reporting process of the Group and of its associates.

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

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance

with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associates to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its associates to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associates of which we are the independent auditors and whose financial information we have audited, to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements for the financial year ended March 31, 2022 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

- (a) We did not audit the financial statements and other financial information, in respect of 19 subsidiaries, whose Ind AS financial statements include total assets of Rs 7,159.22 million as at March 31, 2022, and total revenues of Rs 6,447.36 million and net cash inflows of Rs 175.37 million for the year ended on that date. These Ind AS financial statement and other financial information have been audited by other auditors, which financial statements, other financial information and auditor's reports have been furnished to us by the management. The consolidated Ind AS financial statements also include the Group's share of net profit of Rs. 130.87 million for the year ended March 31, 2022, as considered in the consolidated Ind AS financial statements, in respect of two associates, whose financial statements, other financial information have been audited by other auditors and whose reports have been furnished to us by the Management. Our opinion on the consolidated Ind AS financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and associates, and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries and associates, is based solely on the report of such other auditors.

Our opinion above on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements and other financial information certified by the Management.

Report on Other Legal and Regulatory Requirements

1. There are no qualifications or adverse remarks by the respective auditors in the Companies (Auditors Report) Order (CARO) reports of the companies included in the consolidated financial statements. Accordingly, the requirement to report on clause 3(xxi) of the Order is not applicable to the Holding Company.
2. As required by Section 143(3) of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of subsidiaries, and associates, as noted in the 'other matter' paragraph we report, to the extent applicable, that:
 - (a) We/the other auditors whose report we have relied upon have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements;
 - (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidation of the financial statements have been kept so far as it appears from our examination of those books and reports of the other auditors;
 - (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated financial statements;
 - (d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
 - (e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2022 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors who are appointed under Section 139 of the Act, of its subsidiary companies and associate companies, none of the directors of the Group's companies and its associates, incorporated in India, 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 the internal financial controls with reference to consolidated financial statements of the Holding Company and its subsidiary companies and associate companies, incorporated in India, and the operating effectiveness of such controls, refer to our separate Report in "Annexure" to this report;

- (g) In our opinion, the managerial remuneration for the year ended March 31, 2022 has been paid / provided by the Holding Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act. The provisions of section 197 read with Schedule V of the Act are not applicable to the subsidiaries and associates incorporated in India for the year ended March 31, 2022;
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiaries and associates, as noted in the 'Other matter' paragraph:
- i. The consolidated financial statements disclose the impact of pending litigations on its consolidated financial position of the Group and its associates in its consolidated financial statements – Refer Note 35 to the consolidated financial statements;
 - ii. The Group and its associates did not have any material foreseeable losses in long-term contracts including derivative contracts during the year ended March 31, 2022;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, its subsidiaries and associates, incorporated in India during the year ended March 31, 2022.
 - iv. a) The respective managements of the Holding Company, its subsidiaries and associates which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries and associates respectively that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any of such subsidiaries or associates to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the respective Holding Company or any of such subsidiaries or associates ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - b) The respective managements of the Holding Company, its subsidiaries and associates which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries and associates respectively 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 respective Holding Company or any of such subsidiaries or associates from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiaries or associates shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
 - c) Based on the audit procedures that has been considered reasonable and appropriate in the circumstances performed by us and those performed by the auditors of the subsidiaries and associates which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor's notice that has caused us or the other auditors to believe that the representations under sub-clause (a) and (b) contain any material mis-statement.
 - v. As stated in note 13(g) to the consolidated financial statements, the Board of Directors of the Holding Company, have proposed final dividend for the year which is subject to the approval of the members at the respective ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend. No dividend has been declared or paid during the year by subsidiary and associate companies, incorporated in India.

For **S.R. Batliboi & Associates LLP**
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

per **Srinivas S**
Partner
Membership Number: 213722
UDIN: 22213722AIKYOY3694

Place of Signature: Chennai
Date: May 5, 2022

**ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF
INTELLECT DESIGN ARENA LIMITED**

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

In conjunction with our audit of the consolidated financial statements of Intellect Design Arena Limited as of and for the year ended March 31, 2022, we have audited the internal financial controls with reference to financial statements of Intellect Design Arena Limited (hereinafter referred to as the "Holding Company") and its subsidiary companies and its associate companies which are companies incorporated in India as on date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Holding Company's internal financial controls with reference to these financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, as specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to Consolidated financial statements 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 with reference to these financial statements and their operating effectiveness. Our audit of internal financial controls with reference to Consolidated financial statements included obtaining an understanding of internal financial controls with reference to Consolidated financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Company and its subsidiary companies, which are companies incorporated in India.

Meaning of Internal Financial Controls with reference to these Consolidated Financial Statements

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting with reference to these Consolidated Financial Statements

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

Opinion

In our opinion, the Holding Company, its subsidiary and its associates companies which are companies incorporated in India, have, maintained in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2022, based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

Other Matters

Our report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting of the Holding Company, insofar as it relates to these five subsidiary companies and two associate companies, which are companies incorporated in India, is based on the corresponding reports of the auditors of such subsidiary and associate companies incorporated in India.

For **S.R. Batliboi & Associates LLP**
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

per Srinivas S
Partner
Membership Number: 213722
UDIN: 22213722AIKYOY3694

Place of Signature: Chennai
Date: May 5, 2022

Consolidated Balance Sheet

In Rs. Millions

Particulars	Note	As at March 31,	
		2022	2021
ASSETS			
NON-CURRENT ASSETS			
Property, plant and equipment	4(a)	1,489.54	1,546.04
Capital work-in-progress	4(b)	43.40	43.25
Investment Property	4(c)	19.67	-
Intangible assets under development	4(b)	3,397.55	3,448.35
Right-of-use assets	4(d)	229.43	357.48
Goodwill on consolidation	5	304.57	293.80
Other intangible assets	5	2,307.16	1,767.80
Investment in Associates	46	523.96	499.43
Financial assets			
- Investments	6(a)	0.05	0.05
- Loans and deposits	6(b)	95.97	90.92
- Non current bank balances	6(c)	362.95	126.10
- Derivative instruments	6(d)	138.28	75.52
Income tax assets (net)	7	446.50	631.13
Deferred tax assets (net)	8	599.80	807.35
Other non-current assets	9	304.69	302.79
CURRENT ASSETS			
Financial assets			
- Investments	10(a)	3,638.31	962.90
- Trade receivables	10(b)	1,893.30	1,867.55
- Cash and Cash equivalents	10(c)	1,461.84	1,447.43
- Bank balances other than cash and cash equivalents	10(d)	125.63	80.02
- Loans and deposits	10(e)	29.49	46.71
- Derivative instruments	10(f)	202.00	109.99
- Other financial assets	10(g)	7,257.36	4,909.38
Other current assets	11	1,063.76	1,027.43
TOTAL		25,935.21	20,441.42
EQUITY AND LIABILITIES			
EQUITY			
Equity Share Capital	12	672.77	664.87
Other Equity	13	17,414.70	13,263.51
Equity Attributable to equity shareholders of the parent		18,087.47	13,928.38
Non-Controlling Interest	47	128.95	119.92
Total Equity		18,216.42	14,048.30
LIABILITIES			
NON-CURRENT LIABILITIES			
Financial Liabilities			
- Borrowings	14	-	75.56
- Lease Liabilities	15	73.16	182.43
- Other Long Term Liabilities	16	6.00	6.00
Deferred Tax Liabilities (Net)	17	10.68	21.32
CURRENT LIABILITIES			
Financial Liabilities			
- Borrowings	18(a)	8.40	434.41
- Lease Liabilities	18(b)	122.63	132.21
- Trade payables			
- Total outstanding dues of micro enterprises and small enterprises	18(c)	-	10.32
- Total outstanding dues of creditors other than micro enterprises and small enterprises	18(c)	2,567.57	1,650.87
- Other financial liabilities	18(d)	1,329.14	1,007.73
Other current liabilities	19	2,775.89	2,205.55
Provisions	20	720.63	602.00
Current Tax liabilities (Net)	21	104.69	64.72
TOTAL		25,935.21	20,441.42

Table No. 2.1

Summary of significant accounting policies

3

The accompanying notes are an integral part of the financial statements

As per our report of even date

For S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

ICAI Firm Registration number: 101049W/E300004

per Srinivas S

Partner

Membership No. 213722

Chennai

May 5, 2022

For and on behalf of the Board of Directors of

Intellect Design Arena Limited

Arun Jain

Chairman & Managing Director

DIN : 00580919

Arun Shekhar Aran

Director

DIN : 00015335

Venkateswarlu Saranu

Chief Financial Officer

V.V.Naresh

Senior Vice President &

Company Secretary

Consolidated Statement of Profit and Loss

In Rs. Millions

Particulars	Note	For the Year ended March 31,	
		2022	2021
INCOME			
Revenue from operations	22	18,781.86	14,974.59
Other Income	23(a)	251.61	79.86
Finance Income	23(b)	153.40	46.96
TOTAL INCOME		19,186.87	15,101.41
EXPENSES			
Employee Benefit Expenses	24	9,194.53	8,080.30
Depreciation and amortization expense	25	975.62	767.14
Finance Cost	26	42.71	91.74
Other Expenses	27	4,866.71	3,346.15
TOTAL EXPENSES		15,079.57	12,285.33
PROFIT BEFORE SHARE OF PROFIT OF ASSOCIATES AND TAX		4,107.30	2,816.08
Share of profit of Associates and Joint venture	47, 48	24.53	84.79
PROFIT BEFORE TAX		4,131.83	2,900.87
Tax Expenses	28		
- Current tax		546.84	590.80
- Adjustment of tax relating to earlier periods		(29.90)	-
- Deferred tax		110.47	(336.29)
PROFIT FOR THE YEAR		3,504.42	2,646.36
OTHER COMPREHENSIVE INCOME			
	29		
Items that will not be reclassified subsequently to profit or loss			
Re-measurement gains/ (losses) on defined benefit plans		16.10	(10.32)
Items that will be reclassified subsequently to profit or loss			
Exchange differences on translation of foreign operations		(4.56)	(7.03)
Net movement on cash flow hedges		154.78	527.45
Other Comprehensive Income / (loss) for the year, net of tax		166.32	510.10
TOTAL COMPREHENSIVE INCOME FOR THE YEAR, NET OF TAX		3,670.74	3,156.46
PROFIT FOR THE YEAR			
Attributable to:			
Equity shareholders of the parent		3,490.82	2,627.68
Non - Controlling Interest		13.60	18.68
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		3,670.74	3,156.46
Attributable to:			
Equity shareholders of the parent		3,653.53	3,141.18
Non - Controlling Interest		17.21	15.28
EARNINGS PER SHARE			
	30		
Equity shares par value Rs. 5 each/- (March 31,2021 Rs. 5/- each)			
Basic		26.25	19.82
Diluted		25.14	19.55

Table No. 2.2

Summary of significant accounting policies 3
The accompanying notes are an integral part of the financial statements

As per our report of even date

For S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

ICAI Firm Registration number: 101049W/E300004

per Srinivas S

Partner

Membership No. 213722

Chennai

May 5, 2022

For and on behalf of the Board of Directors of

Intellect Design Arena Limited

Arun Jain

Chairman & Managing Director

DIN : 00580919

Arun Shekhar Aran

Director

DIN : 00015335

Venkateswarlu Saranu

Chief Financial Officer

V.V.Naresh

Senior Vice President &

Company Secretary

Consolidated Statement of Changes in Equity

a. Equity Share Capital:

(All amounts are in Millions unless otherwise stated)

Equity shares of Rs. 5/- each issued, subscribed and fully paid	No. of shares	In Rs. Millions
As at April 1, 2020	13,23,38,630	661.69
Issue of share capital	6,35,733	3.18
As at March 31, 2021	13,29,74,363	664.87
Issue of share capital	15,79,251	7.90
As at March 31, 2022	13,45,53,614	672.77

b. Other equity

For the year ended March 31, 2022

Particulars	Reserves & Surplus					Items of OCI		Total Equity
	Securities premium	Share option outstanding account	General reserve	Treasury shares	Retained earnings	Effective portion of Cash flow hedge reserve	Foreign Currency Translation Reserve	
As at April 1, 2021	5,196.93	627.73	1,323.06	-	5,288.79	185.52	641.48	13,263.51
Profit for the year	-	-	-	-	3,490.82	-	-	3,490.82
Remeasurement of the net defined benefit (liability) / asset, net of tax effect	-	-	-	-	16.10	-	-	16.10
Fair value movement in cash flow hedge	-	-	-	-	-	154.78	-	154.78
Movement in Foreign Currency Translation Reserve (FCTR) through OCI	-	-	-	-	-	-	(4.56)	(4.56)
Exercise of share options	217.51	(142.38)	-	-	-	-	-	75.13
Share-based payments for the year	-	418.45	-	-	-	-	-	418.45
Transfer on account of options not exercised for the year	-	(23.92)	23.92	-	-	-	-	-
Adjustment relating to Intellect Associates Benefit Trust	-	-	-	0.47	-	-	-	0.47
As at March 31, 2022	5,414.44	879.88	1,346.98	0.47	8,795.71	340.30	636.92	17,414.70

Table No. 2.3

For the year ended March 31, 2021

Particulars	Reserves & Surplus					Items of OCI		Total Equity
	Securities premium	Share option outstanding account	General Reserve	Treasury shares	Retained earnings	Effective portion of Cash flow hedge reserve	Foreign Currency Translation Reserve	
As at April 1, 2020	5,099.09	427.89	1,284.16	-	2,670.72	(341.93)	648.51	9,788.44
Profit for the year	-	-	-	-	2,627.68	-	-	2,627.68
Remeasurement of the net defined benefit liability/asset, net of tax effect	-	-	-	-	(10.32)	-	-	(10.32)
Fair value movement in cash flow hedge	-	-	-	-	-	527.45	-	527.45
Movement in Foreign Currency Translation Reserve (FCTR) through OCI	-	-	-	-	-	-	(7.03)	(7.03)
Exercise of share options	98.69	(48.26)	-	-	-	-	-	50.43
Share-based payments for the year	-	287.00	-	-	-	-	-	287.00
Transfer on account of options not exercised for the year	(0.85)	(38.90)	38.90	-	-	-	-	(0.85)
OTHERS	-	-	-	-	0.71	-	-	0.71
As at March 31, 2021	5,196.93	627.73	1,323.06	-	5,288.79	185.52	641.48	13,263.51

Table No. 2.4

Summary of significant accounting policies

3

The accompanying notes are an integral part of the financial statements

As per our report of even date

For S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

ICAI Firm Registration number: 101049W/E300004

per Srinivas S

Partner
Membership No. 213722
Chennai

May 5, 2022

For and on behalf of the Board of Directors of

Intellect Design Arena Limited

Arun Jain

Chairman & Managing Director
DIN : 00580919

Arun Shekhar Aran

Director
DIN : 00015335

Venkateswarlu Saranu

Chief Financial Officer

V.V. Naresh

Senior Vice President &
Company Secretary

Consolidated cash flow statement for the year ended March 31, 2022

In Rs. Millions

Particulars	For the Year ended March 31,	
	2022	2021
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit for year before tax	4,131.83	2,900.87
Adjustments to reconcile profit for the year to net cash flows		
Depreciation and amortisation expenses	975.62	767.14
Expense on Employee Stock Option Scheme (ESOP) (Refer Note 24)	418.45	287.00
Employee benefits expense (Government Grant received)	(91.87)	-
Dividend income	(6.36)	(11.43)
Impairment losses on financial instrument and contract asset	87.83	158.38
Unrealised foreign exchange loss (net) (Including impact of foreign currency translation)	61.75	(46.78)
(Gain) / loss on sale of current investments (net)	(19.56)	(4.63)
Fair value gain on financial instruments at fair value through profit or loss	(26.08)	(3.69)
(Gain)/loss on disposal of Property, Plant and Equipment (net)	(100.13)	11.33
Bad debts / advances written off	322.35	350.45
Interest expense	42.71	91.74
Interest income	(147.04)	(35.53)
Share of Loss/(Profit) in Associate	(24.53)	(84.79)
Operating Profit / (Loss) before working capital changes	5,624.97	4,380.06
Movement in working capital		
Decrease / (Increase) in trade receivables	(363.47)	624.37
Decrease/(Increase) in financial assets and other assets	(2,475.73)	(596.55)
Increase/(Decrease) in financial liabilities, other liabilities and provisions	1,895.57	752.24
Cash flow from / (used in) operations	4,681.34	5,160.12
Income taxes (paid) / net of refunds	(151.97)	(526.89)
Net cash (used in) / from operating activities (A)	4,529.37	4,633.23
B. CASH FLOW (USED IN) / FROM INVESTING ACTIVITIES		
Purchase of Property, Plant and Equipment including intangible assets, changes in capital work in progress, capital advances and Intangible Assets under development	(1,292.21)	(1,138.17)
Proceeds from sale of Property, Plant and Equipment	106.14	1.20
(Purchase)/sale proceeds of current investments	(2,623.40)	(777.44)
Deposit made during the year	(282.45)	(16.47)
Interest received	100.49	26.05
Net cash (used in) / from investing activities (B)	(3,991.43)	(1,904.83)
C. CASH FLOW (USED IN) / FROM FINANCING ACTIVITIES		
Proceeds from share capital issued on exercise of stock options	7.90	3.18
Proceeds from share premium on exercise of stock options	75.13	50.44
Payment of principal portion of lease liabilities	(162.13)	(189.08)
(Repayment) / Proceeds from Long term secured loans	(74.82)	(268.64)
(Repayment) / Proceeds from Short term borrowings	(334.88)	(1,768.08)
Interest paid	(24.03)	(67.82)
Dividends paid during the year	(8.18)	(13.38)
Net cash (used in) / from financing activities (C)	(521.01)	(2,253.38)
Net increase / (decrease) in cash and cash equivalents (A+B+C)	16.93	475.02
Effect of exchange differences on Cash & Cash Equivalents held in foreign currency	(2.52)	(24.83)
Cash and Cash Equivalents at the beginning of the year	1,447.43	997.24
Cash and cash equivalents at the end of the year	1,461.84	1,447.43
Cash and cash equivalents As per Note 10 (c)	1,461.84	1,447.43

Table No. 2.5**Non-cash financing activities**

Acquisition of Right-of-use assets	24.07	57.93
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Notes:

- The Cash Flow Statement has been prepared under the indirect method as set out in Indian Accounting Standard (Ind AS) 7 "Statement of Cash flows" specified under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 (as amended).
- Figures have been regrouped/ rearranged wherever necessary.

As per our report of even date

Summary of significant accounting policies

3

The accompanying notes are an integral part of the financial statements

For S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

ICAI Firm Registration number: 101049W/E300004

For and on behalf of the Board of Directors of

Intellect Design Arena Limited**per Srinivas S**

Partner
Membership No. 213722
Chennai
May 5, 2022

Arun Jain

Chairman & Managing Director
DIN : 00580919

Arun Shekhar Aran

Director
DIN : 00015335

Venkateswarlu Saranu

Chief Financial Officer

V.V. Naresh

Senior Vice President &
Company Secretary

Notes to the Consolidated Financial Statements

(All amounts are in Rupees in millions unless otherwise stated)

1. Corporate Information:

The consolidated financial statements comprise financial statements of Intellect Design Arena Limited ('Intellect' or 'the Company') and its subsidiaries (collectively, the Group) for the year ended March 31, 2021. The Company is a public limited company domiciled in India and was incorporated under the provisions of the Companies Act, 1956 in 2011. The shares of the Company have been listed on the National Stock Exchange and Bombay Stock Exchange with effect from December 18, 2014. The registered office of the Company is located at 244, Anna Salai, Chennai-600 006.

The Group has a comprehensive portfolio of products across Global Consumer Banking, Central Banking, Risk & Treasury Management, Global Transaction Banking and Insurance and is engaged in the business of software development.

The consolidated financial statements were authorised for issue in accordance with a resolution of the directors on May 5, 2022.

2. Basis of preparation:

The consolidated financial statements of the Group have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the CFS.

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

The consolidated financial statements have been prepared on a historical cost basis, except for the following assets and liabilities which have been measured at fair value:

- Derivative financial instruments
- Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments)

The consolidated financial statements are presented in INR (its functional currency) and all values are rounded to the nearest millions, except where otherwise indicated.

3. Significant Accounting Policies

A. Basis of consolidation:

Consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at March 31, 2022. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns

Generally, there is a presumption that a majority of voting rights result in control. For supporting such situations and also those situations the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Group's voting rights and potential voting rights

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances.

The financial statements of entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent company, i.e., year ended on March 31.

Consolidation procedure:

- Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognized in the consolidated financial statements at the acquisition date.
- Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary.
- Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intragroup transactions that are recognized in assets, are eliminated in full). Accounting as per Ind AS 12 - Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.
- The carrying value of Goodwill arising on consolidation is tested for impairment, if there are any indicators for impairment and also tested at the end of each reporting period.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it:

- Derecognizes the assets (including goodwill) and liabilities of the subsidiary
- Derecognizes the carrying amount of any non-controlling interests
- Derecognizes the cumulative translation differences recorded in equity
- Recognizes the fair value of the consideration received
- Recognizes the fair value of any investment retained
- Recognizes any surplus or deficit in profit or loss
- Reclassifies the parent's share of components previously recognized in OCI to profit or loss or retained earnings, as appropriate, as would be required if the Group had directly disposed of the related assets or liabilities

B. Business combinations and goodwill:

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred.

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognized at their acquisition date fair values. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable in all cases. However, the following assets and liabilities acquired in a business combination are measured at the basis indicated below:

- Deferred tax assets or liabilities, and the assets or liabilities related to employee benefit arrangements are recognized and measured in accordance with Ind AS 12 Income Tax and Ind AS 19 Employee Benefits respectively.
- Liabilities or equity instruments related to share based payment arrangements of the acquiree or share – based payments arrangements of the Group entered into to replace share-based payment arrangements of the acquiree are measured in accordance with Ind AS 102 Share-based Payments at the acquisition date.
- Assets (or disposal groups) that are classified as held for sale in accordance with Ind AS 105 Non-current Assets Held for Sale and Discontinued Operations are measured in accordance with that standard.
- Reacquired rights are measured at a value determined on the basis of the remaining contractual term of the related contract. Such valuation does not consider potential renewal of the reacquired right.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the

contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

If the business combination is achieved in stages, any previously held equity interest is re-measured at its acquisition date fair value and any resulting gain or loss is recognized in profit or loss or OCI, as appropriate.

Any contingent consideration to be transferred by the acquirer is recognized at fair value at the acquisition date. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of Ind AS 109 Financial Instruments, is measured at fair value with changes in fair value recognized in profit or loss. If the contingent consideration is not within the scope of Ind AS 109, it is measured in accordance with the appropriate Ind AS. Contingent consideration that is classified as equity is not re-measured at subsequent reporting dates and subsequent its settlement is accounted for within equity.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognized for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognized at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognized in OCI and accumulated in equity as capital reserve. However, if there is no clear evidence of bargain purchase, the entity recognises the gain directly in equity as capital reserve, without routing the same through OCI.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

A Cash generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognized in profit or loss. An impairment loss recognized for goodwill is not reversed in subsequent periods.

Where goodwill has been allocated to a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash-generating unit retained.

C. Investment in associates and joint ventures:

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies.

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The Group's investments in its associate and joint venture are accounted for using the equity method. Under the equity method, the investment in an associate or a joint venture is initially recognized at cost. The carrying amount of the investment is adjusted to recognise changes in the Group's share of net assets of the associate or joint venture since the acquisition date. Goodwill relating to the associate or joint venture is included in the carrying amount of the investment and is not tested for impairment individually.

The statement of profit and loss reflects the Group's share of the results of operations of the associate or joint venture. Any change in OCI of those investees is presented as

part of the Group's OCI. In addition, when there has been a change recognized directly in the equity of the associate or joint venture, the Group recognises its share of any changes, when applicable, in the statement of changes in equity. Unrealised gains and losses resulting from transactions between the Group and the associate or joint venture are eliminated to the extent of the interest in the associate or joint venture.

If an entity's share of losses of an associate or a joint venture equals or exceeds its interest in the associate or joint venture (which includes any long term interest that, in substance, form part of the Group's net investment in the associate or joint venture), the entity discontinues recognising its share of further losses. Additional losses are recognized only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate or joint venture. If the associate or joint venture subsequently reports profits, the entity resumes recognising its share of those profits only after its share of the profits equals the share of losses not recognized.

The aggregate of the Group's share of profit or loss of an associate and a joint venture is shown on the face of the statement of profit and loss. The financial statements of the associate or joint venture are prepared for the same reporting period as the Group. When necessary, adjustments are made to bring the accounting policies in line with those of the Group.

After application of the equity method, the Group determines whether it is necessary to recognise an impairment loss on its investment in its associate or joint venture. At each reporting date, the Group determines whether there is objective evidence that the investment in the associate or joint venture is impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate or joint venture and its carrying value, and then recognises the loss as 'Share of profit of an associate and a joint venture' in the statement of profit or loss.

Upon loss of significant influence over the associate or joint control over the joint venture, the Group measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the associate or joint venture upon loss of significant influence or joint control and the fair value of the retained investment and proceeds from disposal is recognized in profit or loss.

D. Use of estimates:

The preparation of the consolidated financial statements in conformity with Ind AS requires management to make estimates, judgements and assumptions. These estimates, judgements and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the year. Application of accounting policies that require critical accounting estimates involving complex and subjective judgements and the use of assumptions in these consolidated financial statements have been disclosed in Note 30. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the consolidated financial statements.

E. Current versus non-current classification:

The Group presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset has been classified as current when it satisfies any of the following criteria;

- It is expected to be realized or intended to be sold or consumed in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is expected to be realized within twelve months after the reporting date; or
- It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date.

All other assets are classified as non-current.

A liability has been classified as current when it satisfies any of the following criteria;

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;

- It is due to be settled within twelve months after the reporting date; or
- The Group does not have an unconditional right to defer settlements of the liability for at least twelve months after the reporting date.

The Group classifies all other liabilities as non-current.

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

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

F. Foreign currency translation:

The functional currency of the group is the Indian rupee. These financial statements are presented in Indian rupees (rounded off to lakhs). For each entity, the Group determines the functional currency and items included in the financial statements of each entity are measured using that functional currency. The Group uses the direct method of consolidation and on disposal of a foreign operation the gain or loss that is reclassified to profit or loss reflects the amount that arises from using this method.

Transactions in foreign currencies entered into by the Group are accounted at the exchange rates prevailing on the date of the transaction or at the average rates that closely approximate the rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the foreign currency exchange rates at the reporting date. Non-monetary assets and liabilities that are carried at historical cost are translated using the exchange rates at the dates of initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

Exchange differences are recognised in profit or loss, except exchange differences arising from the translation of the qualifying cash flow hedges, to the extent the hedges are effective, which are recognised in other comprehensive income (OCI).

Foreign operations:

On consolidation, the assets and liabilities of foreign operations are translated into INR at the rate of exchange prevailing at the reporting date and their statements of profit or loss are translated at exchange rates prevailing at the dates of the transactions. For practical reasons, the group uses an average rate to translate income and expense items, if the average rate approximates the exchange rates at the dates of the transactions. The exchange differences arising on translation for consolidation are recognized in OCI. On disposal of a foreign operation, the component of OCI relating to that particular foreign operation is recognized in profit or loss.

Any goodwill arising in the acquisition of a foreign operation and any fair value adjustments to the carrying amounts of assets and liabilities arising on the acquisition are treated as assets and liabilities of the foreign operation and translated at the spot rate of exchange at the reporting date.

G. Fair value measurement:

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability
- The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their best economic interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Group's Valuation Committee determines the policies and procedures for both recurring fair value measurement, such as derivative instruments and unquoted financial assets measured at fair value. The Valuation Committee comprises of the head of the treasury operations, the head of the risk management department, financial controllers and chief finance officer.

External valuers are involved for valuation of significant assets, such as properties and unquoted financial assets, and significant liabilities, such as contingent consideration. Involvement of external valuers is decided upon annually by the Valuation Committee after discussion with and approval by the Group's Audit Committee. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained.

At each reporting date, the Valuation Committee analyses the movements in the values of assets and liabilities which are required to be re-measured or re-assessed as per the Group's accounting policies. For this analysis, the Valuation Committee verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

The Valuation Committee, in conjunction with the Group's external valuers, also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

On an interim basis, the Valuation Committee and the Group's external valuers present the valuation results to the Audit Committee and the Group's independent auditors. This includes a discussion of the major assumptions used in the valuations.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

H. Revenue recognition:

The Group derives revenues primarily from software development and related services, and from the licensing of software products and related services (together referred to as "software related services").

Revenue is recognized upon transfer of control of promised products or services to customers in an amount that reflects the consideration the entity expects to receive in exchange for those products or services arrangements with customers for software related services are either on a fixed-price, fixed-bid or on a time-and-material basis

Revenue on time-and-material contracts are recognized as the related services are performed and revenue from the end of the last invoicing to the reporting date is recognized as revenue accrued not billed. Revenue from fixed-price, fixed-bid contracts, where the performance obligations are satisfied over time and where there is no uncertainty as to measurement or collectability of consideration, is recognized as per the percentage-of-completion method. The Group recognises revenue based on relevant input or output measures based on nature of performance obligation being rendered. For revenue recognised using output method, measures such as the achievement of any project milestones stipulated in the contract, or internal quality milestones are used to assess proportional performance. For revenue recognized over time using a percentage of completion based on input method for the fixed price service offering. The input method assures we are aligned to milestone and the consideration recoverable. When there is uncertainty as to measurement or ultimate collectability, revenue recognition is postponed until such uncertainty is resolved.

Maintenance revenue is recognized rateably over the term of the underlying maintenance arrangement.

Revenue accrued not billed represents earnings on ongoing fixed-price, fixed-bid and time and material contracts over amounts invoiced to customers. Billings in excess of revenues represents amounts billed in case of ongoing fixed bid, fixed price and time and material contracts wherein amounts have been billed in accordance with the billing cycle and efforts would be incurred subsequent to the balance sheet date.

In arrangements for software development and related services and maintenance services, the entity has applied the guidance in Ind AS 115, Revenue from contract with customer, by applying the revenue recognition criteria for each distinct performance obligation. The arrangements with customers generally meet the criteria for considering software development and related services as distinct performance obligations. For allocating the transaction price, the entity has measured the revenue in respect of each performance obligation of a contract at its relative standalone selling price. The price that is regularly charged for an item when sold separately is the best evidence of its standalone selling price. In cases where the entity is unable to determine the standalone selling price, the entity uses the expected cost plus margin approach in estimating the standalone selling price. For software development and related services, the performance obligations are satisfied as and when the services are rendered since the customer generally obtains control of the work as it progresses. Revenue from licenses where the customer obtains a "right to use" the licenses is recognized at the time the license is made available to the customer. Revenue from licenses where the customer obtains a "right to access" is recognized over the access period. Arrangements to deliver software products generally have three elements: license, implementation and Annual Maintenance Services. The entity has applied the principles under Ind AS 115 to account for revenues from these performance obligations. When implementation services are provided in conjunction with the licensing arrangement and the license and implementation have been identified as two separate performance obligations, the transaction price for such contracts are allocated to each performance obligation of the contract based on their relative standalone selling prices. In the absence of standalone selling price for implementation, the performance obligation is estimated using the expected cost plus margin approach. Where the license is required to be substantially customized as part of the implementation service the entire arrangement fee for license and implementation is considered to be a single performance obligation and the revenue is recognized using the percentage-of-completion method as the implementation is performed. Revenue from client training, support and other services arising due to the sale of software products is recognized as the performance obligations are satisfied. Annual Maintenance Services revenue is recognized rateably over the period in which the services are rendered.

Contract modifications are accounted for when additions, deletions or changes are approved either to the contract scope or contract price. The accounting for modifications of contracts involves assessing whether the services added to an existing contract are distinct and whether the pricing is at the standalone selling price. Services added that are not distinct are accounted for on a cumulative catch up basis, while those that are distinct are accounted for prospectively, either as a separate contract, if the additional services are priced at the standalone selling price, or as a termination of the existing contract and creation of a new contract if not priced at the standalone selling price.

The entity presents revenues net of indirect taxes in its statement of Profit and loss. Performance obligations and remaining performance obligations

The remaining performance obligation disclosure provides the aggregate amount of the transaction price yet to be recognized as at the end of the reporting period and an explanation as to when the entity expects to recognize these amounts in revenue. Applying the practical expedient as given in Ind AS 115, the entity has not disclosed the remaining performance obligation related disclosures for contracts where the revenue recognized corresponds directly with the value to the customer of the entity's performance completed to date, typically those contracts where invoicing is on time and material basis or fixed price basis. Remaining performance obligation estimates are subject to change and are affected by several factors, including terminations, changes in the scope of contracts, periodic revalidations and adjustment for revenue that has not materialized and adjustments for currency.

Other Income

For all debt instruments measured at amortised cost, interest income is recorded using the effective interest rate (EIR). Interest income is included in finance income in the statement of profit and loss.

Dividend income

Dividend income is recognized when the Group's right to receive dividend is established by the reporting date.

Profit on sale of mutual funds

Profit on sale of units of mutual funds is recognised at the time of redemption and is determined as the difference between the redemption price and the carrying value.

Profit on sale of land/flats

Profit on sale of land / flats is recognised at the time of sale and is determined as the difference between the sales price and the carrying value.

I. Taxes on income:

Current income tax

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

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

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

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

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

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

When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss

In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

- The carrying amount of deferred tax assets is reviewed at each reporting date and written off to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised.

Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

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

Income tax expense comprises current and deferred taxes. Income tax expense is recognized in the statement of profit and loss except to the extent it relates to items recognized directly in equity, in which case it is recognized in equity.

Minimum alternate tax ('MAT') paid in a year is charged to the statement of profit and loss as current tax. The Group recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Group will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. The said asset is recognised as "MAT Credit Entitlement" as deferred tax asset, and is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement." The Group reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Group does not have convincing evidence that it will pay normal tax during the specified period

J. Property, plant and equipment (PPE):

Capital work in progress, plant and equipment are stated at cost, less accumulated depreciation and impairment losses if any. Freehold land is measured at cost and not depreciated. Cost comprises the purchase price and any cost attributable in bringing the asset to its working condition for its intended use.

Material replacement cost is capitalized provided it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably. When replacement cost is eligible for capitalization, the carrying amount of those parts that are replaced in derecognized. When significant parts of plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful life. All other repair and maintenance costs are recognised in profit or loss as incurred.

Depreciation on plant, property and equipment is calculated on a straight-line basis using the rates arrived at, based on the useful lives estimated by the management. The identified components are depreciated separately over their useful lives; the remaining components are depreciated over the life of the principal asset. The useful lives considered for depreciation of Property, plant and equipment are as prescribed in Schedule II of the Companies Act:

Asset Category	Estimated Useful Life
Buildings	30 years
Plant and machinery	15 years
Computer equipment	3 years
Servers and computer accessories	6 years
Electrical fitting, furniture and fixtures	10 years
Office equipment	5 years
Leasehold improvements	Over the lease period or 10 years, whichever is lower
Leasehold land	Over the tenure of the lease (99 years)

Categories of assets for which depreciation has been provided based on the estimated useful life of the Group based on management internal technical evaluation, etc. are:

Asset Category	Estimated useful life (in years)
Vehicles	4 - 8 years

The residual values, useful lives and methods of depreciation of PPE are reviewed at each financial year end and adjusted prospectively, if appropriate.

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as Capital advances under other non-current assets and the cost of asset not put to use before such date are disclosed under "Capital Work in Progress". Subsequent expenditure relating to property, plant and equipment is capitalised only when it's probable that future economic benefit associated with these will flow to the company and the cost of the item can be measured reliably. Repairs and maintenance cost are recognised in net profit in the Statement of Profit and Loss when incurred. The cost and related accumulated depreciation are eliminated from financial statement upon sale or retirement of the asset and the resultant gains or loss are recognised in the Statement of profit and loss. Asset to be disposed off are reported at the lower of the carrying value or the fair value less cost to sell.

K. Intangible assets:

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired.

The amortisation of software development and intellectual property costs is allocated on a straight-line basis over the best estimate of its useful life after the product is ready for use. The factors considered for identifying the basis include obsolescence, product life cycle and actions of competitors. The amortization period and the amortization method are reviewed at each year end. If the expected useful life of the asset is significantly different from previous estimates, the amortization period is changed accordingly. The estimated useful life of Group's intangible assets is in the range of 3 to 5 Years.

The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit or loss when the asset is derecognised.

Research and development costs:

Research costs are expensed as incurred. Development expenditure incurred on an individual new project is recognized as an intangible asset when the Group can demonstrate all the following:

- The technical feasibility of completing the intangible asset so that the asset will be available for use or sale
- Its intention to complete and its ability and intention to use or sell the asset
- How the asset will generate future economic benefits
- The availability of resources to complete the asset
- The ability to measure reliably the expenditure during development.

Following initial recognition of the development expenditure as an asset, the asset is carried at cost less any accumulated amortisation and accumulated impairment losses. Amortisation of the asset begins when development is complete and the asset is available for use. It is amortised over the period of expected future benefit. Amortisation expense is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset. During the period of development, the asset is tested for impairment annually.

L. Borrowing costs:

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended

use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

M. Leases:

The Group assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration

Group as lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

a. Right-of-use assets

The Group recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets. The right-of-use assets are also subject to impairment. Right-of-use assets mainly consists of buildings, having a lease term of 2 to 5 years.

b. Lease Liabilities

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising the option to terminate. In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset. The Group's lease liabilities are included in financial liabilities (see note 15 and 18 (b)).

c. Short-term leases

The Group applies the short-term lease recognition exemption to its short-term leases of Buildings (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). Lease payments on short-term leases are recognised as expense on a straight-line basis over the lease term.

Group as Lessor

Leases in which the Group does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit or loss due to its operating nature. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

N. Impairment of non-financial assets:

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

The group bases its impairment calculation on detailed budgets and forecast calculations which are prepared separately for each of the Company's cash-generating units to which the individual assets are allocated. These budgets and forecast calculations are generally covering a period of three years (five years in the case of Internally Generated Intangible assets (IPR)). For longer periods, a long term growth rate is calculated and applied to project future cash flows after the third year / fifth year in case of IPR.

An assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the Group estimates the asset's or cash-generating unit's recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized.

The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the statement of profit and loss. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

Impairment is determined for goodwill by assessing the recoverable amount of each CGU (or group of CGUs) to which the goodwill relates. When the recoverable amount of the CGU is less than its carrying amount, an impairment loss is recognized. Impairment losses relating to goodwill cannot be reversed in future periods. Goodwill is tested annually for impairment by management.

O. Provisions and contingencies

A provision is recognized when an enterprise has a present obligation (legal or constructive) as a result of past event; it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made of the amount of obligation. Provisions are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

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

P. Employee Benefits:

Provident Fund

Employees receive benefits from a provident fund, which is a defined contribution plan. Both the employee and the Group make monthly contributions to the Regional Provident Fund equal to a specified percentage of the covered employee's salary. The Group recognizes contribution payable to the provident fund scheme as expenditure, when an employee renders the related service. The Group has no further obligations under the plan beyond its monthly contributions.

Gratuity

The Group provides for gratuity in accordance with the Payment of Gratuity Act, 1972, a defined benefit retirement plan (the Plan) covering all employees. The plan, subject to the provisions of the above Act, provides a lump sum payment to eligible employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. A trust by name "Polaris Software Lab Group Gratuity Trust" has been constituted to administer the gratuity fund. Gratuity liability is accrued and provided for on the basis of an actuarial valuation on projected unit credit method made at the end of each financial period.

Re-measurement, comprising of actuarial gain or loss and the return on plan assets excluding amounts included in net interest on the net defined benefit liability are recognised immediately in the balance sheet with a corresponding debit or credit to

retained earnings through other comprehensive income (OCI) in the period in which they occur. Re-measurements are not re-classified to profit or loss in subsequent periods.

Past service cost is recognised immediately to the extent that the benefits are already vested and otherwise is amortised on a straight-line basis over the average period until the benefits become vested.

The defined benefit obligation recognised in the balance sheet represents the present value of the Defined Benefit Obligation less the Fair Value of Plan Assets out of which the obligations are expected to be settled and adjusted for unrecognised past service cost, if any. Any asset arising out of this calculation is limited to the past service cost plus the present value of available refunds and reduction in future contributions.

Superannuation

The Group contributes a specified percentage of the eligible employees' basic salary towards superannuation (the Plan) to a fund. A trust has been created and approved by the Income-tax authorities for this purpose. This Plan provides for various options for payment of pension at retirement or termination of employment as per the trust rules. The Group recognizes contribution payable to the fund as expenditure, when an employee renders the related service. The Group has no further obligations under the plan beyond its monthly contributions.

Compensated Absences

The Group treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Actuarial gains/losses are immediately taken to the statement of profit and loss and are not deferred. The Group presents the leave as a current liability in the balance sheet; to the extent it does not have an unconditional right to defer its settlement for 12 months after the reporting date.

Q. Employee Stock Option Scheme:

Stock options are granted to the employees under the stock option scheme, the costs of stock options granted to the employees (equity-settled awards) of the Group are measured at the fair value of the equity instruments granted. For each stock option, the measurement of fair value is performed on the grant date. The grant date is the date on which the Group and the employees agree to the stock option scheme. The fair value so determined is revised only if the stock option scheme is modified in a manner that is beneficial to the employees.

That cost is recognised, together with a corresponding increase in share-based payment (SBP) reserves/stock options outstanding account in equity, over the period in which the performance and/or service conditions are fulfilled in employee benefits expense. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate of the number of equity instruments that will ultimately vest. The statement of profit and loss expense or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense.

Service and non-market performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the Company's best estimate of the number of equity instruments that will ultimately vest. Market performance conditions are reflected within the grant date fair value. Any other conditions attached to an award, but without an associated service requirement, are considered to be non-vesting conditions. Non-vesting conditions are reflected in the fair value of an award and lead to an immediate expensing of an award unless there are also service and/or performance conditions.

No expense is recognised for awards that do not ultimately vest because non-market performance and/or service conditions have not been met. Where awards include a market or non-vesting condition, the transactions are treated as vested irrespective of whether the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied.

When the terms of an equity-settled award are modified, the minimum expense recognised is the grant date fair value of the unmodified award, provided the original vesting terms of the award are met. An additional expense, measured as at the date of modification, is recognised for any modification that increases the total fair value of the share-based payment transaction, or is otherwise beneficial to the employee. Where an award is cancelled by the entity or by the counterparty, any remaining element of the fair value of the award is expensed immediately through profit or loss. The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

If the options vests in instalments (i.e. the options vest pro rata over the service period), then each instalment is treated as a separate share option grant because each instalment has a different vesting period.

R. Treasury Shares

The Company has an Associates Benefit Trust, having Company's shares, for providing benefits to its employees. The Company treats Trust as its extension and shares held by Trust are treated as treasury shares. Own equity instruments (treasury shares) are recognised at cost and deducted from equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments. Any difference between the carrying amount and the consideration, on sale, is recognised in equity.

S. Financial Instruments:

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortized cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income FVTOCI

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss.

Debt instrument at FVTOCI

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

- The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI). However, the Group recognizes interest income, impairment losses & reversals and foreign exchange gain or loss in the P&L. On de-recognition of the asset, cumulative gain or loss previously recognized in OCI is reclassified from the equity to P&L. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method. *The Group does not have any financial asset under this category*

Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

In addition, the Group may elect to classify a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch').

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

Equity investments

All equity investments in scope of Ind-AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Group decides to classify the same either as at FVTOCI or FVTPL. The Group makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Group decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Group may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

De-recognition of financial assets

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily when:

- The rights to receive cash flows from the asset have expired, or
- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognize the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognizes an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay

Impairment of financial assets

In accordance with Ind AS 109, the Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance

The Group follows 'simplified approach' for recognition of impairment loss allowance on Trade receivables.

The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Group determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. ECL is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the entity expects to receive, discounted at the original EIR. When estimating the cash flows, an entity is required to consider:

- All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms

As a practical expedient, the Group uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). This amount is reflected under the head 'other expenses' in the P&L. The balance sheet presentation for various financial instruments is described below:

- Financial assets measured as at amortised cost: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Group does not reduce impairment allowance from the gross carrying amount.

For assessing increase in credit risk and impairment loss, the Group combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

Reclassification of financial assets

The Group determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Group's senior management determines change in the business model as a result of external or internal changes which are significant to the Group's operations. Such changes are evident to external parties. A change in the business model occurs when the Group either begins or ceases to perform an activity that is significant to its operations. If the Group reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Group does not restate any previously recognized gains, losses (including impairment gains or losses) or interest.

Financial liabilities

Initial recognition and measurement

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

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

Subsequent measurement

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

After initial recognition, trade and other payables are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

De-recognition of financial liabilities

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Offsetting of financial instruments

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

T. Loans and Borrowings

This is the category most relevant to the group. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

This category generally applies to borrowings. For more information (Refer note 26).

U. Derivative Instruments and Hedge Accounting:

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured to their fair value at the end of each reporting period. The accounting for subsequent changes in fair value depends on whether the derivative is designated as a hedging instrument, and if so, the nature of item being hedged and type of hedge relationship designated.

The Group uses forward contracts and (Derivative Contracts) to hedge its risks associated with foreign currency fluctuations relating to firm commitment or highly probable forecast transactions. The Group designates these in a hedging relationship by applying the hedge accounting principles set out in IND AS 109 – ‘Financial Instruments’ as ‘cash flow hedges’

The use of Derivative Contracts is governed by the Group’s policies on the use of such financial derivatives consistent with the Group’s risk management strategy. The Group does not use derivative financial instruments for speculative purposes.

The effective portion of the gain or loss on the hedging instrument is recognised in OCI in the cash flow hedge reserve, while any ineffective portion is recognised immediately in the statement of profit and loss. The ineffective portion relating to the hedging instrument is recognised in the statement of profit and loss.

Amounts recognised as OCI are transferred to profit or loss when the hedged transaction affects profit or loss, such as when the hedged financial income or financial expense is recognised or when a forecast sale occurs. When the hedged item is the cost of a non-financial asset or non-financial liability, the amounts recognised as OCI are transferred to the initial carrying amount of the non-financial asset or liability.

If the hedging instrument expires or is sold, terminated or exercised without replacement or rollover (as part of the hedging strategy), or if its designation as a hedge is revoked, or when the hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss previously recognised in OCI remains separately in equity until the forecast transaction occurs or the foreign currency firm commitment is met.

V. Cash and cash equivalents:

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of the consolidated statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Group’s cash management.

Cash Flow Statement

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

W. Earnings per share:

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as rights issue, bonus shares, treasury shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

X. Investment Properties

Investment property represents property held to earn rentals or for capital appreciation or both. Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

The cost includes the cost of replacing parts and borrowing costs for long-term construction projects if the recognition Criteria are met. When significant parts of the investment property are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. All other repair and maintenance costs are recognised in the Statement of Profit and Loss as incurred.

Depreciation on building classified as Investment Property has been provided on the straight-line method over a period of 60 years as prescribed in Schedule II to the Companies Act, 2013. These are based on the Company’s estimate of their useful lives taking into consideration technical factors.

Though the Company measures Investment Property using cost based measurement, the fair value of investment property is disclosed in the notes. Fair values are determined based on an annual evaluation performed by an external independent valuer applying valuation models.

Investment properties are derecognised either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in the Statement of Profit and Loss in the period of derecognition.

Y. Segment Reporting

The Executive Management Committee monitors the operating results of its business as a single primary segment ‘Software Product Licence and related services’ for the purpose of making decisions about resource allocation and performance assessment. The business of the Group falls under a single primary segment i.e. ‘Software Product License & related services’ for the purpose of Ind AS 108.

Z. Other Assets

Cost incurred in fulfilling a contract are capitalised if all the following conditions are satisfied:

1. The costs relate directly to a contract
2. The costs generate or enhance resources of the entity that will be used to satisfy future performance obligation
3. The costs are recoverable

AA. Changes in accounting policies and disclosures**Recent pronouncements**

The Group applied for the first-time certain standards and amendments, which are effective for annual periods beginning on or after 1 Apr 2021. The Group has not early adopted any other standard or amendment that has been issued but is not yet effective:

a) Ind AS 103 – Reference to Conceptual Framework

The amendments specify that to qualify for recognition as part of applying the acquisition method, the identifiable assets acquired, and liabilities assumed must meet the definitions of assets and liabilities in the Conceptual Framework for Financial Reporting under Indian Accounting Standards (Conceptual Framework) issued by the Institute of Chartered Accountants of India at the acquisition date. These changes do not significantly change the requirements of Ind AS 103. The Group does not expect the amendment to have any significant impact in its financial statements.

b) Ind AS 105, Ind AS 16 and Ind AS 28 - Recoverable Amount

The definition of ‘Recoverable amount’ is amended such that the words ‘the higher of an asset’s fair value less costs to sell and its value in use’ are replaced with ‘higher of an asset’s fair value less costs of disposal and its value in use’. The consequential amendments are made in Ind AS 105, Ind AS 16 and Ind AS 28.

These amendments had no impact on the financial statements of the Group.

c) Ind AS 37 – Onerous contracts - Costs of fulfilling a contract

The amendments specify that that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that relate directly to fulfilling contracts. The amendment is essentially a clarification and the Group does not expect the amendment to have any significant impact in its financial statements.

d) Ind AS 109 – Annual improvements to Ind AS (2021)

The amendment clarifies which fees an entity includes when it applies the '10 percent' test of Ind AS 109 in assessing whether to derecognise a financial liability. The Group does not expect the amendment to have any significant impact in its financial statements.

e) Ind AS 116 – Annual Improvements to Ind AS (2021)

The amendments remove the illustration of the reimbursement of leasehold improvements by the lessor in order to resolve any potential confusion regarding the treatment of lease incentives that might arise because of how lease incentives were described in that illustration. The Group does not expect the amendment to have any significant impact in its financial statements.

f) Ind AS 116: COVID-19 related rent concessions

MCA issued an amendment to Ind AS 116 Covid-19-Related Rent Concessions beyond 30 June 2021 to update the condition for lessees to apply the relief to a reduction in lease payments originally due on or before 30 June 2022 from 30 June 2021. The amendment applies to annual reporting periods beginning on or after 1 April 2021. In case a lessee has not yet approved the financial statements for issue before the issuance of this amendment, then the same may be applied for annual reporting periods beginning on or after 1 April 2020.

These amendments had no impact on the financial statements of the Group.

g) Ind AS 103: Business combination

The amendment states that to qualify for recognition as part of applying the acquisition method, the identifiable assets acquired and liabilities assumed must meet the definitions of assets and liabilities in the Framework for the Preparation and Presentation of Financial Statements in accordance with Indian Accounting Standards* issued by the Institute of Chartered Accountants of India at the acquisition date. Therefore, the acquirer does not recognise those costs as part of applying the acquisition method. Instead, the acquirer recognises those costs in its post-combination financial statements in accordance with other Ind AS.

These amendments had no impact on the financial statements of the Group.

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4(a). PROPERTY, PLANT AND EQUIPMENT

Particulars	In Rs. Millions							Total
	Land	Buildings	Plant and machinery	Electrical Equipments	Furniture and Fittings	Office equipments	Vehicles	
Gross block								
As at April 1, 2020	262.03	1,202.33	950.01	167.10	443.56	210.14	77.98	3,313.15
Additions	50.70	104.06	15.48	2.23	8.89	3.24	1.45	186.05
Translation Difference	(14.19)	(13.40)	0.70	0.01	0.57	0.65	(0.09)	(25.75)
Deletions	-	-	(56.31)	(2.22)	(10.68)	(11.74)	(3.49)	(84.44)
As at March 31, 2021	298.54	1,292.99	909.88	167.12	442.34	202.29	75.85	3,389.01
Reclassification on account of IND AS 40	-	(53.05)	-	-	-	-	-	(53.05)
Additions	-	0.76	105.95	0.92	2.62	3.53	-	113.78
Translation Difference	9.31	5.46	1.05	(0.07)	0.37	0.95	0.09	17.16
Deletions	-	(11.37)	(37.22)	(0.61)	(1.30)	(1.34)	(62.21)	(114.05)
As at March 31, 2022	307.85	1,234.79	979.66	167.36	444.03	205.43	13.73	3,352.85
Accumulated Depreciation								
As at April 1, 2020	-	354.36	772.48	111.10	250.69	179.56	75.54	1,743.73
For the year (Refer Note 25)	-	42.60	61.69	13.22	36.92	15.24	0.61	170.28
Translation Difference	-	1.63	(0.09)	-	0.46	0.20	(1.31)	0.89
Deletions	-	-	(54.92)	(0.47)	(2.43)	(11.31)	(2.80)	(71.93)
As at March 31, 2021	-	398.59	779.16	123.85	285.64	183.69	72.04	1,842.97
Reclassification on account of IND AS 40	-	(31.48)	-	-	-	-	-	(31.48)
For the year (Refer Note 25)	-	40.34	60.24	11.45	35.59	8.31	0.56	156.49
Translation Difference	-	0.69	1.54	(0.05)	0.28	0.55	0.09	3.10
Deletions	-	(5.31)	(37.18)	(0.52)	(1.21)	(1.34)	(62.21)	(107.77)
As at March 31, 2022	-	402.83	803.76	134.73	320.30	191.21	10.48	1,863.31
Net book value								
As at March 31, 2021	298.54	894.40	130.72	43.27	156.70	18.60	3.81	1,546.04
As at March 31, 2022	307.85	831.96	175.90	32.63	123.73	14.22	3.25	1,489.54

Table No. 2.7

Land and buildings with a carrying amount of Rs 728.67 million (March 31, 2021: Rs 792.42 million) are subject to a first charge to secure the Company's bank loans.

4(b). CAPITAL WORK-IN-PROGRESS

Particulars	In Rs. Millions					Intangible assets under development (Refer Note 40)
	Buildings	Plant & Machinery	Electrical fittings	Furniture and fixtures	Total	
Capital Work in Progress (CWIP) as at April 1, 2020	32.73	0.08	7.64	2.78	43.23	3,072.01
Add:						
Additions during the year	-	-	-	0.02	0.02	1,120.40
Less:						
Translation Difference	-	-	-	-	-	96.70
Capitalisation of assets	-	-	-	-	-	(840.76)
CWIP as at March 31, 2021	32.73	0.08	7.64	2.80	43.25	3,448.35
Add:						
Additions during the year	-	-	-	0.15	0.15	1,155.85
Less:						
Translation Difference	-	-	-	-	-	(20.70)
Capitalisation of assets	-	-	-	-	-	(1,185.95)
CWIP as at March 31, 2022	32.73	0.08	7.64	2.95	43.40	3,397.55

Table No. 2.8

*Capital work in progress (CWIP) Ageing Schedule

As at 31 March 2022					
Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	0.41	-	-	42.99	43.40
Projects temporarily suspended	-	-	-	-	-
Total	0.41	-	-	42.99	43.40

Table No. 2.9

As at 31 March 2021					
	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	0.26	-	-	42.99	43.25
Projects temporarily suspended	-	-	-	-	-
Total	0.26	-	-	42.99	43.25

Table No. 2.10

Intangible Asset under development Ageing Schedule

As at 31 March 2022					
	Amount in Intangible Asset under development Ageing for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	1,148.66	1,123.52	917.25	208.12	3,397.55
Projects temporarily suspended	-	-	-	-	-
Total	1,148.66	1,123.52	917.25	208.12	3,397.55

Table No. 2.11

As at 31 March 2021					
	Amount in Intangible Asset under development Ageing for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	1,138.64	1,079.24	882.43	348.04	3,448.35
Projects temporarily suspended	-	-	-	-	-
Total	1,138.64	1,079.24	882.43	348.04	3,448.35

Table No. 2.12

4(c). INVESTMENT PROPERTY

In Rs. Millions

a) Gross carrying value as at 1 April 2020	-
Additions	-
As at 31 March 2021	-
Additions (Reclassified on account of IND AS 40)	53.05
As at 31 March 2022	53.05
Accumulated Depreciation /impairment	
As at 1 April 2020	-
For the year (Refer Note 25)	-
As at 31 March 2021	-
Reclassified on account of IND AS 40	31.48
For the year (Refer Note 25)	1.90
As at 31 March 2022	33.38
Net Block	
As at 31 March 2022	19.67
As at 31 March 2021	-

Table No. 2.13

b) Information regarding income and expenditure of Investment properties

In Rs. Millions

Particulars	As at March 31,	
	2022	2021
Rental income derived from investment property	11.10	-
Direct operating expenses (including repairs and maintenance) arising from investment property that generating rental income	2.67	-
Direct operating expenses (including repairs and maintenance) arising from investment property that did not generate rental income	-	-
Profit arising from investment property before depreciation and indirect expenses	8.43	-
Less – Depreciation	1.90	-
Profit arising from investment property before indirect expenses	6.53	-

Table No. 2.14

The Company's investment property consists of premises let out on lease. As at 31 March 2022, the fair value of the property is INR 233 millions. These valuations are based on valuations performed by an accredited independent valuer. The valuer is a specialist in valuing these types of investment properties and is a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017. A valuation model in accordance with that recommended by the International Valuation Standards Committee has been applied.

The Company has no restrictions on the realisability of its investment properties and no contractual obligations to purchase, construct or develop investment properties or for repairs, maintenance and enhancements.

Fair value hierarchy disclosures for investment properties have been provided in Note 38.

c) Leasing arrangement

Certain Investment properties are Leased to tenants under long term operating leases with rentals payable monthly. Future minimum lease payments receivable under non cancellable operating leases of Investment properties are as follows:

Particulars	March 31, 2022
Within 1 year	7.31
More than 1 year but not more than 5 year	12.62
More than 5 year	-

Table No. 2.15

d) Fair Value movement

Particulars	March 31, 2022
Opening Balance as at the beginning of the year	-
Additions on account of reclassification	233.00
Closing Balance as at the end of the year	233.00

Table No. 2.16

Description of valuation techniques used and key inputs to valuation on investment property

The Company has fair valued the premises let out on lease using average of Market approach and Income approach methods.

Significant unobservable Inputs	March 31, 2022	March 31, 2021
Estimated rental value per sq. per month	INR 55	-
Rent growth p.a	15%	-
Long term vacancy rate	3%	-
Discount rate	12%	-

4(d). RIGHT OF USE ASSETS

Particulars	In Rs. Millions			Total
	Office Premises	Leasehold improvement	Leasehold Land*	
As at April 1, 2020	599.47	82.42	28.05	709.94
Additions	57.94	0.71	-	58.65
Translation Difference	8.23	-	-	8.23
Deletions	(27.96)	-	-	(27.96)
As at March 31, 2021	637.68	83.13	28.05	748.86
Additions	24.07	-	-	24.07
Translation Difference	4.37	-	-	4.37
Deletions	(60.11)	-	-	(60.11)
As at March 31, 2022	606.01	83.13	28.05	717.19
Accumulated Amortization and Impairment				
As at April 1, 2020	179.47	32.33	4.14	215.94
For the year (Refer Note 25)	166.23	8.42	0.28	174.93
Translation Difference	5.63	1.75	-	7.38
Deletions	(6.87)	-	-	(6.87)
As at March 31, 2021	344.46	42.50	4.42	391.38
For the year (Refer Note 25)	145.04	10.76	0.28	156.08
Translation Difference	1.63	(1.22)	-	0.41
Deletions	(60.11)	-	-	(60.11)
As at March 31, 2022	431.02	52.04	4.70	487.76
Net Book Value				
As at March 31, 2022	174.99	31.09	23.35	229.43
As at March 31, 2021	293.22	40.63	23.63	357.48

Table No. 2.17

* represents 13.35 acres of land at Chennai taken on 99 years lease from SIPCOT under terms of MOU dated 3rd January, 2005 (modified on 10th March, 2015) with Government of Tamil Nadu.

5. GOODWILL AND OTHER INTANGIBLE ASSETS

Particulars	In Rs. Millions			
	Computer software	Internally generated intangible asset	Total Intangible Assets	Goodwill
As at April 1, 2020	380.27	2,595.79	2,976.06	304.09
Additions	3.40	840.76	844.16	-
Translation Difference	-	45.54	45.54	(10.29)
Deletions	-	-	-	-
Transfers	-	-	-	-
As at March 31, 2021	383.67	3,482.09	3,865.76	293.80
Additions	18.54	1,185.88	1,204.42	10.77
Translation Difference	-	(2.53)	(2.53)	-
Deletions	-	-	-	-
As at March 31, 2022	402.21	4,665.44	5,067.65	304.57
Accumulated Amortization and Impairment				

As at April 1, 2020	253.00	1,409.89	1,662.89	-
For the year (Refer Note 25)	44.44	377.49	421.93	-
Translation Difference	-	13.14	13.14	-
Deletions	-	-	-	-
As at March 31, 2021	297.44	1,800.52	2,097.96	-
For the year (Refer Note 25)	44.99	616.16	661.15	-
Translation Difference	-	1.38	1.38	-
Deletions	-	-	-	-
As at March 31, 2022	342.43	2,418.06	2,760.49	-
Net Book Value				
As at March 31, 2022	59.78	2,247.38	2,307.16	304.57
As at March 31, 2021	86.23	1,681.57	1,767.80	293.80

Table No. 2.18

For the purpose of impairment testing, goodwill acquired in a business combination is allocated to the cash generating units (CGU) or group of CGU's, which benefit from the

synergies of the acquisition. The chief operating decision maker reviews the goodwill for any impairment at the individual subsidiary level.

The recoverable amount of a CGU is the higher of its fair value less cost to sell and its value-in-use. The fair value of a CGU is determined based on the discounted cash flow method. The value-in-use is determined based on specific calculations. These calculations use pre-tax cash flow projections for a CGU / groups of CGU's over a period of five years. An average of the range of each assumption used is mentioned below. As of March 31, 2022 and March 31, 2021 the estimated recoverable amount of the CGU exceeded its carrying amount. The recoverable amount was computed based on the fair value less cost to sell being higher than value-in-use. The carrying amount of the CGU was computed by allocating the net assets to operating segments for the purpose of impairment testing. The key assumptions used for the calculations are as follows:

Particulars	As at March 31,	
	2022	2021
Long term growth rate	15-20%	15-20%
Operating margins	10-15%	10-15%
Discount rate	13.50%	13.50%

Table No. 2.19

The above discount rate is based on the Weighted Average Cost of Capital (WACC) of the Company. The Management believes that any reasonable possible changes in the key assumptions would not cause the carrying amount to exceed the recoverable amount of the cash generating unit.

6. FINANCIAL ASSETS

Particulars	In Rs. Millions	
	As at March 31,	
	2022	2021
NON-CURRENT ASSETS		
6(a) Investments in Financial Instrument		
Investment in financial instrument, carried at fair value through Profit & Loss		
Quoted equity shares		
(A) Investment in equity shares of Andhra Bank Ltd	0.02	0.02
237 shares (March 31, 2021 - 237 shares) face value of Rs. 10 each		
(B) Investment in equity shares of Catholic Syrian Bank Ltd	0.03	0.03
100 shares (March 31, 2021 - 100 shares) face value of Rs 10 each		
Investment in financial instrument, carried at amortized cost		
Unquoted Equity Shares		
(A) Investment in Equity Shares of Gamma Green Power Private Limited (Unquoted)		
306,977 (March 31, 2021 - 306,977) Equity Shares of Face Value of Rs. 10 each	3.07	3.07
Less: Impairment in value of investment	(3.07)	(3.07)
	0.05	0.05
Aggregate book value of Quoted Investments	0.05	0.05
Aggregate market value of Quoted Investments	0.05	0.05
Aggregate value of Unquoted Investments	3.07	3.07
Aggregate amount of impairment in value of Investment	3.07	3.07
6(b) Loans and deposits, carried at amortized cost		
Loans to related parties		
Secured, considered good		
Unsecured considered good		
- Security Deposits*	91.38	82.44
- Loans to employees**	4.59	8.48
	95.97	90.92

*Security deposit are non-derivative financial assets which generate a fixed or variable interest income for the Company.

**Loan to employees are non-derivative financial assets which generate a fixed or variable interest income for the Company. There are no loan given to any promoters / directors / Key Management Personnel.

Particulars	As at March 31,	
	2022	2021
6(c) Non current bank balances, carried at amortized cost		
Deposits with Banks with more than 12 months maturity	362.95	126.10
	362.95	126.10
Out of the above balances INR 77.71 Millions (Mar'21 INR 126.10 Millions) have been pledged as security by the Company for availing non-fund based facilities (Bank guarantee).		
6(d) Derivative Instruments, Carried At Fair Value Through OCI*		
Foreign Exchange Forward Contract (Refer Note 39)	138.28	75.52
	138.28	75.52

*Financial asset at fair value through OCI

Financial asset at fair value through OCI reflect the change in fair value of foreign exchange forward contracts, designated as cash flow hedges to hedge highly probable future sale in USD

Table No. 2.20

7. INCOME TAX ASSETS (NET)

Particulars	In Rs. Millions	
	As at March 31,	
	2022	2021
Advance income tax (Net of provision for tax)	446.50	631.13
	446.50	631.13

Table No. 2.21

8. DEFERRED TAX ASSETS (NET)

Particulars	In Rs. Millions	
	As at March 31,	
	2022	2021
Deferred Tax Asset / (Liability)		
Difference between Depreciation as per books of accounts & Income Tax Act,1961	(1,036.87)	(678.85)
Revaluation of cash flow hedge	-	(64.20)
Revaluation of FVTPL investments to fair value	-	-
Impact of disallowance under Section 36(1)(vii) of the Income Tax Act	261.69	245.65
Impact of expenditure charged to the statement of profit and loss in the current year but allowed for tax purposes on payment basis	209.51	345.25
Carry forward business loss and unabsorbed depreciation	211.28	310.75
Others	40.71	6.47
MAT credit entitlement	913.48	642.28
	599.80	807.35
Reconciliation of deferred tax asset (net)		
Opening balance as of 1 April	807.35	446.58
Net Deferred Tax income/(expense) during the period recognised in profit or loss & Other Comprehensive Income*	(478.75)	79.33
MAT Credit entitlement	271.20	281.44
Closing balance as at 31 March	599.80	807.35

Table No. 2.22

9. OTHER NON-CURRENT ASSETS

Particulars	In Rs. Millions	
	As at March 31,	
	2022	2021
Unsecured, considered good		
Capital Advances	1.34	0.56
Loans to Employees Welfare Trust	-	0.11
Prepayments	303.35	302.12
	304.69	302.79

Table No. 2.23

10 FINANCIAL ASSETS
10(a) Investments

Particulars	In Rs. Millions			
	March 31, 2022		March 31, 2021	
	Units	Amount	Units	Amount
Trade Investments (Carried at fair value through profit or loss)				
Investment in Mutual Funds - (Quoted)				
ICICI Prudential Banking and PSU Debt Fund – Daily Dividend	-	-	8,749,359	88.09
Nippon India Short Term Fund-DM	5,572,620	63.49	5,334,905	60.81
Kotak Money Market Fund	28,078	101.66	43,136	150.28
Invesco India Liquid Fund	-	-	53,400	150.91
IDFC Cash Fund	-	-	20,392	50.70
IDFC Money Manager Fund	-	-	2,976,538	100.15
Nippon India Liquid Fund	-	-	16,059	80.82
Nippon India Money Market Fund	-	-	31,099	100.16
SBI Liquid Fund	-	-	25,089	80.83
SBI Savings Fund	4,398,796	156.43	2,928,909	100.15
ICICI Pru Banking & PSU Debt -DD	9,112,109	91.74	-	-
Invesco India Money Market Fund	69,177	175.78	-	-
Nippon India Arbitrage Fund	2,241,548	51.17	-	-
ICICI Equity Arbitrage Fund	4,570,749	133.88	-	-
IDFC Floating Rate Fund	26,953,080	282.24	-	-
Kotak Equity Arbitrage Fund	4,614,747	146.14	-	-
IDFC Gilt Index Fund	16,280,045	171.98	-	-
Nippon India Balanced Advantage Fund	378,346	49.62	-	-
Aditya Birla Floating Rate Fund	711,814	201.83	-	-
Aditya Birla Money Manager Fund	169,858	50.77	-	-
PGIM India Ultra Short Term Fund	1,762,490	50.49	-	-
SBI Magnum Ultra Short Duration Fund	12,374	60.59	-	-
Nippon India Ultra Short Duration Fund	87,178	307.67	-	-
Mirae Asset Ultra Short Duration Fund	95,041	100.48	-	-
Mirae Asset Focused Fund	1,005,049	20.06	-	-
Mirae Asset Large Cap Fund	239,864	20.25	-	-
Kotak Savings Fund	1,962,293	70.70	-	-
		2,306.97		962.90
Investment in Bonds - (Quoted)				
Bank of Baroda - Series XVII 7.95% 2 Perpetual Bonds	29	298.44	-	-
Canara Bank - Series II Tranche II 8.05% LOA Perpetual Bonds	40	410.01	-	-
Canara Bank - Series IV 8.30% Perpetual Bonds	70	71.35	-	-
Indian Bank - Series IV 8.44% LOA Perpetual Bonds	130	133.66	-	-
State Bank Of India - Series III 7.55% Perpetual Bonds	30	306.78	-	-
Union Bank Of India - Series XXIV 9.08% Perpetual Bonds	100	111.10	-	-
		1,331.34		-
Total		3,638.31		962.90
Aggregate book value of Quoted Investments		3,638.31		962.90
Aggregate market value of Quoted Investments		3,638.31		962.90
Aggregate amount of impairment in value of Investment		-		-

Table No. 2.24

Investments in mutual funds Rs 143.92 Millions (Mar 21 Rs 143.96 Millions) are subject to a first charge to secure the Company's bank loans.

10 (b) Trade receivables

Particulars	In Rs. Millions		
	As at March 31,		
	2022	2021	
Trade receivables	1,893.30	1,867.55	
	1,893.30	1,867.55	
- Secured considered good	2,132.74	2,178.23	
- Unsecured considered good	-	-	
- Trade Receivables which have significant increase in credit risk	-	-	
- Trade Receivables - Credit impaired	213.26	322.19	
	(A) 2,346.00	2,500.42	
Impairment Allowance (allowance for bad and Doubtful debts)			
- Secured, considered good	-	-	
- Unsecured considered good	(239.44)	(310.68)	
- Doubtful	-	-	
- Trade Receivables which have significant increase in credit risk	-	-	
- Trade Receivables - Credit impaired	(213.26)	(322.19)	
	(B) (452.70)	(632.87)	
	(A) – (B)	1,893.30	1,867.55

Table No. 2.25

No trade or other receivable are due from directors or other officers of the Group either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member. Trade receivables are non-interest bearing.

There are no unbilled receivables, hence the same is not disclosed in the ageing schedule.

As at 31 March 2022

In Rs. Millions

	Outstanding for following periods from invoice date						Total
	Current but not due	Less than 6 Months	6 Months-1 Year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade Receivables - Considered Good	1,077.38	788.04	100.62	166.70	-	-	2,132.74
Undisputed Trade Receivables - Which have significant increase in Credit risk	-	-	-	-	-	-	-
Undisputed Trade receivables - Credit impaired	-	-	32.96	27.19	8.23	142.96	211.34
Disputed Trade receivables - Considered good	-	-	-	-	-	-	-
Disputed Trade Receivables - Which have significant increase in Credit risk	-	-	-	-	-	-	-
Disputed Trade receivables - Credit impaired	-	-	-	1.92	-	-	1.92
Total	1,077.38	788.04	133.58	195.81	8.23	142.96	2,346.00

Table No. 2.26

As at 31 March 2021

In Rs. Millions

	Outstanding for following periods from invoice date						Total
	Current but not due	Less than 6 Months	6 Months-1 Year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade Receivables - Considered Good	825.09	936.42	268.49	148.23	-	-	2,178.23
Undisputed Trade Receivables - Which have significant increase in Credit risk	-	-	-	-	-	-	-
Undisputed Trade receivables - Credit impaired	-	-	-	-	67.14	253.14	320.28
Disputed Trade receivables - Considered good	-	-	-	-	-	-	-
Disputed Trade Receivables - Which have significant increase	-	-	-	-	-	-	-
Disputed Trade receivables - Credit impaired	-	-	1.91	-	-	-	1.91
Total	825.09	936.42	270.40	148.23	67.14	253.14	2,500.42

Table No. 2.27

		In Rs. Millions	
10(c)	Particulars	As at March 31,	
		2022	2021
	Cash and cash equivalent		
	Balance with banks		
	- On Current accounts	1,378.14	1,380.26
	- On Deposit accounts	83.69	67.17
	- Cash on hand	0.01	-
		1,461.84	1,447.43

Cash at banks earns interest at floating rates based on daily bank deposit rates. Short-term deposits are made for varying periods of between one day and three months, depending on the immediate cash requirements of the Group, and earn interest at the respective short-term deposit rates. Deposit account balances have been pledged as security by the Group for availing non-fund based facilities (Bank guarantee). The changes in liabilities arising from financial activities are only on account of changes in the Cash Flows.

For the purpose of the statement of cash flows, cash and cash equivalents comprise the following:

		As at March 31,	
10(d)	Particulars	2022	2021
	Bank Balances other than Cash and Cash Equivalents		
	Deposits having a maturity period more than 3 months and less than 12 months	125.63	80.02
		125.63	80.02

Table No. 2.28

The above balances have been pledged as security by the Company for availing non-fund based facilities (Bank guarantee)

		As at March 31,	
10(e)	Particulars	2022	2021
	Loans and deposits carried at amortized cost		
	Unsecured, considered good		
	- Security Deposits*	25.32	22.60
	- Loans to employees**	4.17	24.11
		29.49	46.71

Table No. 2.29

*Security deposit are non-derivative financial assets which generate a fixed or variable interest income for the Company.

**Loan to employees are non-derivative financial assets which generate a fixed or variable interest income for the Company.

		As at March 31,	
10(f)	Particulars	2022	2021
	Derivative instruments carried at fair value through OCI *		
	Foreign Exchange Forward Contract, (Refer Note 39)	202.00	109.99
		202.00	109.99

Table No. 2.30

***Financial asset at fair value through OCI**

Financial asset at fair value through OCI reflect the change in fair value of foreign exchange forward contracts, designated as cash flow hedges to hedge highly probable future sale in USD.

		As at March 31,	
10(g)	Particulars	2022	2021
	OTHER FINANCIAL ASSETS CARRIED AT AMORTIZED COST		
	Unsecured considered good		
	Revenue accrued & not billed *	7,101.61	4,566.89
	Claims receivables	75.00	150.00
	Others receivable	80.75	192.49
		7,257.36	4,909.38

Table No. 2.31

* The balance as at March 31, 2022 is net of allowance for credit loss of Rs 488.83 million (Previous year ended March 31, 2021 Rs.220.58 million).

11 OTHER CURRENT ASSETS

		In Rs. Millions	
	Particulars	As at March 31,	
		2022	2021
	Unsecured, considered good		
	Advances to related parties (Refer Note 34)	40.30	25.66
	Prepayments and other recoveries	761.55	742.26
	Salary advance	3.81	2.37
	Balances with Government Authorities	258.10	257.14
		1,063.76	1,027.43

Table No. 2.32

12 EQUITY SHARE CAPITAL

		In Rs. Millions	
	Particulars	As at March 31,	
		2022	2021
	(a) Authorised		
	194,800,000 equity shares of Rs. 5/- each. (March 31, 2021 : 194,800,000 equity shares of Rs. 5/- each)	974.00	974.00
		974.00	974.00
	(b) Issued, Subscribed and Paid up		
	134,553,614 equity shares of Rs. 5/- each (March 31, 2021: 132,974,363 equity shares of Rs 5 each) fully paid up	672.77	664.87
		672.77	664.87
	Shares held by shareholders holding more than 5 percent shares in the Group.		
	Polaris Banyan Holding Private Limited - 23.68% (March 31, 2021 - 23.96%)	31,861,000	31,861,000
	Arun Jain - 5.62% (March 31, 2021 - 5.68%)	7,556,321	7,556,321
	Amansa Holdings Private Limited - 7.13% (March 31, 2021 - 7.33%)	9,596,903	9,744,809
		36.43%	36.97%

Table No. 2.33

Terms/rights attached to equity shares

The Group has only one class of equity shares having a par value of Rs.5 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividend in Indian Rupees. The dividend proposed by the Board of directors is subject to the approval of the share holders in the ensuing Annual General Meeting. Equity shares entitle the holder to participate in dividends, and to share in the proceeds of winding up of the Company in proportion to the number of and amounts paid on the shares held.

Particulars	Number of shares As at March 31,	
	2022	2021
Shares outstanding at the beginning of the year	132,974,363	132,338,630
Shares issued under the Employee Stock Option Scheme (Refer Note 32)	1,579,251	635,733
Shares outstanding at the end of the year	134,553,614	132,974,363

Particulars	Number of shares As at March 31,	
	2022	2021
Share capital outstanding at the beginning of the year	664.87	661.69
Shares issued under the Employee Stock Option Scheme (Refer Note 32)	7.90	3.18
Share capital outstanding at the end of the year	672.77	664.87

Table No. 2.34

Details of shares held by promoters

Promoter Name	March 31, 2022	% of total shares	March 31, 2021	% of total shares	% change during the year
Arun Jain	7,556,321	5.62%	7,556,321	5.68%	-
Arun Jain HUF	2,109,108	1.57%	2,109,108	1.59%	-
Polaris Banyan Holding Limited	31,861,000	23.68%	31,861,000	23.96%	-

13 OTHER EQUITY

Particulars	In Rs. Millions	
	As at March 31,	
	2022	2021
Securities Premium	5,414.44	5,196.93
Share option outstanding account	879.88	627.73
General Reserve	1,346.98	1,323.06
Retained Earnings	8,795.71	5,288.79
Cash flow hedge reserve	340.30	185.52
Foreign Currency Translation Reserve	636.92	641.48
Treasury shares	0.47	-
Balance at the end of the year	17,414.70	13,263.51

Table No. 2.35

13 (a) Securities premium

The Securities premium received during the year represents the premium received towards allotment of 15,79,251 shares. This balance will be utilised in accordance with the provisions of Section 52 of the Companies Act 2013 towards issuance of fully paid bonus shares, write-off of preliminary expenses, commission /discount expenses on issue of shares / debentures, premium payable on redemption of redeemable preference shares/ debentures and buy back of its own shares / securities under Section 68 of the Companies Act 2013.

Particulars	In Rs. Millions	
	As at March 31,	
	2022	2021
Balance at the beginning of the year	5,196.93	5,099.09
Additions during the year	75.13	50.43
Transfer from Share option outstanding account for options exercised during the year	142.38	48.26
Others	-	(0.85)
Balance at the end of the year	5,414.44	5,196.93

Table No. 2.36

13 (b) Share option outstanding account

Under Ind AS 102, fair value of the options granted is to be expensed out over the life of the vesting period as employee compensation costs reflecting period of receipt of service.

Particulars	In Rs. Millions	
	As at March 31,	
	2022	2021
Balance at the beginning of the year	627.73	427.89
Additions during the year	418.45	287.00
Transfer to Securities premium for options exercised during the year	(142.38)	(48.26)
Transfer to General reserve on account of options not exercised for the year	(23.92)	(38.90)
Balance at the end of the year	879.88	627.73

Table No. 2.37

13 (c) General Reserve

Additions to the general reserve during the year are on account of cancellation of share options post vesting period.

Particulars	In Rs. Millions	
	As at March 31,	
	2022	2021
Balance at the beginning of the year	1,323.06	1,284.16
Transfer from Share option outstanding account on account of options not exercised for the year	23.92	38.90
Balance at the end of the year	1,346.98	1,323.06

Table No. 2.38

13 (d) Retained earnings

The amount that can be distributed by the Company as dividends to its equity shareholders is determined based on the financial statements of the Company and also considering the requirements of the Companies Act, 2013. Thus, the amounts reported below may not be distributable in entirety.

Particulars	As at March 31,	
	2022	2021
Balance at the beginning of the year	5,288.79	2,670.72
Profit for the year	3,490.82	2,627.68
Other Comprehensive Income - Re-measurement Loss on Defined Benefit Obligations (Net)	16.10	(10.32)
Others	-	0.71
Balance at the end of the year	8,795.71	5,288.79

Table No. 2.39

13 (e) Cash Flow Hedge Reserve

The cash flow hedging reserve represents the cumulative effective portion of gains or losses arising on changes in fair value of designated portion of hedging instruments entered into for cash flow hedges. The cumulative gain or loss arising on changes in fair value of the designated portion of the hedging instruments that are recognised and accumulated under the heading of cash flow hedging reserve will be reclassified to profit or loss only when the hedged transaction affects the profit or loss, or included as a basis adjustment to the non-financial hedged item.

Particulars	As at March 31,	
	2022	2021
Balance at the beginning of the year	185.52	(341.93)
Additions during the year (Net)	154.78	527.45
Balance at the end of the year	340.30	185.52

Table No. 2.40

13 (f) Exchange differences on translating the financial statements of a foreign operation

Particulars	In Rs. Millions	
	As at March 31,	
	2022	2021
Balance at the beginning of the year	641.48	648.51
Additions / (Deductions) during the year (Net)	(4.56)	(7.03)
Balance at the end of the year	636.92	641.48

Table No. 2.41

13 (g) Distribution made and Proposed

Particulars	As at March 31,	
	2022	2021
Proposed dividend on Equity shares		
Proposed dividend for the year ended 31st Mar 2022 INR Rs 2.5/ per share (31st Mar 21 Nil)	336.38	-
336.38		

Proposed dividend on equity shares are subject to approval at the annual general meeting and are not recognised as a liability as at March 31, 2022

13 (h) Treasury shares

Pursuant to the scheme of arrangement, Intellect Associates Benefit Trust (the trust) currently holds 901,581 shares of the Company at a cost of Rs. 0.47 Millions as at 31st March 2022. These shares are treated as treasury shares in the Consolidated financial statements.

Particulars	As at March 31,	
	2022	2021
Balance at the beginning of the year	-	-
Adjustment relating to Intellect Associates Benefit Trust	0.47	-
Balance at the end of the year	0.47	-

14 FINANCIAL LIABILITIES

Particulars	In Rs. Millions	
	As at March 31,	
	2022	2021
Secured		
Term Loan from Banks	-	75.56
75.56		

Table No. 2.42

Term loan from banks (USD) has a moratorium of 12 months from the date of disbursement and repayable in 16 quarterly installments contractually commencing from December 2018. The classification of "Current Borrowings" is done based on management's intention to repay the loan. The loan is measured at amortised cost (net of processing charges) and carries an effective interest of 6.28% per annum and secured by a charge on the Land and buildings of the Company.

15 LEASE LIABILITIES

Particulars	In Rs. Millions	
	As at March 31,	
	2022	2021
Lease Liabilities (Refer Note 41)	73.16	182.43
	73.16	182.43

Table No. 2.43

16 OTHER LONG TERM LIABILITIES

Particulars	In Rs. Millions	
	As at March 31,	
	2022	2021
- Security Deposits	6.00	6.00
	6.00	6.00

Table No. 2.44

17 DEFERRED TAX LIABILITIES (NET)

Particulars	In Rs. Millions	
	As at March 31,	
	2022	2021
Timing difference between income/expenses allowed for taxes in subsequent years (net)	10.68	21.32
	10.68	21.32

Table No. 2.45

18 FINANCIAL LIABILITIES

Particulars	In Rs. Millions	
	As at March 31,	
	2022	2021
Borrowings carried at amortized cost		
Secured, unless otherwise specified		
Loans repayable on demand		
- from Banks	-	-
Unsecured		
- from Banks	8.40	434.41
	8.40	434.41

Table No. 2.46

As at 31 March 2022

Particulars	Outstanding for following periods from due date of payment					Total
	Unbilled	Less than Year	1-2 years	2-3 years	More than 3 years	
Total Outstanding dues of micro enterprises and small enterprises	-	-	-	-	-	-
Total Outstanding dues of creditors other than micro enterprises and small enterprises	2,267.28	236.82	28.43	19.31	15.73	2,567.57
Total Outstanding dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-
	2,267.28	236.82	28.43	19.31	15.73	2,567.57

Table No. 2.50

Particulars	Repayable	Security
Pre-shipment credit in foreign currency & Export bills discounting (Currency of loan - USD)		
Pre-shipment credit in foreign currency (March 31, 2021)	60 days to 120 days credit period	Land & Building

Table No. 2.47

Particulars	As at March 31,	
	2022	2021
18(b) LEASE LIABILITIES (Refer Note 41)	122.63	132.21
	122.63	132.21

Table No. 2.48

Particulars	As at March 31,	
	2022	2021
18(c) Trade payables		
Total outstanding dues of micro enterprises and small enterprises (Refer Note No 49)	-	10.32
Total outstanding dues of creditors other than micro enterprises and small enterprises (Refer note 34 for balances due to related parties)	2,567.57	1,650.87
	2,567.57	1,661.19

Table No. 2.49

As at 31 March 2021

Particulars	Outstanding for following periods from due date of payment					Total
	Unbilled	Less than Year	1-2 years	2-3 years	More than 3 years	
Total Outstanding dues of micro enterprises and small enterprises	-	10.32	-	-	-	10.32
Total Outstanding dues of creditors other than micro enterprises and small enterprises	1,415.98	193.98	19.53	7.76	13.62	1,650.87
Total Outstanding dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-
	1,415.98	204.3	19.53	7.76	13.62	1,661.19

Table No. 2.51

Particulars	As at March 31,	
	2022	2021
Other financial liabilities carried at amortized cost		
Employee benefits payable	1,224.19	903.13
Security Deposit Payable	27.07	24.02
Capital creditors	0.49	2.62
Super Annuation Payable	77.39	77.96
	1,329.14	1,007.73

Table No. 2.52

19 OTHER CURRENT LIABILITIES

In Rs. Millions

Particulars	As at March 31,	
	2022	2021
Contract Liabilities	2,377.05	1,588.15
Customer and other advance received	14.81	35.94
Statutory dues	384.03	581.46
	2,775.89	2,205.55

Table No. 2.53

20 PROVISIONS

In Rs. Millions

Particulars	As at March 31,	
	2022	2021
(a) Provision for employee benefits		
- Provision for gratuity (Refer note 33)	336.28	276.11
- Provision for leave benefits	192.08	175.08
- Provision for other employee benefit obligations	192.27	150.81
	720.63	602.00

Table No. 2.54

21 CURRENT TAX LIABILITIES (NET)

In Rs. Millions

Particulars	As at March 31,	
	2022	2021
- Provision for taxation (net of Advance Income tax)	104.69	64.72
	104.69	64.72

Table No. 2.55

22 REVENUE FROM OPERATIONS

Timing of Revenue Recognition

In Rs. Millions

Particulars	Year ended March 31,	
	2022	2021
At a point in time	2,638.22	2,015.55
Over a period of time	16,143.64	12,959.04
Total revenue from operations	18,781.86	14,974.59
Summary of Contract Balances		
Particulars	Year ended March 31,	
	2022	2021
Trade receivables	1,893.30	1,867.55
Contract assets*	7,101.61	4,566.89
Contract liabilities*	2,377.05	1,588.15

*Contract assets represents revenue accrued and not billed and unbilled revenues. Contract Liabilities represents Billing in excess of revenue

Set out below is the amount of revenue recognised from:

Particulars	Year ended March 31,	
	2022	2021
Amounts included in contract liabilities at the beginning of the year	1,588.15	1,337.96
Revenue recognised from performance obligations satisfied in reporting period	1,027.16	871.88

Table No. 2.56

Performance obligations & Remaining performance obligations

Information on Company's performance obligations and remaining performance obligations is summarised in accounting policies (also Refer Note 3(H))

The aggregate value of performance obligations that are completely or partially unsatisfied as at March 31, 2022, other than those meeting the exclusion criteria mentioned in Note 3(H), is INR 2,041.11 million (March 31, 2021 - 1,957.20 million). Out of this, the Company expects to recognize revenue of around 70% (March 31, 2021 - 84%) within the next one year and the remaining thereafter. This includes contracts that can be terminated for convenience without a substantive penalty since, based on current assessment, the occurrence of the same is expected to be remote.

Two customers accounted for more than 10% of the revenue each amounting to INR 2,259.49 million and INR 2,138.58 million for the year ended March 31, 2022 (March 31, 2021: INR 1791.44 Million)

23(a) **OTHER INCOME**
(Recurring and related to business unless otherwise stated)

Particulars	In Rs. Millions	
	Year ended March 31,	
	2022	2021
(a) Net gain from sale of investments		
Profit/(Loss) on sale of investments, carried at fair value through Statement of profit or (loss)	19.56	4.63
(b) Other non-operating Income		
Fair value gain on financial instruments at fair value through statement of profit or loss	-	3.69
Net gain on disposal of property, plant and equipment (Non recurring and not related)	100.13	-
Net Gain on foreign currency transaction and translation	31.70	28.10
Miscellaneous Income (Net)	100.22	43.44
	251.61	79.86

Table No. 2.57

23(b) **FINANCE INCOME** (Recurring and not related unless stated otherwise)

Particulars	In Rs. Millions	
	Year ended March 31,	
	2022	2021
(a) Interest Income		
Interest from financial assets carried at amortised cost	147.04	35.53
(b) Dividend Income		
Dividends income on investments in mutual funds	6.36	11.43
	153.40	46.96

Table No. 2.58

24 **EMPLOYEE BENEFIT EXPENSE**

Particulars	In Rs. Millions	
	Year ended March 31,	
	2022	2021
Salaries and incentives	7,964.64	7,139.93
Contribution to provident and other funds	459.41	407.11
Gratuity contribution scheme (Refer Note 33)	117.37	95.19
Expense on Employee Stock Option Scheme (ESOP) (Refer Note 32)	418.45	287.00
Staff welfare expenses	234.66	151.07
	9,194.53	8,080.30

Table No. 2.59

The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period when the Code becomes effective

25 **DEPRECIATION AND AMORTISATION**

Particulars	In Rs. Millions	
	Year ended March 31,	
	2022	2021
Depreciation of Property, Plant and Equipments (Refer Note 4a)	156.49	170.28
Depreciation of Investment Property (Refer Note 4c)	1.90	-
Depreciation of Right of use of assets (Refer Note 4d)	156.08	174.93
Amortisation of Intangible Assets (Refer Note 5)	661.15	421.93
	975.62	767.14

Table No. 2.60

26 **FINANCE COST**

Particulars	In Rs. Millions	
	Year ended March 31,	
	2022	2021
Interest Expenses	42.71	91.74
	42.71	91.74

Table No. 2.61

27 **OTHER EXPENSES**

Particulars	In Rs. Millions	
	Year ended March 31,	
	2022	2021
Cost of software packages, consumable and maintenance	1,115.40	834.68
Cost of technical sub-contractors	1,654.00	911.62
Travelling expenses	216.81	95.89
Communication expenses	316.02	290.97
Professional and legal charges	344.09	225.74
Payment to the auditors		
- Statutory audit	8.70	8.70
- for other services	1.72	1.31
- for reimbursement of expenses	0.46	0.08
Power and fuel	48.56	39.68
Rent	4.26	14.40
Repairs - Plant and machinery	86.97	64.50
Repairs - Others	16.03	12.22
Business promotion	407.85	107.41
Office maintenance	66.27	78.89
Allowances for expected credit loss	87.83	158.38
Bad debts / advances written off	322.35	350.45
Insurance	26.19	20.54
Printing and stationery	5.11	2.56
Contributions towards Corporate Social Responsibility	19.26	27.06
Rates and taxes excluding taxes on Income	66.28	35.78
Directors' sitting fees	4.56	6.26
Bank charges & commission	29.86	38.07
Miscellaneous expenses	18.13	9.63
Net loss on disposal / discarding of Property, Plant and Equipment (Non recurring & Non Trade related)	-	11.33
	4,866.71	3,346.15

Table No. 2.62

28 **INCOME TAXES**

The major components of income tax expense for the years ended March 31, 2022 and March 31, 2021 are:

Statement of Profit and Loss:

Particulars	In Rs. Millions	
	Year ended March 31,	
	2022	2021
Current income tax:		
In respect of current year	546.84	590.80
In respect of previous year	(29.90)	-
Net Current Income Tax	516.94	590.80
Deferred tax:		
Relating to origination and reversal of temporary differences	201.48	(451.54)
Ineligible MAT credit written off	(91.01)	115.25
Net Deferred tax (B)	110.47	(336.29)
Total (A) + (B)	627.41	254.51

Note:

- Current tax in respect of earlier years include excess provision of earlier year reversed in current year.
- Deferred taxes include one-time savings arising out of the estimated impact of the Taxation Laws (Amendment) Ordinance 2019 of 200 million (FY 2020-21: Nil) on account of Holding Company.

A reconciliation of income tax expense applicable to accounting profit before tax at the statutory income tax rate to recognised income tax expense for the year indicated are as follows:

Particulars	March 31, 2022	March 31, 2021
Profit before income tax	4,131.83	2,900.87
At India's statutory income tax rate -	34.944%	34.944%
Derived Tax Charge for the year	1,443.83	1,013.68
Adjustments:		
Impact of measurement of Deferred tax liabilities due to change in tax rate (Refer note below)	(200.72)	-
Income tax expense at differential rate	(22.43)	-
Tax provision reversal of earlier years	(29.90)	-
Tax impact arising on account of set off of available losses	-	(777.78)

Restoration of MAT credit written off in earlier years	(91.02)	153.26
Others	43.17	-
Overseas taxes at differential rates	(515.52)	(134.65)
Net derived tax charge	627.41	254.51
Income tax expense reported in the statement of Profit and Loss	627.41	254.51

Table No. 2.63

Pursuant to the Taxation Law (Amendment) Ordinance, 2019 ('Ordinance') subsequently amended in Finance Act issued by Ministry of Law and Justice (Legislative Department) on 20 September 2019 which is effective 1 April 2019, domestic companies have the option to pay corporate income tax rate at 22% plus applicable surcharge and cess ('New tax rate') subject to certain conditions. Tax expense for the year ended March 31, 2022 in the consolidated and standalone financial statements includes one-time reduction in deferred tax charge arising out of the estimated impact amounting to Rs. 200 million. This is arising from the re-measurement of deferred tax liability of Holding Company, that is expected to reverse in future when the Company will migrate to the new tax regime.

There are certain income-tax related legal proceedings which are pending against the Group. Potential liabilities, if any have been adequately provided for, and the Group does not currently estimate any probable material incremental tax liabilities in respect of these matters.

29 COMPONENTS OF OTHER COMPREHENSIVE INCOME (OCI)

The disaggregation of changes to OCI by each type of reserve in equity is shown below:

Particulars	In Rs. Millions			
	Retained Earnings	Net movement on cash flow hedges	Foreign exchange translation difference	Total
During the year ended March 31, 2022				
Re-measurement gains/(losses) on defined benefit plans	16.10	-	-	16.10
Net movement on cash flow hedges	-	154.78	-	154.78
Exchange differences on translation of foreign operations	-	-	(4.56)	(4.56)
During the year ended March 31, 2021				
Re-measurement gains/(losses) on defined benefit plans	(10.32)	-	-	(10.32)
Net movement on cash flow hedges	-	527.45	-	527.45
Exchange differences on translation of foreign operations	-	-	(7.03)	(7.03)

Table No. 2.64

30 EARNINGS PER SHARE

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the parent by the weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the parent by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

The following reflects the income and share data used in the basic and diluted EPS computations:

Particulars	March 31, 2022	March 31, 2021
Profit after tax	3,490.82	2,627.68
Weighted average number of shares		
- Basic	132,999,709	132,559,813
- Diluted	138,869,074	136,109,024
Earning per share of Rs.5 each		
- Basic	26.25	19.82
- Diluted	25.14	19.55

Table No. 2.65

31 Significant accounting judgements, estimates and assumptions

The preparation of the Group's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

a. Judgements

In the process of applying the Group's accounting policies, management has not made any judgements, which have significant effect on the amounts recognised in the Standalone Financial Statements.

b. Estimates and assumptions

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Group based its assumptions and estimates on parameters available when the consolidated financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

1. Impairment of non-financial assets

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Group is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes.

The Group capitalises intangible asset under development for a project in accordance with the accounting policy. Initial capitalisation of costs is based on management's judgement that technological and economic feasibility is confirmed, usually when a product development project has reached a defined milestone according to an established project management model. In determining the amounts to be capitalised, management makes assumptions regarding the expected future cash generation of the project, discount rates to be applied and the expected period of benefits.

2. Share-based payments

The Group initially measures the cost of Equity-settled transactions with employees using a black scholes model to determine the fair value of the liability incurred. Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them. The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in Note 32.

3. Revenue from Contract with Customers

The Group is required to make an assessment for each new software license contract as to whether the underlying software requires significant modification or customization by the Group in order to meet the customer's requirements. If significant modification or customization is required, then the license fee is recognized based on percentage-of-completion. Majority of such modifications or customizations have not been deemed significant in current or prior periods.

In respect of service revenue, the management exercises judgment in determining the percentage of completion utilizing output measures, such as the achievement of any project milestones stipulated in the contract, or internal quality milestones to assess proportional performance.

The Group also exercises judgment in assessing uncertainties surrounding the probability of collection when payment terms are linked to service implementation milestones or other various contingencies exist. These assessments are made at the outset of the contract.

4. Defined benefit plans (gratuity benefits)

The cost of the defined benefit gratuity plan and other post-employment benefits and the present value of the gratuity obligation are determined using actuarial valuation. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the

determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation. The underlying bonds are further reviewed for quality.

The mortality rate is based on publicly available mortality tables for the specific countries. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates for the respective countries.

Further details about gratuity obligations and sensitivity analysis are given in Note 33.

5. Taxes

Current Tax for the current year is computed as per the provisions of Section 115JB and the Minimum Alternate Tax liability (MAT) is provided for Significant management judgements have been involved in evaluating and recognising MAT credit, to be set off against the future taxable profits for which the Group has an eligible carry forward period of 15 years.

Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

6. Provision for Allowance of Credit Loss

The Group has adopted and laid out its Expected Credit Loss Model (ECL) for determination of the Provision for credit loss allowance, which are primarily in the nature of trade receivables and unbilled revenue. In determining its ECL, assumptions and estimates are made in relation to Nature of customers (Public Sector Banks, Non-Banking Finance Companies, Private Banks etc), billing and collection terms as per the contract, average aging of the customer balance and the past trends of collection.

7. Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the Balance Sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. See Notes 38 & 42 for further disclosures.

8. Leases

Determining the lease term of contracts with renewal and termination options - Group as lessee:

The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Group applies judgement in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination.

The Group cannot readily determine the interest rate implicit in the lease, therefore, it uses its incremental borrowing rate (IBR) to measure lease liabilities. The IBR is the rate of interest that the Group would have to pay to borrow.

Refer Note 41 for information on potential future rental payments relating to periods following the exercise date of extension and termination options that are not included in the lease term.

32 SHARE BASED PAYMENTS

The Scheme of Arrangement (Demerger) entered into by the Group with Polaris Consulting & Services Limited (Demerged Company) with effect from April 1, 2014 provided for the following in respect of Employee Stock Option Schemes;

(i) The Group has adopted three stock option plans (ASOP 2003, ASOP 2004 and ASOP 2011) from Polaris Consulting & Services Limited, as provided in the Scheme of Arrangement.

(ii) Every employee holding an option in the Demerged Company under the stock option plans of the Demerged Company, shall be issued one option in the stock option plans formed by the Resulting Company upon the Scheme coming into effect.

(iii) The exercise price of the options in the Resulting Company shall be adjusted to 28% of the exercise price of the options granted under the Schemes of the Demerged Company.

Apart from the schemes provided under the Demerger arrangement the group has the following Employee stock option schemes:

(i) The Group has formulated two stock option plans (Intellect Stock Option Plan 2015, Intellect Stock Option Plan 2016) of its own.

These plans provide for the granting of stock options to employees including directors of the Group (not being promoter directors and not holding more than 10% of the equity shares of the Group). The objectives of these plans include attracting and retaining the best personnel, providing for additional performance incentives and promoting the success of the Group by providing employees the opportunity to acquire equity shares.

During the year 2017-18, the Group had offered rights issue to its shareholders. Consequent to this corporate action, the market price of the shares reduced from Rs. 130.60 to Rs. 118.20. The ESOP scheme of the Group specifically requires the Compensation/Nomination & Remuneration Committee to make a fair and reasonable adjustment to the option terms in case of corporate action. Considering the above, the Nomination and Remuneration Committee of Intellect on 09th November 2017 has revised/ reduced the exercise prices of outstanding options (both vested and unvested) as on the record date i.e 18th July, 2017 by 15 %. The fair values before and after the modification have remained unchanged and there is no incremental impact in the Income statement. The option plans are summarized below:

Share options modification

The Nomination and remuneration committee (NRCC) at its meeting held at June 9, 2020 and June 17, 2020 decided to modify the options provided to the employees due to significant reduction in current market price of equity shares of the Group. As per decision of NRCC, the employees were given an option to surrender their existing options and avail new options under the new scheme in lieu of surrendered option.

As a result of, associates holding 6,074,840 options under various schemes ASOP 2011, ISOP 2015, ISOP 2016 and ISOP 2018 have voluntarily surrendered their options on May 29, 2020, June 9, 2020, June 17, 2020 and August 7, 2020 and were issued new options in the ratio of 2:1 under Intellect Incentive Plan Scheme 2018 (Restrictive Stock Options) at a exercise price of INR 5. These modification have been approved by the NRCC.

The details of surrendered and reissue options are provided below:

Scheme	Date of reissue	Average Fair Value before modification	Fair Value after modification
ASOP 2011, ISOP 2015, ISOP 2016 and ISOP 2018	29-05-20	26.77	63.95
ASOP 2011, ISOP 2015, ISOP 2016 and ISOP 2018	09-06-20	89.03	89.03
ASOP 2011, ISOP 2015 and ISOP 2016	17-06-20	24.57	92.63
ASOP 2011, ISOP 2015 and ISOP 2016	07-08-20	85.39	156.68

The Black Scholes valuation model has been used for computing the weighted average fair value the details for which is mentioned under section of RSU 2018 scheme.

Associate Stock Option Plan 2011

The Plan is effective from October 9, 2014 and the Group has received in principle approval from the National Stock Exchange on February 16, 2015 and the Bombay Stock Exchange on February 19, 2015. The 2011 Plan provides for issuance of 48,88,450 options, convertible to equivalent number of equity shares of Rs 5 each, to the employees. The plan shall be administered under 4 different schemes based on the following terms:

Particulars	Swarnam 11	Swarnam 21	Swarnam 31	Swarnam 41
Eligible employees	Senior and Key executives excluding non-executive directors	Members of Business leadership team or equivalent thereof excluding non-executive directors	Associates in the grade of Executive Vice president and above, excluding non executive directors	Non - Executive directors
Maximum number of options grantable	3,648,450 Less: Number of Options granted under Swarnam 21	1,736,000	1,240,000 Less: Number of Options granted under Swarnam 41	200,000

Table No. 2.66

Grant price

Market price upto Rs. 49	Market price	Market price	Market price	Market price
Market price between Rs. 49 - Rs. 140	15% discount on market price. (Subject to being Not lower than Rs 49)	30% discount on market price. (Subject to being Not lower than Rs 49)	50% discount on market price. (Subject to being Not lower than Rs 49)	Market price
Market price greater than Rs.140	10% discount on market price	20% discount on market price	50% discount on market price	Market price

Table No. 2.67

The market price, in accordance with the Securities and Exchange Board of India (Share based employee benefits) Regulations 2014 as amended from time to time, shall be the latest available closing price prior to the date of the meeting of the Board of Directors in which options are granted, on the stock exchange on which the shares of the Group are listed. If the Shares are listed on more than one stock exchange then the stock exchange where there is highest trading volume on the said date shall be considered. The options shall be valued using the fair value model. The option vests over a period of 5 years from the date of grant in a graded manner, subject to fulfillment of vesting conditions as follows:

Vesting Schedule	Swarnam 11	Swarnam 21	Swarnam 31	Swarnam 41
Service conditions				
At the end of Year 1	10%	-	-	20%
At the end of Year 2	15%	-	-	20%
At the end of Year 3	20%	33%	33%	20%
At the end of Year 4	25%	33%	33%	20%
At the end of Year 5	30%	34%	34%	20%

Table No. 2.68**Performance conditions**

Performance rating	20% of the options granted for each year shall be subject to meeting of minimum specified annual performance rating	20% of the options granted for each year shall be subject to meeting of minimum specified annual performance rating	20% of the options granted for each year shall be subject to meeting of minimum specified annual performance rating	20% of the options granted for each year shall be subject to meeting of minimum specified annual performance rating
Companies target EPS growth	Accelerated vesting of 5%/10% each year, based on Company achieving specified target EPS growth.	Accelerated vesting of 5%/10% each year, based on Company achieving specified target EPS growth.	NA	NA

Table No. 2.69

The exercise period shall commence from the date of vesting and expires within 60 calendar months from the relevant vesting date.

Particulars	March 31, 2022	
	Number of Shares	Weighted Average Exercise Price (Rs.)
Outstanding at the beginning of the year	198,070	39.38
Granted during the year	-	-
Exercised during the year	(124,750)	39.87
Forfeited during the year	-	-
Expired during the year	(15,120)	34.41
Surrender during the year	-	-
Outstanding at the end of the year	58,200	39.62
Exercisable at the end of the year	58,200	39.62

Particulars	March 31, 2022	
	Number of Shares	Weighted Average Exercise Price (Rs.)
Range of exercise price (Rs.)	27.30 to 62.35	
Weighted average remaining contractual life (in years)	1.42	
Weighted average fair value of options granted	-	
Weighted average market price of shares on the date of exercise (Rs.)	718.83	

Particulars	March 31, 2021	
	Number of Shares	Weighted Average Exercise Price (Rs.)
Outstanding at the beginning of the year	338,022	39.33
Granted during the year	-	-
Exercised during the year	(107,882)	38.10
Forfeited during the year	-	-
Expired during the year	(14,250)	38.04
Surrender during the year	(17,820)	-
Outstanding at the end of the year	198,070	39.38
Exercisable at the end of the year	198,070	39.38

Table No. 2.70

Particulars	March 31, 2021
Range of exercise price (Rs.)	27.30 to 62.35
Weighted average remaining contractual life (in years)	2.50
Weighted average fair value of options granted	-
Weighted average market price of shares on the date of exercise (Rs.)	216.44

Table No. 2.71

Scheme	ASOP 2011				
	Swarnam 11	Swarnam 11	Swarnam 11	Swarnam 11	Swarnam 11
Grant ID	20-Jan-12	24-Apr-12	24-Jul-12	22-Oct-12	22-Jan-13
Grant date	20-Jan-12	24-Apr-12	24-Jul-12	22-Oct-12	22-Jan-13
Stock Price	134.40	150.75	113.20	126.15	141.95
Stock Price (as at date of revision of Exercise Price)	118.20	118.20	118.20	118.20	118.20
Risk-free interest rate	8.08%	8.47%	8.10%	8.11%	7.90%
Revised Exercise Price	114.24	128.14	96.22	107.23	120.66
Expected life (Years)	3.5 - 7.5	3.5 - 7.5	3.5 - 7.5	3.5 - 7.5	3.5 - 7.5
Expected volatility	59.31%	20.00%	20.00%	20.00%	43.86%
Expected dividend yield	1.54%	-	-	-	2%

Table No. 2.72

Scheme	ASOP 2011				
	Swarnam 11	Swarnam 11	Swarnam 11	Swarnam 11	Swarnam 11
Grant ID	27-Apr-13	30-Jul-13	22-Oct-13	7-Mar-14	10-Mar-14
Grant date	27-Apr-13	30-Jul-13	22-Oct-13	7-Mar-14	10-Mar-14
Stock Price	114.70	109.00	141.25	153.40	143.70
Stock Price (as at date of revision of Exercise Price)	118.20	118.20	118.20	118.20	118.20
Risk-free interest rate	7.59%	8.74%	8.56%	8.93%	8.96%
Revised Exercise Price	97.50	92.65	120.06	130.39	122.15
Expected life (Years)	3.5 - 7.5	3.5 - 7.5	3.5 - 7.5	3.5 - 7.5	3.5 - 7.5
Expected volatility	20.00%	20.00%	20.00%	20.00%	44.67%
Expected dividend yield	-	-	-	-	2.26%

Table No. 2.73

Scheme	ASOP 2011			
	Swarnam 21 & 31	Swarnam 21 & 31	Swarnam 11	Swarnam 21 & 31
Grant ID	10-Mar-14	30-Apr-14	7-Jan-15	7-Jan-15
Grant date	10-Mar-14	30-Apr-14	7-Jan-15	7-Jan-15
Stock Price	143.70	183.55	86.30	86.30
Stock Price (as at date of revision of Exercise Price)	118.20	118.20	118.20	118.20
Risk-free interest rate	9.09%	8.86%	8.07%	8.02%
Revised Exercise Price	122.15	148.75	51.35	51.35
Expected life (Years)	5.5 - 7.5	5.5 - 7.5	3.5 - 7.5	5.5 - 7.5
Expected volatility	20.00%	55.21%	20.00%	20.00%
Expected dividend yield	-	2.41%	-	-

Table No. 2.74**Intellect Stock option Plan 2015**

The Shareholders of the Group in the Extraordinary General Meeting held on January 29, 2015 approved the Intellect Stock Option Plan 2015. The 2015 plan provides for issuance of 60,00,000 options convertible into equivalent number of equity shares of Rs 5/- each to employees but shall exclude independent directors, an employee belonging to the promoter group or a director holding more than 10% of the share capital. The tenure of the Scheme is for 12 years from the date of coming into effect and shall be extended by a period of not more than 5 years as the Board of Directors may decide. The Nomination Remuneration and Compensation Committee and the board has decided to amend the Scheme to include Restricted Stock Units (RSU's) to facilitate grant of fresh RSU's in lieu of options voluntarily surrendered as well as for future grants. The Group in its shareholding meeting held on August 21, 2020 have approved the modification the scheme, to include Restrictive stock options in addition

to existing options part of scheme. The plan shall be administered under 5 different schemes based on the following terms:

Grant price

	Swarnam 101	Swarnam 201	Swarnam 301	Swarnam 401	Swarnam 501
Market price upto Rs. 49	Market price	Market price	Market price	Market price	Market price
Market price between Rs. 49 - Rs. 140	15% discount on market price. (Subject to being Not lower than Rs 49)	30% discount on market price. (Subject to being Not lower than Rs 49)	50% discount on market price. (Subject to being Not lower than Rs 49)	25% discount on market price. (Subject to being Not lower than Rs 49)	Upto 50% discount on market price. (Subject to being Not lower than Rs 49)
Market price greater than Rs.140	10% discount on market price	20% discount on market price	50% discount on market price	25% discount on market price (Subject to being not lower than Rs. 49)	Upto 50% discount on market price. (Subject to being not lower than Rs. 49)

Table No. 2.75

Grant price of options (RSUs) under Swarnam 601 shall be Rs.5/- per option.

The market price, in accordance with the Securities and Exchange Board of India (Share based employee benefits) Regulations 2014 as amended from time to time, shall be the latest available closing price prior to the date of the meeting of the Board of Directors in which options are granted, on the stock exchange on which the shares of the Group are listed. If the Shares are listed on more than one stock exchange then the stock exchange where there is highest trading volume on the said date shall be considered. The options shall be valued using the fair value model.

The option vests over a period of 5 years from the date of grant in a graded manner, subject to fulfillment of vesting conditions as follows:

Particulars	Swarnam 101	Swarnam 201	Swarnam 301	Swarnam 401	Swarnam 501
Service conditions					
At the end of year 1	10%	-	-	-	-
At the end of year 2	15%	-	-	-	-
At the end of year 3	20%	33%	33%	33%	33%
At the end of year 4	25%	33%	33%	33%	33%
At the end of year 5	30%	34%	34%	34%	34%

Table No. 2.76

The vesting schedule for Swarnam 601 shall be decided by Nomination Remuneration and Compensation Committee subject to a maximum vesting period of 5 years.

Performance Conditions

Performance rating	20% of the options granted for each year shall be subject to meeting of minimum specified annual performance rating.
Company's target EPS growth	Accelerated vesting of 5%/10% each year, based on Company achieving specified target EPS growth

Table No. 2.77

The exercise period shall commence from the date of vesting and expires within 60 calendar months from the relevant vesting date.

A summary of the status of the options granted under 2015 plan at March 31, 2022 is presented below:

Particulars	March 31, 2022	
	Number of Shares	Weighted Average Exercise Price (Rs.)
Outstanding at the beginning of the year	1,876,325	118.09
Granted during the year	711,500	5.00
Exercised during the year	(615,662)	111.02
Forfeited during the year	(187,275)	30.05
Expired during the year	(27,283)	150.86
Surrender during the year	-	-
Outstanding at the end of the year	1,757,605	85.51
Exercisable at the end of the year	496,955	135.82

Table No. 2.78

Particulars	March 31, 2022	
	Number of Shares	Weighted Average Exercise Price (Rs.)
Range of exercise price	5 to 344.95	
Weighted average remaining contractual life (in years)	5.83	
Weighted average fair value of options granted	665.79	
Weighted average market price of shares on the date of exercise	727.32	

Table No. 2.79

Particulars	March 31, 2021	
	Number of Shares	Weighted Average Exercise Price (Rs.)
Outstanding at the beginning of the year	4,855,795	131.56
Granted during the year	664,000	94.60
Exercised during the year	(361,050)	103.31
Forfeited during the year	(284,000)	138.20
Expired during the year	(209,400)	147.93
Surrender during the year	(2,789,020)	133.43
Outstanding at the end of the year	1,876,325	118.09
Exercisable at the end of the year	867,575	125.49

Table No. 2.80

Particulars	March 31, 2021	
	Number of Shares	Weighted Average Exercise Price (Rs.)
Range of exercise price (Rs)	5 to 344.95	
Weighted average remaining contractual life (in years)	5.26	
Weighted average fair value of options granted	267.19	
Weighted average market price of shares on the date of exercise	396.39	

Table No. 2.81

The fair value of options was estimated at the date of grant using the Black Scholes Model with the following assumptions:

Grants made for the year ended March 31, 2022

Date of Grant:	12-Aug-2022	12-Aug-2023	12-Aug-2024	12-Aug-2025
Market Price (Rupees)	653.95	653.95	653.95	653.95
Expected Life	3.50	4.51	5.51	6.51
Volatility (%)	55.22	53.72	52.93	54.30
Riskfree Rate (%)	5.25	5.63	5.95	6.21
Exercise Price (Rupees)	5.00	5.00	5.00	5.00
Dividend yield (%)	-	-	-	-
Fair Value per vest (Rupees)	649.79	650.07	650.35	650.61
Vest Percent (%)	25.00	25.00	25.00	25.00
Option Fair Value (Rupees)	650.21			

Table No. 2.82

Date of Grant:	29-Oct-2022	29-Oct-2023	29-Oct-2024	29-Oct-2025
Market Price (Rupees)	659.65	659.65	659.65	659.65
Expected Life	3.50	4.51	5.51	6.51
Volatility (%)	55.02	53.68	52.31	53.5
Riskfree Rate (%)	5.22	5.6	5.91	6.17
Exercise Price (Rupees)	5	5	5	5
Dividend yield (%)	-	-	-	-
Fair Value per vest (Rupees)	655.48	655.77	656.04	656.3
Vest Percent (%)	25.00	25.00	25.00	25.00
Option Fair Value (Rupees)	655.9			

Table No. 2.83

Date of Grant:	27-Jan-2023	27-Jan-2024	27-Jan-2025	27-Jan-2026
Market Price (Rupees)	721.25	721.25	721.25	721.25
Expected Life	3.50	4.51	5.51	6.51
Volatility (%)	54.91	53.42	52.94	53.93
Riskfree Rate (%)	5.51	5.88	6.19	6.44
Exercise Price (Rupees)	5	5	5	5
Dividend yield (%)	-	-	-	-
Fair Value per vest (Rupees)	717.13	717.41	717.7	717.96
Vest Percent (%)	25.00	25.00	25.00	25.00
Option Fair Value (Rupees)	717.55			

Table No. 2.84**Grants made for the year ended March 31, 2021**

Date of Grant:	31-Oct-2020	31-Oct-2021	31-Oct-2022	31-Oct-2023	31-Oct-2024
Market Price (Rupees)	238.7	238.7	238.7	238.7	238.7
Expected Life	3.50	4.50	5.51	6.51	6.51
Volatility (%)	53.09	51.74	53.26	54.76	54.76
Riskfree Rate (%)	4.82	5.17	5.45	5.69	5.69
Exercise Price (Rupees)	5.00	5.00	5.00	5.00	5.00
Dividend yield (%)	-	-	-	-	-
Fair Value per vest (Rupees)	234.48	234.74	235.00	235.26	235.26
Vest Percent (%)	25.00	25.00	25.00	25.00	25.00
Option Fair Value (Rupees)	234.87				

Table No. 2.85

Type 4 - Date of Grant: 02/Feb/2021	02-Feb-2022	02-Feb-2023	02-Feb-2024	02-Feb-2025	02-Feb-2026
Market Price (Rupees)	344.95	344.95	344.95	344.95	344.95
Expected Life	3.50	4.50	5.51	6.51	7.51
Volatility (%)	52.22	51.1	52.22	53.66	53.66
Riskfree Rate (%)	5.08	5.43	5.72	5.95	6.15
Exercise Price (Rupees)	5.00	5.00	5.00	5.00	5.00
Dividend yield (%)	-	-	-	-	-
Fair Value per vest (Rupees)	340.76	341.03	341.3	341.56	341.81
Vest Percent (%)	20.00	20.00	20.00	20.00	20.00
Option Fair Value (Rupees)	341.29				

Table No. 2.86

Type 3 - Date of Grant: 02/Feb/2021	02-Feb-2022	02-Feb-2023	02-Feb-2024	02-Feb-2025
Market Price (Rupees)	344.95	344.95	344.95	344.95
Expected Life	3.50	4.50	5.51	6.51
Volatility (%)	52.22	51.1	52.22	53.66
Riskfree Rate (%)	5.08	5.43	5.72	5.95
Exercise Price (Rupees)	5.00	5.00	5.00	5.00
Dividend yield (%)	-	-	-	-
Fair Value per vest (Rupees)	340.76	341.03	341.3	341.56
Vest Percent (%)	20.00	25.00	25.00	25.00
Option Fair Value (Rupees)	341.16			

Table No. 2.87

ISOP 2015 - SWARNAM 101

Type 1 - Date of Grant: 02/Feb/2021	02-Feb-2022	02-Feb-2023	02-Feb-2024	02-Feb-2025	02-Feb-2026
Market Price (Rupees)	344.95	344.95	344.95	344.95	344.95
Expected Life	3.50	4.50	5.51	6.51	7.51
Volatility (%)	52.22	51.1	52.22	53.66	53.66
Riskfree Rate (%)	5.08	5.43	5.72	5.95	6.15
Exercise Price (Rupees)	344.95	344.95	344.95	344.95	344.95
Dividend yield (%)	-	-	-	-	-
Fair Value per vest (Rupees)	148.65	167.05	187.80	206.91	221.03
Vest Percent (%)	10.00	15.00	20.00	25.00	30.00
Option Fair Value (Rupees)	195.52				

Table No. 2.88

Type 2 - Date of Grant: 02/Feb/2021	02-Feb-2022	02-Feb-2023	02-Feb-2024	02-Feb-2025
Market Price (Rupees)	344.95	344.95	344.95	344.95
Expected Life	3.50	4.50	5.51	6.51
Volatility (%)	52.22	51.10	52.22	53.66
Riskfree Rate (%)	5.08	5.43	5.72	5.95
Exercise Price (Rupees)	344.95	344.95	344.95	344.95
Dividend yield (%)	-	-	-	-
Fair Value per vest (Rupees)	148.65	167.05	187.80	206.91
Vest Percent (%)	25.00	25.00	25.00	25.00
Option Fair Value (Rupees)	177.6			

Table No. 2.89

The expected life of stock is based on historical data and current expectation and is not necessarily indicative of exercise patterns that may occur. The expected volatility reflects the assumption that the historical volatility over a period similar to the life of the options is indicative of future trends, which may also not necessarily be the actual outcome.

Intellect Stock option Plan 2016

The Shareholders of the Group in the Extraordinary General Meeting held on May 03, 2016 approved Intellect Stock Option Plan 2016. The 2016 plan provides for issuance of 4,000,000 options convertible into equivalent number of equity shares of Rs 5/- each to employees but shall exclude independent directors, an employee belonging to the promoter group or a director holding more than 10% of the share capital. The

tenure of the Scheme is for 12 years from the date of coming into effect and shall be extended by a period of not more than 5 years as the Board of Directors may decide. The Nomination Remuneration and Compensation Committee and the board has decided to amend the Scheme to include Restricted Stock Units (RSU's) to facilitate grant of fresh RSU's in lieu of options voluntarily surrendered as well as for future grants. The Group in its shareholding meeting held on August 21, 2020 have approved the modification the scheme, to include Restrictive stock options in addition to existing options part of scheme. A summary of the status of the options granted under 2016 plan at March 31, 2021 is presented as below:

Grant price

	Swarnam 101	Swarnam 201	Swarnam 301	Swarnam 401	Swarnam 501
Market price upto Rs. 49	Market price	Market price	Market price	Market price	Market price
Market price between Rs. 49 - Rs. 140	10% discount on market price. (Subject to being Not lower than Rs. 49)	20% discount on market price. (Subject to being Not lower than Rs. 49)	50% discount on market price. (Subject to being Not lower than Rs. 49)	25% discount on market price. (Subject to being Not lower than Rs. 49)	Upto 50% discount on market price. (Subject to being Not lower than Rs. 49)
Market price greater than Rs.140	15% discount on market price	30% discount on market price	50% discount on market price	25% discount on market price (Subject to being not lower than Rs. 49)	Upto 50% discount on market price. (Subject to being not lower than Rs. 49)

Table No. 2.90

Grant price of options (RSU's) under Swarnam 601 shall be Rs.5/- per option. The market price, in accordance with the Securities and Exchange Board of India (Share based employee benefits) Regulations 2014 as amended from time to time, shall be the latest available closing price prior to the date of the meeting of the Board of Directors in which options are granted, on the stock exchange on which the shares of the Group are listed. If the Shares are listed on more than one stock exchange then the stock exchange where there is highest trading volume on the said date shall be considered. The options shall be valued using the fair value model.

Service conditions

The option vests over a period of 3-5 years from the date of grant in a graded manner, subject to fulfillment of vesting conditions as follows:

Particulars	Swarnam 201 - 501	Swarnam 101
Service conditions		
At the end of year 1	33%	10.00%
At the end of year 2	33%	15.00%
At the end of year 3	34%	20.00%
At the end of year 4	-	25.00%
At the end of year 5	-	30.00%

Table No. 2.91

The vesting schedule for Swarnam 601 shall be decided by Nomination Remuneration and Compensation Committee subject to a maximum vesting period of 5 years.

Performance Conditions

Performance rating	20% of the options granted for each year shall be subject to meeting of minimum specified annual performance rating.
Company's target EPS growth	Accelerated vesting of 5%/10% each year, based on Company achieving specified target EPS growth

Table No. 2.92

The fair value of options was estimated at the date of grant using the Black Scholes Model with the following assumptions:

March 31, 2022

Particulars	Number of Shares	Weighted Average Exercise Price (Rs.)
Outstanding at the beginning of the year	424,450	145.30
Granted during the year	5,000	643.32
Exercised during the year	(66,750)	112.39
Forfeited during the year	(5,650)	522.79
Expired during the year	(6,100)	173.91
Outstanding at the end of the year	350,950	155.39
Exercisable at the end of the year	158,350	134.87

Table No. 2.93

Particulars	March 31, 2022
Range of exercise price (Rs.)	83.09 to 643.32
Weighted average remaining contractual life (in years)	5.26
Weighted average fair value of options granted	469.20
Weighted average market price of shares on the date of exercise (Rs.)	736.75

Table No. 2.94

Particulars	Number of Shares	Weighted Average Exercise Price (Rs.)
Outstanding at the beginning of the year	3,664,250	149.38
Granted during the year	-	-
Exercised during the year	(129,700)	94.67
Forfeited during the year	(351,300)	170.57
Expired during the year	(85,800)	136.97
Surrender during the year	(2,673,000)	151.36
Outstanding at the end of the year	424,450	145.30
Exercisable at the end of the year	131,950	125.77

Table No. 2.95

Particulars	March 31, 2021
Range of exercise price (Rs.)	83.09 to 225.34
Weighted average remaining contractual life (in years)	5.99
Weighted average fair value of options granted	-
Weighted average market price of shares on the date of exercise (Rs.)	253.24

Table No. 2.96

Granted for the year ended March 31, 2021

Date of Grant:	12-May-2022	12-May-2023	12-May-2024	12-May-2025	12-May-2026
12/May/2021					
Market Price (Rupees)	756.85	756.85	756.85	756.85	756.85
Expected Life	3.50	4.51	5.51	6.51	7.51
Volatility (%)	55.56	54.48	53.51	55.54	55.54
Riskfree Rate (%)	5.17	5.52	5.80	6.04	6.23
Exercise Price (Rupees)	643.32	643.32	643.32	643.32	643.32
Dividend yield (%)	-	-	-	-	-
Fair Value per vest (Rupees)	379.16	417.76	450.34	491.10	519.25
Vest Percent (%)	10.00	15.00	20.00	25.00	30.00
Option Fair Value (Rupees)	469.20				

Table No. 2.97

Granted for the year ended March 31, 2021

No grants were made during FY 2020-21 under this scheme

Intellect Incentive Plan Scheme 2018

The Shareholders of the Group in the Annual General Meeting held on August 23, 2018 approved Intellect Incentive Plan Scheme 2018. The 2018 plan provides for issuance of 62,50,000 options through Restrictive Stock Units (RSU's) 2018 and ISOP 2018 in total convertible into equivalent number of equity shares of Rs. 5/- each to employees but shall exclude independent directors, an employee belonging to the promoter group or a director holding more than 10% of the share capital. The tenure of the scheme for RSU 2018 it shall continue to be in force until (i) its termination by the Company as per provisions of Applicable Laws, or (ii) the date on which all of the Restricted Stock Units available for issuance under the RSU 2018 / Stock Options 2018 have been issued and exercised, whichever is earlier and for ISOP 2018 is 12 years from the date of the Scheme coming to force. The scheme shall be extended by a period of not more than 5 years as the Board of Directors may decide. Nomination and remuneration committee (NRCC) in its meeting held of June 15, 2020 has decided to make the total options fungible between RSU and ISOP 2018. A summary of the status of the options granted under Intellect Incentive Plan scheme 2018 at March 31, 2022 is presented below:-

RSU 2018

Particulars	March 31, 2022	
	Number of Shares	Weighted Average Exercise Price (Rs.)
Outstanding at the beginning of the year	5,988,187	5.00
Granted during the year (including ESOP issued in lieu of surrendered options)	464,500	5.00
Exercised during the year	(772,089)	5.00
Forfeited during the year	(360,000)	5.00
Expired during the year	(8,875)	-

Outstanding at the end of the year	5,311,723	5.00
Exercisable at the end of the year	803,763	5.00

Table No. 2.98

Particulars	March 31, 2022
Range of exercise price (Rs.)	5.00
Weighted average remaining contractual life (in years)	5.98
Weighted average fair value of options granted	207.00
Weighted average market price of shares on the date of exercise (Rs.)	-

Table No. 2.99

Service conditions

Particulars	Type 1	Type 2
Service conditions		
At the end of year 1	100%	33.00%
At the end of year 2	-	33.00%
At the end of year 3	-	34.00%

Table No. 2.100

The fair value of options was estimated at the date of grant using the Black Scholes Model with the following assumptions:

RSU 2018

Particulars	March 31, 2021	
	Number of Shares	Weighted Average Exercise Price (Rs.)
Outstanding at the beginning of the year	235,638	5.00
Granted during the year	6,598,550	5.00
Exercised during the year	(37,101)	5.00
Forfeited during the year	(808,900)	5.00
Expired during the year	-	-
Outstanding at the end of the year	5,988,187	5.00
Exercisable at the end of the year	126,109	5.00

Table No. 2.101

Particulars	March 31, 2021
Range of exercise price (Rs.)	5.00
Weighted average remaining contractual life (in years)	5.98
Weighted average fair value of options granted	98.87
Weighted average market price of shares on the date of exercise (Rs.)	272.57

Table No. 2.102

Service conditions

Particulars	Type 1	Type 2
Service conditions		
At the end of year 1	100%	33.00%
At the end of year 2	-	33.00%
At the end of year 3	-	34.00%

Table No. 2.103

The fair value of options was estimated at the date of grant using the Black Scholes Model with the following assumptions:

Granted for the year ended March 31, 2022**RSU 2018**

Type 4 - Date of Grant -	12-May-2022	12-May-2023	12-May-2024	12-May-2025
12/May/2021				
Market Price (Rupees)	756.85	756.85	756.85	756.85
Expected Life	3.50	4.51	5.51	6.51
Volatility (%)	55.56	54.48	53.51	55.54
Riskfree Rate (%)	5.17	5.52	5.80	6.04
Exercise Price (Rupees)	5	5	5	5
Dividend yield (%)	-	-	-	-
Fair Value per vest (Rupees)	752.68	752.95	753.22	753.48
Vest Percent (%)	25.00	25.00	25.00	25.00
Option Fair Value (Rupees)	753.08			

Table No. 2.104

Date of Grant -	29-Oct-2022	29-Oct-2023	29-Oct-2024	29-Oct-2025
29/Oct/2021				
Market Price (Rupees)	659.65	659.65	659.65	659.65
Expected Life	3.5	4.51	5.51	6.51
Volatility (%)	55.02	53.68	52.31	53.5
Riskfree Rate (%)	5.22	5.6	5.91	6.17
Exercise Price (Rupees)	5	5	5	5
Dividend yield (%)	-	-	-	-

Fair Value per vest (Rupees)	655.48	655.77	656.04	656.3
Vest Percent (%)	25.00	25.00	25.00	25.00
Option Fair Value (Rupees)	655.9			

Table No. 2.105

Date of Grant: 27-Jan-2022	27-Jan-2023	27-Jan-2024	27-Jan-2025	27-Jan-2026
Market Price (Rupees)	721.25	721.25	721.25	721.25
Expected Life	3.5	4.51	5.51	6.51
Volatility (%)	54.91	53.42	52.94	53.93
Riskfree Rate (%)	5.51	5.88	6.19	6.44
Exercise Price (Rupees)	5	5	5	5
Dividend yield (%)	-	-	-	-
Fair Value per vest (Rupees)	717.13	717.41	717.7	717.96
Vest Percent (%)	25.00	25.00	25.00	25.00
Option Fair Value (Rupees)	717.55			

Table No. 2.106

Granted for the year ended March 31, 2021
RSU 2018

Type 3 - Date of Grant - 29-May/2020	29-May-2021	29-May-2022	29-May-2023	29-May-2024
Market Price (Rupees)	67.7	67.7	67.70	67.70
Expected Life	3.5	4.5	5.51	6.51
Volatility (%)	52.25	51.62	54.63	54.63
Riskfree Rate (%)	5.02	5.37	5.65	5.86
Exercise Price (Rupees)	5	5	5	5
Dividend yield (%)	-	-	-	-
Fair Value per vest (Rupees)	63.52	63.8	64.10	64.39
Vest Percent (%)	25.00	25.00	25.00	25.00
Option Fair Value (Rupees)	63.95			

Table No. 2.107

Type 3 - Date of Grant - 09/Jun/2020	09-Jun-2021	09-Jun-2022	09-Jun-2023	09-Jun-2024
Market Price (Rupees)	92.8	92.8	92.80	92.80
Expected Life	3.5	4.5	5.51	6.51
Volatility (%)	52.09	52	54.94	54.94
Riskfree Rate (%)	5.02	5.38	5.65	5.87
Exercise Price (Rupees)	5	5	5	5
Dividend yield (%)	-	-	-	-
Fair Value per vest (Rupees)	88.61	88.89	89.18	89.45
Vest Percent (%)	25.00	25.00	25.00	25.00
Option Fair Value (Rupees)	89.03			

Table No. 2.108

Type 3 - Date of Grant - 17/Jun/2020	17-Jun-2021	17-Jun-2022	17-Jun-2023	17-Jun-2024
Market Price (Rupees)	96.4	96.4	96.40	96.40
Expected Life	3.5	4.5	5.51	6.51
Volatility (%)	52.48	52.36	55.14	55.14
Riskfree Rate (%)	5.01	5.38	5.66	5.89
Exercise Price (Rupees)	5	5	5	5
Dividend yield (%)	-	-	-	-
Fair Value per vest (Rupees)	92.21	92.49	92.78	93.05
Vest Percent (%)	25.00	25.00	25.00	25.00
Option Fair Value (Rupees)	92.63			

Table No. 2.109

Type 3 - Date of Grant - 05/Aug/2020	05-Aug-2021	05-Aug-2022	05-Aug-2023	05-Aug-2024
Market Price (Rupees)	160.9	160.9	160.90	160.90
Expected Life	3.5	4.5	5.51	6.51
Volatility (%)	53.01	52.22	53.96	55.22
Riskfree Rate (%)	4.83	5.17	5.45	5.68
Exercise Price (Rupees)	5	5	5	5
Dividend yield (%)	-	-	-	-
Fair Value per vest (Rupees)	156.68	156.94	157.21	157.47
Vest Percent (%)	25.00	25.00	25.00	25.00
Option Fair Value (Rupees)	157.08			

Table No. 2.110

Type 3 - Date of Grant - 05/Aug/2020	05-Aug-2021	05-Aug-2022	05-Aug-2023	05-Aug-2024
Market Price (Rupees)	160.9	160.9	160.90	160.90
Expected Life	3.5	4.5	5.51	6.51
Volatility (%)	53.01	52.22	53.96	55.22
Riskfree Rate (%)	4.83	5.17	5.45	5.68
Exercise Price (Rupees)	5	5	5	5
Dividend yield (%)	-	-	-	-
Fair Value per vest (Rupees)	156.68	156.94	157.21	157.47
Vest Percent (%)	25.00	25.00	25.00	25.00
Option Fair Value (Rupees)	157.08			

Table No. 2.110

ISOP 2018

Particulars	March 31, 2021	
	Number of Shares	Weighted Average Exercise Price (Rs.)
Outstanding at the beginning of the year	595,000	173.95
Granted during the year	-	-
Exercised during the year	-	-
Forfeited during the year	-	-
Surrender	(595,000)	173.95
Expired during the year	-	-
Outstanding at the end of the year	-	-
Exercisable at the end of the year	-	-

Table No. 2.111

Particulars	March 31, 2021
Range of exercise price (Rs.)	-
Weighted average remaining contractual life (in years)	-
Weighted average fair value of options granted	-
Weighted average market price of shares on the date of exercise (Rs.)	-

Table No. 2.112

Grant price	Swarnam 101	Swarnam 201	Swarnam 301	Swarnam 401	Swarnam 501
Market price upto Rs. 49	Market price	Market price	Market price	Market price	Market price
Market price between Rs. 49 - Rs. 140	10% discount on market price. (Subject to being Not lower than Rs 49)	20% discount on market price. (Subject to being Not lower than Rs 49)	50% discount on market price. (Subject to being Not lower than Rs 49)	25% discount on market price. (Subject to being Not lower than Rs 49)	Upto 50% discount on market price. (Subject to being Not lower than Rs 49)
Market price greater than Rs.140	15% discount on market price	30% discount on market price	50% discount on market price	25% discount on market price (Subject to being not lower than Rs. 49)	Upto 50% discount on market price. (Subject to being not lower than Rs. 49)

The market price, in accordance with the Securities and Exchange Board of India (Share based employee benefits) Regulations 2014 as amended from time to time, shall be the latest available closing price prior to the date of the meeting of the Board of Directors in which options are granted, on the stock exchange on which the shares of the Company are listed. If the Shares are listed on more than one stock exchange then the stock exchange where there is highest trading volume on the said date shall be considered. The options shall be valued using the fair value model.

Service conditions

Particulars	Swarnam 101	Swarnam 201- 501
Service conditions		
At the end of year 1	10%	-
At the end of year 2	15%	-
At the end of year 3	20%	33%
At the end of year 4	25%	33%
At the end of year 5	30%	34%

Performance Conditions

Performance rating	20% of the options granted for each year shall be subject to meeting of minimum specified annual performance rating.
Company's target EPS growth	Accelerated vesting of 5%/10% each year, based on Company achieving specified target EPS growth

Table No. 2.113

33 GRATUITY

The Group has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service. A trust by name "Intellect Design Group gratuity trust" has been constituted by Intellect Design Arena Limited to administer the gratuity fund.

Particulars	In Rs. Millions	
	Year ended March 31,	
	2022	2021
Obligations at the beginning of the year	439.50	370.46
Current service cost	57.42	57.79
Interest cost	28.74	24.58
Benefits paid	(53.02)	(23.46)
Actuarial (gains) / losses	(16.87)	10.13
Obligations at the end of the year	455.77	439.50
Change in plan assets		
Plan assets at period beginning, at fair value	163.39	147.93
Expected Return on plan assets	9.54	8.74
Contributions	0.04	30.00
Actuarial gains / (losses)	(0.76)	(0.18)
Benefits paid	(52.72)	(23.10)
Plan assets at period end, at fair value	119.49	163.39
Actual Return on Plan Assets	8.78	8.57
Reconciliation of present value of the obligation and the fair value of plan assets		
Fair value of plan assets at the end of the year	119.49	163.39
Present value of defined benefit obligations at the end of the year	455.77	439.50
Asset / (Liability) recognised in the balance sheet	(336.28)	(276.11)
a) Non-Current portion	-	-
b) Current portion	(336.28)	(276.11)
Amount recognised in the statement of Profit and Loss under employee benefit expense:		
Service Cost	57.42	57.79
Benefits paid directly by the Company	(0.35)	(0.36)
Net interest on the net defined liability/asset	19.20	15.84
	76.27	73.27
Amount recognised in the statement of Other Comprehensive Income		
(Gain)/Loss from change in demographic assumptions	(45.46)	63.49
(Gain)/Loss from change in financial assumptions	11.77	(1.51)
Actuarial (Gain)/Loss due to Experience	16.83	(51.84)
(Return)/Loss on Plan Assets (greater)/less than discount rate	0.76	0.18
	(16.10)	10.32
Defined Benefit Obligation	455.77	439.50
Fair Value of Plan Assets	119.49	163.39
Surplus / (deficit)	(336.28)	(276.11)
Experience adjustments on plan liabilities	(16.87)	10.13
Experience adjustments on plan assets	(0.76)	(0.18)
Actual return on plan assets	8.78	8.57
Actuarial Assumptions		
Discount rate	6.96%	6.27%
Expected return on plan assets	3.48%	6.27%
Salary growth rate	10.50%	9.00%
Attrition rate	35.20%	18.20%
Amounts recognised in current year and previous years		
Gratuity		
Defined benefit obligation	455.77	439.50
Plan asset	119.49	163.39
	(336.28)	(276.11)
Experience Adjustment on Plan Liabilities (Gain) / Loss	(16.87)	10.13
Experience Adjustment on Plan Assets Gain / (Loss)	0.76	0.18

Table No. 2.114

Estimated amount of contribution to the fund during the Year Ended March 31, 2022, as estimated by management is INR. 336 million (March 31, 2021 - Rs. 276 million)

Notes

- (a) The estimates of future salary increases, considered in actuarial valuation, takes into account, inflation, seniority, promotions and other relevant factors, such as demand and supply in the employment market
- (b) Discount rate is based on the prevailing market yields of Indian Government Bonds as at the Balance Sheet date for the estimated term of the obligation
- (c) The Composition of Plan assets which is funded with ICICI Prudential Life Insurance & Kotak Mahindra Life Insurance Ltd.

Major categories of plan assets (managed by Insurers) as a percentage of fair value of total plan assets	March 31, 2022	March 31, 2021
Assets under insurance schemes	100%	100%

The average duration of the defined benefit plan obligation at the end of the reporting period is 6.34 years (31 March 2021 - 6.34 years)

A quantitative sensitive analysis of the assumption as at March 31, 2022

Assumptions	Discount Rate		Salary Escalation Rate	
	Increase	Decrease	Increase	Decrease
Sensitivity level	1%	1%	1%	1%
Activity	Increase	Decrease	Increase	Decrease
Defined benefit obligation	426.24	489.08	477.20	434.17

Table No. 2.115

Assumptions	Attrition rate		Mortality rate	
	Increase	Decrease	Increase	Decrease
Sensitivity level	1%	1%	10%	10%
Activity	Increase	Decrease	Increase	Decrease
Defined benefit obligation	450.42	461.53	455.53	

Table No. 2.116

A quantitative sensitive analysis of the assumption as at March 31, 2021

Assumptions	Discount Rate		Salary Escalation Rate	
	Increase	Decrease	Increase	Decrease
Sensitivity level	1%	1%	1%	1%
Activity	Increase	Decrease	Increase	Decrease
Defined benefit obligation	401.95	482.96	474.30	407.02

Table No. 2.117

Assumptions	Attrition rate		Mortality rate	
	Increase	Decrease	Increase	Decrease
Sensitivity level	1%	1%	10%	10%
Activity	Increase	Decrease	Increase	Decrease
Defined benefit obligation	431.66	448.15	439.18	

Table No. 2.118

Maturity Profile of defined benefit obligation	Particulars		Discounted values / Present value	
			31-Mar-22	31-Mar-21
Within next 12 months (next annual reporting period)		61.61	35.16	
Between 2 and 5 years		125.42	92.86	
Between 6 and 10 years		92.40	80.22	
More than 10 years		176.34	231.26	
Total		455.77	439.50	

Table No. 2.119

34 RELATED PARTY TRANSACTIONS

List of related parties

(a) Associates

- NMS Works Software Private Limited, India ('NMS')
- Adrenalin eSystems Limited, India ('Adrenalin eSystems')

(b) Enterprises that directly or indirectly through one or more intermediaries, over which Key Management Personnel is able to exercise significant influence, "Others"

- Polaris Banyan Holding Private Ltd, India ('Polaris Banyan')
- Maveric Systems Limited
- School Of Design Thinking Private Limited
- Intellect Design Group gratuity trust

© Key managerial person (KMP)

- Mr. Arun Jain, Chairman & Managing Director
- Mr. Venkateswarlu Saranu, Chief Financial Officer
- Mr. Naresh VV, Company Secretary
- Mr. Anil Kumar Verma, Whole time director
- Mr. Arun Shekhar Aran, Independent Director and Audit Committee Chairman
- Mr. Abhay Anant Gupte, Independent Director
- Mrs. Vijaya Sampath, Independent Director
- Mr. Andrew Ralph England, Director

Particulars	In Rs. Millions	
	Others	
	April 1, 2021 to March 31, 2022	April 1, 2020 to March 31, 2021
TRANSACTIONS DURING THE YEAR		
Rental expenses		
Polaris Banyan Holding Limited	4.93	3.65
Rental income		
School of Design Thinking Private Limited	0.10	0.10
Software development expenses		
Maveric Systems Limited	-	0.46
Contributions		
Intellect Design Group gratuity trust	0.04	30.00

Particulars	Key Management Personnel	
	April 1, 2021 to March 31, 2022	April 1, 2020 to March 31, 2021
Remuneration to Key Managerial Personnel*		
Remuneration	42.49	36.30
Other Benefits	20.87	9.46
Sitting fees paid to Directors	3.75	4.85
	67.11	50.61

* The remuneration to the key management personnel does not include the provisions made for gratuity and leave benefits, as they are determined on an actuarial basis for the group as a whole and cost accrued for share based payments options provided to KMP.

Particulars	Associates & Joint venture	
	April 1, 2021 to March 31, 2022	April 1, 2020 to March 31, 2021
Software development expenses		
Adrenalin eSystems	3.86	4.31
Reimbursement of expenses to the Group		
Adrenalin eSystems	19.02	14.74

Particulars	Others	
	March 31, 2022	March 31, 2021
BALANCE DUE FROM/TO RELATED PARTIES		
Security Deposit for Rental Premises		
Polaris Banyan Holding Limited	2.94	2.94
Trade Payables		
Polaris Banyan Holding Limited	-	0.45

Particulars	Associates & Joint venture	
	March 31, 2022	March 31, 2021
Trade Payables		
Adrenalin eSystems	0.19	-
Short Term Loans and Advances		
Adrenalin eSystems	49.77	45.66
Remuneration Payable		
Remuneration & Other Benefits	12.25	16.37

Table No. 2.120

Terms and conditions of transactions with related parties

The sales to and purchases from related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables. For the year ended March 31, 2022 the Group has not recorded any impairment of receivables relating to amounts owed by related parties (March 31, 2021: Nil). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

35 CAPITAL COMMITMENTS AND CONTINGENT LIABILITIES

(i) Capital commitment:

Contracts yet to be executed on capital account (net of advances) Rs. 6.76 million (March 31, 2021: Rs.4.91 million).

(ii) Other Commitment:

Bank guarantees in the nature of Financial guarantees (backed up by Fixed deposits) as at March 31, 2022 amounting to Rs.470.73 million (March 31, 2021 : Rs 530.94 millions)

(iii) Claims against the Group, not acknowledged as debt includes:

a) Future cash outflows in respect of matters considered disputed are determinable only on receipt of judgments / decisions pending at various forums/authorities. The management does not expect these claims to succeed and accordingly, no provision for the contingent liability has been recognized in the financial statements.

The Group's pending litigations comprise of proceedings pending with tax authorities. The Group has reviewed all the proceedings and has adequately provided for where provisions are required and disclosed contingent liabilities where applicable, in its financial statements. The Group does not expect the outcome of these proceedings to have a material adverse effect on the financial statements.

Particulars	In Rs. Millions	
	As at March 31, 2022	As at March 31, 2021
Demand from Indian income tax authorities	77.08	78.00
Service tax demand from Commissioner of GST & Central excise, Chennai	758.80	-
Sales Tax demand from Sales Tax Appellate Tribunal and Sales tax Officer (a deposit of Rs 0.79 million is paid against the same)	15.88	7.72

Table No. 2.121

The Group is contesting the demands raised by the respective tax authorities, and the management, based on internal assessment and per its tax advisors, believe that its position will likely be upheld in the appellate process and ultimate outcome of these proceedings will not have a material adverse effect on the Company's financial position and results of operations.

b) During the year 2017, the Group has entered into a sub contract arrangement with Ms Nextender ('Claimant') for execution of a contract. Subsequently, in February 2019, the Group has scoped out the work of Nextender to a third party service providers due to various service quality issues raised by the customer. Claimant has filed Statement of Claim with the Arbitral Tribunal India claiming specific performance of sub-contract arrangements or for an alternate compensation for material breach of terms of contract. The Group has filed its response with the Arbitral Tribunal and pending hearing. The case outstanding is in ordinary course of business. The Group does not expect these proceedings to result in liabilities that have a material effect on the Group's financial position.

c) The honorable Supreme Court of India had passed judgement on February 28, 2019 that all allowances paid to employees are to be considered for the purpose of Provident fund wages determination. There are numerous interpretative issues relating to the above judgement. As a matter of caution, the Group has made a provision on a prospective basis from the date of Supreme Court order. The Group will update its provision, on receiving further clarity on the subject.

36 GOODWILL ON CONSOLIDATION

Goodwill on consolidation represents the excess purchase consideration paid over net asset value of acquired subsidiaries on the date of such acquisition. Such Goodwill is tested for impairment annually or more frequently, if there are indications for impairment. The management does not foresee any risk of impairment on the carrying value of Goodwill as at March 31, 2022.

Goodwill on consolidation as at March 31, 2022 stood at Rs. 304.57 Million (March 31, 2021 Rs. 293.80 Million). On acquisition of Intellect Design Arena INC, USA and the details of the same are given below:

a. The group acquired the entire interest in Intellect Design Arena INC, USA, a US based insurance technology provider with effect from October 01, 2008. The excess of purchase consideration paid over the net assets of Intellect Design Arena INC, USA. to the extent of Rs. 304.57 million (March 31, 2021 Rs. 293.80 million) is recognised as Goodwill.

37 FAIR VALUE

Set out below, is a comparison by class of the carrying amounts and fair value of the Group's financial instruments, other than those with carrying amounts that are reasonable approximations of fair values. The management assessed that the cash and cash equivalents, trade receivables, trade payables, fixed deposits, bank overdrafts and other payables approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The method and assumptions used to estimate the fair values is the fair values of financial instruments traded in active markets are based on quoted market prices at the balance sheet date.

Particulars	In Rs. Millions			
	Carrying value		Fair value	
	31-Mar-22	31-Mar-21	31-Mar-22	31-Mar-21
Financial assets				
Investments in Mutual Funds (Refer note 10(a))	3,638.31	962.90	3,638.31	962.90
Investment Property	19.67	-	233.00	-
Financial Liability				
Derivative Financial Instruments - Foreign exchange forward contracts receivable / (payable)				
- Current Refer Note 10(f)	202.00	109.99	202.00	109.99
- Non current Refer Note 6(d)	138.28	75.52	138.28	75.52

Table No. 2.122

38 FAIR VALUE HIERARCHY

Quantitative disclosures fair value measurement hierarchy for assets as at March 31, 2022 & March 31, 2021

Particulars	Date of valuation	In Rs. Millions		
		Fair value measurement using		
		Level 1	Level 2	Level 3
Assets measured at fair value:				
Investment in Quoted Mutual Funds & Bonds	March 31, 2022	3,638.31	-	-
	March 31, 2021	962.90	-	-
Derivative financial instruments - Forward Contracts	March 31, 2022	-	340.28	-
	March 31, 2021	-	185.51	-
Assets for which fair value is disclosed:				
Investment property	March 31, 2022	-	233.00	-
	March 31, 2021	-	-	-

Table No. 2.123

Level 1 - Quoted price (unadjusted) in active markets for identical assets or liabilities
 Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices)
 Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs)
 There has been no transfer between level 1 and level 2 during the year ended March 31, 2022 and March 31, 2021.

39 HEDGING OF FOREIGN CURRENCY EXPOSURES

The Group uses foreign currency forward contracts to hedge its risks associated with foreign currency fluctuations relating to forecasted transactions. The Group does not use forward contracts for speculative purposes. The following are the outstanding Forward Exchange Contracts entered into by the Group as at year ends including forward cover taken for forecasted revenue receivable transactions:

Particulars	In Rs. Millions			
	March 31, 2022		March 31, 2021	
	Assets	Liabilities	Assets	Liabilities
Derivative Financial Instruments - Foreign exchange forward contracts	340.28	-	185.51	-
Total	340.28	-	185.51	-

Table No. 2.124

March 31, 2022

Foreign Exchange risk on Cash flow hedge	Nominal value of Hedging Instruments (In INR Millions)		Carrying value of Hedging Instruments (In INR Millions)		Maturity date
	Asset	Liability	Asset	Liability	
	Foreign Currency forward contracts	340.28	-	37,995.49	

Table No. 2.125

Hedge ratio	Weighted Average Rate	Changes in Fair value in Hedging instruments (in Millions INR)	Changes in value of Hedged Item used as basis for recognizing hedge effectiveness (in Millions INR)
1:1	1 USD =82.27 INR	154.78	(154.78)

Table No. 2.126

Cash Flow Hedge	Change in value of Hedging instrument recognized in Other comprehensive Income	Hedge Ineffectiveness recognized in Profit & Loss	Amount reclassified from Cash flow hedge reserve to Profit and Loss	Line item affected in Statement of Profit and loss because of reclassification
Foreign Exchange Risk	154.78	Nil	(217.11)	Revenue

Table No. 2.127

March 31, 2021

Foreign Exchange risk on Cash flow hedge	Nominal value of Hedging Instruments (In INR Millions)		Carrying value of Hedging Instruments (In INR Millions)		Maturity date
	Asset	Liability	Asset	Liability	
	Foreign Currency forward contracts	185.51	-	7,421.32	

Table No. 2.128

Hedge ratio	Weighted Average Rate	Changes in Fair value in Hedging instruments (in Millions INR)	Changes in value of Hedged Item used as basis for recognizing hedge effectiveness (in Millions INR)
1:1	1 USD =79.98 INR 1 GBP = 1.34 USD	527.45	(527.45)

Table No. 2.129

Cash Flow Hedge	Change in value of Hedging instrument recognized in Other comprehensive Income	Hedge Ineffectiveness recognized in Profit & Loss	Amount reclassified from Cash flow hedge reserve to Profit and Loss	Line item affected in Statement of Profit and loss because of reclassification
Foreign Exchange Risk	527.45	Nil	(16.99)	Revenue

Table No. 2.130

40 RESEARCH AND DEVELOPMENT EXPENDITURE

The Group continues its significant investments in Research and Development efforts towards research, technology, engineering and new product development. The Group follows a policy of capitalising new product development, which meets the criteria of Ind AS 38 Intangible assets and has accordingly recognised such cost as Internally generated Intangible asset under 'Intangible assets under development' (Note 4(b)) and Intangible asset (Note 5). During the current year ended March 31, 2022 the Group has incurred a revenue expenditure of Rs. 1,187 millions (March 31, 2021 - Rs. 933 million) which has been debited to the Income statement and Capital expenditure as per table below:

We hereby furnishing the details of expenses under the respective Head of accounts which are recognised as Capital Work in Progress.

Particulars	In Rs. Millions	
	March 31, 2022	March 31, 2021
Salaries, wages and bonus	836.84	859.91
Cost of license	23.20	16.50
Other Direct overheads	285.05	243.98
Total	1,145.09	1,120.39

Table No. 2.131

41 LEASES

The Group has lease contracts for Land and Building used for the purpose of office space at different location. Leases of such assets generally have lease terms between 1 and 5 years. The Group's obligations under its leases are secured by the lessor's title to the leased assets. Generally, the Group is restricted from assigning and subleasing the leased assets. There are several lease contracts that include extension and termination options and variable lease payments, which are further discussed below.

Before the adoption of Ind AS 116, the Group classified each of its leases (as lessee) at the inception date as either a finance lease or an operating lease. Upon adoption of Ind AS 116, the Group applied a single recognition and measurement approach for all leases except for short-term leases on Plant and Machinery and leases of low-value assets on office equipments. The standard provides specific transition requirements and practical expedients, which have been applied by the Group

Set out below are the carrying amounts of right-of-use assets recognised and the movements during the year:

Particulars	In Rs. Millions	
	March 31, 2022	March 31, 2021
Opening Balance	357.48	494.00
Additions	24.07	58.65
Deletions	-	(21.09)
Translation difference	3.96	0.85
Depreciation expense	(156.08)	(174.93)
As at March 31, 2022	229.43	357.48

Set out below are the carrying amounts of lease liabilities included under financial liabilities and the movements during the year:

Particulars	In Rs. Millions	
	March 31, 2022	March 31, 2021
Opening Balance	314.64	435.98
Add: Translation difference	0.63	9.81
Add: Additions / (Deletions) during the year	24.07	57.93
Add / Less: Accretion of interest	18.58	24.15
Less: Payments during the year	(162.13)	(213.23)
As at March 31, 2022	195.79	314.64
Current	122.63	132.21
Non Current	73.16	182.43

Maturity Analysis of Lease Liability

Year Ended	In Rs. Millions	
	Less than 1 Year	1 - 5 Years
31-Mar-2022	130.46	76.51
31-Mar-2021	120.21	210.65

Table No. 2.132

The effective interest rate for lease liabilities is 7.91-9.08%, with maturity between 2019-2024.

The following are the amounts recognised in profit or loss:

Particulars	In Rs. Millions	
	March 31, 2022	March 31, 2021
Depreciation expense of right-of-use assets	156.08	174.93
Interest expense on lease liabilities	18.58	24.15
Expense relating to short-term leases (included in other expenses)	4.26	(8.30)
Total	178.92	190.78

Table No. 2.133

The Group had total cash outflows for leases of Rs. 162.13 million in March 31, 2022 (March 31, 2021: Rs. 213.23 million). The Group also had non-cash additions to right-of-use assets and lease liabilities of Rs. 24.07 million during the year (March 31, 2021: Rs.57.93 million). There are no future cash outflows relating to leases that have not yet commenced.

The Group has several lease contracts that include extension and termination options. These options are negotiated by management to provide flexibility in managing the leased-asset portfolio and align with the Group's business needs. Management exercises significant judgement in determining whether these extension and termination options are reasonably certain to be exercised. The management does not expect undiscounted potential future rental payments due to extension options expected not to be exercised and termination options expected to be exercised.

There are no potential future rental payments relating to periods following the exercise date of extension and termination options that are not included in the lease term.

42 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's principal financial liabilities comprise of short tenured borrowings, trade and other payables and financial guarantee contracts. Most of these liabilities relate to financing Group's working capital cycle. The Group has trade and other receivables, loans and advances that arise directly from its operations. The Group also enters into hedging transactions to cover foreign exchange exposure risk.

The Group is accordingly exposed to market risk, credit risk and liquidity risk. The Group's senior management oversees management of these risks. The senior professionals working to manage the financial risks and the appropriate financial risk governance framework for the Group are accountable to the Board of Directors, Risk Committee and the Audit Committee. This process provides assurance that the Group's financial risk-taking activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with Group's policies and overall risk appetite. All foreign currency hedging activities for risk management purposes are carried out a team that have the appropriate skills, experience and supervision. In addition, independent views from bankers and currency market experts are obtained periodically to validate risk mitigation decisions. It is the Group's policy that no trading in derivatives for speculative purposes shall be undertaken.

The Risk Committee and the Audit Committee review and agree policies for managing each of these risks which are summarised below:

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include deposits, FVTPL investments and derivative financial instruments.

Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's operating activities (when revenue or expense is denominated in a foreign currency).

When a derivative is entered into for the purpose of being a hedge, the Group negotiates the terms of those derivatives to match the terms of the hedged exposure. For hedges of forecast transactions the derivatives cover the period of exposure from the point the cash flows of the transactions are forecasted up to the point of settlement of the resulting receivable or payable that is denominated in the foreign currency.

Foreign currency sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in exchange rates, with all other variables held constant. The impact on the Group's profit / (loss) before tax is due to changes in the fair value of monetary assets and liabilities including non-designated foreign currency derivatives. The Group's exposure to foreign currency changes for all other currencies is not material. In management's opinion, the sensitivity analysis is unrepresentative of the inherent foreign exchange risk because the exposure at the end of the reporting period does not reflect the exposure during the year.

Currency	Increase in Foreign Currency by	In Rs. Millions			
		March 31, 2022	March 31, 2021	Amount in Foreign Currency	Effect on Pre tax profit / (loss)
Amounts receivable in foreign currency					
EUR	5%	3.25	1.28	3.80	16.30
USD	5%	50.17	188.08	40.43	147.75
VND	5%	19,669.52	3.93	73,137.87	15.58
Amounts Payable in foreign currency					
USD	5%	13.92	52.74	17.72	64.79

In respect of the Group's forward derivative contracts, a 5% increase in the contract exchange rates of each of the currencies underlying such contracts would have resulted in increase in Other Comprehensive income by Rs. 769.80 million (March 31, 2021 - Rs. 371.01 million.)

Conversely, 5% depreciation in the above mentioned exchange rates on foreign currency exposures as at March 31, 2022 and March 31, 2021 would have had the same but opposite effect, again holding all other variable constant

Interest Rate Risk:

The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's long term debt obligations with floating interest rates.

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings. With all other variables held constant, the Group's profit before tax is affected through the impact on floating rate borrowings, as follows.

Particulars	Impact on pre tax profits before taxes	
	Variation in interest +0.5%	Variation in interest -0.5%
March 31, 2022	-	-
March 31, 2021	1.06	(1.06)

Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.

The allowance for ECL on customer balances for the year ended March 31, 2022 and March 31, 2021:

Particulars	In Rs. Millions	
	March 31, 2022	March 31, 2021
Balance at the beginning of the year	860.20	698.22
Impairment loss recognised / reversed	403.43	508.83
Write-off	(322.35)	(350.45)
Translation difference	0.25	3.60
Balance at the end of the year	941.53	860.20

Table No. 2.134

a. Trade Receivables & Revenue accrued not billed

Customer credit risk is managed by each business unit subject to the Group's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit rating scorecard and individual credit limits are defined in accordance with this assessment. Outstanding customer receivables are regularly monitored.

An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The calculation is based on exchange losses historical data. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Note 10(b) and 10(g). The Group does not hold collateral as security. The Group evaluates the concentration of risk with respect to trade receivables as low, as its customers (which are in the nature of reputed banking and financial institutions) are located in several jurisdictions and industries and operate in largely independent markets.

b. Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the Group's treasury department in accordance with the Group's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. Counterparty credit limits are reviewed by the Group's Board of Directors on an annual basis, and may be updated throughout the year subject to approval of the Group's Finance Committee. The limits are set to minimize the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

The Group's maximum exposure to credit risk for the components of the balance sheet at March 31, 2022 and March 31, 2021 is the carrying amount as illustrated in Notes 10.

Liquidity risk

Liquidity risk is the risk that the Group may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses.

The Group's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The Group closely monitors its liquidity position and deploys a robust cash management system. It maintains adequate sources of financing including loans, debt, and overdraft from both domestic and international banks at an optimised cost.

The table below summarises the maturity profile of the Group's financial liabilities based on contractual undiscounted payments:

Particulars	In Rs. Millions		
	As of March 31, 2022		
	Less than 1 year	More than 1 year	Total
Lease liabilities	130.46	76.51	206.97
Trade Payables	2,567.57	-	2,567.57
Other Long Term Liabilities	-	6.00	6.00
Other financial liabilities	1,329.14	-	1,329.14
Total	4,027.17	82.51	4,109.68

Table No. 2.135

Particulars	In Rs. Millions		
	As of March 31, 2021		
	Less than 1 year	More than 1 year	Total
Lease liabilities	120.21	210.65	330.86
Trade Payables	1,661.19	-	1,661.19
Other Long Term Liabilities	-	6.00	6.00
Other financial liabilities	1,007.73	-	1,007.73
Total	2,789.13	216.65	3,005.78

Table No. 2.136

As at March 31, 2022, the outstanding amount of employee benefit expenses of Rs 720.63 million (March 31, 2021 - Rs. 602 million). which have been substantially funded. Accordingly no liquidity risk perceived.

43 CAPITAL MANAGEMENT

For the purpose of the Group's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders. The primary objective of the Group's capital management is to maximise the shareholder value. The Group determines the amount of capital required on the basis of annual operating plans and long-term product and other strategic investment plans. The funding requirements are met through equity and other long-term/short-term borrowings.

The Group manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Group monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Group includes within net debt, interest bearing loans and borrowings, less cash and cash equivalents.

Particulars	In Rs. Millions	
	2022	2021
Borrowings	8.40	509.97
Less: Cash and bank balances	(1,587.47)	(1,527.45)
Net debt	(1,579.07)	(1,017.48)
Equity		
Total capital*	18,087.47	13,928.38
Capital and net debt	16,508.40	12,910.90
Gearing ratio	-10%	-8%

Table No. 2.137

* Includes Equity Share Capital & Other Equity

44 ADDITIONAL DISCLOSURE REQUIREMENT UNDER SECTION 129 OF THE COMPANIES ACT, 2013 - 31st March 2022

Name of the entity	Net Assets		Share in Profit and loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As a% of the Consolidated net assets	Amount (Rs. in Millions)	As a% of the Consolidated Profit and loss	Amount (Rs. in Millions)	As a% of the Consolidated OCI	Amount (Rs. in Millions)	As a% of the Consolidated Total OCI	Amount (Rs. in Millions)
Parent								
Intellect Design Arena Limited	74%	14,553.96	58%	2,020.82	105%	170.34	60%	2,191.16
Subsidiaries								
Indian								
Intellect Commerce Limited	0%	48.52	0%	10.69	0%	0.55	0%	11.24
Intellect Payments limited	0%	61.05	0%	1.38	0%	-	0%	1.38
Intellect India Limited	0%	1.39	0%	(0.22)	0%	-	0%	(0.22)
Foreign								
Intellect Design Arena Limited., United Kingdom	9%	1,709.62	13%	467.07	-56%	(93.18)	10%	373.89
Intellect Design Arena SA, Switzerland	3%	536.73	1%	27.62	15%	24.49	1%	52.11
Intellect Design Arena Pte Ltd., Singapore	5%	986.27	1%	47.75	-4%	(6.27)	1%	41.48
Intellect Design Arena Limitd GMBH, Germany	0%	61.65	1%	51.33	-2%	(3.70)	1%	47.63
Intellect Software Lab Chile Limitada, Chile	0%	(95.33)	1%	21.04	-3%	(5.28)	0%	15.76
Intellect Design Arena Inc., USA*	1%	231.56	7%	256.19	15%	24.88	8%	281.07
Intellect Polaris Design LLC, USA ('IPDLLC USA')	1%	146.73	0%	(4.21)	3%	5.27	0%	1.06
Intellect Design Arena PT, Indonesia	0%	(2.49)	0%	12.44	-1%	(1.40)	0%	11.04
Intellect Design Arena Co. Ltd, Vietnam	0%	40.34	1%	42.10	3%	4.78	1%	46.88
Intellect Design Arena Philippines Inc, Philippines	-1%	(102.67)	1%	24.61	2%	2.73	1%	27.34
Intellect Design Arena FZ - LLC, Dubai	5%	983.29	7%	249.68	17%	27.67	8%	277.35
Intellect Design Arena (Mauritius) Ltd	0%	7.58	0%	1.22	0%	(0.33)	0%	0.89
Sonali Intellect Ltd, Bangladesh	1%	263.17	1%	27.75	5%	7.37	1%	35.12
Intellect Design Arena Pty Ltd, Australia	0%	75.63	1%	27.69	1%	1.16	1%	28.85
Intellect Design Arena Inc.Canada	0%	13.76	4%	140.04	-2%	(2.83)	4%	137.21
Intellect Design Arena Limited, Thailand	1%	98.85	0%	5.85	1%	2.11	0%	7.96
Intellect Design Arena Limited, Kenya	0%	1.08	0%	15.33	0%	0.03	0%	15.36
Intellect Design Arena, SDN BHD.Malaysia	0%	94.46	1%	41.80	0%	0.76	1%	42.56
Sub Total		19,715.15		3,487.97		159.15		3,647.12
Less:Adjustment arising out of Consolidation		(1,627.68)	0%	(8.08)	4%	7.17	0%	(0.91)
Minority interest in subsidiaries		128.95	0%	(13.60)	-2%	(3.61)	0%	(17.21)
Add:Share of Profit/(Loss) on Associate Companies		-	1%	24.53	0%	-	1%	24.53
Total		18,216.42		3,490.82		162.71		3,653.53

* Including SEEC Asia Technologies Private Limited

Table No. 2.138

ADDITIONAL DISCLOSURE REQUIREMENT UNDER SECTION 129 OF THE COMPANIES ACT, 2013 - 31st March 2021

Name of the entity	Net Assets		Share in Profit and loss		Share in Other		Share in Total	
	As a% of the Consolidated net assets	Amount (Rs. in Millions)	As a% of the Consolidated Profit and loss	Amount (Rs. in Millions)	As a% of the Consolidated OCI	Amount (Rs. in Millions)	As a% of the Consolidated Total OCI	Amount (Rs. in Millions)
Parent								
Intellect Design Arena Limited	80%	11,860.85	79%	2,072.53	101%	516.91	82%	2,589.44
Subsidiaries								
Indian								
Intellect Commerce Limited	0%	37.28	0%	(9.44)	0%	0.22	0%	(9.22)
Intellect Payments limited	0%	34.67	0%	1.11	0%	-	0%	1.11
Intellect India Limited	0%	(0.39)	0%	(0.18)	0%	-	0%	(0.18)
Foreign								
Intellect Design Arena Limited., United Kingdom	9%	1,335.72	7%	186.75	18%	90.03	9%	276.78
Intellect Design Arena SA, Switzerland	3%	484.62	0%	9.68	-1%	(2.60)	0%	7.08
Intellect Design Arena Pte Ltd., Singapore	4%	587.58	1%	23.75	0%	(0.09)	1%	23.66
Intellect Design Arena Limitd GMBH, Germany	0%	14.03	0%	4.61	1%	7.26	0%	11.87
Intellect Software Lab Chile Limitada, Chile	-1%	(111.09)	0%	9.28	-1%	(3.28)	0%	6.00
Intellect Design Arena Inc., USA*	-3%	(402.63)	5%	138.57	-5%	(24.19)	4%	114.38
Intellect Polaris Design LLC, USA ('IPDLLC USA')	1%	145.67	0%	(3.34)	-4%	(22.97)	-1%	(26.31)
Intellect Design Arena PT, Indonesia	0%	(13.52)	0%	3.85	0%	(0.41)	0%	3.44
Intellect Design Arena Co. Ltd, Vietnam	0%	(6.54)	-1%	(13.65)	1%	4.66	0%	(8.99)
Intellect Design Arena Philippines Inc, Philippines	-1%	(130.01)	0%	11.16	-1%	(4.34)	0%	6.82
Intellect Design Arena FZ - LLC, Dubai	5%	705.93	3%	80.92	-6%	(29.07)	2%	51.85
Intellect Design Arena (Mauritius) Ltd	0%	(0.89)	0%	(0.93)	0%	0.04	0%	(0.89)
Sonali Intellect Ltd, Bangladesh	2%	244.73	1%	38.13	-1%	(6.94)	1%	31.19
FT Grid Pte Ltd, Singapore	0%	-	0%	-	0%	-	0%	-
Intellect Design Arena Pty Ltd, Australia	0%	46.77	-2%	(53.48)	3%	15.35	-1%	(38.13)
Intellect Design Arena Inc. Canada	-1%	(123.45)	2%	54.37	-2%	(9.80)	1%	44.57
Intellect Design Arena Limited, Thailand	1%	90.89	0%	11.90	0%	(0.11)	0%	11.79
Intellect Design Arena Limited, Kenya	0%	(14.27)	0%	0.27	0%	1.87	0%	2.14
Intellect Design Arena, SDN BHD. Malaysia	0%	51.93	0%	9.21	0%	0.49	0%	9.70
Sub Total		14,837.88		2,575.07		533.03		3,108.10
Less: Adjustment arising out of Consolidation		(909.52)	-1%	(13.49)	-4%	(22.93)	-1%	(36.42)
Minority interest in subsidiaries		119.92	-1%	(18.68)	1%	3.40	0%	(15.28)
Add: Share of Profit/(Loss) on Associate Companies		-	3%	84.79	0%	-	3%	84.79
Total		14,048.28		2,627.69		513.50		3,141.19

* Including SEEC Asia Technologies Private Limited

Table No. 2.139

45 GROUP INFORMATION

The principal activities of all the entities comprising the Group is 'software product development and implementation'. The consolidated financial statements of the Group includes subsidiaries listed in the table below:

Name of the Companies	Country of Incorporation	March 31, 2022	March 31, 2021
Intellect Design Arena Pte Ltd	Singapore	100%	100%
Intellect Design Arena Limited	United Kingdom	100%	100%
Intellect Design Arena SA	Switzerland	100%	100%
Intellect Design Arena GmbH	Germany	100%	100%
Intellect Design Arena PT**	Indonesia	100%	100%
Intellect Design Arena Ltd.*	Chile	100%	100%
Intellect Design Arena Inc.**	United States	100%	100%
Intellect Polaris Design LLC, USA #	United States	100%	100%
Intellect Commerce Limited	India	100%	100%
Intellect Design Arena Co. Ltd	Vietnam	100%	100%
Intellect Design Arena FZ LLC	Dubai	100%	100%
Intellect Design Arena (Mauritius) Ltd****	Mauritius	100%	100%
Intellect Design Arena Philippines**	Philippines	100%	100%
Sonali Intellect Ltd	Bangladesh	51%	51%
SEEC Asia Technologies Private Limited***	India	100%	100%
Intellect Design Arena Inc.**	Canada	100%	100%
Intellect Design Arena SDN BHD**	Malaysia	100%	100%
Intellect Payments Limited	India	100%	100%
Intellect India Limited	India	100%	100%
Intellect Design Arena Pte Ltd**	Australia	100%	100%
Intellect Design Arena Limited**	Thailand	100%	100%
Intellect Design Arena Limited	Kenya	100%	100%

* Subsidiaries of Intellect Design Arena Limited, UK

** Subsidiaries of Intellect Design Arena Pte Ltd, Singapore

*** Subsidiaries of Intellect Design Arena Inc., USA

**** Subsidiaries of Intellect Design Arena FZ LLC

On July 1, 2020, the Company has increased its ownership interest in Intellect Polaris Design LLC ("IPDLLC") from 50% to 100% resulting in IPDLLC being a wholly owned subsidiary.

Table No. 2.140

The list of associates with percentage holding of Intellect is given below:

Associates	% of share held as of March 31, 2022	Original cost of investment	Share of accumulated profit/(loss) as at March 31, 2022	Carrying amount of Investments as at March 31, 2022
Adrenalin eSystems Limited	44.54	226.24	(76.35)	149.89
NMS Works Software Private Limited	42.74	85.72	288.35	374.07

Table No. 2.141

46 INVESTMENT IN ASSOCIATES

The Group has a 44.54% and 42.74% interest in Adrenalin eSystems Limited and NMSWorks Software Private Limited, which is involved in the sale of software products and implementation. Adrenalin eSystems Limited and NMSWorks Software Private Limited are entities that are not listed on any public exchange. The Group's interest in Adrenalin eSystems Limited and NMSWorks Software Private Limited is accounted for using the equity method in the consolidated financial statements. The following table illustrates the summarised financial information of the Group's investment in the associates and reconciliation with the carrying amount of the investments as set out below:

A. Adrenalin eSystems Limited

Summarised balance sheet as at March 31, 2022:

Particulars	In Rs. Millions	
	March 31, 2022	March 31, 2021
Current Assets	506.32	485.26
Non - Current Assets	123.11	125.29
Current Liabilities	(201.50)	(146.14)
Non - Current Liabilities	(91.39)	(69.52)
Equity	336.54	394.89
Proportion of the Group's ownership	44.54%	44.54%
Carrying amount of investment	149.89	175.88

Summarised statement of Statement of Profit and Loss:

Particulars	March 31, 2022	March 31, 2021
Revenue	480.25	470.19
Other Income	5.49	11.13
Employee Benefit Expense	(335.98)	(342.94)
Finance Cost	(4.86)	(3.16)
Depreciation & Amortisation Expense	(44.50)	(32.61)
Other Expenses	(161.14)	(91.45)
Profit before Tax	(60.74)	11.15
Income tax expense	2.39	(1.88)
Profit for the year	(58.35)	9.27
Total Comprehensive Income for the year	(58.35)	9.27
Group's share of profit for the current year	(25.99)	4.13

B. NMS Works Software Private Limited

Summarised balance sheet as at March 31, 2022:

Particulars	March 31, 2022	March 31, 2021
Current Assets	961.64	802.64
Non - Current Assets	116.24	129.47
Current Liabilities	(147.42)	(122.05)
Non - Current Liabilities	(55.25)	(53.05)
Equity	875.21	757.01
Proportion of the Group's ownership	42.74%	42.74%
Carrying amount of investment	374.07	323.55

Summarised statement of Statement of Profit and Loss:

Particulars	March 31, 2022	March 31, 2021
Revenue	748.43	698.54
Other Income	17.49	4.65
Purchase- Server, other accessories/software/service	-	-
Employee Benefit Expense	(429.86)	(369.28)
Finance Cost	(4.99)	(3.32)
Depreciation & Amortisation Expense	(11.91)	(22.23)
Other Expenses	(144.34)	(138.45)
Profit / (Loss) before Tax	174.82	169.91
Income tax expense	(56.62)	(52.45)
Profit / (Loss) for the year	118.20	117.46
Total Comprehensive Income for the year	118.20	117.46
Group's share of profit for the current year	50.52	50.20

Table No. 2.142

47 NON CONTROLLING INTEREST

The Group has a 51% of Holding in Sonali Intellect Ltd, which is consolidated as a subsidiary. The table below explains the portion attributable to the shareholding holding Non Controlling Interest.

Information Regarding Non Controlling Interest

Particulars	In Rs. Millions	
	March 31, 2022	March 31, 2021
<u>Accumulated balances of Non Controlling Interest</u>		
Sonali Intellect Ltd	128.95	119.92
<u>Profit/(Loss) allocated to Non Controlling Interest</u>		
Sonali Intellect Ltd	13.61	18.68

Table No. 2.143

The summarised financial information of the Subsidiary are provided below. This information is based on amounts before inter-company eliminations

Summarised statement of Statement of Profit and Loss:

Particulars	March 31, 2022	March 31, 2021
Revenue	153.48	152.50
Other Income	0.01	0.00
Employee Benefit Expense	100.23	103.88
Finance Cost	1.59	0.29
Depreciation & Amortisation Expense	1.38	1.71
Other Expenses	22.52	8.49
Profit before Tax	27.77	38.13
Income tax expense	-	-
Profit for the year	27.77	38.13
Attributable to Non Controlling Interest	13.61	18.68

Table No. 2.144

Summarised Balance Sheet

Particulars	March 31, 2022	March 31, 2021
Current Assets	314.69	304.47
Non - Current Assets	9.15	9.84
Current Liabilities	(60.67)	(69.58)
Non - Current Liabilities	-	-
Equity	263.17	244.73
Attributable to Equity Holders of the Parent	134.22	124.81
Attributable to Non Controlling Interest	128.95	119.92

Table No. 2.145

48 CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company has ascertained that the amount to be spent on Corporate Social Responsibility (CSR) in compliance with Section 135 of the Companies Act, 2013, read with relevant schedule and rules made thereunder is Rs. 19.26 Million for year ending March 31, 2022 (Rs 5.67 Million for March 31, 2021 respectively). The Company has voluntarily contributed Rs. 19.26 million towards CSR during year ending March 31, 2022 (March 31, 2021 – Rs.27.06 million).

In Rs. Millions

Particulars	March 31, 2022	March 31, 2021
a) Gross amount required to be spent by the Company during the year	19.23	5.67
b) Amount approved by the Board to be spent during the year	35.00	6.16
b) Amount spent during the year ended on March 31, 2022	In Cash	Yet to be paid in cash
(i) Construction/acquisition of any asset	-	-
(ii) On purposes other than (i) above	19.26	-
c) Amount spent during the year ended on March 31, 2021	In Cash	Yet to be paid in cash
(i) Construction/acquisition of any asset	-	-
(ii) On purposes other than (i) above	27.06	-

Table No. 2.146

Details related to spent / unspent obligations:	March 31, 2022	March 31, 2021
i) Contribution to Public Trust	-	-
ii) Contribution to Charitable Trust	-	-
iii) Others	19.26	27.06
iv) Unspent amount in relation to:		
- Ongoing project	-	-
- Other than ongoing project	-	-

Table No. 2.147

Nature of CSR activities	
Details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure	For education of underprivileged kids

49 MSME NOTE

Based on the information / documents available with the Group, the Group has complied with the provisions of The Micro, Small and Medium Enterprises Development (MSMED) Act, 2006 and hence no interest is paid/payable during the year. Further an amount of Rs.Nil (Previous year Rs.10.32 million) is remaining unpaid to the suppliers covered under the MSMED Act at the end of the accounting year.

	As at March 31, 2022	As at March 31, 2021
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
Principal amount due to micro and small enterprises	-	10.32
Interest due on above	-	-
The amount of interest paid by the buyer in terms of section 16 of the MSMED Act 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act 2006.	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act 2006.	-	-

Table No. 2.148

50 IMPACT OF COVID 19

The Group has considered the possible effects that may result from the pandemic relating to COVID-19 in the preparation of these consolidated financial statements including the recoverability of carrying amounts of financial and non-financial assets. In developing the assumptions relating to the possible future uncertainties in the global economic conditions because of this pandemic, the Group has, at the date of approval of these financial statements, used internal and external sources of information including credit reports and related information and economic forecasts and expects that the carrying amount of these assets will be recovered. The impact of COVID-19 on the Group's financial statements may differ from that estimated as at the date of approval of these consolidated financial statements

51 OTHER STATUTORY INFORMATION

- The Group does not have any Benami property, where any proceeding has been initiated or pending against the Group/Company for holding any Benami property.
- The Group does not have any transactions with companies struck off
- The Group does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period,
- The Group has not traded or invested in Crypto currency or Virtual Currency during the financial year.

- (v) The Group has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall
 - a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of The Group (Ultimate Beneficiaries)
 - b. provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- (vi) The Group has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group/Company shall:
 - a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
 - b. provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,
- (vii) The Group did not undertake any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

52 PRIOR YEAR COMPARATIVES

Previous year figures have been regrouped /reclassified, where ever necessary to conform to this years classification.

As per our report of even date

For S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

ICAI Firm Registration number: 101049W/E300004

For and on behalf of the Board of Directors of

Intellect Design Arena Limited

per Srinivas S

Partner

Membership No. 213722

Chennai

May 5, 2022

Arun Jain

Chairman & Managing Director

DIN : 00580919

Arun Shekhar Aran

Director

DIN : 00015335

Venkateswarlu Saranu

Chief Financial Officer

V.V. Naresh

Senior Vice President &

Company Secretary

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INTELLECT DESIGN ARENA LIMITED
AUDITED STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2022

(All amounts are denominated in INR and expressed in Millions, unless otherwise stated)

The standalone financials and information have been provided as a part of the statutory requirements.

To understand the holistic financial position of the Company, keeping in mind its global operations, please consider the consolidated financial statements and related supporting information.

INDEPENDENT AUDITOR'S REPORT

To the Members of Intellect Design Arena Limited

Report on the Audit of the Standalone Financial Statements**Opinion**

We have audited the accompanying standalone financial statements of Intellect Design Arena Limited ("the Company"), which comprise the Balance sheet as at March 31, 2022, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the standalone financial statements, including 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 standalone financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, its profit including other comprehensive income its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Standalone Financial Statements' section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone 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 standalone financial statements for the financial year ended March 31, 2022. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the standalone financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the standalone financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying standalone financial statements.

Key audit matters	How our audit addressed the key audit matter
<p>Accounting for revenue from Licenses and Services contracts</p> <p>We focused on revenue from license and services contract because of its significance and its risks related to judgements involved in the measurement, timing and presentation/disclosure of revenue from operations.</p> <p>The Company enters into contracts with its customers that may include multiple performance obligations. For these contracts, the Company assesses the performance obligations and accounts for those obligations separately if they are distinct. The identification and the allocation of the transaction price to the different performance obligations and the appropriateness of the basis used to measure revenue recognised at a point in time or over a period, require management to use significant judgement and estimates.</p> <p>Refer Notes 3(j) to the Standalone financial Statements</p>	<p>Our audit approach consisted testing of the design and operating effectiveness of the internal controls and substantive testing as follows:</p> <p>a) We read the Company's revenue recognition policy and related disclosures. We performed walkthroughs of each significant class of revenue transactions and assessed and tested the design effectiveness and operating effectiveness for key controls.</p> <p>b) For revenue from license contracts where control is transferred at a point in time, we tested license revenue deals in excess of a certain threshold and a random sample of smaller contracts. For each of the sample selected, we performed the following:</p> <ul style="list-style-type: none"> • Read the customer contract and obtained evidence of license software delivery. • Read the contracts and assessed potential impact of any unusual clause on revenue recognition. Tested the fair value allocations between the various elements of the contract in accordance with Company's revenue recognition policy. • We performed cut off procedures by reference to the contract and evidence of delivery. <p>c) For licenses and services where control is transferred over a period of time, we tested a sample of transactions to test revenue recognised in the year was calculated based on the stage of completion of the contract.</p> <ul style="list-style-type: none"> • We selected a sample of contracts and performed a retrospective review of efforts incurred with estimated efforts to identify significant variations, possible delays in achieving milestones and verified whether those variations have been considered in estimating the remaining efforts to complete the contract. When needed, we also inquired with service project managers to understand the progress, difficulties associated with implementation, if any and likely impact on the future effort estimates.

	We performed other substantive transactional testing, journal entry testing and analytical procedures to validate the recognition of revenue throughout the year.
<p>Capitalization and valuation of Intangible Asset and Intangible asset under development</p> <p>Intangible Asset and Intangible asset under development are deemed significant to our audit, as specific criteria that need to be met for capitalization. This involves management judgment, such as technical feasibility, intention and ability to complete the intangible asset, ability to use or sell the asset, generation of future economic benefits and the ability to measure the costs reliably.</p> <p>In addition, determining whether there is any indication of impairment of the carrying value of assets, requires management judgment and assumptions which are affected by future market or economic developments including uncertainty arising from the possible impact from COVID 19.</p> <p>Refer Notes 3(g) to the Standalone financial Statements</p>	<p>Our audit approach consisted testing of the design and operating effectiveness of the internal controls and substantive testing as follows:</p> <ol style="list-style-type: none"> Read the Company's accounting policies for compliance with IND AS and on a sample basis tested available documentation to consider whether the criteria for capitalization were met. We performed walkthroughs of Intangible assets/Intangible assets under development process and assessed the design effectiveness and operating effectiveness for key controls. Performed tests of details on a sample of capitalized costs in the current year and obtained evidence to verify whether the costs qualify for capitalization. We analyzed this evidence and evaluated whether it reflects the use of the asset for the Company and the Company's intention to complete the capitalized projects. We evaluated the assumptions and methodology used by the Company to test the Intangible asset and Intangible asset under development for impairment. We tested the amortization charge and estimate of useful life of Intangible asset. We assessed the disclosures made by the Company in this connection in the accompanying financial statements.
<p>Recoverability of accounts receivables and accrued revenue balances</p> <p>We focused on this risk as the balances are material and there are significant judgments involved in assessing recoverability of accounts receivables and accrued revenue balances.</p> <p>There are many factors that need to be considered when concluding that a balance needs to be impaired including default or delinquency in payments, length of the outstanding balances, implementation difficulties and possible effect on collections consequent to COVID -19.</p> <p>Given the complexity, the size and the length of certain implementation projects, there is risk that a provision is not recognized in a timely or sufficient manner.</p> <p>Refer to note 3(u) of the Standalone financial statements.</p>	<p>Our audit approach was a combination of test of Internal controls and Substantive procedures which included the following:</p> <ol style="list-style-type: none"> We obtained management's analysis on recoverability of accounts receivables and accrued revenue balances for all significant cases. This analysis includes background information of the customer, existing contractual relationships, balance outstanding, delays in collection, and operational reasons and summaries of discussions with customers and collection plans together with a detailed legal analysis where applicable. We tested the ageing of accounts receivables, accrued revenue balances and circularized confirmations on selected material customer balances and checked subsequent collections from recoverability perspective. We have performed test of alternate nature in cases where confirmation has not been responded to by the customer. In addition, we evaluated the recoverability of accounts receivable and accrued revenue selected balances (significant and randomly selected) through discussions with project managers and with senior management when necessary. We assessed the disclosures made by the Company in this connection in the accompanying financial statements.

Other Information

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

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively

for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

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

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

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

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements for the financial year ended March 31, 2022 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 the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
 - (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 the internal financial controls with reference to standalone financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;
 - (g) In our opinion, the managerial remuneration for the year ended March 31, 2022 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;
 - (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

- i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer Note 33 to the standalone financial statements;
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iv.
 - a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
 - (c) Based on such audit procedures that were considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.
- v. As stated in note 14 (f) to the standalone financial statements, the Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend.

For S.R. Batliboi & Associates LLP

Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004

per Srinivas S

Partner

Membership Number: 213722

UDIN: 22213722AIKYB1492

Place of Signature: Chennai

Date: May 5, 2022

Annexure 1 referred to in paragraph 1 of the section "Report on other legal and regulatory requirements" of our report of even date

Re: Intellect Design Arena Limited ("Company")

(i) (a)(A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, plant and equipment.

(B) The Company has maintained proper records showing full particulars of intangible assets.

All Property, plant and equipment have not been physically verified by the management during the year but there is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

According to the information and explanations given by the management, the title deeds of immovable properties included in property, plant and equipment (including Right of use assets and other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company.

According to the information and explanations given by the management, the Company has not revalued its Property, Plant and Equipment (including Right of use assets) or intangible assets during the year ended March 31, 2022.

According to the information and explanations given by the management, there are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii)(a) The Company's business does not require maintenance of inventories and, accordingly, the requirement to report on clause 3(ii)(a) of the Order is not applicable to the Company.

(ii)(b) The Company has not been sanctioned working capital limits in excess of Rs. five crores in aggregate from banks or financial institutions during any point of time of the year on the basis of security of current assets. Accordingly, the requirement to report on clause 3(ii)(b) of the Order is not applicable to the Company.

(iii)(a) According to the information and explanations given by the management, during the year the Company has not provided loans, advances in the nature of loans, stood guarantee or provided security to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(a) of the Order is not applicable to the Company.

(iii)(b) According to the information and explanations given by the management, during the year the investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees to companies, firms, Limited Liability Partnerships or any other parties are not prejudicial to the Company's interest.

(iii)(c) According to the information and explanations given by the management, the Company has not granted loans and advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(c) of the Order is not applicable to the Company.

(iii)(d) According to the information and explanations given by the management, the Company has not granted loans or advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(d) of the Order is not applicable to the Company.

(iii)(e) According to the information and explanations given by the management, there were no loans or advance in the nature of loan granted to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(e) of the Order is not applicable to the Company.

(iii)(f) According to the information and explanations given by the management, the Company has not granted any loans or advances in the nature of loans, either repayable on demand or without specifying any terms or period of repayment to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(f) of the Order is not applicable to the Company.

(iv) In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees, and security in respect of which provisions of sections 185 and 186 of the Companies Act, 2013 are applicable and accordingly, the requirement to report on clause 3(iv) of the Order is not applicable to the Company.

(v) The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Companies Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.

(vi) The Company is not in the business of sale of any goods or provision of such services as prescribed. Accordingly, the requirement to report on clause 3(vi) of the Order is not applicable to the Company.

- (vii) (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other statutory dues applicable to it. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.
- (vii) (b) According to the information and explanations given to us, the dues of goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of custom, duty of excise, value added tax, cess, and other statutory dues have not been deposited on account of any dispute, are as follows:

Name of the statute	Nature of the dues	Amount (INR millions)	Period to which the amount relates	Forum where the dispute is pending
Income Tax Act 1961	Income Tax	45.20	FY 2001-02 FY 2002-03 FY 2005-06	Commissioner Appeal
Income Tax Act 1961	Income Tax	27.15	FY 2005-06	High Court
Value added Tax	Vat	2.40	FY 2016-17	Sales Tax Officer
Finance Act 1994	Service Tax	758.80**	FY 2014-15 FY 2015-16 FY 2016-17A FY 2017-18	Principle Commissioner*

* The assessee is in process of filing an appeal.

** The amount is net off penalty and interest.

- (viii) According to the information and explanations given to us, the Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.
- (ix)(a) According to the information and explanations given to us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
- (ix)(b) According to the information and explanations given to us, the Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (ix)(c) According to the information and explanations given to us, the Company did not have any term loans outstanding during the year hence, the requirement to report on clause (ix)(c) of the Order is not applicable to the Company.
- (ix)(d) According to the information and explanations given to us, the Company did not raise any funds during the year hence, the requirement to report on clause (ix)(d) of the Order is not applicable to the Company.
- (ix)(e) On an overall examination of the standalone 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, associates or joint ventures.
- (ix)(f) According to the information and explanations given to us, the Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Hence, the requirement to report on clause (ix)(f) of the Order is not applicable to the Company.
- (x)(a) According to the information and explanations given to us, the Company has not raised any money during the year by way of initial public offer / further public offer (including debt instruments) hence, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.
- (x)(b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares /fully or partially or optionally convertible debentures during the year under audit and hence, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.
- (xi)(a) According to the information and explanations given to us, no fraud/ material fraud by the Company or no fraud / material fraud on the Company has been noticed or reported during the year.
- (xi)(b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by cost auditor/ secretarial auditor or by us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (xi)(c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.

- (xii)(a) In our opinion, the Company is not a nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(a) of the Order is not applicable to the Company.
- (xii)(b) The Company is not a nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(b) of the Order is not applicable to the Company.
- (xii)(c) The Company is not a nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(c) of the Order is not applicable to the Company.
- (xiii) As represented to us by the management, transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the standalone financial statements, as required by the applicable accounting standards.
- (xiv)(a) As represented to us by the management, the Company has an internal audit system commensurate with the size and nature of its business.
- (xiv)(b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.
- (xv) As represented to us by the management, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.
- (xvi)(a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause (xvi)(a) of the Order is not applicable to the Company.
- (xvi)(b) As represented to us by the management, the Company has not conducted any Non-Banking Financial or Housing Finance activities without obtained a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.
- (xvi)(c) To the best of our knowledge, the Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi)(c) of the Order is not applicable to the Company.
- (xvi)(d) As represented to us by the management, there is no Core Investment Company as a part of the Group, hence, the requirement to report on clause 3(xvi)(d) of the Order is not applicable to the Company.
- (xvii) The Company has not incurred cash losses in the current year and in the immediately preceding financial year respectively.
- (xviii) There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.
- (xix) On the basis of the financial ratios disclosed in note 43 to the standalone financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx)(a) In respect of other than ongoing projects, there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act (the Act), in compliance with second proviso to sub section 5 of section 135 of the Act. This matter has been disclosed in note 41 to the standalone financial statements.

For **S.R. Batliboi & Associates LLP**

Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004

per Srinivas S

Partner

Membership Number: 213722

UDIN: 22213722AIKYYB1492

Place of Signature: Chennai

Date: May 5, 2022

**ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF
INTELLECT DESIGN ARENA LIMITED**

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

We have audited the internal financial controls with reference to standalone financial statements of Intellect Design Arena Limited ("the Company") as of March 31, 2022 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to these standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, as specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to these standalone financial statements 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 with reference to these standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of internal financial controls with reference to these standalone financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's 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 with reference to these standalone financial statements.

Meaning of Internal Financial Controls with Reference to these Standalone Financial Statements

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

Inherent Limitations of Internal Financial Controls with Reference to these Standalone Financial Statements

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

Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 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 issued by the ICAI.

For **S.R. Batliboi & Associates LLP**

Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004

per Srinivas S

Partner

Membership Number: 213722

UDIN: 22213722AIKYYB1492

Place of Signature: Chennai

Date: May 5, 2022

Balance Sheet

In Rs. Millions

Particulars	Note	As at March 31,	
		2022	2021
ASSETS			
NON-CURRENT ASSETS			
Property, plant and equipment	4(a)	1,050.17	1,115.73
Capital work-in-progress	4(b)	43.40	42.99
Investment Property	4(c)	19.67	-
Intangible assets under development	4(b)	2,076.32	1,960.93
Right-of-use assets	4(d)	71.32	105.01
Other Intangible assets	5	1,662.86	1,383.88
Investment in subsidiaries & associates	6	1,320.44	936.22
Financial assets			
- Investments	7(a)	0.05	0.05
- Loans and deposits	7(b)	28.03	39.12
- Non current bank balances	7(c)	227.95	126.10
- Derivative instruments	7(d)	138.28	75.52
Income tax assets (net)	8	406.90	574.40
Deferred tax assets (net)	9	352.57	642.28
Other non-current assets	10	304.69	302.79
CURRENT ASSETS			
Financial asset			
- Investments	11(a)	3,638.31	962.90
- Trade receivables	11(b)	2,899.86	3,670.43
- Cash and Cash equivalents	11(c)	703.29	441.28
- Bank balances other than cash and cash equivalents	11(d)	92.22	80.02
- Loans and deposits	11(e)	29.49	37.70
- Derivative instruments	11(f)	202.00	109.99
- Other financial assets	11(g)	5,434.77	3,778.13
Other current assets	12	907.51	985.33
TOTAL		21,610.10	17,370.80
EQUITY AND LIABILITIES			
EQUITY			
Equity Share Capital	13	672.77	664.87
Other Equity	14	13,881.19	11,195.98
Total Equity		14,553.96	11,860.85
LIABILITIES			
NON-CURRENT LIABILITIES			
Financial Liabilities			
- Borrowings	15(a)	-	75.56
- Lease Liabilities	15(b)	25.15	59.01
- Other Long Term Liabilities	15(c)	6.00	6.00
CURRENT LIABILITIES			
Financial Liabilities			
- Borrowings	16(a)	-	344.05
- Lease Liabilities	16(b)	35.62	35.25
- Trade payables	16(c)	-	-
- Total outstanding dues of micro enterprises and small enterprises		-	10.32
- Total outstanding dues of creditors other than micro enterprises and small enterprises		2,939.14	1,713.45
- Other financial liabilities	16(d)	805.47	649.45
Other current liabilities	17	2,722.24	2,155.03
Provisions	18	522.52	446.45
Current Tax Liabilities (Net)	19	-	15.38
TOTAL		21,610.10	17,370.80

Table No. 3.1

Summary of significant accounting policies

3

The accompanying notes are an integral part of the financial statements

As per our report of even date

For S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

ICAI Firm Registration number: 101049W/E300004

For and on behalf of the Board of Directors of

Intellect Design Arena Limited

per Srinivas S

Partner

Membership No. 213722

Chennai

May 5, 2022

Arun Jain

Chairman & Managing Director

DIN : 00580919

Arun Shekhar Aran

Director

DIN : 00015335

Venkateswarlu Saranu

Chief Financial Officer

V.V.Naresh

Senior Vice President &

Company Secretary

Statement of Profit and Loss

In Rs. Millions

Particulars	Note	For the Year ended	
		March 31, 2022	March 31, 2021
INCOME			
Revenue from operations	20	12,550.08	10,032.28
Other Income	21 (a)	245.88	106.36
Finance Income	21 (b)	117.59	47.44
TOTAL INCOME		12,913.55	10,186.08
EXPENSES			
Employee Benefit Expense	22	5,582.46	4,937.67
Depreciation and amortisation expense	23	690.33	500.14
Finance Cost	24	29.63	74.98
Other Expenses	25	3,967.37	2,447.50
TOTAL EXPENSES		10,269.79	7,960.29
PROFIT BEFORE TAX		2,643.76	2,225.79
Tax Expenses			
Income taxes - Current tax	26	456.96	514.10
- Adjustment of tax relating to earlier periods		(29.90)	-
- Deferred tax		195.88	(360.84)
PROFIT FOR THE YEAR		2,020.82	2,072.53
OTHER COMPREHENSIVE INCOME			
28			
Items that will not be reclassified subsequently to profit and loss			
Re-measurement gains/ (losses) on defined benefit plans		15.56	(10.54)
Items that will be reclassified subsequently to profit and loss			
Net movement on cash flow hedges		154.78	527.45
Other comprehensive Income for the year, net of tax		170.34	516.91
TOTAL COMPREHENSIVE INCOME FOR THE YEAR, NET OF TAX		2,191.16	2,589.44

Table No. 3.2

EARNINGS PER SHARE

Equity shares par value Rs 5/- each (March 31, 2021 Rs 5 each)

Basic	27	15.19	15.63
Diluted		14.55	15.42

Summary of significant accounting policies

The accompanying notes are an integral part of the financial statements

As per our report of even date

For S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

ICAI Firm Registration number: 101049W/E300004

For and on behalf of the Board of Directors of

Intellect Design Arena Limited**per Srinivas S**Partner
Membership No. 213722
Chennai
May 5, 2022**Arun Jain**Chairman & Managing Director
DIN : 00580919**Arun Shekhar Aran**Director
DIN : 00015335**Venkateswarlu Saranu**

Chief Financial Officer

V.V. NareshSenior Vice President &
Company Secretary

Statement of Changes in Equity for the year ended March 31, 2022

a. Equity Share Capital:

		In Rs. Millions
Equity shares of INR 5/- each issued, subscribed and fully paid	No. of shares	Amount (INR)
As at April 1, 2020	13,23,38,630	661.69
Issue of share capital	6,35,733	3.18
As at March 31, 2021	13,29,74,363	664.87
Issue of share capital	15,79,251	7.90
As at March 31, 2022	13,45,53,614	672.77

Table No. 3.3

b. Other equity

For the year ended March 31, 2022

Particulars	Reserves & Surplus					Items of OCI	Total Equity
	Securities premium	Share based payment reserves	General reserve	Treasury shares	Retained earnings	Cash flow hedge reserve	
As at April 1, 2021	5,196.93	627.72	1,368.31	-	3,817.50	185.52	11,195.98
Profit for the year	-	-	-	-	2,020.82	-	2,020.82
Re-measurement of the net defined benefit liability/asset, net of tax effect	-	-	-	-	15.56	-	15.56
Fair value movement in cash flow hedge	-	-	-	-	-	154.78	154.78
Exercise of share options	217.51	(142.38)	-	-	-	-	75.13
Share-based payments for the year	-	418.45	-	-	-	-	418.45
Transfer on account of options not exercised for the year	-	(23.92)	23.92	-	-	-	-
Adjustment relating to Intellect Associates Benefit Trust	-	-	-	0.47	-	-	0.47
As at March 31, 2022	5,414.44	879.87	1,392.23	0.47	5,853.88	340.30	13,881.19

Table No. 3.4

For the year ended March 31, 2021

Particulars	Reserves & Surplus					Items of OCI	Total Equity
	Securities premium	Share option outstanding account	General Reserve	Treasury shares	Retained earnings	Cash flow hedge reserve	
As at April 1, 2020	5,098.24	427.88	1,329.41	-	1,755.51	(341.93)	8,269.11
Profit for the year	-	-	-	-	2,072.53	-	2,072.53
Re-measurement of the net defined benefit liability/asset, net of tax effect	-	-	-	-	(10.54)	-	(10.54)
Fair value movement in cash flow hedge	-	-	-	-	-	527.45	527.45
Exercise of share options	98.69	(48.26)	-	-	-	-	50.43
Share-based payments for the year	-	287.00	-	-	-	-	287.00
Transfer on account of options not exercised for the year	-	(38.90)	38.90	-	-	-	-
As at March 31, 2021	5,196.93	627.72	1,368.31	-	3,817.50	185.52	11,195.98

Table No. 3.5

Summary of significant accounting policies

The accompanying notes are an integral part of the financial statements

As per our report of even date

3

For S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

ICAI Firm Registration number: 101049W/E300004

For and on behalf of the Board of Directors of

Intellect Design Arena Limited

per Srinivas S

Partner
Membership No. 213722
Chennai
May 5, 2022

Arun Jain
Chairman & Managing Director
DIN : 00580919

Arun Shekhar Aran
Director
DIN : 00015335

Venkateswarlu Saranu
Chief Financial Officer

V.V. Naresh
Senior Vice President &
Company Secretary

Statement of Cash Flows

In Rs. Millions

Particulars	Year ended March 31,	
	2022	2021
Cash flow from operating activities		
Profit for year before tax	2,643.76	2,225.79
Adjustments to reconcile profit / (loss) for the year to net cash flows:		
Depreciation and amortisation expenses	690.33	500.14
Unrealised foreign exchange loss (net) (Including impact of foreign currency translation)	63.86	39.65
Expense on Employee Stock Option Scheme (ESOP) (Refer Note 22)	418.45	287.00
Interest income	(102.72)	(22.09)
Dividend income	(14.87)	(25.35)
Allowances for credit impaired on receivables and revenue accrued not billed	0.78	123.36
Bad debts / advances written off	242.37	220.27
Gain on sale of current investments (net)	(19.56)	(4.63)
(Gain)/loss on disposal of Property, Plant and Equipment (net)	(100.08)	11.55
Fair value gain on financial instruments at fair value through profit or loss	(26.08)	(3.69)
Finance Cost	29.63	74.07
Operating Profit before working capital changes	3,825.87	3,426.07
Movement in working capital		
Decrease / (Increase) in trade receivables	480.42	565.18
Decrease / (Increase) in financial assets and other assets	(1,549.55)	(1,450.07)
Increase / (Decrease) in financial liabilities, other liabilities and provisions	2,000.93	1,767.84
Cash flow from operations	4,757.67	4,309.02
Income taxes (paid) / net of refunds	(134.90)	(533.23)
Net cash from operating activities (A)	4,622.77	3,775.79
Cash flows used in investing activities		
Purchase of Property, Plant and Equipment including intangible assets, changes in capital work in progress, capital advances & Intangible assets under development	(1,012.64)	(731.20)
Proceeds from sale of Property, Plant and Equipment	106.08	0.98
Investment in Subsidiaries	(384.21)	(2.16)
(Purchase)/sale proceeds of current investments	(2,623.40)	(777.44)
Deposit made during the year	(114.05)	(16.47)
Interest received	56.51	12.61
Dividend received	8.51	13.92
Net cash (used in) investing activities (B)	(3,963.20)	(1,499.76)
Cash flows from financing activities		
Proceeds from share capital issued on exercise of stock options	7.90	3.18
Proceeds from share premium on exercise of stock options	75.13	50.44
Payment of principal portion of lease liabilities	(42.44)	(53.70)
(Repayment) / Proceeds from Long term secured loans	(75.56)	(268.64)
(Repayment) / Proceeds from Short term borrowings	(344.05)	(1,852.17)
Interest paid	(22.43)	(66.71)
Net cash (used in) financing activities (C)	(401.45)	(2,187.60)
Exchange differences on translation of foreign currency cash and cash equivalents (D)	3.89	(6.71)
Net increase / (decrease) in cash and cash equivalents during the year (A+B+C+D)	262.01	81.72
Cash and cash equivalents at the beginning of the year	441.28	359.56
Cash and cash equivalents at the end of the year	703.29	441.28
Cash and cash equivalents As per Note 11(c)	703.29	441.28

Table No. 3.6

Non-cash financing activities

Acquisition of Right-of-use assets

1.93

-

a) The Cash Flow Statement has been prepared under the indirect method as set out in Indian Accounting Standard (Ind AS) 7 "Statement of Cash flows" specified under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 (as amended).

b) Figures have been regrouped/rearranged wherever necessary.

As per our report of even date

For S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

ICAI Firm Registration number: 101049W/E300004

per Srinivas S

Partner

Membership No. 213722

Chennai

May 5, 2022

For and on behalf of the Board of Directors of

Intellect Design Arena Limited

Arun Jain

Chairman & Managing Director

DIN : 00580919

Arun Shekhar Aran

Director

DIN : 00015335

Venkateswarlu Saranu

Chief Financial Officer

V.V. Naresh

Senior Vice President &

Company Secretary

Notes forming part of the accounts for the year ended March 31, 2022

(All amounts are in Rupees in Millions unless otherwise stated)

1. Corporate Information

Intellect Design Arena Limited ('Intellect' or 'the Company'), is a public limited company domiciled in India and incorporated under the provisions of the Companies Act, 1956 in 2011. Consequently to the approval obtained for listing, the shares of the Company have been listed on the National Stock Exchange and Bombay Stock Exchange with effect from December 18, 2014. The Company has its registered office in 244, Anna Salai, Chennai-600 006

The Company, has a comprehensive portfolio of products across Global Consumer Banking, Central Banking, Risk & Treasury Management, Global Transaction Banking and Insurance and is engaged in the business of software development.

The standalone financial statements were authorised for issue in accordance with a resolution of the directors on May 5, 2022.

2. Basis of Preparation

The standalone financial statements of the Company are prepared in accordance with the Indian Accounting Standards (Ind-AS) notified under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules thereafter.

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

The standalone financial statements have been prepared on a historical cost basis, except for the following assets and liabilities which have been measured at fair value:

- a. Derivative financial instruments
- b. Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments)

The standalone financial statements are presented in INR (its functional currency) and all values are rounded to the nearest millions, except where otherwise indicated.

3. Summary of Significant accounting policies**(a) Current versus non-current classification**

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

- a) It is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle;
- b) It is held primarily for the purpose of being traded;
- c) It is expected to be realized within twelve months after the reporting date; or
- d) It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date.

A liability has been classified as current when it satisfies any of the following criteria;

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

All other assets and liabilities have been classified as non-current.

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

Based on the nature of products/activities, the Company has determined its operating cycle as twelve months for the above purpose of classification as current and non-current.

(b) Fair value Measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- a) In the principal market for the asset or liability, or
- b) In the absence of a principal market, in the most advantageous market for the asset or liability.
- c) The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their best economic interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- a) Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- b) Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- c) Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Company's Valuation Committee determines the policies and procedures for both recurring fair value measurement, such as derivative instruments and unquoted financial assets measured at fair value. The Valuation Committee comprises of the head of the treasury operations, the head of the risk management department, financial controllers and chief finance officer.

External valuers are involved for valuation of significant assets, such as properties and unquoted financial assets, and significant liabilities, such as contingent consideration. Involvement of external valuers is decided upon annually by the Valuation Committee after discussion with and approval by the Company's Audit Committee. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained.

At each reporting date, the Valuation Committee analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the Company's accounting policies. For this analysis, the Valuation Committee verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

The Valuation Committee, in conjunction with the Company's external valuers, also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

On an interim basis, the Valuation Committee and the Company's external valuers present the valuation results to the Audit Committee and the Company's independent auditors. This includes a discussion of the major assumptions used in the valuations.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

(c) Use of Estimates and judgements

The preparation of the unconsolidated financial statements in conformity with Ind AS requires management to make estimates, judgements and assumptions. These estimates, judgements and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the year. Application of accounting policies that require critical accounting estimates involving complex and subjective judgements and the use of assumptions in these standalone financial statements have been disclosed in Note 30. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

(d) Cash and cash equivalents

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand and short-term deposits with an original maturity of three months or less that are readily convertible into known amounts of cash and which are subject to insignificant risks of change in value.

(e) Cash Flow Statement

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

(f) Property, Plant and Equipment ('PPE')

Property, Plant and Equipment are stated at cost, less accumulated depreciation and impairment losses if any. Freehold land is measured at cost and not depreciated. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

Material replacement cost is capitalized provided it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably. When replacement cost is eligible for capitalization, the carrying amount of those parts that are replaced is derecognized. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful life.

Property, plant and equipment retired from active use and held for sale are stated at the lower of their net book value and net realisable value and are disclosed separately in the Balance Sheet.

Depreciation

Depreciation on plant, property and equipment is calculated on a straight-line basis using the rates arrived at, based on the useful lives estimated by the management. The identified components are depreciated separately over their useful lives; the remaining components are depreciated over the life of the principal asset. The useful lives considered for depreciation of plant, property and equipment are as prescribed in Schedule II of the Companies Act:

Assets Category	Estimated useful life (in years)
Buildings	30
Plant and Machinery	15
Computer Equipment	3
Servers and Computer Accessories	6
Electrical fittings, furniture and fixtures	10
Office Equipment	5
Leasehold Improvements	Over the lease period or 10 years whichever is lower
Leasehold Land	Over the lease period (99 years)

Categories of assets for which depreciation has been provided based on the estimated useful life of the Company based on management internal technical evaluation, durability based on use, etc. are:

Assets Category	Estimated useful life (in years)
Vehicles	4-8

The residual values, useful lives and methods of depreciation of PPE are reviewed at each financial year end and adjusted prospectively, if appropriate.

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as Capital advances under other non-current assets and the cost of asset not put to use before such date are disclosed under "Capital Work in Progress". Subsequent expenditure relating to property, plant and equipment is capitalised only when it's probable that future economic benefit associated with these will flow to the company and the cost of the item can be measured reliably. Repairs and maintenance cost are recognised in the Statement of Profit and Loss when incurred. The cost and related accumulated depreciation are eliminated from financial statement upon sale or retirement of the asset and the resultant gains or loss are recognised in the Statement of profit and loss. Asset to be disposed off are reported at the lower of the carrying value or the fair value less cost to sell.

(g) Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred.

The amortisation of software development and intellectual property costs is allocated on a straight-line basis over the best estimate of its useful life after the product is ready for use. The factors considered for identifying the basis include obsolescence, product life cycle and actions of competitors. The amortization period and the amortization method are reviewed at each year end. If the expected useful life of the asset is significantly different from previous estimates, the amortization period is changed accordingly. The estimated useful life of the intangible assets is in the range of 3 to 5 Years.

The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit or loss when the asset is derecognised.

Research and Development Cost:

Research costs are expensed as incurred. Development expenditure incurred on an individual new project is recognized as an intangible asset when the company can demonstrate all the following:

1. The technical feasibility of completing the intangible asset so that the asset will be available for use or sale
2. Its intention to complete and its ability and intention to use or sell the asset
3. How the asset will generate future economic benefits
4. The availability of resources to complete the asset
5. The ability to measure reliably the expenditure during development.

Following initial recognition of the development expenditure as an asset, the asset is carried at cost less any accumulated amortisation and accumulated impairment losses. Amortisation of the asset begins when development is complete and the asset is available for use. It is amortised over the period of expected future benefit. Amortisation expense is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

During the period of development, the asset is tested for impairment annually.

(h) Other Assets

Cost incurred in fulfilling a contract are capitalised if all the following conditions are satisfied:

1. The costs relate directly to a contract
2. The costs generate or enhance resources of the entity that will be used to satisfy future performance obligation
3. The costs are recoverable

(i) Impairment of Intangible Assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

The Company bases its impairment calculation on detailed budgets and forecast calculations which are prepared separately for each of the Company's cash-generating units to which the individual assets are allocated. These budgets and forecast calculations are generally covering a period of three years (five years in the case of Internally Generated Intangible assets (IPR)). For longer periods, a long term growth rate is calculated and applied to project future cash flows after the third year / fifth year in case of IPR.

An assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the Company estimates the asset's or cash-generating unit's recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized.

The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years.

After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

(j) Revenue Recognition

The Company derives revenues primarily from software development and related services, and from the licensing of software products and related services (together referred to as "software related services").

Revenue is recognized upon transfer of control of promised products or services to customers in an amount that reflects the consideration the entity expects to receive in exchange for those products or services. Arrangements with customers for software related services are either on a fixed-price, fixed-bid or on a time-and-material basis.

Revenue on time-and-material contracts are recognized as the related services are performed and revenue from the end of the last invoicing to the reporting date is recognized as revenue accrued not billed. Revenue from fixed-price, fixed-bid contracts, where the performance obligations are satisfied over time and where there is no uncertainty as to measurement or collectability of consideration, is recognized as per the percentage-of-completion method. The Company recognises revenue based on relevant input or output measures based on nature of performance obligation being rendered. For revenue recognised using output method, measures such as the achievement of any project milestones stipulated in the contract, or internal quality milestones are used to assess proportional performance. For revenue recognized over time using a percentage of completion based on input method for the fixed price service offering. The input method assures we are aligned to milestone and the consideration recoverable. When there is uncertainty as to measurement or ultimate collectability, revenue recognition is postponed until such uncertainty is resolved. Maintenance revenue is recognized rateably over the term of the underlying maintenance arrangement.

Revenue accrued not billed represents earnings on ongoing fixed-price, fixed-bid and time and material contracts over amounts invoiced to customers. Billings in excess of revenues represents amounts billed in case of ongoing fixed bid, fixed price and time and material contracts wherein amounts have been billed in accordance with the billing cycle and efforts would be incurred subsequent to the balance sheet date.

In arrangements for software development and related services and maintenance services, the entity has applied the guidance in Ind AS 115, Revenue from contract with customer, by applying the revenue recognition criteria for each distinct performance obligation. The arrangements with customers generally meet the criteria for considering software development and related services as distinct performance obligations. For allocating the transaction price, the entity has measured the revenue in respect of each performance obligation of a contract at its relative standalone selling price. The price that is regularly charged for an item when sold separately is the best evidence of its standalone selling price. In cases where the entity is unable to determine the standalone selling price, the entity uses the expected cost plus margin approach in estimating the standalone selling price. For software development and related services, the performance obligations are satisfied as and when the services are rendered since the customer generally obtains control of the work as it progresses.

Revenue from licenses where the customer obtains a "right to use" the licenses is recognized at the time the license is made available to the customer. Revenue from licenses where the customer obtains a "right to access" is recognized over the access period. Arrangements to deliver software products generally have three elements: license, implementation and Annual Maintenance Services. The entity has applied the principles under Ind AS 115 to account for revenues from these performance obligations. When implementation services are provided in conjunction with the licensing arrangement and the license and implementation have been identified as two separate performance obligations, the transaction price for such contracts are allocated to each performance obligation of the contract based on their relative standalone selling prices. In the absence of standalone selling price for implementation, the performance obligation is estimated using the expected cost plus margin approach.

Where the license is required to be substantially customized as part of the implementation service the entire arrangement fee for license and implementation is considered to be a single performance obligation and the revenue is recognized using the percentage-of-completion method as the implementation is performed. Revenue from client training, support and other services arising due to the sale of software products is recognized as the performance obligations are satisfied. Annual Maintenance Services revenue is recognized rateably over the period in which the services are rendered.

Contract modifications are accounted for when additions, deletions or changes are approved either to the contract scope or contract price. The accounting for modifications of contracts involves assessing whether the services added to an existing contract are distinct and whether the pricing is at the standalone selling price. Services added that are not distinct are accounted for on a cumulative catch up basis, while those that are distinct are accounted for prospectively, either as a separate contract, if the additional services are priced at the standalone selling price, or as a termination of the existing contract and creation of a new contract if not priced at the standalone selling price.

The entity presents revenues net of indirect taxes in its statement of Profit and loss.

Performance obligations and remaining performance obligations

The remaining performance obligation disclosure provides the aggregate amount of the transaction price yet to be recognized as at the end of the reporting period and an explanation as to when the entity expects to recognize these amounts in revenue. Applying the practical expedient as given in Ind AS 115, the entity has not disclosed the remaining performance obligation related disclosures for contracts where the revenue recognized corresponds directly with the value to the customer of the entity's performance completed to date, typically those contracts where invoicing is on time and material basis or fixed price basis. Remaining performance obligation estimates are subject to change and are affected by several factors, including terminations, changes in the scope of contracts, periodic revaluations and adjustment for revenue that has not materialized and adjustments for currency.

Other Income

For all debt instruments measured at amortised cost, interest income is recorded using the effective interest rate (EIR). Interest income is included in finance income in the statement of profit and loss.

Dividend income is recognized when the company's right to receive dividend is established by the reporting date.

Profit on sale of units of mutual funds is recognised at the time of redemption and is determined as the difference between the redemption price and the carrying value.

Profit on sale of land and flats is recognised at the time of sale and is determined as the difference between the sales price and the carrying value.

(k) Foreign Currency Transactions

Initial Recognition

Transactions in foreign currencies entered into by the Company are accounted at the exchange rates prevailing on the date of the transaction or at the average rates that closely approximate the rate at the date of the transaction.

Measurement as at Balance Sheet date

Foreign currency monetary items (other than derivative contracts) of the Company outstanding at the Balance Sheet date are restated at year end exchange rates.

Non-monetary items carried at historical cost are translated using the exchange rates at the dates of initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item.

Treatment of Exchange Differences

Exchange differences arising on settlement/restatement of foreign currency monetary assets and liabilities of the Company are recognised as income or expense in the Statement of Profit and Loss.

(l) Derivative Instruments and Hedge Accounting

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured to their fair value at the end of each reporting period. The accounting for subsequent changes in fair value depends on whether the derivative is designated as a hedging instrument, and if so, the nature of item being hedged and type of hedge relationship designated.

The Company uses forward contracts to hedge its risks associated with foreign currency fluctuations relating to firm commitment or highly probable forecast transactions. The Company designates these in a hedging relationship by applying the hedge accounting principles set out in IND AS 109 – "Financial Instruments" as 'cash flow hedges'

The use of Derivative Contracts is governed by the Company's policies on the use of such financial derivatives consistent with the Company's risk management strategy. The Company does not use derivative financial instruments for speculative purposes.

The effective portion of the gain or loss on the hedging instrument is recognised in OCI in the cash flow hedge reserve, while any ineffective portion is recognised immediately in the statement of profit and loss.

Amounts recognised as OCI are transferred to profit or loss when the hedged transaction affects profit or loss, such as when the hedged financial income or financial expense is recognised or when a forecast sale occurs. When the hedged item is the cost of a non-financial asset or non-financial liability, the amounts recognised as OCI are transferred to the initial carrying amount of the non-financial asset or liability.

If the hedging instrument expires or is sold, terminated or exercised without replacement or rollover (as part of the hedging strategy), or if its designation as a hedge is revoked, or when the hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss previously recognised in OCI remains separately in equity until the forecast transaction occurs or the foreign currency firm commitment is met.

For the purpose of hedge accounting, hedges are classified as Cash flow hedges when hedging the exposure to variability in cash flows that is either attributable to a particular risk associated with a recognised asset or liability or a highly probable forecast transaction or the foreign currency risk in an unrecognised firm commitment.

At the inception of a hedge relationship, the Company formally designates and documents the hedge relationship to which the Company wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge. The documentation includes the Company's risk management objective and strategy for undertaking hedge, the hedging/ economic relationship, the hedged item or transaction, the nature of the risk being hedged, hedge ratio and how the entity will assess the effectiveness of changes in the hedging instrument's fair value in offsetting the exposure to changes in the hedged item's fair value or cash flows attributable to the hedged risk.

Such hedges are expected to be highly effective in achieving offsetting changes in fair value or cash flows and are assessed on an ongoing basis to determine that they actually have been highly effective throughout the financial reporting periods for which they were designated.

Hedges that meet the strict criteria for hedge accounting are accounted for, as described below:

Cash flow hedges

The Company uses forward contracts and as hedges of its exposure to foreign currency risk in forecast transactions and firm commitments.

When a derivative is designated as a cash flow hedge instrument, the effective portion of changes in the fair value of the derivative is recognized in other comprehensive income and accumulated in the cash flow hedge reserve. Any ineffective portion of changes in the fair value of the derivative is recognized immediately in the net profit in the Statement of Profit and Loss. If the hedging instrument no longer meets the criteria for hedge accounting, then hedge accounting is discontinued prospectively. If the hedging instrument expires or is sold, terminated or exercised, the cumulative gain or loss on the hedging instrument recognized in cash flow hedge reserve till the period the hedge was effective remains in cash flow hedge reserve until the forecasted transaction occurs. The cumulative gain or loss previously recognized in the cash flow hedge reserve is transferred to the net profit in the Statement of Profit and Loss upon the occurrence of the related forecasted transaction. If the forecasted transaction is no longer expected to occur, then the amount accumulated in cash flow hedge reserve is reclassified to net profit in the Statement of Profit and Loss.

(m) Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration

Company as lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

a. Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets. The right-of-use assets are also subject to impairment. Right-of-use assets mainly consists of buildings, having a lease term of 2 to 5 years.

b. Lease Liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of

lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset. The Company's lease liabilities are included in financial liabilities (see Note 16(b) and 17(b)).

c. Short-term leases

The Company applies the short-term lease recognition exemption to its short-term leases of Buildings (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). Lease payments on short-term leases are recognised as expense on a straight-line basis over the lease term.

Company as Lessor

Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit or loss due to its operating nature. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

(n) Employee Benefits

a. Provident Fund

Employees receive benefits from a provident fund, which is a defined contribution plan. Both the employee and the Company make monthly contributions to the Regional Provident Fund equal to a specified percentage of the covered employee's salary. The company recognizes contribution payable to the provident fund scheme as an expenditure, when an employee renders the related service. The Company has no further obligations under the plan beyond its monthly contributions.

b. Gratuity

The Company provides for gratuity in accordance with the Payment of Gratuity Act, 1972, a defined benefit retirement plan (the Plan) covering all employees. The plan, subject to the provisions of the above Act, provides a lump sum payment to eligible employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. A trust by name "Intellect Design Group gratuity trust" has been constituted to administer the gratuity fund. Gratuity liability is accrued and provided for on the basis of an actuarial valuation on projected unit credit method made at the end of each financial period. Re-measurement, comprising of actuarial gain or loss and the return on plan assets excluding amounts included in net interest on the net defined benefit liability are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through other comprehensive income (OCI) in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods. Past service cost is recognised immediately to the extent that the benefits are already vested and otherwise is amortised on a straight-line basis over the average period until the benefits become vested. The defined benefit obligation recognised in the balance sheet represents the present value of the Defined Benefit Obligation less the Fair Value of Plan Assets out of which the obligations are expected to be settled and adjusted for unrecognised past service cost, if any. Any asset arising out of this calculation is limited to the past service cost plus the present value of available refunds and reduction in future contributions.

c. Superannuation

The Company contributes a specified percentage of the eligible employees' basic salary towards superannuation (the Plan) to a fund. A trust has been created and approved by the Income-tax authorities for this purpose. This Plan provides for various options for payment of pension at retirement or termination of employment as per the trust rules. The company recognizes contribution payable to the fund as an expenditure, when an employee renders the related service. The Company has no further obligations under the plan beyond its monthly contributions.

d. Compensated Absences

The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Actuarial gains/losses are immediately taken to the statement of profit and loss and are not deferred. The Company presents the leave as a current liability in the balance sheet, to the extent it does not have an unconditional right to defer its settlement for 12 months after the reporting date.

(o) Taxes on Income

Income tax expense comprises current and deferred taxes. Income tax expense is recognized in the statement of profit and loss except to the extent it relates to items recognized directly in equity, in which case it is recognized in equity.

Current Tax is the amount of tax payable on the taxable income for the year and is determined in accordance with the provisions of the Income Tax Act, 1961. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is probable that future economic benefit associated with it will flow to the Company. The carrying amount of MAT is reviewed at each reporting date and the asset is written down to the extent the Company does not have convincing evidence that it will pay normal income tax during the specified period.

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

Deferred tax liabilities are recognised for all taxable temporary differences, except for taxable temporary differences associated with investments in subsidiaries and associates, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised. The carrying amount of deferred tax assets is reviewed at each reporting date and written off to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

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

(p) Provisions and Contingencies

A provision is recognized when an enterprise has a present obligation (legal or constructive) as a result of past event; it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made of the amount of obligation. Provisions are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

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

(q) Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other

borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

(r) Earnings Per Share

Basic Earnings Per Share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as rights issue, bonus shares, treasury shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

(s) Employee Stock Option Scheme

Stock options are granted to the employees under the stock option scheme, the costs of stock options granted to the employees (equity-settled awards) of the Company are measured at the fair value of the equity instruments granted. For each stock option, the measurement of fair value is performed on the grant date. The grant date is the date on which the Company and the employees agree to the stock option scheme. The fair value so determined is revised only if the stock option scheme is modified in a manner that is beneficial to the employees.

That cost is recognised, together with a corresponding increase in share-based payment (SBP) reserves/stock options outstanding account in equity, over the period in which the performance and/or service conditions are fulfilled in employee benefits expense. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company's best estimate of the number of equity instruments that will ultimately vest. The statement of profit and loss expense or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense.

Service and non-market performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the Company's best estimate of the number of equity instruments that will ultimately vest. Market performance conditions are reflected within the grant date fair value. Any other conditions attached to an award, but without an associated service requirement, are considered to be non-vesting conditions. Non-vesting conditions are reflected in the fair value of an award and lead to an immediate expensing of an award unless there are also service and/or performance conditions.

No expense is recognised for awards that do not ultimately vest because non-market performance and/or service conditions have not been met. Where awards include a market or non-vesting condition, the transactions are treated as vested irrespective of whether the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied.

When the terms of an equity-settled award are modified, the minimum expense recognised is the grant date fair value of the unmodified award, provided the original vesting terms of the award are met. An additional expense, measured as at the date of modification, is recognised for any modification that increases the total fair value of the share-based payment transaction, or is otherwise beneficial to the employee. Where an award is cancelled by the entity or by the counterparty, any remaining element of the fair value of the award is expensed immediately through profit or loss.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

If the options vests in instalments (i.e. the options vest pro rata over the service period), then each instalment is treated as a separate share option grant because each instalment has a different vesting period.

(t) Treasury Shares

The Company has an Associates Benefit Trust, having Company's shares, for providing benefits to its employees. The Company treats Trust as its extension and shares held by Trust are treated as treasury shares. Own equity instruments (treasury shares) are recognised at cost and deducted from equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments. Any difference between the carrying amount and the consideration, on sale, is recognised in equity.

(u) Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

A. Financial assets**i. Initial recognition and measurement**

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

ii. Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- a. Debt instruments at amortised cost
- b. Debt instruments at fair value through other comprehensive income (FVTOCI)
- c. Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- d. Equity instruments measured at fair value through other comprehensive income FVTOCI

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss.

Debt instrument at FVTOCI

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

- The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI). However, the Company recognizes interest income, impairment losses & reversals and foreign exchange gain or loss in the P&L. On de-recognition of the asset, cumulative gain or loss previously recognized in OCI is reclassified from the equity to P&L. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method. The Company does not have any financial asset under this category

Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortised cost or as FVTOCI, is classified as at FVTPL.

In addition, the Company may elect to classify a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch').

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L

Equity investments

All equity investments in scope of Ind-AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company decides to classify the same either as at FVTOCI or FVTPL. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

iii. De-recognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognize the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognizes an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay

iv. Impairment of financial assets

In accordance with Ind-AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance
The Company follows 'simplified approach' for recognition of impairment loss allowance on Trade receivables and Unbilled revenue

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive, discounted at the original EIR. When estimating the cash flows, an entity is required to consider:

- All contractual terms of the financial instrument (including prepayment, extension) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument.
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). This amount is reflected under the head 'other expenses' in the P&L. The balance sheet presentation for various financial instruments is described below:

Financial assets measured as at amortised cost: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the company does not reduce impairment allowance from the gross carrying amount.

For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

Reclassification of financial assets

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an

activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognized gains, losses (including impairment gains or losses) or interest.

B. Financial liabilities

i. Initial recognition and measurement

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

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

ii. Subsequent measurement

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

After initial recognition, trade and other payables are subsequently measured at amortised cost using the EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

De-recognition of financial liabilities

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Offsetting of financial instruments

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

(w) Investment Properties

Investment property represents property held to earn rentals or for capital appreciation or both. Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

The cost includes the cost of replacing parts and borrowing costs for long-term construction projects if the recognition Criteria are met. When significant parts of the investment property are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. All other repair and maintenance costs are recognised in the Statement of Profit and Loss as incurred.

Depreciation on building classified as Investment Property has been provided on the straight-line method over a period of 60 years as prescribed in Schedule II to the Companies Act, 2013. These are based on the Company's estimate of their useful lives taking into consideration technical factors.

Though the Company measures Investment Property using cost based measurement, the fair value of investment property is disclosed in the notes. Fair values are determined based on an annual evaluation performed by an external independent valuer applying valuation models.

Investment properties are derecognised either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in the Statement of Profit and Loss in the period of derecognition.

(x) Segment reporting

The Executive Management Committee monitors the operating results of its business as a single primary segment "Software Product Licence and related services" for the purpose of making decisions about resource allocation and performance assessment.

The business of the Company falls under a single primary segment i.e. 'Software Product License & related services' for the purpose of Ind AS 108.

(y) Changes in accounting policies and disclosures

Recent pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 23, 2022, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2022, applicable from April 1, 2022, as below:

a) Ind AS 103 – Reference to Conceptual Framework

The amendments specify that to qualify for recognition as part of applying the acquisition method, the identifiable assets acquired, and liabilities assumed must meet the definitions of assets and liabilities in the Conceptual Framework for Financial Reporting under Indian Accounting Standards (Conceptual Framework) issued by the Institute of Chartered Accountants of India at the acquisition date. These changes do not significantly change the requirements of Ind AS 103. The Company does not expect the amendment to have any significant impact in its financial statements.

b) Ind AS 105, Ind AS 16 and Ind AS 28 - Recoverable Amount

The definition of "Recoverable amount" is amended such that the words "the higher of an asset's fair value less costs to sell and its value in use" are replaced with "higher of an asset's fair value less costs of disposal and its value in use". The consequential amendments are made in Ind AS 105, Ind AS 16 and Ind AS 28.

These amendments had no impact on the financial statements of the Company.

c) Ind AS 37 – Onerous contracts - Costs of fulfilling a contract

The amendments specify that that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that relate directly to fulfilling contracts. The amendment is essentially a clarification and the Company does not expect the amendment to have any significant impact in its financial statements.

d) Ind AS 109 – Annual improvements to Ind AS (2021)

The amendment clarifies which fees an entity includes when it applies the '10 percent' test of Ind AS 109 in assessing whether to derecognise a financial liability. The Company does not expect the amendment to have any significant impact in its financial statements.

e) Ind AS 116 – Annual Improvements to Ind AS (2021)

The amendments remove the illustration of the reimbursement of leasehold improvements by the lessor in order to resolve any potential confusion regarding the treatment of lease incentives that might arise because of how lease incentives were described in that illustration. The Company does not expect the amendment to have any significant impact in its financial statements.

f) Ind AS 116: COVID-19 related rent concessions

MCA issued an amendment to Ind AS 116 Covid-19-Related Rent Concessions beyond 30 June 2021 to update the condition for lessees to apply the relief to a reduction in lease payments originally due on or before 30 June 2022 from 30 June 2021. The amendment applies to annual reporting periods beginning on or after 1 April 2021. In case a lessee has not yet approved the financial statements for issue before the issuance of this amendment, then the same may be applied for annual reporting periods beginning on or after 1 April 2020.

These amendments had no impact on the financial statements of the Company.

g) Ind AS 103: Business combination

The amendment states that to qualify for recognition as part of applying the acquisition method, the identifiable assets acquired and liabilities assumed must meet the definitions of assets and liabilities in the Framework for the Preparation and Presentation of Financial Statements in accordance with Indian Accounting Standards* issued by the Institute of Chartered Accountants of India at the acquisition date. Therefore, the acquirer does not recognise those costs as part of applying the acquisition method. Instead, the acquirer recognises those costs in its post-combination financial statements in accordance with other Ind AS.

These amendments had no impact on the financial statements of the Company.

4(a). PROPERTY, PLANT AND EQUIPMENT

Particulars	In Rs. Millions							Total
	Land	Buildings	Plant & Machinery	Electrical Equipment	Furniture and Fittings	Office Equipment	Vehicles	
Gross Block								
As at April 1, 2020	42.14	1,125.10	841.84	160.47	401.46	182.67	74.34	2,828.02
Additions	-	-	12.39	2.23	8.87	3.20	1.45	28.14
Deletions	-	-	(55.63)	(2.22)	(10.44)	(11.74)	(3.49)	(83.52)
As at March 31, 2021	42.14	1,125.10	798.60	160.48	399.89	174.13	72.30	2,772.64
Reclassification on account of IND AS 40	-	(53.05)	-	-	-	-	-	(53.05)
Additions	-	-	96.24	0.10	2.31	3.46	-	102.11
Deletions	-	(11.37)	(37.22)	(0.58)	(0.94)	(1.38)	(62.21)	(113.70)
As at March 31, 2022	42.14	1,060.68	857.62	160.00	401.26	176.21	10.09	2,708.00
Accumulated Depreciation								
As at April 1, 2020	-	336.14	676.53	104.96	225.40	160.65	71.36	1,575.04
Depreciation charge for the year (Refer note 23)	-	38.68	54.05	13.14	34.10	12.33	0.61	152.91
Disposals	-	-	(54.22)	(0.47)	(2.18)	(11.37)	(2.80)	(71.04)
As at March 31, 2021	-	374.82	676.36	117.63	257.32	161.61	69.17	1,656.91
Reclassification on account of IND AS 40	-	(31.48)	-	-	-	-	-	(31.48)
Depreciation charge for the year (Refer note 23)	-	36.40	53.49	11.39	32.56	6.45	0.56	140.85
Disposals	-	(5.59)	(37.97)	(0.49)	(0.85)	(1.34)	(62.21)	(108.45)
As at March 31, 2022	-	374.15	691.88	128.53	289.03	166.72	7.52	1,657.83
Net Book Value								
As at March 31, 2021	42.14	750.28	122.24	42.85	142.57	12.52	3.13	1,115.73
As at March 31, 2022	42.14	686.53	165.74	31.47	112.23	9.49	2.57	1,050.17

Table No. 3.7

Land and Building

Land and buildings with a carrying amount of Rs 728.67 million (March 31, 2021: Rs 792.42 million) are subject to a first charge to secure the Company's bank loans.

4(b). Capital work-in-progress and Intangible assets under development

Particulars	In Rs. Millions					
	Buildings	Plant & Machinery (including Computer Equipment, software and accessories)	Electrical fittings	Furniture and fixtures	Total*	Intangible assets under development (Refer Note 37)
Capital Work in Progress (CWIP) as at April 1, 2020	32.73	0.08	7.64	2.54	42.99	2,102.23
Add:						
Additions during the year	-	-	-	-	-	699.47
Less:						
Capitalisation of assets	-	-	-	-	-	(840.77)
CWIP as at March 31, 2021	32.73	0.08	7.64	2.54	42.99	1,960.93
Add:						
Additions during the year	-	-	-	0.41	0.41	887.79
Less:						
Capitalisation of assets	-	-	-	-	-	(772.40)
CWIP as at March 31, 2022	32.73	0.08	7.64	2.95	43.40	2,076.32

Table No. 3.8

*Capital work in progress (CWIP) Ageing Schedule

As at 31 March, 2022

In Rs. Millions

	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	0.41	-	-	42.99	43.40
Projects temporarily suspended	-	-	-	-	-
Total	0.41	-	-	42.99	43.40

As at 31 March, 2021

In Rs. Millions

	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	-	-	-	42.99	42.99
Projects temporarily suspended	-	-	-	-	-
Total	-	-	-	42.99	42.99

Intangible Assets under development Ageing Schedule

As at 31 March, 2022

In Rs. Millions

	Amount in Intangible Asset under development Ageing for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	883.97	690.07	501.61	0.67	2,076.32
Projects temporarily suspended	-	-	-	-	-
Total	883.97	690.07	501.61	0.67	2,076.32

As at 31 March, 2021

In Rs. Millions

	Amount in Intangible Asset under development Ageing for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	699.53	634.00	558.50	68.90	1,960.93
Projects temporarily suspended	-	-	-	-	-
Total	699.53	634.00	558.50	68.90	1,960.93

Table No. 3.9

4(c). INVESTMENT PROPERTY

In Rs. Millions

a) Gross carrying value as at 1 April 2020	-
Additions	-
As at 31 March 2021	-
Additions (Reclassified on account of IND AS 40)	53.05
As at 31 March 2022	53.05
Accumulated Depreciation /impairment	
As at 1 April 2020	-
Depreciation	-
As at 31 March 2021	-
Reclassified on account of IND AS 40	31.48
Depreciation	1.90
As at 31 March 2022	33.38
Net Block	
at 31 March 2021	-
at 31 March 2022	19.67

b) Information regarding income and expenditure of Investment properties

In Rs. Millions

Particulars	As at March 31,	
	2022	2021
Rental income derived from investment property	11.10	-
Direct operating expenses (including repairs and maintenance) arising from investment property that generating rental income	2.67	-
Direct operating expenses (including repairs and maintenance) arising from investment property that did not generate rental income	-	-
Profit arising from investment property before depreciation and indirect expenses	8.43	-
Less – Depreciation	1.90	-
Profit arising from investment property before indirect expenses	6.53	-

Table No. 3.10

The Company's investment properties consists premises let out on lease. As at 31 March 2022, the fair values of the properties are INR 233 millions. These valuations are based on valuations performed by an accredited independent valuer. The valuer is a specialist in valuing these types of investment properties and is a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017. A valuation model in accordance with that recommended by the International Valuation Standards Committee has been applied.

The Company has no restrictions on the realisability of its investment properties and no contractual obligations to purchase, construct or develop investment properties or for repairs, maintenance and enhancements.

Fair value hierarchy disclosures for investment properties have been provided in Note 35.

c) Leasing arrangement

Certain Investment properties are Leased to tenants under long term operating leases with rentals payable monthly. Future minimum lease payments receivable under non cancellable operating leases of Investment properties are as follows:

Particulars	March 31, 2022
Within 1 year	7.31
More than 1 year but not more than 5 year	12.62
More than 5 year	-

d) Fair Value movement

Particulars	March 31, 2022
Opening Balance as at the beginning of the year	-
Additions on account of reclassification	233.00
Closing Balance as at the end of the year	233.00

Description of valuation techniques used and key inputs to valuation on investment property.

The Company has fair valued the premises let out on lease using average of Market approach and Income approach methods.

Significant unobservable Inputs	March 31, 2022	March 31, 2021
Estimated rental value per sq. per month	INR 55	-
Rent growth p.a	15%	-
Long term vacancy rate	3%	-
Discount rate	12%	-

4(d). RIGHT OF USE ASSETS

In Rs. Millions

Particulars	Office Premises	Leasehold Land*	Total
Gross Block			
As at April 1, 2020	231.00	28.05	259.05
Reclassified on adoption of IND AS 116	-	-	-
Additions	-	-	-
Deletions	(27.96)	-	(27.96)
As at March 31, 2021	203.04	28.05	231.09
Additions	1.93	-	1.93
Deletions	(11.70)	-	(11.70)
As at March 31, 2022	193.27	28.05	221.32
Accumulated Depreciation			
As at April 1, 2020	72.58	4.14	76.72
Depreciation charge for the year (Refer note 23)	49.18	0.28	49.46
Disposals	(0.10)	-	(0.10)
As at March 31, 2021	121.66	4.42	126.08
Depreciation charge for the year (Refer note 23)	35.34	0.28	35.62
Disposals	(11.70)	-	(11.70)
As at March 31, 2022	145.30	4.70	150.00
Net Book Value			
As at March 31, 2021	81.38	23.63	105.01
As at March 31, 2022	47.97	23.35	71.32

Table No. 3.11

* represents 13.35 acres of land at Chennai taken on 99 years lease from SIPCOT under terms of MOU dated 3rd January, 2005 (modified on 10th March, 2015) with Government of Tamil Nadu.

5. OTHER INTANGIBLE ASSETS

In Rs. Millions

Particulars	Computer software	Software Products	Internally generated Intangible asset	Total
Cost				
As at April 1, 2020	384.72	583.82	1,098.97	2,067.51
Additions - acquisition	3.40	-	-	3.40
Additions - Internally developed	-	-	840.77	840.77
As at March 31, 2021	388.12	583.82	1,939.74	2,911.68
Additions - acquisition	18.54	-	-	18.54
Additions - internally developed	-	-	772.40	772.40
As at March 31, 2022	406.66	583.82	2,712.14	3,702.62
Accumulated Amortization and Impairment				
As at April 1, 2020	253.11	583.82	393.10	1,230.03
Amortization for the year (refer note 23)	45.67	-	252.10	297.77
As at March 31, 2021	298.78	583.82	645.20	1,527.80
Amortization for the year (refer note 23)	46.22	-	465.74	511.96
As at March 31, 2022	345.00	583.82	1,110.94	2,039.76

Net Book Value				
As at March 31, 2021	89.34	-	1,294.54	1,383.88
As at March 31, 2022	61.66	-	1,601.20	1,662.86

Table No. 3.12

6. INVESTMENT IN SUBSIDIARIES, JOINT VENTURES AND ASSOCIATES

Particulars	In Rs. Millions	
	As at March 31,	
	2022	2021
(a) Investments in equity instruments of Subsidiaries, carried at cost		
Intellect Design Arena Pte Ltd. (Singapore)	592.60	235.38
11,717,500 (March 31, 2021: 5,217,500) equity shares of SGD 1 each fully paid up		
Intellect Design Arena Limited (United Kingdom)	61.75	61.75
889,000 (March 31, 2021: 889,000) equity shares of GBP 1 each fully paid up		
Intellect Commerce Limited (India)	90.00	90.00
9,000,000 (March 31, 2021: 9,000,000) equity shares of INR 10 each fully paid up		
Intellect Design Arena SA (Switzerland)	11.28	11.28
35,000 (March 31, 2021: 35,000) equity shares of CHF 10 each fully paid up		
Intellect Design Arena Co. Ltd (Vietnam)	2.25	2.25
900,000,000 (March 31, 2021: 900,000,000) equity shares of VND 1 each fully paid up		
Intellect Payments Limited (India)	50.50	25.50
10,100,000 (March 31, 2021: 5,100,000) equity shares of INR 5 each fully paid up		
Intellect India Limited (India)	2.50	0.50
500,000 (March 31, 2021: 100,000) equity shares of INR 5 each fully paid up		
Intellect Design Arena FZ LLC (Dubai)	20.36	20.36
1,500 (March 31, 2021: 1,500) equity shares of AED 1,000 each fully paid up		
Sonali Intellect Limited (Bangladesh)	23.87	23.87
3,825,000 (March 31, 2021: 3,825,000) equity shares of BDT 10 each fully paid up		
Intellect Design Arena Limited (Kenya)	13.20	13.20
20,770 (March 31, 2021: 20,770) equity shares of KSHS 1,000 each fully paid up		
Intellect Design Arena GmbH (Germany)	2.15	2.15
25,000 (March 31, 2021: 25,000) equity shares of EUR 1 each fully paid up		
Investment in Intellect Polaris Design LLC	138.02	138.02
45 (March 31, 2021: 45) equity shares of USD 50,000 each fully paid up		
Total investments in equity instruments of subsidiaries, carried at cost (a)	1,008.48	624.26
(b) Investments in equity instruments of associates, carried at cost		
NMS Works Software Private Limited (India)	85.72	85.72
1,104,870 (March 31, 2021: 1,104,870) equity shares INR 10 each fully paid up		
Adrenalin eSystems Limited (India)	226.24	226.24
29,485,502 (March 31, 2021: 29,485,502) equity shares of INR 5 each fully paid up		
Total investments in equity instruments of associates, carried at cost (b)	311.96	311.96
Total investment in subsidiaries and associates (a+b)	1,320.44	936.22

Table No. 3.13

7. FINANCIAL ASSETS

Particulars	In Rs. Millions	
	As at March 31,	
	2022	2021
7(a) INVESTMENTS		
Investments carried at amortised cost		
(A) Investment in Equity Shares		
237 equity shares in Andhra Bank Ltd of Rs.10/- each	0.02	0.02
100 equity shares in Catholic Syrian Bank Ltd of Rs.10/- each	0.03	0.03
Investments carried at fair value through Profit and Loss		
(B) Investment in Equity Shares of Gamma Green Power Private Limited (Unquoted)		
306,977 (March 31, 2021 - 306,977) Equity Shares of Face Value of Rs. 10 each	3.07	3.07
Less: Impairment in value of investment	(3.07)	(3.07)
	0.05	0.05
Aggregate book value of Quoted Investments	0.05	0.05
Aggregate market value of Quoted Investments	0.05	0.05
Aggregate value of Unquoted Investments	3.07	3.07
Aggregate amount of impairment in value of Investment	3.07	3.07

Table No. 3.15

7(b) Loans and deposits, carried at amortized cost

Unsecured considered good		
- Security Deposits*	23.44	30.64
- Loans to employees**	4.59	8.48
	28.03	39.12

Table No. 3.16

*Security deposit are non-derivative financial assets which generate a fixed or variable interest income for the Company.

**Loan to employees are non-derivative financial assets which generate a fixed or variable interest income for the Company. There are no loan given to any promoters / directors / Key Management Personnel.

7(c) Non-current bank balances, carried at amortized cost

Deposits with Banks with more than 12 months maturity	227.95	126.10
	227.95	126.10

Out of the above balances INR 77.71 Millions (Mar'21 INR 126.10 Millions) have been pledged as security by the Company for availing non-fund based facilities (Bank guarantee).

Table No. 3.17

7(d) Derivative instruments

Foreign exchange forward contracts (Net) (Refer Note 36)	138.28	75.52
	138.28	75.52

Table No. 3.18

***Financial asset at fair value through OCI**

Financial asset at fair value through OCI reflect the change in fair value of foreign exchange forward contracts, designated as cash flow hedges to hedge highly probable future sale in USD

8. INCOME TAX ASSETS (NET)

Particulars	In Rs. Millions	
	As at March 31,	
	2022	2021
Advance income tax (Net of provision for tax)	406.90	574.40
	406.90	574.40

Table No. 3.19

9. DEFERRED TAX ASSETS (NET)

Particulars	In Rs. Millions	
	As at March 31,	
	2022	2021
Deferred Tax Asset /(Liability)		
Accelerated depreciation for tax purposes	(1,036.91)	(679.76)
Revaluation of cash flow hedge	-	(64.20)
Impact of disallowance under Section 36(1)(vii) of the Income Tax Act	244.64	245.65
Impact of expenditure charged to the statement of profit and loss in the current year but allowed for tax purposes on payment basis	209.51	332.38
Others	21.85	-
Carry forward business loss and unabsorbed depreciation	-	165.93
MAT credit entitlement	913.48	642.28
	352.57	642.28

Table No. 3.20

Particulars	As at March 31,	
	2022	2021
	Reconciliation of deferred tax asset (net)	
Opening balance as of 1 April	642.28	360.84
Net Deferred Tax income/(expense) during the period recognised in profit or loss & Other Comprehensive Income*	(560.91)	-
MAT Credit entitlement	271.20	281.44
Closing balance as at 31 March	352.57	642.28

Table No. 3.21

10. OTHER NON-CURRENT ASSETS

Particulars	In Rs. Millions	
	As at March 31,	
	2022	2021
Unsecured, considered good		
Capital Advances	1.34	0.56
Loans to Employees Welfare Trust	-	0.11
Prepayments	303.35	302.12
	304.69	302.79

Table No. 3.22

11. FINANCIAL ASSETS**11(a) Investments**

Particulars	In Rs. Millions			
	March 31, 2022		March 31, 2021	
	Units	Amount	Units	Amount
Trade Investments (Carried at fair value through profit or loss)				
Investment in Mutual Funds - (Quoted)				
ICICI Prudential Banking and PSU Debt Fund – Daily Dividend	-	-	8,749,359	88.09
Nippon India Short Term Fund-DM	5,572,620	63.49	5,334,905	60.81
Kotak Money Market Fund	28,078	101.66	43,136	150.28
Invesco India Liquid Fund	-	-	53,400	150.91
IDFC Cash Fund	-	-	20,392	50.70
IDFC Money Manager Fund	-	-	2,976,538	100.15
Nippon India Liquid Fund	-	-	16,059	80.82
Nippon India Money Market Fund	-	-	31,099	100.15

SBI Liquid Fund	-	-	25,089	80.83
SBI Savings Fund	4,398,796	156.43	2,928,909	100.16
ICICI Pru Banking & PSU Debt -DD	9,112,109	91.74	-	-
Invesco India Money Market Fund	69,177	175.78	-	-
Nippon India Arbitrage Fund	2,241,548	51.17	-	-
ICICI Equity Arbitrage Fund	4,570,749	133.88	-	-
IDFC Floating Rate Fund	26,953,080	282.24	-	-
Kotak Equity Arbitrage Fund	4,614,747	146.14	-	-
IDFC Gilt Index Fund	16,280,045	171.98	-	-
Nippon India Balanced Advantage Fund	378,346	49.62	-	-
Aditya Birla Floating Rate Fund	711,814	201.83	-	-
Aditya Birla Money Manager Fund	169,858	50.77	-	-
PGIM India Ultra Short Term Fund	1,762,490	50.49	-	-
SBI Magnum Ultra Short Duration Fund	12,374	60.59	-	-
Nippon India Ultra Short Duration Fund	87,178	307.68	-	-
Mirae Asset Ultra Short Duration Fund	95,041	100.47	-	-
Mirae Asset Focused Fund	1,005,049	20.06	-	-
Mirae Asset Large Cap Fund	239,864	20.25	-	-
Kotak Savings Fund	1,962,293	70.70	-	-
		2,306.97	962.90	

Investment in Bonds - (Quoted)

Bank of Baroda - Series XVII 7.95% 2 Perpetual Bonds	29	298.44	-	-
Canara Bank - Series II Tranche II 8.05% LOA Perpetual Bonds	40	410.01	-	-
Canara Bank - Series IV 8.30% Perpetual Bonds	70	71.35	-	-
Indian Bank - Series IV 8.44% LOA Perpetual Bonds	130	133.66	-	-
State Bank Of India - Series III 7.55% Perpetual Bonds	30	306.78	-	-
Union Bank Of India - Series XXIV 9.08% Perpetual Bonds	100	111.10	-	-
		1,331.34	-	-
		3,638.31	962.90	

Aggregate book value of Quoted Investments	3,638.31	962.90
Aggregate market value of Quoted Investments	3,638.31	962.90
Aggregate amount of impairment in value of Investment	-	-

Table No. 3.23

Investments in mutual funds Rs 143.92 Millions (March 31, 2021 Rs 143.96 Millions) are subject to a first charge to secure the company's bank loans.

11(b) Trade receivables

Particulars	In Rs. Millions	
	As at March 31,	
	2022	2021
Trade Receivable	898.31	510.58
Receivables from related parties (Refer note 32)	2,274.28	3,159.85
	3,172.59	3,670.43
Break-up for Security Details:		
- Secured considered good	-	-
- Unsecured considered good	3,139.88	4,042.22
- Trade Receivables which have significant increase in credit risk	-	-
- Trade Receivables - Credit impaired	32.71	133.20
	3,172.59	4,175.42
Impairment Allowance (allowance for bad and Doubtful debts)		
- Secured, considered good	-	-
- Unsecured considered good	(240.02)	(371.79)

- Doubtful	-	-
- Trade Receivables which have significant increase in credit risk	-	-
- Trade Receivables - Credit impaired	(32.71)	(133.20)
	(272.73)	(504.99)
	2,899.86	3,670.43

Table No. 3.24

No trade or other receivable are due from directors or other officers of the Company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member. Trade receivables are non-interest bearing. There are no unbilled receivables, hence the same is not disclosed in the ageing schedule.

As at 31 March 2022 In Rs. Millions

Particulars	Outstanding for following periods from invoice date						Total
	Current but not due	Less than 6 Months	6 Months 1 Year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade Receivables - Considered Good	1,062.37	818.53	752.14	350.20	61.53	95.11	3,139.88
Undisputed Trade Receivables - Which have significant increase in Credit risk	-	-	-	-	-	-	-
Undisputed Trade receivables - Credit impaired	-	13.26	3.54	-	-	15.91	32.71
Disputed Trade receivables - Considered good	-	-	-	-	-	-	-
Disputed Trade Receivables - Which have significant increase in Credit risk	-	-	-	-	-	-	-
Disputed Trade receivables - Credit impaired	-	-	-	-	-	-	-
Total	1,062.37	831.79	755.68	350.20	61.53	111.02	3,172.59

Table No. 3.25

As at 31 March 2021 In Rs. Millions

Particulars	Outstanding for following periods from invoice date						Total
	Current but not due	Less than 6 Months	6 Months 1 Year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade Receivables - Considered Good	1,558.86	656.99	582.01	1,011.11	4.56	228.69	4,042.22
Undisputed Trade Receivables - Which have significant increase in Credit risk	-	-	-	-	-	-	-
Undisputed Trade receivables - Credit impaired	-	-	-	-	33.48	99.72	133.20
Disputed Trade receivables - Considered good	-	-	-	-	-	-	-
Disputed Trade Receivables - Which have significant increase in Credit risk	-	-	-	-	-	-	-
Disputed Trade receivables - Credit impaired	-	-	-	-	-	-	-
Total	1,558.86	656.99	582.01	1,011.11	38.04	328.41	4,175.42

Table No. 3.26

Particulars	In Rs. Millions	
	As at March 31,	
	2022	2021
11(c) Cash and cash equivalent		
Balance with banks		
- On Current accounts	627.79	374.11
- On Deposit accounts	75.49	67.17
- Cash on hand	0.01	-
	703.29	441.28

Table No. 3.27

Cash at banks earns interest at floating rates based on daily bank deposit rates. Short-term deposits are made for varying periods of between one day and three months, depending on the immediate cash requirements of the Company, and earn interest at the respective short-term deposit rates. Deposit account balances have been pledged as security by the Company for availing non-fund based facilities (Bank guarantee). The changes in liabilities arising from financial activities are only on account of changes in the Cash Flows.

Particulars	In Rs. Millions	
	As at March 31,	
	2022	2021
Balances with banks		
- On Current accounts	627.79	374.11
- On Deposit accounts	75.49	67.17
- Cash on hand	0.01	-
	703.29	441.28

In Rs. Millions

Particulars	In Rs. Millions	
	As at March 31,	
	2022	2021
11(d) Bank Balances other than Cash And Cash Equivalents		
Deposits having a maturity period more than 3 months and less than 12 months	92.22	80.02
	92.22	80.02
11(e) Loans and deposits carried at amortized cost		
Unsecured considered good		
- Security Deposits *	25.32	22.60
- Loans to employees **	4.17	15.10
	29.49	37.70

*Security deposit are non-derivative financial assets which generate a fixed or variable interest income for the Company.

**Loan to employees are non-derivative financial assets which generate a fixed or variable interest income for the Company.

Particulars	In Rs. Millions	
	As at March 31,	
	2022	2021
11(f) Derivative instruments carried at fair value through OCI*		
Foreign exchange forward contracts (Net) (Refer Note 36)	202.00	109.99
	202.00	109.99

Table No. 3.28

*Financial asset at fair value through OCI

Financial asset at fair value through OCI reflect the change in fair value of foreign exchange forward contracts, designated as cash flow hedges to hedge highly probable future sale in USD

Particulars	In Rs. Millions	
	As at March 31,	
	2022	2021
11(g) Other financial assets carried at amortized cost		
Unsecured considered good		
Revenue accrued not billed *	5,205.29	3,458.35
Claims receivables	199.06	150.00
Other receivables	30.42	169.78
	5,434.77	3,778.13

Table No. 3.29

* The balance as at March 31, 2022 is net of allowance for credit loss of Rs 400.56 million (March 31, 2021 Rs.183.86 million).

12 OTHER CURRENT ASSETS

Particulars	In Rs. Millions	
	As at March 31,	
	2022	2021
Unsecured, Considered good		
Advances to related parties (Refer note 32)	172.52	211.95
Prepayments and other recoveries	587.23	620.18
Salary advance	1.16	1.09
Balance with Government authorities	146.60	152.11
	907.51	985.33

Table No. 3.30

13 EQUITY SHARE CAPITAL

Particulars	In Rs. Millions	
	As at March 31,	
	2022	2021
(a) Authorised		
194,800,000 equity shares of Rs.5/- each. (March 31, 2021 - 194,800,000 equity shares of Rs.5/- each)	974.00	974.00
	974.00	974.00
(b) Issued, Subscribed and Paid up		
134,553,614 equity shares of Rs. 5/- each (March 31, 2021: 132,974,363 equity shares of Rs.5/- each) fully paid up	672.77	664.87
	672.77	664.87
Shares held by shareholders holding more than 5 percent shares in the Company.		
Polaris Banyan Holding Private Limited - 23.68% (March 31, 2021 - 23.96%)	31,861,000	31,861,000
Arun Jain - 5.62% (March 31, 2021 - 5.68%)	7,556,321	7,556,321
Amansa Holdings Private Limited - 7.13% (March 31, 2021 - 7.33%)	9,596,903	9,744,809
	36.43%	36.97%

Table No. 3.31

Terms/rights attached to equity shares

The Company has only one class of equity shares having a par value of Rs.5 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividend in Indian Rupees. The dividend proposed by the Board of directors is subject to the approval of the share holders in the ensuing Annual General Meeting. Equity shares entitle the holder to participate in dividends, and to share in the proceeds of winding up of the Company in proportion to the number of and amounts paid on the shares held.

Particulars	Number of shares	
	March 31, 2022	March 31, 2021
	Shares outstanding at the beginning of the year	132,974,363
Shares issued under the Employee Stock Option Scheme	1,579,251	635,733
Shares outstanding at the end of the year	134,553,614	132,974,363

Particulars	In Rs. Millions	
	March 31, 2022	March 31, 2021
	Share capital outstanding at the beginning of the year	664.87
Share capital issued under the Employee Stock Option Scheme	7.90	3.18
Share capital outstanding at the end of the year	672.77	664.87

Table No. 3.32

Details of shares held by promoters

Promoter Name	March 31, 2022	% of total shares	March 31, 2021	% of total shares	% change during the year
Arun Jain	7,556,321	5.62%	7,556,321	5.68%	-
Arun Jain HUF	2,109,108	1.57%	2,109,108	1.59%	-
Polaris Banyan Holding Limited	31,861,000	23.68%	31,861,000	23.96%	-

14 OTHER EQUITY

Particulars	In Rs. Millions	
	As at March 31,	
	2022	2021
Securities premium	5,414.44	5,196.93
Share option outstanding account	879.87	627.72
General Reserve	1,392.23	1,368.31
Retained earnings	5,853.88	3,817.50
Cash flow hedge reserve	340.30	185.52
Treasury shares	0.47	-
	13,881.19	11,195.98

Table No. 3.33

14 (a) Securities premium

The Securities premium received during the year represents the premium received towards allotment of 1,579,251 shares. This balance will be utilised in accordance with the provisions of Section 52 of the Companies Act 2013 towards issuance of fully paid bonus shares, write-off of preliminary expenses, commission/discount expenses on issue of shares/debentures, premium payable on redemption of redeemable preference shares/debentures and buy back of its own shares/securities under Section 68 of the Companies Act 2013.

Particulars	In Rs. Millions	
	As at March 31,	
	2022	2021
Balance at the beginning of the year	5,196.93	5,098.24
Additions during the year	75.13	50.43
Transfer from Share option outstanding account for options exercised during the year	142.38	48.26
Balance at the end of the year	5,414.44	5,196.93

Table No. 3.34

14 (b) Share option outstanding account

Under Ind AS 102, fair value of the options granted is to be expensed out over the life of the vesting period as employee compensation costs reflecting period of receipt of service.

Particulars	In Rs. Millions	
	As at March 31,	
	2022	2021
Balance at the beginning of the year	627.72	427.88
Additions during the year	418.45	287.00
Transfer from Provision on account of issue of Restrictive stock options during the year	-	-
Transfer to Securities premium for options exercised during the year	(142.38)	(48.26)
Transfer to General reserve on account of options not exercised for the year	(23.92)	(38.90)
Balance at the end of the year	879.87	627.72

Table No. 3.35

14 (c) General Reserve

Additions to the general reserve during the year are on account of cancellation of share options post vesting period.

Particulars	In Rs. Millions	
	As at March 31,	
	2022	2021
Balance at the beginning of the year	1,368.31	1,329.41
Transfer from Share option outstanding account on account of options not exercised for the year	23.92	38.90
Balance at the end of the year	1,392.23	1,368.31

Table No. 3.36

14 (d) Retained earnings

The amount that can be distributed by the Company as dividends to its equity shareholders is determined based on the financial statements of the Company and also considering the requirements of the Companies Act, 2013. Thus, the amounts reported below may not be distributable in entirety.

In Rs. Millions

Particulars	As at March 31,	
	2022	2021
Balance at the beginning of the year	3,817.50	1,755.51
Profit for the year	2,020.82	2,072.53
Other Comprehensive Income - Re-measurement Loss on Defined Benefit Obligations (Net)	15.56	(10.54)
Balance at the end of the year	5,853.88	3,817.50

Table No. 3.37

14 (e) Cash Flow Hedge Reserve

The cash flow hedging reserve represents the cumulative effective portion of gains or losses arising on changes in fair value of designated portion of hedging instruments entered into for cash flow hedges. The cumulative gain or loss arising on changes in fair value of the designated portion of the hedging instruments that are recognised and accumulated under the heading of cash flow hedging reserve will be reclassified to profit or loss only when the hedged transaction affects the profit or loss, or included as a basis adjustment to the non-financial hedged item.

In Rs. Millions

Particulars	As at March 31,	
	2022	2021
Balance at the beginning of the year	185.52	(341.93)
Additions during the year (Net)	154.78	527.45
Balance at the end of the year	340.30	185.52

Table No. 3.38

14 (f) Distribution made and Proposed

Particulars	As at March 31,	
	2022	2021
Proposed dividend on Equity shares		
Proposed dividend for the year ended 31st March 2022 INR Rs 2.5/ per share (31st March 21 Nil)	336.38	-
Balance at the end of the year	336.38	-

Table No. 3.39

Proposed dividend on equity shares are subject to approval at the annual general meeting and are not recognised as a liability as at 31st Mar'22

14 (g) Treasury shares

Pursuant to the scheme of arrangement, Intellect Associates Benefit Trust (the trust) currently holds 901,581 shares of the Company at a cost of Rs. 0.47 Millions as at 31st March 2022. These shares are treated as treasury shares in the Standalone financial statements.

Particulars	As at March 31,	
	2022	2021
Balance at the beginning of the year	-	-
Adjustment relating to Intellect Associates Benefit Trust	0.47	-
Balance at the end of the year	0.47	-

Table No. 3.40

15 FINANCIAL LIABILITIES (NON-CURRENT)

In Rs. Millions

Particulars	As at March 31,	
	2022	2021
15(a) Term Loan (Secured)	-	75.56
	-	75.56

Term loan from banks (USD) has a moratorium of 12 months from the date of disbursement and repayable in 16 quarterly installments contractually commencing from December 2018. The classification of "Current Borrowings" is done based on management's intention to repay the loan. The loan is measured at amortised cost (net of processing charges) and carries an effective interest of 6.28% per annum and secured by a charge on the Land and buildings of the Company.

Particulars	As at March 31,	
	2022	2021
15(b) Lease Liabilities (Refer note - 38)	25.15	59.01
	25.15	59.01

Table No. 3.41

Particulars	As at March 31,	
	2022	2021
15(c) Other Long Term Liabilities		
- Security Deposits	6.00	6.00
	6.00	6.00

Table No. 3.42

16 FINANCIAL LIABILITIES (CURRENT)

In Rs. Millions

Particulars	As at March 31,	
	2022	2021
16(a) Borrowings carried at amortized cost		
Secured unless and otherwise specified		
Loans repayable on demand		
- from Banks	-	344.05
	-	344.05

Table No. 3.43

Term loan from banks (USD) has a moratorium of 12 months from the date of disbursement and repayable in 16 quarterly installments contractually commencing from December 2018. The classification of "Current Borrowings" is done based on management's intention to repay the loan. The loan is measured at amortised cost (net of processing charges) and carries an effective interest of 6.28% per annum and secured by a charge on the Land and buildings of the Company.

Particulars	As at March 31,	
	2022	2021
16(b) Lease Liabilities (Refer note - 38)	35.62	35.25
	35.62	35.25

Table No. 3.44

Particulars	As at March 31,	
	2022	2021
16(c) Trade payables		
- Total outstanding dues of micro enterprises and small enterprises (Refer Note 42)	-	10.32
- Total outstanding dues of creditors other than micro enterprises and small enterprises (Refer Note 32 for balance due to related parties)	2,939.14	1,713.45
	2,939.14	1,723.77

Table No. 3.45

As at 31 March 2022

In Rs. Millions

Particulars	Outstanding for following periods from due date of payment					Total
	Unbilled	Less than Year	1-2 years	2-3 years	More than 3 years	
Total Outstanding dues of micro enterprises and small enterprises	-	-	-	-	-	-
Total Outstanding dues of creditors other than micro enterprises and small enterprises	2,463.75	422.11	28.43	19.32	5.53	2,939.14
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-
	2,463.75	422.11	28.43	19.32	5.53	2,939.14

Table No. 3.46

As at 31 March 2021

In Rs. Millions

Particulars	Outstanding for following periods from due date of payment					Total
	Unbilled	Less than Year	1-2 years	2-3 years	More than 3 years	
Total Outstanding dues of micro enterprises and small enterprises	-	10.32	-	-	-	10.32
Total Outstanding dues of creditors other than micro enterprises and small enterprises	1,503.86	185.56	18.45	5.52	0.06	1,713.45
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-
	1,503.86	195.88	18.45	5.52	0.06	1,723.77

Table No. 3.47

Particulars	In Rs. Millions	
	As at March 31,	
	2022	2021
16(d) Other financial liabilities carried at amortized cost		
Employee benefits payable	703.14	550.53
Capital creditors	0.49	2.62
Security Deposit Payable	25.59	19.36
Superannuation payable	76.25	76.94
	805.47	649.45

Table No. 3.48

17 OTHER CURRENT LIABILITIES

Particulars	In Rs. Millions	
	As at March 31,	
	2022	2021
Contract Liabilities	1,121.41	674.98
Advances from related parties (Refer note 32)	1,438.75	1,345.65
Customer and other advance received	3.89	28.38
Statutory dues	158.19	106.02
	2,722.24	2,155.03

Table No. 3.49

18 PROVISIONS

Particulars	In Rs. Millions	
	As at March 31,	
	2022	2021
Provision for employee benefits		
- Provision for gratuity (Refer note 30)	334.01	273.47
- Provision for leave benefits	188.51	172.98
	522.52	446.45

Table No. 3.50

19 NET CURRENT TAX LIABILITIES

Particulars	In Rs. Millions	
	As at March 31,	
	2022	2021
- Provision for taxation (Net of Advance Income tax)	-	15.38
	-	15.38

Table No. 3.51

20 REVENUE FROM OPERATIONS

Particulars	In Rs. Millions	
	Timing of Revenue Recognition	
	Year ended March 31,	
	2022	2021
At a point in time	1,425.22	903.67
Over a period of time	11,124.86	9,128.61
Total revenue from operations	12,550.08	10,032.28

Summary of Contract Balances

Particulars	Year ended March 31,	
	2022	2021
	Trade receivables	2,899.86
Contract assets*	5,205.29	3,458.35
Contract liabilities*	1,121.41	674.98

Table No. 3.52

* Contract assets represents revenue accrued and not billed and unbilled revenues. Contract Liabilities represents Billing in excess of revenue

Set out below is the amount of revenue recognised from:

Particulars	In Rs. Millions	
	Year ended March 31,	
	2022	2021
Amounts included in contract liabilities at the beginning of the year	674.98	601.03
Revenue recognised from performance obligations satisfied in reporting period	336.57	269.60

Table No. 3.53

Performance obligations & Remaining performance obligations

Information on Company's performance obligations and remaining performance obligations is summarised in accounting policies (also Refer Note 3(j)).

The aggregate value of performance obligations that are completely or partially unsatisfied as at March 31, 2022, other than those meeting the exclusion criteria mentioned in Note 3(j), is Rs. 5,326.87 millions (March 31, 2021 - 402.23 millions). Out of this, the Company expects to recognize revenue of around 84% (March 31, 2021 - 86%) within the next one year and the remaining thereafter. This includes contracts that can be terminated for convenience without a substantive penalty since, based on current assessment, the occurrence of the same is expected to be remote.

One customer accounted for more than 10% of the revenue amounting to INR 2,138.58 million for the year ended March 31, 2022 (March 31, 2021: 748.03)

Particulars	In Rs. Millions	
	Year ended March 31,	
	2022	2021
21(a) OTHER INCOME (Recurring and not related unless stated otherwise)		
(a) Net gain from sale of investments		
Profit on sale of investments, carried at fair value through statement of profit or loss	19.56	4.63
(b) Other non-operating Income		
Fair value gain on financial instruments at fair value through statement of profit or loss	-	3.69
Net gain on disposal of property, plant and equipment (Non recurring and not related)	100.08	-
Net Gain on foreign currency transaction and translation	49.92	77.60
Miscellaneous Income, Net	76.32	20.44
	245.88	106.36

Table No. 3.54

Particulars	In Rs. Millions	
	Year ended March 31,	
	2022	2021
21(b) FINANCE INCOME (Recurring and not related unless stated otherwise)		
(a) Interest Income		
Interest received on deposits with banks	12.37	14.88
Interest from financial assets carried at amortised cost	90.35	7.21
(b) Dividend Income		
Dividend income on investments in mutual funds	14.87	25.35
	117.59	47.44

Table No. 3.55

22 EMPLOYEE BENEFIT EXPENSE

Particulars	In Rs. Millions	
	Year ended March 31,	
	2022	2021
Salaries and incentives	4,700.26	4,301.55
Contribution to provident and other funds	241.03	215.42
Gratuity contribution scheme (Refer Note 30)	76.17	63.96
Expense on Employee Stock Option Scheme (ESOP) (Refer Note 31)	418.45	287.00
Staff welfare expenses	146.55	69.74
	5,582.46	4,937.67

Table No. 3.56

The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period when the Code becomes effective.

23 DEPRECIATION AND AMORTIZATION EXPENSE

Particulars	In Rs. Millions	
	Year ended March 31,	
	2022	2021
Depreciation of Tangible assets (Refer Note 4a)	140.85	152.91
Depreciation of Investment Property (Refer Note 4c)	1.90	-
Depreciation of Right of use of assets (Refer Note 4d)	35.62	49.46
Amortisation of Intangible Assets (Refer Note 5)	511.96	297.77
	690.33	500.14

Table No. 3.57

24 FINANCE COST

Particulars	In Rs. Millions	
	Year ended March 31,	
	2022	2021
Interest Expenses	29.63	74.98
	29.63	74.98

Table No. 3.58

25 OTHER EXPENSES

Particulars	In Rs. Millions	
	Year ended March 31,	
	2022	2021
Cost of software packages, consumable and maintenance	648.36	536.33
Travelling expenses	123.79	50.89
Communication expenses	289.69	251.87
Professional and Legal charges	204.84	115.74
Cost of Technical Sub-Contractors	1,837.40	754.55
Payment to the auditors		
- Statutory audit	8.70	8.70
- for other services	1.72	1.31
- for reimbursement of expenses	0.33	0.08
Power and fuel	38.40	31.64
Rent	5.54	10.99
Repairs - Plant and machinery	86.86	64.50
Repairs - Building	0.04	-
Repairs - Others	15.56	11.98
Business promotion	331.04	94.43
Office maintenance	44.54	49.43
Allowances for expected credit loss	0.78	123.36
Bad debts / advances written off	242.37	220.27
Insurance	19.54	15.18
Printing and stationery	2.53	1.24
Rates and taxes excluding taxes on Income	11.82	19.38
Contributions towards Corporate Social Responsibility	19.26	27.06
Directors sitting fees	3.75	4.85
Bank charges & commission	21.97	31.41
Miscellaneous expenses	8.54	10.76
Net loss on disposal / discarding of Property, Plant and Equipment (Non recurring & Non Trade related)	-	11.55
	3,967.37	2,447.50

Table No. 3.59

26 INCOME TAXES

The major components of income tax expense for the years ended March 31 2022 and March 31 2021 are:

Statement of Profit and Loss:

Particulars	In Rs. Millions	
	Year ended March 31,	
	2022	2021
Current income tax:		
In respect of current year	456.96	514.10
In respect of previous year	(29.90)	-
Net Current Income Tax	427.06	514.10
Deferred tax:		
In respect of current year	286.89	(360.84)
Ineligible MAT credit written off	(91.01)	-
Net Deferred Tax	195.88	(360.84)
Total	622.94	153.26

Table No. 3.60

Note:

- Current tax in respect of earlier years include excess provision of earlier year reversed in current year.
- Deferred taxes include one-time savings arising out of the estimated impact of the Taxation Laws (Amendment) Ordinance 2019 of Rs. 200 Million (2020-21: Nil).

A reconciliation of income tax expense applicable to accounting profit before tax at the statutory income tax rate to recognised income tax expense for the year indicated are as follows:

Particulars	March 31, 2022	March 31, 2021
Accounting Profit / (loss) before income tax	2,643.76	2,225.79
At India's statutory income tax rate	34.944%	34.944%
Derived Tax Charge for the year (Restricted to Zero incase of loss)	923.84	777.78
Impact of measurement of Deferred tax liabilities due to change in tax rate	(200.72)	-

(Refer note below)		
Income tax expense at differential rate	(22.43)	-
Tax provision reversal of earlier years	(29.90)	-
Tax impact arising on account of set off of available losses	-	(777.78)
Restoration of MAT credit written off in earlier years	(91.02)	153.26
Others	43.17	-
Net derived tax charge	622.94	153.26
Income tax expense reported in the statement of Profit and Loss	622.94	153.26

Table No. 3.61

Pursuant to the Taxation Law (Amendment) Ordinance, 2019 ('Ordinance') subsequently amended in Finance Act issued by Ministry of Law and Justice (Legislative Department) on 20 September 2019 which is effective 1st April 2019, domestic companies have the option to pay corporate income tax rate at 22% plus applicable surcharge and cess ('New tax rate') subject to certain conditions. Tax expense for the year ended March 31, 2022 in the consolidated and standalone financial statements includes one-time reduction in deferred tax charge arising out of the estimated impact amounting to Rs. 200 million. This is arising from the re-measurement of deferred tax liability that is expected to reverse in future when the Company will migrate to the new tax regime.

There are certain income-tax related legal proceedings which are pending against the Company. Potential liabilities, if any have been adequately provided for, and the Company does not currently estimate any probable material incremental tax liabilities in respect of these matters.

27 EARNINGS PER SHARE

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Diluted EPS amounts are calculated by dividing the profit attributable to equity shareholders by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares. The following reflects the income and share data used in the basic and diluted EPS computations:

Particulars	In Rs. Millions	
	Year ended March 31, 2022	2021
Profit attributable to the equity holders of the company used in calculating basic earnings per share and diluted earnings per share	2,020.82	2,072.53
Weighted average number of equity shares used as the denominator in calculating basic and diluted earnings per share (number)		
- Basic	132,999,709	132,559,813
- Diluted	138,869,074	136,109,024
Earning per share of Rs.5 each		
- Basic	15.19	15.63
- Diluted	14.55	15.42

Table No. 3.62

28 COMPONENTS OF OTHER COMPREHENSIVE INCOME (OCI)

Particulars	In Rs. Millions		
	Retained Earnings	Net movement on cash flow hedges	Total
During the year ended March 31, 2022			
Re-measurement gains/(losses) on defined benefit plans	15.56	-	15.56
Net movement on cash flow hedges	-	154.78	154.78
During the year ended March 31, 2021			
Re-measurement gains/(losses) on defined benefit plans	(10.54)	-	(10.54)
Net movement on cash flow hedges	-	527.45	527.45

Table No. 3.63

29 SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the accompanying disclosures. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

a. Judgements

In the process of applying the Company's accounting policies, management has not made any judgements, which have significant effect on the amounts recognised in the Standalone Financial Statements.

b. Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

1) Impairment of non-financial assets

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on projected sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Company is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes.

The Company capitalises intangible asset under development for a project in accordance with the accounting policy. Initial capitalisation of costs is based on management's judgement that technological and economic feasibility is confirmed, usually when a product development project has reached a defined milestone according to an established project management model. In determining the amounts to be capitalised, management makes assumptions regarding the expected future cash generation of the project, discount rates to be applied and the expected period of benefits.

2) Share-based payments

The Company initially measures the cost of Equity-settled transactions with employees using a black scholes model to determine the fair value of the liability incurred. Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them. The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in Note 31.

3) Revenue from Contract with Customers

The Company is required to make an assessment for each new software license contract as to whether the underlying software requires significant modification or customization by the Company in order to meet the customer's requirements. If significant modification or customization is required, then the license fee is recognized based on percentage-of-completion. Majority of such modifications or customizations have not been deemed significant in current or prior periods.

In respect of service revenue, the management exercises judgment in determining the percentage of completion utilizing output measures, such as the achievement of any project milestones stipulated in the contract, or internal quality milestones to assess proportional performance.

The Company also exercises judgement in assessing uncertainties surrounding the probability of collection when payment terms are linked to service implementation milestones or other various contingencies exist. These assessments are made at the outset of the contract.

4) Defined benefit plans (gratuity benefits)

The cost of the defined benefit gratuity plan and other post-employment benefits and the present value of the gratuity obligation are determined using actuarial valuation. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its

long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation. The underlying bonds are further reviewed for quality.

The mortality rate is based on publicly available mortality tables for the specific countries. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates for the respective countries.

Further details about gratuity obligations and sensitivity analysis are given in Note 30.

5) Taxes

Current Tax for the current year is computed as per the provisions of Section 115JB and the Minimum Alternate Tax liability (MAT) is provided for Significant management judgements have been involved in evaluating and recognising MAT credit, to be set off against the future taxable profits for which the Company has an eligible carry forward period of 15 years.

Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

6) Provision for Allowance of Credit Loss

The Company has adopted and laid out its Expected Credit Loss Model (ECL) for determination of the Provision for credit loss allowance, which are primarily in the nature of trade receivables and unbilled revenue. In determining its ECL, assumptions and estimates are made in relation to Nature of customers (Public Sector Banks, Non-Banking Finance Companies, Private Banks etc), billing and collection terms as per the contract, average aging of the customer balance and the past trends of collection.

7) Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the Balance Sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. See Note 34 & 39 for further disclosures.

8) Leases

Determining the lease term of contracts with renewal and termination options - Company as lessee:

The Company determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Company applies judgement in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination.

The Company cannot readily determine the interest rate implicit in the lease, therefore, it uses its incremental borrowing rate (IBR) to measure lease liabilities. The IBR is the rate of interest that the Company would have to pay to borrow.

Refer Note 38 for information on potential future rental payments relating to periods following the exercise date of extension and termination options that are not included in the lease term.

30 GRATUITY

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service. A trust by name "Intellect Design Group gratuity trust" has been constituted by Intellect Design Arena Limited to administer the gratuity fund.

The following table summaries the components of net benefit expense recognised in the Statement of profit and loss and the funded status and amounts recognised in the balance sheet for the respective plans.

Particulars	In Rs. Millions	
	As at March 31,	
	2022	2021
Obligations at the beginning of the period	436.85	367.99
Current service cost	57.11	57.42
Interest cost	28.57	24.54
Benefits paid (including benefits paid directly by the Company)	(52.71)	(23.46)
Actuarial (gains) / losses	(16.32)	10.36
Obligations at the end of the period	453.50	436.85
Change in plan assets		
Plan assets at period beginning, at fair value	163.38	147.91
Expected Return on plan assets	9.54	8.75
Contributions	0.04	30.00
Actuarial gains / (losses)	(0.76)	(0.18)
Benefits paid	(52.71)	(23.10)
Plan assets at period end, at fair value	119.49	163.38
Actual Return on Plan Assets	8.78	8.57
Reconciliation of present value of the obligation and the fair value of plan assets		
Fair value of plan assets at the end of the year	119.49	163.38
Present value of defined benefit obligations at the end of the period	453.50	436.85
Asset / (Liability) recognised in the balance sheet	(334.01)	(273.47)
a) Non-Current portion	-	-
b) Current portion	(334.01)	(273.47)
Amount recognised in the statement of Profit and Loss under employee benefit expense:		
Service cost	57.11	57.42
Net interest on the net defined liability/asset	19.06	15.79
	76.17	73.21
Amount recognised in the statement of Other Comprehensive Income		
(Gain)/Loss from change in demographic assumptions	(45.17)	63.56
(Gain)/Loss from change in financial assumptions	11.67	(1.50)
Actuarial (Gain)/Loss due to Experience (Return) / Loss on Plan Assets (greater) / less than discount rate	17.18	(51.70)
	0.76	0.18
	(15.56)	10.54
Gratuity cost for the period		
Experience adjustments on plan liabilities	(16.32)	10.36
Experience adjustments on plan assets	0.76	0.18
Actual return on plan assets	8.78	8.57
Defined Benefit Obligation	453.50	436.85
Fair Value of Plan Assets	119.49	163.38
Surplus / (deficit)	(334.01)	(273.47)
Experience adjustments on plan liabilities	(16.32)	10.36
Experience adjustments on plan assets	0.76	0.18
Actuarial Assumptions		
Discount rate	6.96%	6.27%
Expected return on plan assets	6.96%	6.27%
Salary growth rate	10.50%	9.00%
Attrition rate	35.20%	18.20%
Estimated amount of contribution to the fund during the year ended March 31, 2022 as estimated by management is Rs. 334.01 million (March 31, 2021 Rs. 273.47 million)		
Amounts recognised in current year and previous year		
Particulars	As at March 31,	
	2022	2021
Gratuity		
Defined benefit obligation	453.50	436.85
Plan asset	119.49	163.38
Surplus/(Deficit)	(334.01)	(273.47)
Experience Adjustment on Plan Liabilities (Gain) / Loss	(16.32)	10.36
Experience Adjustment on Plan Assets (Gain) / (Loss)	0.76	0.18

Table No. 3.64

Estimated amount of contribution to the fund during the Year Ended March 31, 2022, as estimated by management is Rs.334.01 Million (March 31, 2021 Rs. 273.47 Million)

Particulars	Gratuity cost	
	March 31, 2022	March 31, 2021
	Statement of Profit and Loss	76.17
Other comprehensive income	(15.56)	10.54

Notes

(a) The estimates of future salary increases, considered in actuarial valuation, takes into account, inflation, seniority, promotions and other relevant factors, such as demand and supply in the employment market

(b) Discount rate is based on the prevailing market yields of Indian Government Bonds as at the Balance Sheet date for the estimated term of the obligation

(c) The Composition of Plan assets which is funded with ICICI Prudential Life Insurance, Kotak Mahindra Life Insurance Ltd

Major categories of plan assets (managed by Insurers) as a percentage of fair value of total plan assets	March 31, 2022	March 31, 2021
Assets under insurance schemes	100%	100%

The average duration of the defined benefit plan obligation at the end of the reporting period is 8.53 years (31 March 2021 - 5.72 years)

Table No. 3.65**A quantitative sensitive analysis of the assumption as at March 31, 2022**

Assumptions	Discount Rate		Salary Escalation Rate	
	Increase	Decrease	Increase	Decrease
Sensitivity level	1%	1%	1%	1%
Activity	Increase	Decrease	Increase	Decrease
Defined benefit obligation	424.09	486.67	474.81	432.01

Table No. 3.66

Assumptions	Attrition rate		Mortality rate	
	Increase	Decrease	Increase	Decrease
Sensitivity level	1%	1%	10%	
Activity	Increase	Decrease	Increase	
Defined benefit obligation	448.18	459.22	453.26	

Table No. 3.67**A quantitative sensitive analysis of the assumption as at March 31, 2021**

Assumptions	Discount Rate		Salary Escalation Rate	
	Increase	Decrease	Increase	Decrease
Sensitivity level	1%	1%	1%	1%
Activity	Increase	Decrease	Increase	Decrease
Defined benefit obligation	399.54	480.06	471.41	404.60

Table No. 3.68

Assumptions	Attrition rate		Mortality rate	
	Increase	Decrease	Increase	Decrease
Sensitivity level	1%	1%	10%	
Activity	Increase	Decrease	Increase	
Defined benefit obligation	429.08	445.44	436.55	

Table No. 3.69

Maturity Profile of defined benefit obligation	Discounted values / Present value	
	As at March 31,	
	2022	2021
Particulars		
Within next 12 months (next annual reporting period)	61.21	34.95
Between 2 and 5 years	124.69	92.30
Between 6 and 10 years	92.14	79.90
More than 10 years	175.46	229.70
Total	453.50	436.85

Table No. 3.70**31 SHARE BASED PAYMENTS**

The Scheme of Arrangement (Demerger) entered into by the Company with Polaris Consulting & Services Limited (Demerged Company) with effect from April 1, 2014 provided for the following in respect of Employee Stock Option Schemes;

- The Company has adopted three stock option plans (ASOP 2003, ASOP 2004 and ASOP 2011) from Polaris Consulting & Services Limited, as provided in the Scheme of Arrangement.

- Every employee holding an option in the Demerged Company under the stock option plans of the Demerged Company, shall be issued one option in the stock option plans formed by the Resulting Company upon the Scheme coming into effect.
- The exercise price of the options in the Resulting Company shall be adjusted to 28% of the exercise price of the options granted under the Schemes of the Demerged Company.

Apart from the schemes provided under the Demerger arrangement the company has the following Employee stock option schemes:

- The Company has formulated two stock option plans (Intellect Stock Option Plan 2015, Intellect Stock Option Plan 2016) of its own.

These plans provide for the granting of stock options to employees including directors of the Company (not being promoter directors and not holding more than 10% of the equity shares of the Company). The objectives of these plans include attracting and retaining the best personnel, providing for additional performance incentives and promoting the success of the Company by providing employees the opportunity to acquire equity shares.

During the year 2017-18, the Company had offered rights issue to its shareholders. Consequent to this corporate action, the market price of the shares reduced from Rs. 130.60 to Rs. 118.20. The ESOP scheme of the Company specifically requires the Compensation/Nomination & Remuneration Committee to make a fair and reasonable adjustment to the option terms in case of corporate action. Considering the above, the Nomination and Remuneration Committee of Intellect on 09th November 2017 has revised/reduced the exercise prices of outstanding options (both vested and unvested) as on the record date i.e. 18th July, 2017 by 15%. The fair values before and after the modification have remained unchanged and there is no incremental impact in the Income statement. The option plans are summarized below:

Share options modification

The Nomination and remuneration committee (NRCC) at its meeting held at June 9, 2020 and June 17, 2020 decided to modify the options provided to the employees due to significant reduction in current market price of equity shares of the Company. As per decision of NRCC, the employees were given an option to surrender their existing options and avail new options under the new scheme in lieu of surrendered option.

As a result of, associates holding 6,074,840 options under various schemes ASOP 2011, ISOP 2015, ISOP 2016 and ISOP 2018 have voluntarily surrendered their options on May 29, 2020, June 9, 2020, June 17, 2020 and August 7, 2020 and were issued new options in the ratio of 2:1 under Intellect Incentive Plan Scheme 2018 (Restrictive Stock Options) at a exercise price of INR 5. These modification have been approved by the NRCC.

The details of surrendered and reissue options are provided below:

Scheme	Date of reissue	Average Fair Value before modification	Fair Value after modification
ASOP 2011, ISOP 2015, ISOP 2016 and ISOP 2018	29-05-2020	26.77	63.95
ASOP 2011, ISOP 2015, ISOP 2016 and ISOP 2018	09-06-2020	89.03	89.03
ASOP 2011, ISOP 2015 and ISOP 2016	17-06-2020	24.57	92.63
ASOP 2011, ISOP 2015 and ISOP 2016	07-08-2020	85.39	156.68

The Black Scholes valuation model has been used for computing the weighted average fair value the details for which is mentioned under section of RSU 2018 scheme.

Associate Stock Option Plan 2011

The Plan is effective from October 9, 2014 and the Company has received in principle approval from the National Stock Exchange on February 16, 2015 and the Bombay Stock Exchange on February 19, 2015. The 2011 Plan provides for issuance of 48,88,450 options, convertible to equivalent number of equity shares of Rs 5 each, to the employees. The plan shall be administered under 4 different schemes based on the following terms:

Particulars	Swarnam 11	Swarnam 21	Swarnam 31	Swarnam 41
Eligible employees	Senior and Key executives excluding non-executive directors	Members of Business leadership team or equivalent thereof excluding non-executive directors	Associates in the grade of Executive Vice president and above, excluding non executive directors	Non - Executive directors
Maximum number of options grantable	3,648,450 Less: Number of Options granted under Swarnam 21	1,736,000	1,240,000 Less: Number of Options granted under Swarnam 41	200,000

Table No. 3.71

Grant price				
Market price upto Rs. 49	Market price	Market price	Market price	Market price
Market price between Rs. 49 - Rs. 140	15% discount on market price. (Subject to being Not lower than Rs 49)	30% discount on market price. (Subject to being Not lower than Rs 49)	50% discount on market price. (Subject to being Not lower than Rs 49)	Market price
Market price greater than Rs.140	10% discount on market price	20% discount on market price	50% discount on market price	Market price

Table No. 3.72

The market price, in accordance with the Securities and Exchange Board of India (Share based employee benefits) Regulations 2014 as amended from time to time, shall be the latest available closing price prior to the date of the meeting of the Board of Directors in which options are granted, on the stock exchange on which the shares of the Company are listed. If the Shares are listed on more than one stock exchange then the stock exchange where there is highest trading volume on the said date shall be considered. The options shall be valued using the fair value model.

The option vests over a period of 5 years from the date of grant in a graded manner, subject to fulfillment of vesting conditions as follows:

Vesting Schedule	Swarnam 11	Swarnam 21	Swarnam 31	Swarnam 41
Service conditions				
At the end of Year 1	10%	0%	0%	20%
At the end of Year 2	15%	0%	0%	20%
At the end of Year 3	20%	33%	33%	20%
At the end of Year 4	25%	33%	33%	20%
At the end of Year 5	30%	34%	34%	20%

Table No. 3.73

Performance conditions

Performance rating	20% of the options granted for each year shall be subject to meeting of minimum specified annual performance rating	20% of the options granted for each year shall be subject to meeting of minimum specified annual performance rating	20% of the options granted for each year shall be subject to meeting of minimum specified annual performance rating	20% of the options granted for each year shall be subject to meeting of minimum specified annual performance rating
Companies target EPS growth	Accelerated vesting of 5%/10% each year, based on Company achieving specified target EPS growth.	Accelerated vesting of 5%/10% each year, based on Company achieving specified target EPS growth.	NA	NA

Table No. 3.74

The exercise period shall commence from the date of vesting and expires within 60 calendar months from the relevant vesting date.

Particulars	March 31, 2022	
	Number of Shares	Weighted Average Exercise Price (Rs.)
Outstanding at the beginning of the year	198,070	39.38
Granted during the year	-	-
Exercised during the year	(124,750)	39.87
Forfeited during the year	-	-
Expired during the year	(15,120)	34.41
Surrender during the year	-	-
Outstanding at the end of the year	58,200	39.62
Exercisable at the end of the year	58,200	39.62

Table No. 3.75

Particulars	March 31, 2022
Range of exercise price (Rs.)	27.30 to 62.35
Weighted average remaining contractual life (in years)	1.42
Weighted average fair value of options granted	-
Weighted average market price of shares on the date of exercise(Rs.)	718.83

Table No. 3.76

Particulars	March 31, 2021	
	Number of Shares	Weighted Average Exercise Price (Rs.)
Outstanding at the beginning of the year	338,022	39.33
Granted during the year	-	-
Exercised during the year	(107,882)	38.10
Forfeited during the year	-	-
Expired during the year	(14,250)	38.04
Surrender during the year	(17,820)	-
Outstanding at the end of the year	198,070	39.38
Exercisable at the end of the year	198,070	39.38

Table No. 3.77

Particulars	March 31, 2021
Range of exercise price (Rs.)	27.30 to 62.35
Weighted average remaining contractual life (in years)	2.50
Weighted average fair value of options granted	-
Weighted average market price of shares on the date of exercise(Rs.)	216.44

Table No. 3.78

Scheme	ASOP 2011					
	Grant ID	Swarnam 11	Swarnam 11	Swarnam 11	Swarnam 11	Swarnam 11
Grant date	20-Jan-12	24-Apr-12	24-Jul-12	22-Oct-12	22-Jan-13	
Stock Price	134.40	150.75	113.20	126.15	141.95	
Stock Price (as at date of revision of Exercise Price)	118.20	118.20	118.20	118.20	118.20	
Risk-free interest rate	8.08%	8.47%	8.10%	8.11%	7.90%	
Revised Exercise Price	114.24	128.14	96.22	107.23	120.66	
Expected life (Years)	3.5 - 7.5	3.5 - 7.5	3.5 - 7.5	3.5 - 7.5	3.5 - 7.5	
Expected volatility	59.31%	20.00%	20.00%	20.00%	43.86%	
Expected dividend yield	1.54%	0%	0%	0%	2%	

Table No. 3.79

Scheme	ASOP 2011					
	Grant ID	Swarnam 11	Swarnam 11	Swarnam 11	Swarnam 11	Swarnam 11
Grant date	27-Apr-13	30-Jul-13	22-Oct-13	07-Mar-14	10-Mar-14	
Stock Price	114.70	109.00	141.25	153.40	143.70	
Stock Price (as at date of revision of Exercise Price)	118.20	118.20	118.20	118.20	118.20	
Risk-free interest rate	7.59%	8.74%	8.56%	8.93%	8.96%	
Revised Exercise Price	97.50	92.65	120.06	130.39	122.15	
Expected life (Years)	3.5 - 7.5	3.5 - 7.5	3.5 - 7.5	3.5 - 7.5	3.5 - 7.5	
Expected volatility	20.00%	20.00%	20.00%	20.00%	44.67%	
Expected dividend yield	0%	0%	0%	0%	2.26%	

Table No. 3.80

Scheme	ASOP 2011			
	Swarnam 21 & 31	Swarnam 21 & 31	Swarnam 11	Swarnam 21 & 31
Grant ID	10-Mar-14	30-Apr-14	07-Jan-15	07-Jan-15
Stock Price	143.70	183.55	86.30	86.30
Stock Price (as at date of revision of Exercise Price)	118.20	118.20	118.20	118.20
Risk-free interest rate	9.09%	8.86%	8.07%	8.02%
Revised Exercise Price	122.15	148.75	51.35	51.35
Expected life (Years)	5.5 - 7.5	5.5 - 7.5	3.5 - 7.5	5.5 - 7.5
Expected volatility	20.00%	55.21%	20.00%	20.00%
Expected dividend yield	0%	2.41%	0%	0%

Table No. 3.81

Intellect Stock option Plan 2015

The Shareholders of the Company in the Extraordinary General Meeting held on January 29, 2015 approved the Intellect Stock Option Plan 2015. The 2015 plan provides for issuance of 60,00,000 options convertible into equivalent number of equity shares of Rs 5/- each to employees but shall exclude independent directors, an employee belonging to the promoter group or a director holding more than 10% of the share capital. The tenure of the Scheme is for 12 years from the date of coming into effect and shall be extended by a period of not more than 5 years as the Board of Directors may decide. The Nomination Remuneration and Compensation Committee and the board has decided to amend the Scheme to include Restricted Stock Units(RSU's) to facilitate grant of fresh RSU's in lieu of options voluntarily surrendered as well as for future grants. The Company in its shareholder meeting held on August 21, 2020 have approved the modification of the scheme, to include Restrictive stock options in addition to existing options part of scheme. The plan shall be administered under 5 different schemes based on the following terms:

Grant price

	Swarnam 101	Swarnam 201	Swarnam 301	Swarnam 401	Swarnam 501
Market price upto Rs. 49	Market price	Market price	Market price	Market price	Market price
Market price between Rs. 49 - Rs. 140	15% discount on market price. (Subject to being Not lower than Rs 49)	30% discount on market price. (Subject to being Not lower than Rs 49)	50% discount on market price. (Subject to being Not lower than Rs 49)	25% discount on market price. (Subject to being Not lower than Rs 49)	Upto 50% discount on market price. (Subject to being Not lower than Rs. 49)
Market price greater than Rs.140	10% discount on market price	20% discount on market price	50% discount on market price	25% discount on market price (Subject to being not lower than Rs. 49)	Upto 50% discount on market price. (Subject to being not lower than Rs. 49)

Grant price of options (RSU's) under Swarnam 601 shall be Rs.5/- per option

Table No. 3.82

The market price, in accordance with the Securities and Exchange Board of India (Share based employee benefits) Regulations 2014 as amended from time to time, shall be the latest available closing price prior to the date of the meeting of the Board of Directors in which options are granted, on the stock exchange on which the shares of the Company are listed. If the Shares are listed on more than one stock exchange then the stock exchange where there is highest trading volume on the said date shall be considered. The options shall be valued using the fair value model.

The option vests over a period of 5 years from the date of grant in a graded manner, subject to fulfillment of vesting conditions as follows:

Particulars	Swarnam 101	Swarnam 201	Swarnam 301	Swarnam 401	Swarnam 501
Service conditions					
At the end of year 1	10%	0%	0%	0%	0%
At the end of year 2	15%	0%	0%	0%	0%
At the end of year 3	20%	33%	33%	33%	33%
At the end of year 4	25%	33%	33%	33%	33%
At the end of year 5	30%	34%	34%	34%	34%

Table No. 3.83

The vesting schedule for Swarnam 601 shall be decided by Nomination Remuneration and Compensation Committee subject to a maximum vesting period of 5 years.

Performance Conditions

Performance rating	20% of the options granted for each year shall be subject to meeting of minimum specified annual performance rating.
Company's target EPS growth	Accelerated vesting of 5%/10% each year, based on Company achieving specified target EPS growth

Table No. 3.84

The exercise period shall commence from the date of vesting and expires within 60 calendar months from the relevant vesting date.

A summary of the status of the options granted under 2015 plan at March 31, 2022 is presented below:

Particulars	March 31, 2022	
	Number of Shares	Weighted Average Exercise Price (Rs.)
Outstanding at the beginning of the year	1,876,325	118.09
Granted during the year	711,500	5.00
Exercised during the year	(615,662)	111.02
Forfeited during the year	(187,275)	30.05
Expired during the year	(27,283)	150.86
Outstanding at the end of the year	1,757,555	85.51
Exercisable at the end of the year	496,905	135.82

Table No. 3.85

Particulars	March 31, 2022
Range of exercise price	5 to 344.95
Weighted average remaining contractual life (in years)	5.83
Weighted average fair value of options granted	665.79
Weighted average market price of shares on the date of exercise	727.32

Table No. 3.86

Particulars	March 31, 2021	
	Number of Shares	Weighted Average Exercise Price (Rs.)
Outstanding at the beginning of the year	4,855,795	131.56
Granted during the year	664,000	94.60
Exercised during the year	(361,050)	103.31
Forfeited during the year	(284,000)	138.20
Expired during the year	(209,400)	147.93
Surrender during the year	(2,789,020)	133.43
Outstanding at the end of the year	1,876,325	118.09
Exercisable at the end of the year	867,575	125.49

Table No. 3.87

Particulars	March 31, 2021
Range of exercise price (Rs.)	5 to 344.95
Weighted average remaining contractual life (in years)	5.26
Weighted average fair value of options granted	267.19
Weighted average market price of shares on the date of exercise	396.39

Table No. 3.88

The fair value of options was estimated at the date of grant using the Black Scholes Model with the following assumptions:

Grants made for the year ended March 31, 2022

Date of Grant: 12-Aug-2021	12-Aug-2022	12-Aug-2023	12-Aug-2024	12-Aug-2025
Market Price (Rupees)	653.95	653.95	653.95	653.95
Expected Life	3.5	4.51	5.51	6.51
Volatility (%)	55.22	53.72	52.93	54.30
Riskfree Rate (%)	5.25	5.63	5.95	6.21
Exercise Price (Rupees)	5.00	5.00	5.00	5.00
Dividend yield (%)	-	-	-	-
Fair Value per vest (Rupees)	649.79	650.07	650.35	650.61
Vest Percent (%)	25.00	25.00	25.00	25.00
Option Fair Value (Rupees)	650.21			

Table No. 3.89

Date of Grant: 29/Oct/2021	29-Oct-2022	29-Oct-2023	29-Oct-2024	29-Oct-2025
Market Price (Rupees)	659.65	659.65	659.65	659.65
Expected Life	3.5	4.51	5.51	6.51
Volatility (%)	55.02	53.68	52.31	53.5
Riskfree Rate (%)	5.22	5.6	5.91	6.17
Exercise Price (Rupees)	5	5	5	5
Dividend yield (%)	-	-	-	-
Fair Value per vest (Rupees)	655.48	655.77	656.04	656.3
Vest Percent (%)	25.00	25.00	25.00	25.00
Option Fair Value (Rupees)	655.9			

Table No. 3.90

Date of Grant: 27/Jan/2021	27-Jan-2023	27-Jan-2024	27-Jan-2025	27-Jan-2026
Market Price (Rupees)	721.25	721.25	721.25	721.25
Expected Life	3.5	4.51	5.51	6.51
Volatility (%)	54.91	53.42	52.94	53.93
Riskfree Rate (%)	5.51	5.88	6.19	6.44
Exercise Price (Rupees)	5	5	5	5
Dividend yield (%)	-	-	-	-
Fair Value per vest (Rupees)	717.13	717.41	717.7	717.96
Vest Percent (%)	25.00	25.00	25.00	25.00
Option Fair Value (Rupees)	717.55			

Table No. 3.91

Grants made for the year ended March 31, 2021

Date of Grant: 31/Oct/2020	31-Oct-2021	31-Oct-2022	31-Oct-2023	31-Oct-2024
Market Price (Rupees)	238.7	238.7	238.7	238.7
Expected Life	3.5	4.5	5.51	6.51
Volatility (%)	53.09	51.74	53.26	54.76
Riskfree Rate (%)	4.82	5.17	5.45	5.69
Exercise Price (Rupees)	5.00	5.00	5.00	5.00
Dividend yield (%)	-	-	-	-
Fair Value per vest (Rupees)	234.48	234.74	235.00	235.26
Vest Percent (%)	25.00	25.00	25.00	25.00
Option Fair Value (Rupees)	234.87			

Table No. 3.92

Type 4 - Date of Grant: 02/Feb/2021	02-Feb-2022	02-Feb-2023	02-Feb-2024	02-Feb-2025	02-Feb-2026
Market Price (Rupees)	344.95	344.95	344.95	344.95	344.95
Expected Life	3.50	4.50	5.51	6.51	7.51
Volatility (%)	52.22	51.1	52.22	53.66	53.66
Riskfree Rate (%)	5.08	5.43	5.72	5.95	6.15
Exercise Price (Rupees)	5.00	5.00	5.00	5.00	5.00
Dividend yield (%)	-	-	-	-	-
Fair Value per vest (Rupees)	340.76	341.03	341.3	341.56	341.81
Vest Percent (%)	20.00	20.00	20.00	20.00	20.00
Option Fair Value (Rupees)	341.29				

Table No. 3.93

Type 3 - Date of Grant: 02/Feb/2021	02-Feb-2022	02-Feb-2023	02-Feb-2024	02-Feb-2025
Market Price (Rupees)	344.95	344.95	344.95	344.95
Expected Life	3.50	4.50	5.51	6.51
Volatility (%)	52.22	51.1	52.22	53.66
Riskfree Rate (%)	5.08	5.43	5.72	5.95
Exercise Price (Rupees)	5.00	5.00	5.00	5.00
Dividend yield (%)	-	-	-	-
Fair Value per vest (Rupees)	340.76	341.03	341.3	341.56
Vest Percent (%)	20.00	25.00	25.00	25.00
Option Fair Value (Rupees)	341.16			

Table No. 3.94

ISOP 2015 - SWARNAM 101

Type 1 - Date of Grant: 02/Feb/2021	02-Feb-2022	02-Feb-2023	02-Feb-2024	02-Feb-2025	02-Feb-2026
Market Price (Rupees)	344.95	344.95	344.95	344.95	344.95
Expected Life	3.50	4.50	5.51	6.51	7.51
Volatility (%)	52.22	51.1	52.22	53.66	53.66
Riskfree Rate (%)	5.08	5.43	5.72	5.95	6.15
Exercise Price (Rupees)	344.95	344.95	344.95	344.95	344.95
Dividend yield (%)	-	-	-	-	-
Fair Value per vest (Rupees)	148.65	167.05	187.8	206.91	221.03
Vest Percent (%)	10.00	15.00	20.00	25.00	30.00
Option Fair Value (Rupees)	195.52				

Table No. 3.95

Type 2 - Date of Grant: 02/Feb/2021	02-Feb-2022	02-Feb-2023	02-Feb-2024	02-Feb-2025
Market Price (Rupees)	344.95	344.95	344.95	344.95
Expected Life	3.50	4.50	5.51	6.51
Volatility (%)	52.22	51.1	52.22	53.66
Riskfree Rate (%)	5.08	5.43	5.72	5.95
Exercise Price (Rupees)	344.95	344.95	344.95	344.95
Dividend yield (%)	-	-	-	-
Fair Value per vest (Rupees)	148.65	167.05	187.8	206.91
Vest Percent (%)	25.00	25.00	25.00	25.00
Option Fair Value (Rupees)	177.6			

Table No. 3.96

The expected life of stock is based on historical data and current expectation and is not necessarily indicative of exercise patterns that may occur. The expected volatility reflects the assumption that the historical volatility over a period similar to the life of the options is indicative of future trends, which may also not necessarily be the actual outcome.

Intellect Stock option Plan 2016

The Shareholders of the Company in the Extraordinary General Meeting held on May 03, 2016 approved Intellect Stock Option Plan 2016. The 2016 plan provides for issuance of 4,000,000 options convertible into equivalent number of equity shares of Rs 5/- each to employees but shall exclude independent directors, an employee belonging to the promoter group or a director holding more than 10% of the share capital. The tenure of the Scheme is for 12 years from the date of coming into effect and shall be extended by a period of not more than 5 years as the Board of Directors may decide. The Nomination Remuneration and Compensation Committee and the board has decided to amend the Scheme to include Restricted Stock Units (RSU's) to facilitate grant of fresh RSU's in lieu of options voluntarily surrendered as well as for future grants. The Company in its shareholders meeting held on August 21, 2020 have approved the modification the scheme, to include Restrictive stock options in addition to existing options part of scheme. A summary of the status of the options granted under 2016 plan at March 31, 2021 is presented as below:

Grant price

	Swarnam 101	Swarnam 201	Swarnam 301	Swarnam 401	Swarnam 501
Market price upto Rs. 49	Market price	Market price	Market price	Market price	Market price
Market price between Rs. 49 - Rs. 140	10% discount on market price. (Subject to being Not lower than Rs. 49)	20% discount on market price. (Subject to being Not lower than Rs. 49)	50% discount on market price. (Subject to being Not lower than Rs. 49)	25% discount on market price. (Subject to being Not lower than Rs. 49)	Upto 50% discount on market price. (Subject to being Not lower than Rs. 49)

Market price greater than Rs.140	15% discount on market price	30% discount on market price	50% discount on market price	25% discount on market price (Subject to being not lower than Rs. 49)	Upto 50% discount on market price. (Subject to being not lower than Rs. 49)
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Table No. 3.97

Grant price of options (RSU's) under Swarnam 601 shall be Rs.5/- per option.

The market price, in accordance with the Securities and Exchange Board of India (Share based employee benefits) Regulations 2014 as amended from time to time, shall be the latest available closing price prior to the date of the meeting of the Board of Directors in which options are granted, on the stock exchange on which the shares of the Company are listed. If the Shares are listed on more than one stock exchange then the stock exchange where there is highest trading volume on the said date shall be considered. The options shall be valued using the fair value model.

Service conditions

The option vests over a period of 3-5 years from the date of grant in a graded manner, subject to fulfillment of vesting conditions as follows:

Particulars	Swarnam 201 - 501	Swarnam 101
Service conditions		
At the end of year 1	33%	10.00%
At the end of year 2	33%	15.00%
At the end of year 3	34%	20.00%
At the end of year 4	-	25.00%
At the end of year 5	-	30.00%

Table No. 3.98

The vesting schedule for Swarnam 601 shall be decided by Nomination Remuneration and Compensation Committee subject to a maximum vesting period of 5 years.

Performance Conditions

Performance rating	20% of the options granted for each year shall be subject to meeting of minimum specified annual performance rating.
Company's target EPS growth	Accelerated vesting of 5%/10% each year, based on Company achieving specified target EPS growth

Table No. 3.99

The fair value of options was estimated at the date of grant using the Black Scholes Model with the following assumptions:

March 31, 2022

Particulars	Number of Shares	Weighted Average Exercise Price (Rs.)
Outstanding at the beginning of the year	424,450	145.30
Granted during the year	5,000	643.32
Exercised during the year	(66,750)	112.39
Forfeited during the year	(5,650)	522.79
Expired during the year	(6,100)	173.91
Outstanding at the end of the year	350,950	155.39
Exercisable at the end of the year	158,350	134.87

Table No. 3.100

Particulars	March 31, 2022
Range of exercise price (Rs.)	83.09 to 643.32
Weighted average remaining contractual life (in years)	5.26
Weighted average fair value of options granted	469.20
Weighted average market price of shares on the date of exercise(Rs.)	736.75

Table No. 3.101

Particulars	Number of Shares	Weighted Average Exercise Price (Rs.)
Outstanding at the beginning of the year	36,64,250	149.38
Granted during the year	-	-
Exercised during the year	(1,29,700)	94.67
Forfeited during the year	(3,51,300)	170.57
Expired during the year	(85,800)	136.97
Surrender during the year	(26,73,000)	151.36
Outstanding at the end of the year	4,24,450	145.30
Exercisable at the end of the year	1,31,950	125.77

Table No. 3.102

Particulars	March 31, 2021
Range of exercise price (Rs.)	83.09 to 225.34
Weighted average remaining contractual life (in years)	5.99
Weighted average fair value of options granted	-
Weighted average market price of shares on the date of exercise(Rs.)	253.24

Table No. 3.103**Granted for the year ended March 31, 2022**

Date of Grant: 12/May/2021	12-May-2022	12-May-2023	12-May-2024	12-May-2025	12-May-2026
Market Price (Rupees)	756.85	756.85	756.85	756.85	756.85
Expected Life	3.50	4.51	5.51	6.51	7.51
Volatility (%)	55.56	54.48	53.51	55.54	55.54
Riskfree Rate (%)	5.17	5.52	5.80	6.04	6.23
Exercise Price (Rupees)	643.32	643.32	643.32	643.32	643.32
Dividend yield (%)	-	-	-	-	-
Fair Value per vest (Rupees)	379.16	417.76	450.34	491.10	519.25
Vest Percent (%)	10.00	15.00	20.00	25.00	30.00
Option Fair Value (Rupees)	469.20				

Table No. 3.104**Granted for the year ended March 31, 2021**

No grants were made during FY 2020-21 under this scheme

Intellect Incentive Plan Scheme 2018

The Shareholders of the Company in the Annual General Meeting held on August 23, 2018 approved Intellect Incentive Plan Scheme 2018. The 2018 plan provides for issuance of 62,50,000 options through Restrictive Stock Units (RSU's) 2018 and ISOP 2018 in total convertible into equivalent number of equity shares of Rs. 5/- each to employees but shall exclude independent directors, an employee belonging to the promoter group or a director holding more than 10% of the share capital. The tenure of the scheme for RSU 2018 it shall continue to be in force until (i) its termination by the Company as per provisions of Applicable Laws, or (ii) the date on which all of the Restricted Stock Units available for issuance under the RSU 2018 / Stock Options 2018 have been issued and exercised, whichever is earlier and for ISOP 2018 is 12 years from the date of the Scheme coming to force. The scheme shall be extended by a period of not more than 5 years as the Board of Directors may decide. Nomination and remuneration committee (NRCC) in its meeting held of June 15, 2020 has decided to make the total options fungible between RSU and ISOP 2018. A summary of the status of the options granted under Intellect Incentive Plan scheme 2018 at March 31, 2022 is presented below:

RSU 2018

Particulars	March 31, 2022	
	Number of Shares	Weighted Average Exercise Price (Rs.)
Outstanding at the beginning of the year	5,988,187	5.00
Granted during the year (including ESOP issued in lieu of surrendered options)	95,000	5.00
Exercised during the year	(772,089)	5.00
Forfeited during the year	(314,500)	5.00
Expired during the year	(8,875)	-
Outstanding at the end of the year	4,987,723	5.00
Exercisable at the end of the year	803,763	5.00

Table No. 3.105

Particulars	March 31, 2022
Range of exercise price (Rs.)	5.00
Weighted average remaining contractual life (in years)	5.91
Weighted average fair value of options granted	753.08
Weighted average market price of shares on the date of exercise(Rs.)	729.66

Table No. 3.106

Service conditions

Particulars	Type 1	Type 2
Service conditions		
At the end of year 1	100%	33.00%
At the end of year 2	-	33.00%
At the end of year 3	-	34.00%

Table No. 3.107

The fair value of options was estimated at the date of grant using the Black Scholes Model with the following assumptions:

RSU 2018

Particulars	March 31, 2021	
	Number of Shares	Weighted Average Exercise Price (Rs.)
Outstanding at the beginning of the year	2,35,638	5.00
Granted during the year	65,98,550	5.00
Exercised during the year	(37,101)	5.00
Forfeited during the year	(8,08,900)	5.00
Expired during the year	-	-
Outstanding at the end of the year	59,88,187	5.00
Exercisable at the end of the year	1,26,109	5.00

Table No. 3.108

Particulars	March 31, 2021
Range of exercise price (Rs.)	5.00
Weighted average remaining contractual life (in years)	5.98
Weighted average fair value of options granted	98.87
Weighted average market price of shares on the date of exercise(Rs.)	272.57

Table No. 3.109

Service conditions

Particulars	Type 1	Type 2
Service conditions		
At the end of year 1	100%	33.00%
At the end of year 2	-	33.00%
At the end of year 3	-	34.00%

Table No. 3.110

The fair value of options was estimated at the date of grant using the Black Scholes Model with the following assumptions:

Granted for the year ended March 31, 2022

RSU 2018

Type 4 - Date of Grant - 12-May/2021	12-May-2022	12-May-2023	12-May-2024	12-May-2025
Market Price (Rupees)	756.85	756.85	756.85	756.85
Expected Life	3.50	4.51	5.51	6.51
Volatility (%)	55.56	54.48	53.51	55.54
Riskfree Rate (%)	5.17	5.52	5.80	6.04
Exercise Price (Rupees)	5.00	5.00	5.00	5.00
Dividend yield (%)	-	-	-	-
Fair Value per vest (Rupees)	752.68	752.95	753.22	753.48
Vest Percent (%)	25.00	25.00	25.00	25.00
Option Fair Value (Rupees)	753.08			

Table No. 3.111

Type 3 - Date of Grant - 29/Oct/2021	29-Oct-2022	29-Oct-2023	29-Oct-2024	29-Oct-2025
Market Price (Rupees)	659.65	659.65	659.65	659.65
Expected Life	3.50	4.51	5.51	6.51
Volatility (%)	55.02	53.68	52.31	53.50
Riskfree Rate (%)	5.22	5.60	5.91	6.17
Exercise Price (Rupees)	5.00	5.00	5.00	5.00
Dividend yield (%)	-	-	-	-
Fair Value per vest (Rupees)	655.48	655.77	656.04	656.30
Vest Percent (%)	25.00	25.00	25.00	25.00
Option Fair Value (Rupees)	655.9			

Table No. 3.112

Date of Grant: 27-Jan/2022	27-Jan-2023	27-Jan-2024	27-Jan-2025	27-Jan-2026
Market Price (Rupees)	721.25	721.25	721.25	721.25
Expected Life	3.50	4.51	5.51	6.51
Volatility (%)	54.91	53.42	52.94	53.93
Riskfree Rate (%)	5.51	5.88	6.19	6.44
Exercise Price (Rupees)	5.00	5.00	5.00	5.00
Dividend yield (%)	-	-	-	-
Fair Value per vest (Rupees)	717.13	717.41	717.70	717.96
Vest Percent (%)	25.00	25.00	25.00	25.00
Option Fair Value (Rupees)	717.55			

Table No. 3.113

Granted for the year ended March 31, 2021

RSU 2018

Type 3 - Date of Grant - 29/May/2020	29-May-2021	29-May-2022	29-May-2023	29-May-2024
Market Price (Rupees)	67.70	67.70	67.70	67.70
Expected Life	3.50	4.50	5.51	6.51
Volatility (%)	52.25	51.62	54.63	54.63
Riskfree Rate (%)	5.02	5.37	5.65	5.86
Exercise Price (Rupees)	5.00	5.00	5.00	5.00
Dividend yield (%)	-	-	-	-
Fair Value per vest (Rupees)	63.52	63.80	64.10	64.39
Vest Percent (%)	25.00	25.00	25.00	25.00
Option Fair Value (Rupees)	63.95			

Table No. 3.114

Type 3 - Date of Grant - 09/Jun/2020	09-Jun-2021	09-Jun-2022	09-Jun-2023	09-Jun-2024
Market Price (Rupees)	92.80	92.80	92.80	92.80
Expected Life	3.50	4.50	5.51	6.51
Volatility (%)	52.09	52	54.94	54.94
Riskfree Rate (%)	5.02	5.38	5.65	5.87
Exercise Price (Rupees)	5.00	5.00	5.00	5.00
Dividend yield (%)	-	-	-	-
Fair Value per vest (Rupees)	88.61	88.89	89.18	89.45
Vest Percent (%)	25.00	25.00	25.00	25.00
Option Fair Value (Rupees)	89.03			

Table No. 3.115

Type 3 - Date of Grant - 17/Jun/2020	17-Jun-2021	17-Jun-2022	17-Jun-2023	17-Jun-2024
Market Price (Rupees)	96.40	96.40	96.40	96.40
Expected Life	3.50	4.50	5.51	6.51
Volatility (%)	52.48	52.36	55.14	55.14
Riskfree Rate (%)	5.01	5.38	5.66	5.89
Exercise Price (Rupees)	5.00	5.00	5.00	5.00
Dividend yield (%)	-	-	-	-
Fair Value per vest (Rupees)	92.21	92.49	92.78	93.05
Vest Percent (%)	25.00	25.00	25.00	25.00
Option Fair Value (Rupees)	92.63			

Table No. 3.116

Type 3 - Date of Grant - 05/Aug/2020	05-Aug-2021	05-Aug-2022	05-Aug-2023	05-Aug-2024
Market Price (Rupees)	160.90	160.90	160.90	160.90
Expected Life	3.50	4.50	5.51	6.51
Volatility (%)	53.01	52.22	53.96	55.22
Riskfree Rate (%)	4.83	5.17	5.45	5.68
Exercise Price (Rupees)	5.00	5.00	5.00	5.00
Dividend yield (%)	-	-	-	-
Fair Value per vest (Rupees)	156.68	156.94	157.21	157.47
Vest Percent (%)	25.00	25.00	25.00	25.00
Option Fair Value (Rupees)	157.08			

Table No. 3.117

ISOP 2018

Particulars	March 31, 2021	
	Number of Shares	Weighted Average Exercise Price (Rs.)
Outstanding at the beginning of the year	5,95,000	173.95
Granted during the year	-	-
Exercised during the year	-	-
Forfeited during the year	-	-
Surrender	(5,95,000)	173.95
Expired during the year	-	-
Outstanding at the end of the year	-	-
Exercisable at the end of the year	-	-

Table No. 3.118

Particulars	March 31, 2021
Range of exercise price (Rs.)	-
Weighted average remaining contractual life (in years)	-
Weighted average fair value of options granted	-
Weighted average market price of shares on the date of exercise(Rs.)	-

Table No. 3.119

Grant price

	Swarnam 101	Swarnam 201	Swarnam 301	Swarnam 401	Swarnam 501
Market price upto Rs. 49	Market price	Market price	Market price	Market price	Market price
	10% discount on market price.	20% discount on market price.	50% discount on market price.	25% discount on market price.	Upto 50% discount on market price.
Market price between Rs. 49 - Rs. 140	(Subject to being Not lower than Rs 49)	(Subject to being Not lower than Rs 49)	(Subject to being Not lower than Rs 49)	(Subject to being Not lower than Rs 49)	(Subject to being Not lower than Rs 49)
Market price greater than Rs.140	15% discount on market price	30% discount on market price	50% discount on market price	25% discount on market price (Subject to being not lower than Rs. 49)	Upto 50% discount on market price. (Subject to being not lower than Rs. 49)

The market price, in accordance with the Securities and Exchange Board of India (Share based employee benefits) Regulations 2014 as amended from time to time, shall be the latest available closing price prior to the date of the meeting of the Board of Directors in which options are granted, on the stock exchange on which the shares of the Company are listed. If the Shares are listed on more than one stock exchange then the stock exchange where there is highest trading volume on the said date shall be considered. The options shall be valued using the fair value model.

Service conditions

Particulars	Swarnam 101	Swarnam 201- 501
Service conditions		
At the end of year 1	10%	0%
At the end of year 2	15%	0%
At the end of year 3	20%	33%
At the end of year 4	25%	33%
At the end of year 5	30%	34%

Performance Conditions

Performance rating	20% of the options granted for each year shall be subject to meeting of minimum specified annual performance rating.
Company's target EPS growth	Accelerated vesting of 5%/10% each year, based on Company achieving specified target EPS growth

Table No. 3.120

32 Related party transactions

32(a) List of related parties

Subsidiaries

- Intellect Design Arena Pte Ltd, Singapore ('Intellect Singapore')
 - Intellect Design Arena Limited, United Kingdom ('Intellect UK')
 - Intellect Design Arena SA, Switzerland ('Intellect Switzerland')
 - Intellect Design Arena FZ-LLC, Dubai ('Intellect Dubai')
 - Intellect Commerce Limited, India ('Intellect Commerce')
 - Intellect Design Chile Ltda, Chile ('Intellect Chile') *
 - Intellect Design Arena Inc, USA ('Intellect Inc. – SEEC US')**
 - SEEC Technologies Asia Private Limited, India ('SEEC Asia')***
 - Intellect Design Arena Co. Ltd, Vietnam ('Intellect Vietnam')
 - Intellect Design Arena Philippines Inc. ('Intellect Philippines')**
 - Sonali Intellect Limited, Bangladesh ('Sonali Intellect')
 - Intellect Design Arena, PT Indonesia ('Intellect Indonesia')**
 - Intellect Design Arena Inc. ('Intellect Canada')*
 - Intellect Design Arena Limited. ('Intellect Thailand')***
 - Intellect Design Arena, SDN BHD. ('Intellect Malaysia')**
 - Intellect Design Arena Pty Ltd. ('Intellect Australia')**
 - Intellect Payments Limited ('Intellect Payments')
 - Intellect India Limited ('Intellect India')
 - Intellect Design Arena Limited ('Intellect Kenya')
 - Intellect Design Arena Limitd GMBH ('Intellect Germany')
 - Intellect Dsign Arena (Mauritius) Ltd. ('Intellect Mauritius')****
 - Intellect Polaris Design LLC, USA ('IPDLLC')
- * Subsidiaries of Intellect Design Arena Limited, UK
 ** Subsidiaries of Intellect Design Arena Pte Ltd, Singapore
 *** Subsidiary of Intellect Design Arena Inc., ('IPDLLC') USA
 **** Subsidiary of Intellect Design Arena FZ-LLC, Dubai

Associates

- NMS Works Software Private Limited, India ('NMS')
- Adrenalin eSystems Limited, India ('Adrenalin eSystems')

Others

(a) Enterprises that directly or indirectly through one or more intermediaries, over which Key Management Personnel is able to exercise significant influence.

- Polaris Banyan Holding Private Ltd, India ('Polaris Banyan')
- Maveric Systems Limited
- School Of Design Thinking Private Limited

(b) Key management personnel (KMP)

- Mr. Arun Jain, Chairman & Managing Director
- Mr. Venkateswarlu Saranu, Chief Financial Officer
- Mr. Nares VV, Company Secretary
- Mr. Anil Kumar Verma, Whole time director
- Mr. Arun Shekhar Aran, Independent Director and Audit Committee Chairman
- Mr. Abhay Anant Gupte, Independent Director
- Mrs. Vijaya Sampath, Independent Director
- Mr. Andrew Ralph England, Director

32(b) Transactions and Balances with related parties

In Rs. Millions

Particulars	Subsidiaries	
	April 1, 2021 to March 31, 2022	April 1, 2020 to March 31, 2021
TRANSACTIONS DURING THE YEAR		
Advances given		
Intellect Singapore	-	0.43
Intellect Canada	2.56	0.08
SEEC US	0.41	-
Intellect UK	11.32	8.74
Intellect Switzerland	0.23	0.69
Intellect Dubai	0.10	0.46
Intellect Malaysia	-	0.11
	14.62	10.51
Software development service income		
Intellect Malaysia	230.18	109.76
Intellect Philippines	102.16	245.77
Intellect Singapore	-	88.16
Intellect Thailand	-	41.20
Intellect Canada	588.61	517.18
Intellect Indonesia	64.77	43.49
Intellect Germany, Gmbh	216.90	392.34
Intellect Dubai	577.31	444.53
SEEC US	543.39	605.59
Intellect Australia	92.67	78.78
Intellect Kenya	46.22	-
Intellect Switzerland	115.43	138.11
Intellect UK	2,260.70	2,356.66
	4,838.34	5,061.57
Software development expenses / (recoveries)		
Intellect Payments	29.71	15.32
Intellect Singapore	105.67	-
Intellect Vietnam	158.09	127.71
Intellect Mauritius	8.62	-
Intellect Dubai	98.50	-
Intellect Kenya	-	33.26
Intellect Thailand	81.99	0.12
	482.58	176.41
Reimbursement of expenses by the Company		
Intellect Singapore	2.04	36.14
Intellect Thailand	2.14	1.20
SEEC US	8.45	7.92
Intellect UK	83.40	86.97
Intellect Australia	3.15	19.51
Intellect Chile	6.82	-
Intellect Payments	-	0.01
Intellect Canada	26.94	34.06
Intellect Vietnam	-	145.33
Intellect Commerce	1.23	1.03
Intellect Malaysia	0.44	0.15
Intellect Dubai	72.40	30.80
Intellect Switzerland	0.42	4.63
Intellect Indonesia	-	0.22
Intellect Germany, GmbH	2.87	-
	210.30	367.97

Table No. 3.121

In Rs. Millions

Particulars	Subsidiaries	
	April 1, 2021 to March 31, 2022	April 1, 2020 to March 31, 2021
Reimbursement of expenses to the Company		
Intellect Dubai	0.77	47.51
Intellect Payments	1.73	10.24
Intellect Australia	4.46	7.24
Intellect Commerce	1.38	7.34
Intellect Switzerland	2.19	2.38
Intellect Malaysia	-	8.00
Intellect Canada	8.06	1.51
Intellect Singapore	3.38	29.55
Intellect Thailand	-	4.17
SEEC US	9.63	11.84
Intellect UK	131.36	109.28
	162.96	239.06

Purchase of Intangible (Software)

Intellect Payments	-	26.25
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Table No. 3.122

Particulars	Others	
	April 1, 2021 to March 31, 2022	April 1, 2020 to March 31, 2021
TRANSACTIONS DURING THE YEAR		
Rental expenses		
Polaris Banyan Holding Limited	4.93	3.65
Rental income		
School Of Design Thinking Private Limited	0.10	0.10
Contribution to Gratuity		
Intellect Design Group gratuity trust	0.04	30.00
Software development expenses		
Maveric Systems Limited	-	0.46

Table No. 3.123

Particulars	Associates	
	April 1, 2021 to March 31, 2022	April 1, 2020 to March 31, 2021
Software development expenses		
Adrenalin eSystems	1.34	4.31
Reimbursement of expenses to the Company		
Adrenalin eSystems	19.02	14.74

Table No. 3.124

Particulars	Key Management Personnel	
	April 1, 2021 to March 31, 2022	April 1, 2020 to March 31, 2021
Remuneration to Key Management Personnel		
Remuneration & other Benefits	17.01	19.93
	17.01	19.93
Sitting Fees paid to Directors	3.75	4.85

Table No. 3.125

**The remuneration to the key management personnel does not include provisions made for gratuity and leave benefits, as they are determined on an actuarial basis for the company as a whole and cost accrued for share based payments options provided to KMP.

Balance Due From / To Related Parties

In Rs. Millions

Particulars	Subsidiaries	
	March 31, 2022	March 31, 2021
BALANCE DUE FROM RELATED PARTIES		
Prepayments		
Intellect Payments	17.50	-
Trade receivables		
Intellect Malaysia	51.40	14.12
Intellect Philippines	156.94	90.97
Intellect Singapore	289.83	453.48
Intellect Thailand	69.53	124.81
Intellect Indonesia	130.68	106.02
Intellect Australia	36.16	52.24
Intellect Vietnam	109.32	179.08
Intellect Canada	-	245.87
Intellect Chile	-	61.92
Intellect Design Arena GMBH	264.73	328.43
SEEC US	747.72	1,435.78
Intellect UK	405.18	52.87
Sonali Intellect Limited	12.79	14.26
	2,291.78	3,159.85

Table No. 3.126

Particulars	Subsidiaries	
	March 31, 2022	March 31, 2021
BALANCE DUE FROM RELATED PARTIES		
Revenue Accrued but not Billed		
Intellect Malaysia	31.65	28.08
Intellect Philippines	25.62	46.67
Intellect Thailand	-	30.07
Intellect Kenya	46.29	-
Intellect Indonesia	21.58	0.14
Intellect Australia	10.98	15.60
Intellect Canada	206.39	137.74
Intellect Dubai	-	29.09
Intellect Design Arena GMBH	6.89	3.50
SEEC US	142.73	175.30
Intellect Switzerland	31.36	60.38
Intellect UK	533.74	803.34
	1,057.23	1,329.91
Loans and Advances		
Intellect Singapore	41.24	39.95
Intellect Chile	-	6.32
Intellect Indonesia	0.22	0.22
Intellect UK	40.81	52.23
Intellect Dubai	-	25.66
Intellect Thailand	9.16	11.63
Intellect India	-	0.56
Intellect Malaysia	16.16	16.23
Intellect Kenya	15.16	13.51
	122.75	166.31

Table No. 3.127

Particulars	Subsidiaries	
	March 31, 2022	March 31, 2021
Trade Payables		
Intellect Payments	23.96	49.84
Intellect Philippines	18.40	19.03
Intellect Dubai	98.57	-
Intellect Thailand	82.95	36.56
Intellect Vietnam	293.66	131.46
Intellect Singapore	106.69	-
Intellect Kenya	62.38	63.33
Intellect Mauritius	8.62	-
SEEC US	140.59	233.30
	835.82	533.52

Table No. 3.128

Particulars	Subsidiaries	
	March 31, 2022	March 31, 2021
Other current liabilities		
Intellect Australia	8.60	9.88
Intellect Dubai	445.82	322.88
Intellect Switzerland	486.51	29.71
Intellect Commerce	0.02	13.38
Intellect Canada	129.86	79.83
Intellect Vietnam	93.25	90.43
Intellect Chile	0.71	-
Intellect UK	4.11	494.40
Intellect Design Arena GMBH	2.60	-
Intellect Philippines	1.28	1.32
SEEC US	265.99	303.81
	1,438.75	1,345.64

Table No. 3.129

Particulars	Subsidiaries	
	March 31, 2022	March 31, 2021
INVESTMENTS		
Intellect Commerce	90.00	90.00
Sonali Intellect Ltd	23.87	23.87
Intellect Singapore	592.59	235.38
Intellect Vietnam	2.25	2.25
Intellect Dubai	20.36	20.36
Intellect Kenya	13.20	13.20
Intellect Switzerland	11.28	11.28
Intellect UK	61.75	61.75

Intellect India	2.50	0.50
IPDLLC USA*	138.02	138.02
Intellect Design Arena GMBH	2.15	2.15
Intellect Payments	50.50	25.50
	1,008.47	624.26

Table No. 3.130

*On July 1, 2020, the Company has increased its ownership interest in Intellect Polaris Design LLC ("IPDLLC") from 50% to 100% resulting in IPDLLC being a wholly owned subsidiary.

Particulars	Others	
	March 31, 2022	March 31, 2021
Security Deposit against rental premises		
Polaris Banyan Holding Private Ltd, India	2.94	2.94
Trade Payables		
Polaris Banyan Holding Private Ltd, India	-	0.45

Particulars	Associates	
	March 31, 2022	March 31, 2021
Trade Payables		
Adrenalin eSystems	6.70	-
Short Term Loans and Advances		
Adrenalin eSystems	49.77	45.64

Table No. 3.131

Particulars	KMP's	
	March 31, 2022	March 31, 2021
Remuneration Payable		
Remuneration & Other Benefits	15.81	4.62

Table No. 3.132

INVESTMENTS IN JOINT VENTURE AND ASSOCIATES

Particulars	March 31, 2022	March 31, 2021
NMS	85.72	85.72
Adrenalin eSystems	226.24	226.24
	311.96	311.96

Table No. 3.133

Terms and conditions of transactions with related parties

The sales to related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables.

For the year ended 31 March 2022, the Company has not recorded any impairment of receivables relating to amounts owed by related parties (31 March 2021 is Rs Nil). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

33 CAPITAL COMMITMENTS AND CONTINGENT LIABILITIES

(i) Capital commitment:

Contracts yet to be executed on capital account (net of advances) Rs. 6.76 million (March 31, 2021: Rs.4.91 million).

(ii) Other Commitment:

Bank guarantees in the nature of Financial guarantees (backed up by Fixed deposits) as at March 31, 2022 amounting to Rs.470.73 million (March 31, 2021 : Rs 530.94 millions)

(iii) Claims against the Company, not acknowledged as debt includes:

a) Future cash outflows in respect of matters considered disputed are determinable only on receipt of judgments / decisions pending at various forums/authorities. The management does not expect these claims to succeed and accordingly, no provision for the contingent liability has been recognized in the financial statements.

The Company's pending litigations comprise of proceedings pending with tax authorities. The company has reviewed all the proceedings and has adequately provided for where provisions are required and disclosed contingent liabilities where applicable, in its financial statements. The Company does not expect the outcome of these proceedings to have a material adverse effect on the financial statements.

Particulars	In Rs. Millions	
	As at March 31, 2022	As at March 31, 2021
Demand from Indian income tax authorities	72.35	72.35
Sales Tax demand from Commercial Tax Officer, Chennai	2.40	-
Service tax demand from Commissioner of GST & Central excise, Chennai	758.80	-

Table No. 3.134

The Company is contesting the demands raised by the respective tax authorities, and the management, based on internal assessment and per its tax advisors, believe that its position will likely be upheld in the appellate process and ultimate outcome of these proceedings will not have a material adverse effect on the Company's financial position and results of operations.

b) During the year 2017, the Company has entered into a sub-contract arrangement with Ms Nextender ('Claimant') for execution of a contract. Subsequently, in February 2019, the Company has scoped out the work of Nextender to a third party service providers due to various service quality issues raised by the customer. Claimant has filed Statement of Claim with the Arbitral Tribunal India claiming specific performance of sub-contract arrangements or for an alternate compensation for material breach of terms of contract. The Company has filed its response with the Arbitral Tribunal and pending hearing. The case outstanding is in ordinary course of business. The Company does not expect these proceedings to result in liabilities that have a material effect on the company's financial position.

c) The honorable Supreme Court of India had passed judgement on February 28, 2019 that all allowances paid to employees are to be considered for the purpose of Provident fund wages determination. There are numerous interpretative issues relating to the above judgement. As a matter of caution, the Company has made a provision on a prospective basis from the date of Supreme Court order. The Company will update its provision, on receiving further clarity on the subject.

34 FAIR VALUE

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments, other than those with carrying amounts that are reasonable approximations of fair values. The management assessed that the cash and cash equivalents, trade receivables, trade payables, fixed deposits, bank overdrafts and other payables approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The method and assumptions used to estimate the fair values is the fair values of financial instruments traded in active markets are based on quoted market prices at the balance sheet date.

Particulars	In Rs. Millions			
	Carrying value		Fair value	
	31-Mar-22	31-Mar-21	31-Mar-22	31-Mar-21
Financial assets				
Investments in Quoted Mutual Funds & Bonds (Refer Note 11(a))	3,638.31	962.90	3,638.31	962.90
Investment property	19.67	-	233.00	-
Financial Liability				
Derivative Financial Instruments - Foreign exchange forward contracts receivable / (payable)				
- Current Refer Note 11(f)	202.00	109.99	202.00	109.99
- Non current Refer Note 7(d)	138.28	75.52	138.28	75.52

Table No. 3.135**35 FAIR VALUE HIERARCHY**

Quantitative disclosures fair value measurement hierarchy for assets as at March 31, 2022 & March 31, 2021

Particulars	Date of valuation	In Rs. Millions		
		Fair value measurement using		
		Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Assets measured at fair value:				
Investments in Quoted Mutual Funds & Bonds	March 31, 2022	3,638.31	-	-
	March 31, 2021	962.90	-	-
Derivative financial instruments - Foreign exchange forward contracts	March 31, 2022	-	340.28	-
	March 31, 2021	-	185.51	-
Assets for which fair value is disclosed:				
Investment property	March 31, 2022	-	233.00	-
	March 31, 2021	-	-	-

Table No. 3.136

Level 1 - Quoted price (unadjusted) in active markets for identical assets or liabilities

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices)

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs)

There has been no transfer between level 1 and level 2 during the year ended March 31, 2022 and March 31, 2021

36 HEDGING OF FOREIGN CURRENCY EXPOSURES

The Company uses foreign currency forward contracts to hedge its risks associated with foreign currency fluctuations relating to forecasted transactions. The Company does not use forward contracts for speculative purposes. The following are the outstanding Forward Exchange Contracts entered into by the Company as at March 31, 2022 and March 31, 2021 including forward cover taken for forecasted revenue receivable transactions:

Particulars	In Rs. Millions			
	March 31, 2022		March 31, 2021	
	Assets	Liabilities	Assets	Liabilities
Derivative Financial Instruments - Foreign exchange forward contracts	340.28	-	185.51	-
Total	340.28	-	185.51	-

Table No. 3.137

March 31, 2022

Foreign Exchange risk on Cash flow hedge	Nominal value of Hedging Instruments		Carrying value of Hedging Instruments (In INR Millions)		Maturity date	Hedge Ratio
	Asset	Liability	Asset	Liability		
Foreign Currency forward contracts	340.28	-	37,995.49	-	29-04-2022 to 31-03-2025	1:1

Weighted Average Rate	Changes in Fair value in Hedging instruments (In Millions INR)	Changes in value of Hedged Item used as basis for recognizing hedge effectiveness (In Millions INR)
1 USD =80.27 INR		154.78 (154.78)

Table No. 3.138

Cash Flow Hedge	Change in value of Hedging instrument recognized in Other comprehensive Income	Hedge Ineffectiveness recognized in Profit & Loss	Amount reclassified from Cash flow hedge reserve to Profit and Loss	Line item affected in Statement of Profit and loss because of reclassification
Foreign Exchange Risk	154.78	Nil	(217.11)	Revenue

Table No. 3.139

March 31, 2021

Foreign Exchange risk on Cash flow hedge	Nominal value of Hedging Instruments (In INR Millions)		Carrying value of Hedging Instruments (In INR Millions)		Maturity date	Hedge ratio
	Asset	Liability	Asset	Liability		
Foreign Currency forward contracts	185.51	-	7,421.32	-	30-04-2021 to 28-03-2024	1:1

Table No. 3.140

Weighted Average Rate	Changes in Fair value in Hedging instruments (In Millions INR)	Changes in value of Hedged Item used as basis for recognizing hedge effectiveness (In Millions INR)
1 USD =79.98 INR 1 GBP = 1.34 USD	527.45	(527.45)

Cash Flow Hedge	Change in value of Hedging instrument in Other comprehensive Income	Hedge Ineffectiveness recognized in Profit & Loss	Amount reclassified from Cash flow hedge reserve to Profit and Loss	Line item affected in Statement of Profit and loss because of reclassification
Foreign Exchange Risk	527.45	Nil	(16.99)	Revenue

Table No. 3.141

37 RESEARCH AND DEVELOPMENT EXPENDITURE

The Company continues its significant investments in Research and Development efforts towards research, technology, engineering and new product development. The Company follows a policy of capitalising new product development, which meets the criterias of Ind AS 38 Intangible assets and has accordingly recognised such cost as Internally generated Intangible asset under 'Intangible assets under development' (Note 4(b)) and Intangible asset (Note 5). During the current year ended March 31, 2022 the Company has incurred a revenue expenditure of Rs. 1,051 millions (March 31, 2021 - Rs.760 million) which has been debited to the Income statement and Capital expenditure as per table below:

We hereby furnishing the details of expenses under the respective Head of accounts which are recognised as Intangible assets under development:

Particulars	In Rs. Millions	
	March 31, 2022	March 31, 2021
Salaries, wages and bonus	713.37	616.53
Cost of license	3.66	4.09
Other Direct overheads	170.76	78.85
Total	887.79	699.47

Table No. 3.142

38 LEASES

The Company has lease contracts for Land and Building used for the purpose of office space at different location. Leases of such assets generally have lease terms between 1 and 5 years. The Company's obligations under its leases are secured by the lessor's title to the leased assets. Generally, the Company is restricted from assigning and subleasing the leased assets. There are several lease contracts that include extension and termination options and variable lease payments, which are further discussed below.

Before the adoption of Ind AS 116, the Company classified each of its leases (as lessee) at the inception date as either a finance lease or an operating lease.

Upon adoption of Ind AS 116, the Company applied a single recognition and measurement approach for all leases except for short-term leases on Plant and Machinery and leases of low-value assets on office equipments. The standard provides specific transition requirements and practical expedients, which have been applied by the Company.

Set out below are the carrying amounts of right-of-use assets recognised and the movements during the year:

Particulars	In Rs. Millions	
	March 31, 2022	March 31, 2021
Opening Balance	105.01	182.33
Additions	1.93	-
Deletions	-	(27.86)
Depreciation expense	(35.62)	(49.46)
As at March 31, 2021	71.32	105.01

Table No. 3.143

Set out below are the carrying amounts of lease liabilities included under financial liabilities and the movements during the year:

Particulars	In Rs. Millions	
	March 31, 2022	March 31, 2021
Opening Balance	94.26	168.45
Add: Additions / (Deletions) during the year	1.93	(27.86)
Add / Less: Accretion of interest	7.02	7.37
Less: Payments during the year	(42.44)	(53.70)
Closing Balance	60.77	94.26
Current	35.62	35.25
Non Current	25.15	59.01

Table No. 3.144

Maturity Analysis of Lease Liability

Year Ended	Less than 1 Year	1 - 5 Years	More than 5 Years
March 31,2022	39.16	26.22	-
March 31,2021	37.78	64.61	-

The effective interest rate for lease liabilities is 7.91-9.08%, with maturity between 2019-2024.

The following are the amounts recognised in profit or loss:

Particulars	Year Ended	Year Ended
	March 31,2022	March 31,2021
Depreciation expense of right-of-use assets	35.62	49.46
Interest expense on lease liabilities	7.02	7.37
Expense relating to short-term leases (included in other expenses)	5.54	10.99
Total	48.18	67.82

Table No. 3.145

The Company had total cash outflows for leases of Rs. 42.44 million in March 31, 2022 (March 31, 2021: Rs. 67.82 million) The Company also had non-cash additions to right-of-use assets and lease liabilities of Rs. 1.93 million during the year (March 31, 2021: Rs. Nil million). There are no future cash outflows relating to leases that have not yet commenced.

The Company has several lease contracts that include extension and termination options. These options are negotiated by management to provide flexibility in managing the leased-asset portfolio and align with the Company's business needs. Management exercises significant judgement in determining whether these extension and termination options are reasonably certain to be exercised. The management does not expect undiscounted potential future rental payments due to extension options expected not to be exercised and termination options expected to be exercised.

There are no potential future rental payments relating to periods following the exercise date of extension and termination options that are not included in the lease term.

39 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's principal financial liabilities comprise of short tenured borrowings, trade and other payables and financial guarantee contracts. Most of these liabilities relate to financing Company's working capital cycle. The Company has trade and other receivables, loans and advances that arise directly from its operations. The Company also enters into hedging transactions to cover foreign exchange exposure risk.

The Company is accordingly exposed to market risk, credit risk and liquidity risk.

The Company's senior management oversees management of these risks. The senior professionals working to manage the financial risks and the appropriate financial risk governance framework for the Company are accountable to the Board of Directors, Risk Committee and the Audit Committee. This process provides assurance that the Company's financial risk-taking activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with Company's policies and overall risk appetite. All foreign currency hedging activities for risk management purposes are carried out by a team that have the appropriate skills, experience and supervision. In addition, independent views from bankers and currency market experts are obtained periodically to validate risk mitigation decisions. It is the Company's policy that no trading in derivatives for speculative purposes shall be undertaken.

The Risk Committee and the Audit Committee review and agree policies for managing each of these risks which are summarised below:

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include deposits, FVTPL investments and derivative financial instruments.

Interest Rate Risk:

The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long term debt obligations with floating interest rates.

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows.

Particulars	Impact on pre tax profits before taxes	
	Variation in interest +0.5%	Variation in interest -0.5%
March 31, 2022		
March 31, 2021	1.06	(1.06)

Table No. 3.146

Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expense is denominated in a foreign currency) and the Company's net investments in foreign subsidiaries.

When a derivative is entered into for the purpose of being a hedge, the Company negotiates the terms of those derivatives to match the terms of the hedged exposure. For hedges of forecast transactions the derivatives cover the period of exposure from the point the cash flows of the transactions are forecasted up to the point of settlement of the resulting receivable or payable that is denominated in the foreign currency.

Foreign currency sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in exchange rates, with all other variables held constant. The impact on the Company's profit / (loss) before tax is due to changes in the fair value of monetary assets and liabilities including non-designated foreign currency derivatives. The Company's exposure to foreign currency changes for all other currencies is not material. In management's opinion, the sensitivity analysis is unrepresentative of the inherent foreign exchange risk because the exposure at the end of the reporting period does not reflect the exposure during the year.

Rs. In million

Currency	Increase in Foreign Currency by	March 31, 2022		March 31, 2021	
		Amount in Foreign Currency	Effect on Pre tax profit	Amount in Foreign Currency	Effect on Pre tax profit
Amounts receivable in foreign currency					
CAD	5%	3.41	10.32	12.59	36.54
GBP	5%	9.44	46.95	7.97	40.17
SGD	5%	4.91	13.74	8.32	22.60
USD	5%	29.90	113.32	30.60	111.86
VND	5%	80,027.34	13.21	129,098.74	20.66
Amounts Payable in foreign currency					
KES	5%	94.52	3.12	94.52	3.17
AED	5%	4.80	4.96	-	-
GBP	5%	-	-	2.41	12.14
USD	5%	10.66	40.38	12.63	46.18

Table No. 3.147

In respect of the Company's forward derivative contracts, a 5% increase in the contract exchange rates of each of the currencies underlying such contracts would have resulted in increase in Other Comprehensive income by Rs. 769.80 million (Mar 2021 371.01 million.)

Conversely, 5% depreciation in the above mentioned exchange rates on foreign currency exposures as at March 31, 2022 and March 31, 2021 would have had the same but opposite effect, again holding all other variable constant.

Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.

A. Trade Receivables

Customer credit risk is managed by each business unit subject to the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit rating scorecard and individual credit limits are defined in accordance with this assessment. Outstanding customer receivables are regularly monitored.

An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The calculation is based on exchange losses historical data. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Note 12(b) & 12(f). The Company does not hold collateral as security. The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers (which are in the nature of reputed banking and financial institutions)

are located in several jurisdictions and industries and operate in largely independent markets.

Credit Risk exposure

The allowance for credit risk on customer balances for the year ended March 31, 2022 and March 31, 2021.

In Rs. Millions		
Particulars	March 31, 2022	March 31, 2021
Balance at the beginning of the year	688.85	565.49
Impairment loss recognised / reversed	226.81	343.63
Write-off	(242.37)	(220.27)
Balance at the end of the year	673.29	688.85

Table No. 3.148

B. Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. Counterparty credit limits are reviewed by the Company's Board of Directors on an annual basis, and may be updated throughout the year subject to approval of the Company's Finance Committee. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

The Company's maximum exposure to credit risk for the components of the balance sheet as at March 31, 2022 and 2021 is the carrying amount as illustrated in Notes 7 and 11.

Liquidity risk

Liquidity risk is the risk that the Group may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Company's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The Company closely monitors its liquidity position and deploys a robust cash management system. It maintains adequate sources of financing including loans, debt, and overdraft from both domestic and international banks at an optimised cost.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments:

In Rs. Millions			
Particulars	As of March 31, 2022		
	Less than 1 year	More than 1 year	Total
Lease liabilities	39.16	26.22	65.38
Trade Payables	2,939.14	-	2,939.14
Other financial liabilities	805.47	6.00	811.47
Total	3,783.77	32.22	3,815.99

Table No. 3.149

In Rs. Millions			
Particulars	As of March 31, 2021		
	Less than 1 year	More than 1 year	Total
Interest bearing borrowings	344.05	75.56	419.61
Lease liabilities	37.78	64.61	102.39
Trade Payables	1,743.13	-	1,743.13
Other financial liabilities	630.09	-	630.09
Total	2,755.05	140.17	2,895.22

Table No. 3.150

As at March 31, 2022, the outstanding amount of employee benefit expenses of Rs. 522.52 million (Mar 2021 Rs. 446.45 million) have been substantially funded. Hence no liquidity risk perceived.

40 CAPITAL MANAGEMENT

For the purpose of the Company's capital management, capital includes issued equity capital, convertible preference shares, share premium and all other equity reserves attributable to the equity holders. The primary objective of the Company's capital management is to maximise the shareholders value. The Group determines the amount of capital required on the basis of annual operating plans and long-term product and other strategic investment plans. The funding requirements are met through equity and other long-term/short-term borrowings.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, interest bearing loans and borrowings, less cash and cash equivalents.

In Rs. Millions		
Particulars	March 31, 2022	March 31, 2021
Borrowings	-	419.61
Less: cash and bank balances	(795.51)	(521.30)
Net debt	(795.51)	(101.69)
Equity	14,553.96	11,860.85
Total capital*	14,553.96	11,860.85
Capital and net debt	13,758.45	11,759.16
Gearing ratio	-5.78%	-0.86%

Table No. 3.151

* Includes Equity Share Capital & Other Equity

41 CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company has ascertained that the amount to be spent on Corporate Social Responsibility (CSR) in compliance with Section 135 of the Companies Act, 2013, read with relevant schedule and rules made thereunder is Rs. 19.23 Million for year ending March 31, 2022 (Rs 5.67 Million for March 31, 2021). The Company has voluntarily contributed Rs. 19.26 million towards CSR during year ending March 31, 2022 (March 31, 2021 – Rs.27.06 million).

Particulars	March 31, 2022	March 31, 2021	
a) Gross amount required to be spent by the Company during the year	19.26	5.67	
b) Amount approved by the Board to be spent during the year	35.00	6.16	
b) Amount spent during the year ended on March 31, 2022	In Cash	Yet to be paid in cash	Total
(i) Construction/acquisition of any asset	-	-	-
(ii) On purposes other than (i) above	19.26	-	19.26
c) Amount spent during the year ended on March 31, 2021	In Cash	Yet to be paid in cash	Total
(i) Construction/acquisition of any asset	-	-	-
(ii) On purposes other than (i) above	27.06	-	27.06

Table No. 3.152

Details related to spent / unspent obligations:		
i) Contribution to Public Trust	-	-
ii) Contribution to Charitable Trust	-	-
iii) Others	19.26	27.06
iv) Unspent amount in relation to:		
- Ongoing project	-	-
- Other than ongoing project	-	-

Table No. 3.153

Nature of CSR activities	
Details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure	For education of underprivileged kids

Table No. 3.154

42 MSME NOTE

Based on the information / documents available with the Company, the Company has complied with the provisions of The Micro, Small and Medium Enterprises Development (MSMED) Act, 2006 and hence no interest is paid/payable during the year. Further an amount of Rs.Nil Million (March 2021 Rs.10.32 millions) is remaining unpaid to the suppliers covered under the MSMED Act at the end of the accounting year.

Particulars	As of March 31	
	2022	2021
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
Principal amount due to micro and small enterprises	-	10.32
Interest due on above	-	-
The amount of interest paid by the buyer in terms of section 16 of the MSMED Act 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act 2006.	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act 2006.	-	-

Table No. 3.155**43 Ratio Analysis and its elements ***

Ratio	Numerator	Denominator	31-Mar-22	31-Mar-21	% change	Reason*
Current ratio	Current Assets	Current Liabilities	1.98	1.87	6%	
Debt- Equity Ratio	Total Debt	Shareholder's Equity	0.00	0.04	-100%	Change in ratio is on account of repayment of debt during the year.
Debt Service Coverage ratio	Earnings for debt service = Net profit after taxes + Non-cash operating expenses	Debt service = Interest & Lease Payments + Principal Repayments	6.03	1.17	415%	Improvement in ratio is on account of reduction in debt during the year. As the loan is paid off in the previous year, the debt services has come down.
Return on Equity ratio	Net Profits after taxes – Preference Dividend	Average Shareholder's Equity	0.15	0.20	-23%	Not applicable
Trade Receivable Turnover Ratio	Net credit sales = Gross credit sales - sales return	Average Trade Receivable	3.82	2.47	55%	Increase is due to increase in sales and increased billing of previous years unbilled revenue during the year.
Trade Payable Turnover Ratio	Net credit purchases = Gross credit purchases - purchase return	Average Trade Payables	1.70	1.44	18%	
Net Capital Turnover Ratio	Net sales = Total sales - sales return	Working capital = Current assets – Current liabilities	1.82	2.14	-15%	
Net Profit ratio	Net Profit	Net sales = Total sales - sales return	0.16	0.21	-22%	
Return on Capital Employed	Earnings before interest and taxes	Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability	0.19	0.20	-5%	
Return on Investment	Interest (Finance Income)	Investment	0.03	0.05	-34%	Due to increased investment in Mutual funds in the current year.

Table No. 3.156

The Company has not disclosed inventory turnover ratio since the Company's business does not require maintenance of inventories.

**Based on the requirements of Schedule III

* Explanation given for change in the ratios which are more than 25% as compared to the preceding year.

Particulars	As at March 31,	
	2022	2021
Current Asset	13,907	10,066
Current Liability	7,025	5,369
Total Borrowings	-	420
Shareholder's Equity	14,554	11,861
EBITDA- Tax	3,364	2,801
Finance costs + Principal repayments made during the year	30	75
Profit After Tax (PAT)	2,021	2,073
Average Shareholders' Equity	13,207	10,396
Revenue from Operations	12,550	10,032
Average Accounts Receivable	3,285	4,063
Total expenses	10,270	7,960
Average Accounts Payable	2,331	1,686
Average Working Capital	5,789	3,726
Earnings for debt service	2,050	2,148
Debt service	449	2,196
EBIT (Earnings before Interest and Tax)	2,673	2,301
Interest (Finance Income)	103	22
Investment in Fixed Deposits	114	16

Table No. 3.157

44 TRANSFER PRICING ARRANGEMENTS WITH SUBSIDIARIES

The Company has international operations and in its normal course of business with its various subsidiaries it is involved in the business of software sale and implementation of its products across various countries. The Company reviews these arrangements on a periodic basis to reflect the current business models and in the current financial year has implemented a transfer pricing model to reflect its business environment. The Company has a policy of maintaining documents as prescribed by the Income-tax Act, 1961 to prove that these international transactions are at arm's length and believes that the aforesaid legislation will not have any impact on the financial statements, particularly on the amount of tax expense and that of provision for taxation.

45 IMPACT OF COVID 19

The Company has considered the possible effects that may result from the pandemic relating to COVID-19 in the preparation of these Standalone financial statements including the recoverability of carrying amounts of financial and non-financial assets. In developing the assumptions relating to the possible future uncertainties in the global economic conditions because of this pandemic, the Company has, at the date of approval of these financial statements, used internal and external sources of information including credit reports and related information and economic forecasts and expects that the carrying amount of these assets will be recovered. The impact of COVID-19 on the Company's financial statements may differ from that estimated as at the date of approval of these Standalone financial statements

47. PRIOR PERIODS COMPARATIVES

Previous year figures have been re-grouped/ reclassified, where ever necessary to conform to this years classification

For S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

ICAI Firm Registration number: 101049W/E300004

per Srinivas S

Partner

Membership No. 213722

Chennai

May 5, 2022

For and on behalf of the Board of Directors of

Intellect Design Arena Limited**Arun Jain**

Chairman & Managing Director

DIN : 00580919

Arun Shekhar Aran

Director

DIN : 00015335

Venkateswarlu Saranu

Chief Financial Officer

V.V. Naresh

Senior Vice President &

Company Secretary

BUSINESS RESPONSIBILITY REPORT

This report is given as per Regulation 34 (f) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

INTELLECT DESIGN ARENA LIMITED IS COMMITTED TO OPERATE AND GROW ITS BUSINESS IN A SOCIALLY RESPONSIBLE WAY

Sustainability, as part of this purpose, builds future resilience of the business and ensures that your company creates long-term value for its stakeholders. This also enables your Company to adhere to the objectives of its plan to achieve sustainable business spanning across the value chain of its operations. The Company's vision is to grow the business whilst reducing the environmental footprint and increasing its positive social impact.

Intellect's sustainability initiatives are inspired by the opportunity to create enduring value through the enlargement of its contribution to the national economy. It is the Company's deep conviction that businesses possess the transformative capacity to create far larger societal impact by leveraging its entrepreneurial vitality, creativity and innovative capacity. This is manifest in the unique models fashioned by the Company to enable the creation of the power to dream, and then achieve these dreams amongst children, for whom such a vision was hitherto unavailable.

Your Company also contributes to activities listed in the 'National Voluntary Guidelines on Social, Environmental and Economic Responsibilities of Business (NVGs)' notified by the Ministry of Corporate Affairs, Government of India, as well as activities listed in the Companies Act, 2013.

This Report describes activities of the Company under each of the nine principles as outlined in the NVGs.

SECTION A: GENERAL INFORMATION ABOUT THE COMPANY

- Corporate Identity Number (CIN) of the Company:
L72900TN2011PLC080183
- Name of the Company: **INTELLECT DESIGN ARENA LIMITED**
- Registered Address: 244, Anna Salai, Chennai – 600 006.
- Website: www.intellectdesign.com
- E-mail ID: company.secretary@intellectdesign.com
- Financial Year reported: April 1, 2021 to March 31, 2022
- Sector(s) that the Company is engaged in (industrial activity code wise): NIC Code: 62013, ITC Code: 99831413, Product Description: IT Software Services
- List three key products / services that the Company manufactures / provides (as in balance sheet):
 - Consumer Banking, Transaction Banking, Risk, Treasury and Markets, Product software;
 - Insurance product software; and
 - Enterprise Enablement platform "iDigital"
- Total number of locations where business activity is undertaken by the Company:
 - Number of International Locations (Provide details of major 5): North America, South America, Asia Pacific, Europe and Middle East.
 - Number of National Locations: 5
- Markets served by the Company (Local / State / National / International): International

SECTION B: FINANCIAL DETAILS OF THE COMPANY

- Paid up Capital(INR): 672.77 Millions
- Total turnover(INR): 12913.55 Millions
- Total Profit after taxes(INR): 2020.82 Millions
- Total spending on Corporate Social responsibility (INR): 19.26 Millions

- List of activities in which expenditure in 4 above has been incurred:

Category	(Rs in millions)
Scholarship and Workshops organized by Ullas Trust (Implementing agency) (Contribution to trust for Education)	14.35
Baladhana Trust (Promotion of health care)	1.5
Karunayam Charitable Trust (Eradicating malnutrition; Promotion of education and	0.53
Sristi Foundation, Mobile Therapy Project (Promotion of health care towards COVID-19)	1.16
Contribution towards Tirumala Tirupati Devasthanams (T.T.D) (Heritage)	0.1
Networking and Developing Centre-Flood relief (Disaster Management)	1.12
Sparc India (Promotion of health care)	0.5
Total	19.26

SECTION C: OTHER DETAILS

- Does the Company have any subsidiaries Company / Companies?
Yes. The Company has 22 (Twenty Two) subsidiaries.
- Do the subsidiary Companies participate in BRR initiatives of the parent Company? If yes, then indicate the number of such subsidiary Companies.
Yes. All India based subsidiaries Companies participate in BRR initiatives.
- Do any other entity / entities (e.g. suppliers, distributors etc.) that the Company does business with, participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity / entities? [Less than 30%, 30-60%, More than 60%]
Yes. 30% to 60% of our suppliers of operational requirements participate in the BR initiatives of the Company.

SECTION D: BR INFORMATION

- Details of Director / Directors responsible for BR
 - Details of the Director/Directors responsible for implementation of the BR policy / policies
 - Director Identification Number (DIN):- **00580919**
 - Name :- **Arun Jain**
 - Designation :- **Chairman and Managing Director**
 - Details of the BR head

Sl.No.	Particulars	Details
1	DIN	00580919
2	Name	Arun Jain
3	Designation	Chairman and Managing Director
4	Telephone number	044- 6700 8000
5	E-mail ID	company.secretary@intellectdesign.com

2. Principle-wise (as per NVGs) BR Policy/policies

- P1 - Ethics, Transparency and Accountability.
- P2 – Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle.
- P3 – Businesses should promote the well-being of all employees.
- P4 – Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized.
- P5 – Businesses should respect and promote human rights.
- P6 – Businesses should respect, protect, and make efforts to restore the environment.
- P7 – Businesses when engaged in influencing public and regulatory policy, should do so in a responsible manner.
- P8 – Businesses should support inclusive growth and equitable development.
- P9 – Businesses should engage with and provide value to their customers and consumers in a responsible manner.

(a) Details of compliance (Reply in Yes/No)

Sl. No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1	Do you have a policy / policies for...	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
2	Has the policy being formulated in consultation with the relevant stakeholders?	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
3	Does the policy conform to any national / international standards?	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
4	Has the policy been approved by the Board? If yes, has it been signed by MD / Owner / CEO / appropriate Board Director?	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
5	Does the company have a specified committee of the Board / Director / Official to oversee the implementation of the policy?	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
6	Indicate the link for the policy to be viewed online?	www.intellectdesign.com	www.intellectdesign.com	www.intellectdesign.com	www.intellectdesign.com	www.intellectdesign.com	www.intellectdesign.com	www.intellectdesign.com	www.intellectdesign.com	www.intellectdesign.com
7	Has the policy been formally communicated to all relevant internal and external stakeholders?	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
8	Does the company have in-house structure to implement the policy / policies?	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
9	Does the Company have a grievance redressal mechanism related to the policy / policies to address stakeholders' grievances related to the policy / policies?	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
10	Has the company carried out independent audit / evaluation of the working of this policy by an internal or external agency?	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes

Link for the policies to be viewed online:

<https://www.intellectdesign.com/investor-relations/>

b) If answer to the question at serial number 1 against any principle, is "No". Please explain why-Not applicable

3. Governance related to BR

(a) Indicate the frequency with which the Board of Directors, Committee of the Board or CEO to assess the BR performance of the Company. Within 3 months, 3-6 months, Annually, More than 1 year: Annually

b) Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published? Annually. The Web link for the same is <https://www.intellectdesign.com/investor-relations/>

SECTION E - PRINCIPLE WISE PERFORMANCE

Principle 1 : Ethics, Transparency and Accountability

Businesses should conduct and govern themselves with Ethics, Transparency and Accountability

Intellect believes that good corporate governance is the foundation of a sustainable business. The Company was built on this foundation, and operates across the globe with integrity, ethics, transparency and accountability. Your Company has built a business with strong values and a mission to act as an agent of social change, and continues on this journey keeping the values and principles at the heart of everything it does. These values and the commitment to ethical business practices are reflected in the Code of Conduct. The Code inspires the Company to set standards which not only meet the requirements of applicable legislation, but aspire to go beyond in many areas of functioning.

CODE OF CONDUCT

The Code of Conduct describes the operational principles the Company. All associates and suppliers of operational requirements who work with the Company are expected to observe the Code of Conduct.

The Code provides for mandatory requirements covering, but not limited to, the following areas

- Accurate records
- Reporting and accounting
- Anti - bribery
- Avoiding conflicts of interest
- Prohibition of insider trading while in possession of unpublished price sensitive information (UPSI)

The processes of identifying and resolving complaints, issues and concerns received under the Code of Conduct framework are clearly defined and communicated throughout the Company.

Complaints, issues and concerns received under the Code of Conduct framework are duly investigated by the Company's Ombudsman, and reviewed by the Chairman on regular basis. Appropriate action is taken after the review of investigation. The Chairman, through the Intellect Executive Council (IEC) is responsible for ensuring that the Code is understood and implemented throughout the Company. The Company periodically cascades the principles embodied under the Code across the organization.

The Code also encompasses of whistle blowing, which allows the associates to bring the attention of the Management, promptly and directly, any unethical behavior, suspected fraud or irregularity in the Company practices, which is not in line with the Code. Associates are encouraged to

raise any concerns by way of whistle blowing, without any fear or threat of being victimized. The Company Secretary is the designated officer for effective implementation of the Code and dealing with complaints received under the Code.

Principle 2 : Products Lifecycle Sustainability

Businesses should provide Goods and Services that are safe and contribute to Sustainability throughout their lifecycle

By going beyond the demand of mandates and regulations, and by focusing on innovation through design thinking, we aim to make responsible business one of our important dimensions. While ensuring increased profitability and benefit for all our stakeholders, and working towards the overall well-being of the larger community around us, we aim to do so using a lesser quantum of scarce natural resources.

Intellect is a thought leader in next-generation banking software products. Hosted in a large data Centre in Chennai, our infrastructure and platforms comprise over 300 physical and virtual servers, a large quantum of disk storage, state of the art blade servers with interconnect hardware modules, tape libraries, operating systems and data protection layers. This data Centre includes precious data concerning the Company and all its stakeholders.

Through server virtualization, our server footprint has been reduced by over 10%.-15%. All our Centres are zero effluent discharge units. The nature of the Company's business is that there are no significant emissions or process wastes. The waste generation is fairly limited and restricted primarily to e-waste, lube oil waste, waste from lead-acid batteries and municipal solid waste. The Company's waste management practices seek to reduce the environmental impact by reduction in generation, segregation at source, maximization of recycling and reuse. The recycling currently undertaken includes:

- Waste lube oil, UPS Batteries, e-waste - disposed through government authorized recyclers.
- Printer and toner cartridges - sent back to the manufacturer under take back arrangement.

Principle 3 : Employees' Well Being

Businesses should promote the Well-being of all employees

Associate's well-being is a continuous process at Intellect, enabling associates to feel good, live healthy and work safely. The Company believes that its competitive capability to build future-ready businesses and create enduring value for stakeholders is enriched by a dedicated and high-quality human resource pool. Therefore, nurturing quality talent and caring for the well-being of associates are an integral part of our work culture, which focuses on creating a conducive work environment that helps to deliver winning performance.

The Company's policy is premised on its fundamental belief that diversity at the workplace creates an environment conducive to engagement, alignment, innovation and high performance. Intellect provides for diversity and equal opportunities to all associates, based on merit and ability. Further, we ensure a work environment that is free from any form of discrimination amongst its associates in compensation, training and benefits, based on caste, religion, disability, gender, sexual orientation, race, colour, ancestry, marital status, or affiliation with a political or religious organization.

The culture of the Company ensures that aspects of work-life balance for associates, especially for women, are suitably addressed. Intellect has put in place suitable processes and mechanisms to ensure issues such as sexual harassment, if any, are effectively addressed. Intellect demands, demonstrates and promotes professional behavior and treats all associates with equal respect.

Details at the end of Financial Year 2021-22

1. Total number of employees:- 4944
2. Total number of employees hired on temporary/contractual/casual basis: NA
3. Please indicate the Number of permanent women employees:- 1389
4. Please indicate the Number of permanent employees with disabilities: 70
5. Please specify whether you have an employee association that is recognized by management: NA
6. Please specify what percentage of your permanent employees is members of this recognized employee association: NA
7. Please indicate the Number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year: Nil

Principle 4 : Stakeholder Engagement

Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized

Your Company partners with many people and organizations that have a stake in its business. Engaging with stakeholders is essential in understanding stakeholder concerns and expectations to create a sustainable business. Intellect believes that an effective stakeholder engagement process is necessary for achieving its sustainability goal of inclusive growth. Accordingly, we anchor our stakeholder engagement on the following principles:

- a. **Materiality** - Prioritized consideration of the economic, environmental and social impacts identified to be important to the organization as well as its stakeholders.
- b. **Completeness** - Understanding key concerns of stakeholders and their expectations.
- c. **Responsiveness** - Responding coherently and transparently to such issues and concerns.

The Company has put in place systems and procedures to identify, prioritize and address the needs and concerns of its stakeholders across businesses and units in a consistent and systematic manner. It has implemented mechanisms to facilitate effective dialogues with all stakeholders across businesses, identify material concerns, and their resolution in an equitable and transparent manner.

Your Company has undertaken some important initiatives to become more customer centric. We organise joint design workshops with our customers and prospective customers to ensure that the product delivered meets all stated and unstated requirements of the client.

The value of a business does not lie in its balance sheet but in its shareholders. Your Company regularly interacts with shareholders through a number of methods of engagement like results announcement, annual report, media releases, Company's website and subject specific communications. The Annual General Meeting of shareholders is an important annual event where the shareholders of the Company come in direct communication with the Board of Directors and the management. The Board engages with shareholders and answers their queries on varied subjects.

The Investor Relations Department regularly engages with the shareholders to resolve queries and grievances, if any, and provide guidance for shares / shareholder related matters. They also interact regularly with investors and analysts, through quarterly results calls, one -on-one and group meetings as well as participation in investor conferences.

All interactions with the Government, legislators and regulators are done by duly authorised and appropriately trained individuals with honesty, integrity, openness and in compliance with local laws and in accordance with the Code of Conduct.

Regular interactions with the electronic, print and online media take place through press releases, media events and during the financial results announcement. We engage with the media to keep our stakeholders updated about the developments in the company. The Company also interacts with NGO's, Government bodies, and industry bodies as required, from time to time.

Principle 5 : Human Rights

Businesses should respect and promote human rights

Your Company's commitment to human rights and fair treatment is set in its Code of Conduct. The Code provides to conduct the operations with honesty, integrity and openness with respect for human rights and interests of associates. Your Company's approach to uphold and promote human rights in three ways:

- In its operations by upholding its values and standards
- In its relationships with suppliers and other business partners, and
- By working through external initiatives, like through NGO's.

The Company requires its associates and business partners to subscribe and adhere to this Code. The Code and its implementation are directed towards adherence to applicable laws and to uphold the spirit of human rights, as enshrined in existing international standards such as the Universal Declaration and Fundamental Human Rights Conventions of the International Labour Organization (ILO). We play a positive role in building awareness on human rights for its key stakeholders and encourages respect for human rights of the local communities with specific focus on vulnerable and marginalised groups.

Principle 6 : Environment

Businesses should respect, protect and make efforts to restore the environment

Your Company's approach to reduce, reuse and recycle has helped to minimise its environmental impact across the value chain. The Company has contributed to environmental security by not only ensuring efficient use of resources, but also by augmenting precious natural resources. On the reforestation sphere, we have planted over 12,500 saplings in the past year, which has enabled us not only to green, but provide dense forest cover over approx. 15,000 square feet of our land area in our flagship campus in Siruseri Chennai. This dense forest foliage was home to many migratory bird species during the previous winter season. Your Company intends to intensify its efforts to provide forest cover, rather than plant individual and spaced out saplings, as forest trees tend to support and have synergies with each other. The Company has implemented radiant cooling in two floors of its Corporate Headquarters in "NxtLvl" building in Siruseri Campus, covering over 65,000 square feet. This revolutionary technique involves the circulation of chilled water through special high-technology pipes embedded in the floor that draw radiant heat away from humans and heat generating equipment. This technology has afforded us the opportunity to reduce the air-conditioning load by over 30% on these two floors.

Principle 7 : Policy Advocacy

Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner

Your Company believes that a lot can be achieved if it works together with the Government, legislators, regulators and NGO's to create positive social and environmental outcomes. Your Company's approach to advocacy is guided by the Code of Conduct. The Code provides that any contact by the Company or its agents with Government, legislators, regulators or NGO's

must be done with honesty integrity. Only authorised and appropriately trained individuals can interact with the bodies mentioned above. Prior internal approval is required for initiating any contact between the Company, its representatives and officials, aimed at influencing regulation or legislation.

Your Company tries to create a positive impact in the business eco-system and communities by practicing pro-active advocacy. Its purpose is not just lobbying the Government for securing certain benefits for industry, but is also about advocating certain best practices for the benefit of society at large. Your Company engages with industry bodies and associations to influence public and regulatory policy in a responsible manner.

Intellect is represented in key industry and business associations which include Confederation of Indian Industry (CII), US Chamber of Commerce, Australian Chamber of Commerce and Industry, Association of German Chambers of Industry and Commerce, The Japan Chamber of Commerce and industry (JCCI), The Madras Chamber of Commerce and Industry (MCCI) and Federation of Indian Chambers of Commerce and Industry (FICCI).

Principle 8 : Inclusive Growth

Businesses should support inclusive growth and equitable development

The collective social responsibility of Intellect that brings together our associates with the adolescent young minds in the communities we live and work in, and even going to back our roots in the districts, to experience the **magic of mentoring young minds!** Magic as one experience's the joy of shaping young minds, but also the reverse learning that one receives from these bright sparks that inspires every mentor to do more and be more.

Ullas Trust (implementing agency) has grown into a thriving community of dedicated associate volunteer mentors from Intellect, from our Clients, and other Corporates; partners from Civil Society Organizations, and youth from Colleges – all united by the common purpose of shaping the thinking of adolescent young minds. Over the **24 years**, Ullas has sown the seed of a

dream, ignited and nurtured **over 17.5 lakh young minds** across **115 Districts, in 8 States and 2 Union Territories.**

Primary motive of the Trust continues to be - to ignite young minds and nurture them during their most vulnerable space in life (adolescence). This is accomplished through seeding the "Can Do" spirit, encouraging them to dream big with conviction, positive role model influences, and enrichment programs delivered by mentors to nurture them towards achieving their potential and their dreams.

While the year seemed a repeat of 2020 in many ways, it was with renewed energy that Ullas not only delivered the interventions but also curated and delivered several new programs that aligned with the purpose of "**igniting young minds**", and sowing the seeds of "**Can Do**" spirit in every intervention and interaction. Also, the repurposed Virtual Summit (20 module weekend enrichment program) gave Ullas the impetus to get the year started on a strong note.

Principle 9 : Customer Value

Businesses should engage with and provide value to their customers in a responsible manner

Your Company immensely values and carefully nurtures its customer relationships and works closely with them to pioneer new concepts. All businesses of the Company comply with all regulations and relevant voluntary codes concerning marketing communications, including advertising, promotion and sponsorship. The Company's communications are aimed at enabling customers to make informed purchase decisions through factual and truthful disclosure of information. Standard Operating Procedures are also in place to ensure that marketing communication is in accordance with voluntary codes adopted by the businesses.

A well-established system is in place for dealing with customer feedback. All feedback is then collated, and feedback is provided to the Manufacturing, Service Delivery and Marketing arms of the Company to take necessary action.

REPORT ON CORPORATE GOVERNANCE

Report on Corporate Governance

1. Company's Philosophy

Your Company focuses on Corporate Governance as a key driver of sustainable corporate growth and a powerful medium to achieve the company's goal of maximizing value for all its stakeholders. A sound corporate governance strengthens investors' trust and enables the company to fulfill its commitment towards the customers, employees and the society in general. The Company believes that the primary objective is to create and adhere to a corporate culture of conscience and consciousness, empowerment, accountability and independent monitoring. The Company's philosophy is based on the key elements in corporate governance viz., transparency, disclosure, supervision and internal controls, risk management, internal and external communications, accounting fidelity, product and service quality. The Company has a strong legacy of fair and ethical governance practices.

2. Board of Directors

The Board of Directors of the Company possesses the highest personal and professional ethics, integrity and values, and provide leadership, strategic guidance and objective judgement on the affairs of the Company. The Board is fully aware of its fiduciary responsibilities and is committed to represent the long-term interest of the Stakeholders. The Board adopted the principles of corporate governance and remains informed, participative, and independent to implement its broad policies and guidelines, and has set up adequate review procedures.

• Composition of the Board of Directors as on 31st March, 2022

The key to good corporate governance is the optimum combination of the executive and non-executive directors on the board and the extent of their independence. The Board consists of six members with knowledge and experience in diverse fields and professionally - acclaimed to understand their role in addressing the issues raised by the management. The day-to-day affairs of the Company are managed by the Chairman and Managing Director under the supervision of the Board.

As a policy, the Company has an optimal combination of whole time , Non-Executive and Independent Directors to maintain the independence of the Board.

• Boards' Composition

As on 31st March, 2022, the Board comprises of six members consisting of one Managing Director, one Whole-Time Director, One Non-Executive Director and three Independent Directors including one woman Independent Director.

To maintain the independence of the Board and to separate its functions of governance and management, there is an appropriate mix of Executive, Non-Executive and Independent Directors as envisaged under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Composition of the Board and Directorships held as on 31st March 2022:

Name of the Director	Age	Directorship in other Companies		Position held in Committees of other Companies	
		As Chairperson	As Director	As Chairperson	As Member
Chairman and Managing Director					
Mr. Arun Jain	62	-	4	1	-
Executive Director					
Mr. Anil Kumar Verma	67	-	2	-	-
Non- Executive Director					

Name of the Director	Age	Directorship in other Companies		Position held in Committees of other Companies	
		As Chairperson	As Director	As Chairperson	As Member
Mr. Andrew Ralph England	65	-	2	-	-
Independent Directors					
Mr. Arun Shekhar Aran	63	-	4	-	-
Ms. Vijaya Sampath	69	-	10	2	6
Mr. Abhay Anant Gupte	60	-	3	-	-

Table No. 5.1

Notes:

- None of the Directors are related other than Mr. Arun Jain and Mr. Anil Kumar Verma. Nature of relationship - Brother-in-law.
 - Directorship in companies (includes Listed, Unlisted, Private Limited Companies and Body Corporates).
 - Committees includes Audit Committee, Nomination and Remuneration & Compensation Committee, Stakeholders Relationship Committee, Corporate Social Responsibility Committee and Risk Management Committee (Listed, Unlisted and Private Limited Companies).
- Name of the Listed entities where Company's Director is a Director and the category of the Directorship is given below as on 31st March, 2022**

Name	Directorship Details in other Listed Entities
Mr. Arun Jain	-
Mr. Anil Kumar Verma	-
Mr. Arun Shekhar Aran	-
Mr. Andrew Ralph England	-
Ms. Vijaya Sampath	<ol style="list-style-type: none"> Safari Industries (India) Limited, Independent Director Eris Lifesciences Limited, Independent Director Craftsman Automation Limited, Independent Director Varroc Engineering Limited, Independent Director Ingersoll Rand India Limited, Independent Director VA Tech Wabag Limited Independent Director
Mr. Abhay Anant Gupte	-

- During the financial year 2021-22, Board of Directors met 05 times on the following dates:**

May 10, 2021	January 27, 2022
July 28, 2021	March 21 & 22, 2022
October 28, 2021	

Table No. 5.2

The maximum gap between two Board meetings was 91 days. (Between July 2021 to October 2021)

Attendance of Board of Directors' at the 10th Annual General Meeting held on August 04, 2021.

Sl. No.	Name	Director Identification Number (DIN)	Designation / Category	Attended
1.	Mr. Arun Jain	00580919	Chairman & Managing Director	Y
2.	Mr. Arun Shekhar Aran	00015335	Independent Director	Y
3.	Mr. Anil Kumar Verma	01957168	Whole Time Director	Y
4.	Ms. Vijaya Sampath	00641110	Independent Director	Y
5.	Mr. Andrew Ralph England	08211307	Non- Executive Director	Y
6.	Mr. Abhay Anant Gupte	00389288	Independent Director	Y

Table No. 5.3**Board of Directors' attendance for the Board & Committee Meetings held during the year 2021-22**

[Y= Attended, N= Not attended, (*) attended through Video Conference, (+) attended through Audio Conference; BM: Board Meeting, NRCC: Nomination Remuneration & Compensation Committee Meeting, AC: Audit Committee Meeting, SRC: Stakeholders' Relationship Committee Meeting, CSR: Corporate Social Responsibility Committee, RC: Risk Management Committee Meeting and ID: Independent Directors' Meeting.

Note: Details about Non-mandatory Committees are given elsewhere in this report.

Sl No.	Name of the Director	10.05.2021				20.07.2021	28.07.2021		09.08.2021	28.10.2021		14.12.2021	25.01.2022		27.01.2022				21.03.2022#		22.03.2022#	
		BM	AC	NRCC	SRC	CSR	BM	AC	RC	BM	AC	NRCC	AC	RC	BM	AC	NRCC	SRC	BM	NRCC	ID	
1	Mr. Arun Jain	Y*	-	Y*	-	Y*	Y	-	Y*	Y	-	Y*	-	Y*	Y	-	Y*	-	Y	Y	-	
2	Mr. Arun Shekhar Aran	Y*	Y*	Y*	Y*	-	Y*	Y*	Y*	Y	Y	Y*	Y*	Y*	Y*	Y*	Y*	Y*	Y	Y	Y	
3	Mr. Anil Kumar Verma	N	N	-	N	Y*	Y*	Y*	-	Y*	Y*	-	Y*	-	Y*	Y*	-	Y*	Y*	-	-	
4	Mr. Andrew Ralph England	Y*	-	-	-	-	Y*	-	Y*	Y*	-	-	Y*	Y*	Y*	-	-	Y*	-	-	-	
5	Mrs. Vijaya Sampath	Y*	Y*	Y*	-	-	N	N	-	Y	Y	Y*	Y*	-	Y*	Y*	Y*	-	Y	Y	Y	
6	Mr. Abhay Anant Gupte	Y*	Y*	Y*	Y*	Y*	Y*	Y*	-	Y	Y	Y*	Y*	-	Y*	Y*	Y*	Y*	Y	Y	Y	

Table No.5.4

Board Meeting commenced on 21st March, 2022 and concluded on 22nd March, 2022

Profile of the Directors of the Company are given below:**Mr. Arun Jain, Chairman and Managing Director**

Arun Jain is the Founder of Polaris Group and Chairman and Managing Director of Intellect Design Arena Limited. Intellect is a specialist in applying true Digital Technologies, the world's first full spectrum Banking and Insurance Technology product company, across Consumer Banking, Central Banking, Transaction Banking, Risk, Treasury and Markets and Insurance. Intellect powers over 260 leading Banks and Financial Institutions around the globe with its suite of Products. IBS Intelligence, a leading global research firm in its 2022 Sales League Table ranked Intellect # 1 in Retail Banking and Wholesale Banking (Transaction Banking) and InsurTech categories.

Arun commenced his entrepreneurial journey by setting up Nucleus Software Workshop in 1986. In 1993, he founded Polaris Software Lab, which recorded a CAGR of over 100% during the seven year period 1993-2000. This path of deep domain expertise, vision and planning began in 1993, with just \$250 and a dream. His journey was guided by two strong beliefs – (1) ordinary people coming together to achieve extraordinary results (2) the power of the organizational subconscious in realizing the vision. Intellect Design Arena Limited is his third venture, in pursuit of his vision to make India the IP Capital towards the next growth wave for the IT Industry. Arun's passion to create a technology product power house from India made Intellect a reality.

As an evangelist of Design Thinking, his brainchild – FinTech 8012, the World's First Design Center at Chennai dedicated to Financial Technology came into being. An avid design practitioner, Arun also evangelizes Design Thinking through public workshops, branded as UnMukt. It is one-of-its-kind flagship workshop where participants explore and immerse in Design Thinking. With the constant drive to better the community around him, he instituted Mission Samridhi – a social impact enterprise

dedicated to holistic human development in India through the unique philosophy of Celebrate-Connect-Catalyse; Ullas Trust – a social impact organisation working towards igniting less privileged young minds into realizing their true potential;

School of Design Thinking – focusing on shaping thinking of young minds and professional through Design The Thinking™ philosophy. He is passionate about Design Thinking as a science to create the biggest impact on individual and organisational performance.

Arun has been nominated as the Chairperson of the Board of Governors of Indian Institute of Information Technology Ranchi, Jharkhand, India by Hon'ble President of India, for a period of three years with effect from 2nd Sept 2020. He is entrusted with the responsibility of the Chief Mentor of the FinTech Centre of Excellence at STPI, Chennai setup by Ministry of Electronics & Information Technology, Govt. of India in association with the ELCOT, Govt. of Tamil Nadu. He holds/ has held prestigious positions in various other forums like National Software Product Mission (Ministry of Electronics and Information Technology), National Institute of Electronics and Information Technology (NIELIT), Software Technology Parks of India (STPI), Confederation of Indian Industry (CII), Madras Management Association (MMA), and the Indo American Chamber of Commerce (IACC).

He was bestowed with Dronacharya Award 2019 by TIECON Chennai. Confederation of Indian Industry (CII) has conferred the Lifetime Achievement Award to Arun at the India's premier ICT Event, Connect 2016. He was also conferred the 'Lifetime Achievement Award' at the 4th edition of the Design Thinking Conclave & Awards 2018. Arun has received multiple awards including Rotary Club's "For The Sake of Honour Award", Lions Clubs International award for "Youth Empowerment", INDO ASEAN Business Initiative Award, ICICI Venture – CII Connect Entrepreneur Award, Visionary of India 2014-15, amongst others in recognition of his contribution to the Industry and the Society.

His contribution was recognized by the Times Group, with an award and a feature in a book titled 'Pathfinders' that lauds the achievements of extraordinary personalities in the IT & ITES industry.

A social engineer by nature, Arun has been working towards creating a better community. Ullas Trust, founded in 1997, with the purpose of igniting young minds and guiding them to realizing their dreams, has since reached out to over 2,60,000 children from the economically challenged sections of Government, Municipal and Aided Schools. This brainchild of Arun provides vital professional skills to adolescent children across the country nurturing the "Can Do" spirit among the young minds. Arun holds a degree in Electrical Engineering from the Delhi College of Engineering.

Mr. Anil Kumar Verma, Whole Time Director

Anil Kumar Verma is a key contributor to the strategic vision of the organisation. A Bachelor of Electrical Engineering from IIT Delhi and post-graduate in instructional design from the University of Wollongong in Australia, Anil has rich and global professional experience of over 40 years in the industry.

Anil established and nurtured deep relationships for strengthening Intellect brand in Australia. Earlier, he was part of the core group that conceptualised and created FINDIT (Forum of Indian IT Companies in Australia) that later became NASSCOM Australia, an influential industry body that he led as Founder President for several years. Living the spirit of deeper connect with the local community, Anil established long-term relationship with the Western Sydney University in Australia, where he was instrumental in creating graduate and post graduate courses on software testing. He has contributed significantly in promoting collaboration between India and Australia in the field of ICT. In 1997, he was nominated for the prestigious Australia Day award for his contribution to the Aboriginal community.

Anil has been associated with the Australian Computer Society, AIIA – FSG (Australian Information Industry Association – Financial Services Group) and Financial Services Institute of Australia (FINSIA) for a long time. He is a member of the Australian Institute of Company Directors (AICD).

Mr. Arun Shekhar Aran, Independent Director

Arun Shekhar Aran has had technical education at IIT Delhi, completing a B Tech degree in Mechanical Engineering. Subsequently, he also spent two years at IIM Ahmedabad studying management through their flagship course PGDM specialising in Systems.

He started his career at Asian Paints(I) Ltd, which was very much respected for the quality of its management talent at that point of time. He established a lot of path-breaking usages for computers at Asian Paints during his stint of seven years there. At Asian Paints, he rose to a middle management position in a short span.

He moved out of this good going job in 1989, to join some of his friends in an entrepreneurial venture – Nucleus Software Workshop Pvt Ltd in Chennai. He made major contributions to their development team and was instrumental in writing some of the new-age software solutions for their clients at that time.

In mid-1994, as a part of the group initiative, he moved to Mumbai. With a rich and varied experience since 1989 in the realm of Software Development for Complex Banking Applications, he set up a new team in the name of Nucsoft Ltd which also started working with clients in Banking, Insurance and Financial Services area.

Mr. Andrew Ralph England, Non-Executive Non Independent Director

Andrew Ralph England currently serves as Director of Intellect's subsidiary Intellect Design Arena Limited, UK and Head of Strategy, iGTB. He joined us from McKinsey, where he was the External Senior Advisor of Transaction Banking.

Andrew brings with him an experience of running Transaction Banking in leading global banks. He has held the positions of Managing Director and Head of Transaction Banking at Lloyds Banking Group; Head of CEE, Global Transaction Banking at Unicredit Group and Head of Cash & Trade Product at Deutsche Bank, where he was also an Executive Committee member for Global Transaction Banking. These roles followed on from a successful career of various leadership positions at Citi and Lloyds.

Ms. Vijaya Sampath, Independent Director

Vijaya Sampath has been a lawyer for over 40 years. She is an Independent Director on the Board of seven listed and three unlisted companies in various sectors like power, pharma, auto components, branded luggage, IT fintech products and services and water management. Two of these companies (non-listed) are Japanese joint ventures of Mistubishi Power with Larsen & Toubro. She is also the Ombudsperson for the Bharti Airtel group with oversight of the code of conduct and was its group General Counsel for over 10 years. She has been the in-house counsel for large Indian conglomerates and multinational companies, as well as the corporate law partner in renowned national law firms.

Vijaya holds a graduate degree in English Literature and Law and is a fellow member of the Institute of Company Secretaries of India. She has attended the Advanced Management Program in Harvard Business School and the Strategic Alliances Program conducted by the Wharton Business School.

Vijaya is an advisor to the corporate law committee in FICCI and works with the industry on regulations and policies relating to governance and corporate law. She has also been a speaker at various forums on governance, ethics, law and practice and women in professions.

Mr. Abhay Anant Gupte, Independent Director

Abhay Anant Gupte, Managing Director and CEO, Manipal Technologies Limited (MTL), is responsible for its businesses & subsidiaries in India, Germany, Kenya and Nigeria. He has over 37 years of work experience with large global and Indian organisations. Prior to joining MTL, he was MD & CEO of Indian operations of global IT companies such as EDS and Logica. He has also held senior leadership positions at American Express Bank and GE Capital. Abhay Anant Gupte is an alumnus of IIT, New Delhi. He is a guest speaker at various Engineering and Management institutes, Associations and public forums, etc. He is mentor to executive leadership of large global companies.

Key Board qualifications, expertise and attributes

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

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

Definitions of director qualifications	
Financial	Leadership of a financial firm or management of the finance function of an enterprise, resulting in proficiency in complex financial management, capital allocation, and financial reporting processes, or experience in actively supervising a principal financial officer, principal accounting officer, controller, public accountant, auditor or person performing similar function
Gender, ethnic, national or other diversity	Representation of gender, ethnic, geographical, cultural, or other perspectives that expand the Board's understanding of the needs and viewpoints of our customers, partners, employees, governments, and other stakeholders worldwide
Global Business	Experience in driving business success in markets around the world, with an understanding of diverse business environments, economic conditions, cultures, and regulatory frameworks, and a broad perspective on global market opportunities
Leadership	Extended leadership experiences for significant enterprises, resulting in a practical understanding of organisations, processes, strategic planning, and risk management.
Technology	A significant background in technology, resulting in knowledge of how to anticipate technological trends, generate disruptive innovation, and extend or create new business models
Mergers and acquisitions	A history of leading growth through acquisitions and other business combinations, with the ability to assess 'build or buy' decisions, analyse the fit of a target with the Company's strategy and culture, accurately value transactions and evaluate operational integration plans
Sales and marketing	Experience in developing strategies to grow sales and market share, build brand awareness and equity, and enhance enterprise reputation

In the table below, the specific areas of focus or expertise of individual Board members have been highlighted. However, the absence of a mark against a member's name does not necessarily mean the member does not possess the corresponding qualification or skill

Key Board qualifications							
Name of the Director	Area of expertise						
	Financial	Diversity	Global Business	Leadership	Technology	Mergers and acquisitions	Sales and Marketing
Mr. Arun Jain	√	√	√	√	√	√	√
Mr. Anil Kumar Verma	√	√	√	√	√	√	√
Mr. Arun Shekhar Aran	√	√	√	√	√	-	√
Mr. Andrew Ralph England	-	√	√	√	√	-	√
Ms. Vijaya Sampath	√	√	√	√	-	√	√
Mr. Abhay Anant Gupte	√	√	√	√	√	√	√

Table No. 5.5

Independent Directors Meeting

In accordance with Schedule IV of the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 during the year under review, meeting of Independent Directors was held on March 22, 2022 without the presence of Non-Independent Directors, to review the performance of non-independent directors and the board of directors as a whole, review the performance of chairman and to assess the quality, quantity and timeliness of flow of information between the management and the Board.

In the opinion of the Board, independent directors fulfill the conditions specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and are independent of the management.

3. Audit Committee

Audit Committee was constituted by the Board in the meeting held on 15th October, 2014. Further, the committee was reconstituted by the Board in the meetings held on 03rd February, 2017, 02nd May, 2019, 24th July, 2019 and 05th August, 2020. The Audit committee consists of 3 Independent Directors and 1 Whole Time Director. The Company Secretary acts as the Secretary to the Committee. Mr. Arun Shekhar Aran, Independent Director and Chairman of the Committee was present at the 10th AGM of the Company to answer the queries of the shareholders.

Members of the Audit Committee are as follows:

Name	Designation	No. of Meetings	
		Held	Attended
Mr. Arun Shekhar Aran	Chairman	5	5
Ms. Vijaya Sampath	Member	5	4
Mr. Anil Kumar Verma	Member	5	4
Mr. Abhay Anant Gupte	Member	5	5

Table No. 5.6

The Audit Committee had met five times during the year 2021-22.

Powers of the Committee:

- To investigate any activity within its terms of reference
- To secure attendance of and seek information from any employee including representative of prime Shareholders (subject to internal approvals)
- To obtain outside legal or other professional advice, if necessary.
- To secure attendance of outsiders with relevant expertise, if it considers necessary
- Compliance with the accounting standards

Role / Functions of the Committee:

- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.

2. Recommendation for appointment, remuneration and terms of appointment of auditors of the company.
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - a. Matters required with reference to the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013
 - b. Changes, if any, in accounting policies and practices, and reasons for the same
 - c. Major accounting entries involving estimates based on the exercise of judgment by management
 - d. Significant adjustments made in the financial statements arising out of audit findings
 - e. Compliance with listing and other legal requirements relating to financial statements
 - f. Disclosure of any related party transactions
 - g. Modified opinion(s) in the draft audit report
5. Reviewing, with the management, the Quarterly and Annual financial statements before submission to the Board for approval;
6. Reviewing, with the management, the statement of uses/ application of fund through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for purposes other than those stated in the offer document/ prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
7. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the Company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the Company, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, performance of statutory and internal auditors, and adequacy of the internal control systems;
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure, coverage and frequency of internal audit;
14. Discussion with internal auditors of any significant findings and follow-up there on;
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit, as well as post-audit discussion to ascertain any area of concern;
17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
18. To review the functioning of the Whistle-blower mechanism;
19. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
20. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

Review of information

- a. Management discussion and analysis of financial condition, and results of operations.
- b. Statement of significant related party transactions, as defined by the Committee, submitted by the management.
- c. Management letters/letters of internal control weaknesses issued by the statutory auditors.
- d. Internal audit reports relating to internal control weaknesses.
- e. The appointment, removal and terms of remuneration of the Chief Internal Auditor.
- f. Statement of deviations:
 - a) Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to Stock Exchange(s) in terms of Regulation 32(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
 - b) Annual statement of funds utilised for purposes other than those stated in the offer document / prospectus / notice in terms of Regulation 32(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

4. Nomination, Remuneration & Compensation Committee:

Nomination, Remuneration & Compensation Committee was constituted by the board in the meeting held on 15th October, 2014. Further, the committee was reconstituted by the Board in the meetings held on 03rd February, 2017, 02nd May, 2019, 24th July, 2019 and August 05, 2020. The Nomination, Remuneration & Compensation Committee consists of 3 Independent Directors and one Managing Director.

The Quorum for Nomination, Remuneration and compensation Committees shall be one-third of the total strength or two members whichever is greater including atleast one independent director in attendance.

Mr. Abhay Anant Gupte, Independent Director and Chairman of the Nomination Remuneration & Compensation Committee was present at the 10th AGM of the Company to answer the queries of the shareholders.

The role of the committee shall, inter-alia, include the following:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees.
2. Formulation of criteria for evaluation of Independent Directors and the Board.
3. Devising a policy on Board diversity.
4. Identifying persons who are qualified to become Directors and who may be appointed in senior management, in accordance with the criteria laid down and recommend to the Board their appointment and removal. The Company shall disclose the remuneration policy and the evaluation criteria in its Annual Report.
5. Whether to extend or continue the term of appointment of the Independent Director, on the basis of the report of performance evaluation of Independent Directors.
6. Recommend to the board, all remuneration, in whatever form, payable to senior management.

The Nomination, Remuneration & Compensation Committee met four times during the year 2021-22.

Members of the Nomination, Remuneration & Compensation Committee are as follows:

Name	Designation	No. of meetings	
		Held	Attended
Mr. Abhay Anant Gupte	Chairman	4	4
Ms. Vijaya Sampath	Member	4	4
Mr. Arun Jain	Member	4	4
Mr. Arun Shekhar Aran	Member	4	4

Table No. 5.7

Remuneration policy

The remuneration policy of the Company has been so structured in a way as to match the market trends of the IT industry. The Board, in consultation with the Nomination, Remuneration & Compensation Committee decides the remuneration policy for Directors. The Company

has made adequate disclosures to the members on the remuneration paid to Directors from time to time. Remuneration / Commission payable to Directors is determined by the contributions made by the respective Directors to the growth of the Company.

Terms of References:

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

Shares held, and Stock Options granted/exercised, and Cash Compensation paid to directors in fiscal year 2022

(in Rs. Millions except share and stock option data)

Name of the Director	Fixed Salary				Bonus / incentives	Commission Payable	Sitting fees paid	Total	No. of equity shares held	Stock Options held	Stock Options exercised
	Basic Salary	Perquisites / Allowances	Retiral benefits	Total fixed salary							
Chairman and Managing Director											
Mr. Arun Jain	-	-	-	-	-	-	-	-	75,56,321	-	-
Whole time director											
Mr. Anil Kumar Verma*	19.28	-	1.43	20.71	5.39**	-	-	26.10	2,37,433	84,450	-
Non-Executive and Independent Directors											
Mr. Arun Shekhar Aran	-	-	-	-	-	1.67	1.20	2.87	5,84,413	-	-
Ms. Vijaya Sampath	-	-	-	-	-	1.67	0.85	2.52	1400	-	-
Mr. Andrew Ralph England***	-	-	-	-	-	20.24	0.60	20.84	-	2,25,000	-
Mr. Abhay Anant Gupte	-	-	-	-	-	1.32	1.10	2.42	-	-	-

No compensation is paid to the Chairman & Managing Director

* In addition to the above mentioned fixed remuneration to Mr. Anil Kumar Verma, he has been paid variable pay of Rs.5.39 million as a performance linked incentive and the criteria for measuring the performance is as per Company's internal policy. Further, he is reappointed for a period of 5 (Five) years with effect from 01st February, 2021. The Service Contract can be terminated earlier by either party by giving to the other party 3 (three) month's notice of such termination or the company paying 3 (three) months remuneration in lieu of such Notice. The company is not liable to pay any severance fees to Mr. Anil Kumar Verma. The stock options are issued as per the ISOP 2015 and ISOP 2016 scheme and the same is accrued and exercisable as per the ESOP schemes, in tranches. i.e., 30.01.2016, 30.01.2017, 30.01.2018, 30.01.2019, 30.01.2020, 20.10.2019, 20.10.2020, 20.10.2021

**Includes Variable Pay paid for the year 2021-22.

***Consultancy fees paid to Mr. Andrew Ralph England for the services provided as a capacity of Consultant for the Intellect Design Arena Limited., United Kingdom.

Table No. 5.8

Notes: -

None of the Non-Executive Directors / Independent Directors have any pecuniary relationship or transactions with the Company for the year ended March 31, 2022.

Stock Options

The Company has 6 Stock Option Schemes – ASOP 2003, ASOP 2004, ASOP 2011, ISOP 2015, ISOP 2016 and Intellect Incentive Plan Scheme 2018.

ASOP 2003, ASOP 2004 and ASOP 2011 were inherited by the Company from the Demerged Company as part of Clause 8.2 of the Scheme of Arrangement-Demerger approved by Hon'ble High Court of Judicature, Madras vide its order Dt.15/09/2014 and these schemes were approved by the members of the Company in its meeting held on 9th October 2014 and in-principle approval for the same were obtained from National Stock Exchange of India Limited vide letter Ref: NSE/LIST/14698 dt.16/02/2015 for ASOP 2003 Scheme, NSE/LIST/14696 dt.16/02/2015 for ASOP 2004 Scheme and

NSE/LIST/14688 dt.16/02/2015 for ASOP 2011 Scheme and from BSE Ltd vide letters Ref: DCS/IPO/CS/ESOP-IP/761/2014-15 dt.03/03/2015 for ASOP 2003, Ref: DCS/IPO/CS/ESOP-IP/723/2014-15 dt.19/02/2015 for ASOP 2004 and Ref: DCS/IPO/CS/ESOP-IP/721/2014-15 dt.19/02/2015 for ASOP 2011.

Further, in-principle approval for ISOP 2015, ISOP 2016 schemes and Intellect Incentive Plan Scheme 2018 was obtained from National Stock Exchange of India Limited vide letter Ref: NSE/LIST/67844 dt. 31/03/2016, NSE/LIST/88195 dt 26/09/2016, NSE/LIST/21614 dt. 30/08/2019 and BSE Limited vide letter Ref: DCS/IPO/ST/ESOP-IP/905/2016-17 dt. 05/04/2016, DCS/IPO/MD/ESOP-IP/1292/2016-17 dt. 19/09/2016, DCS/IPO/JR/ESOP-IP/288/2019-20 dt. 24/09/2019 respectively.

Details of stock options granted during the financial year 2021-22 under ASOP 2003, 2004, 2011, ISOP 2015, ISOP 2016 and Intellect Incentive Plan Scheme 2018 are detailed as below:

Sl. No.	Date of Grant	Option Price (Rs.)	ASOP 2003		ASOP 2004		ASOP 2011		ISOP 2015				ISOP 2016				Intellect Incentive Plan scheme 2018			
			No. of Associates	No. of Options	No. of Associates	No. of Options	No. of Associates	No. of Options	RSU		Option		RSU		Option		ISOP 2018		RSU 2018	
									No. of associates	No. of Options	No. of associates	No. of Options	No. of associates	No. of Options	No. of Associates	No. of options	No. of Associates	No. of options		
1	12/05/2021	5&643.32*	--	--	--	--	--	--	--	--	--	--	--	--	1	5,000	--	--	30	1,00,000
2	12/08/2021	5	--	--	--	--	--	--	340	4,04,000	--	--	--	--	--	--	--	--	--	--
3	28/10/2021	5	--	--	--	--	--	--	22	1,56,000	--	--	--	--	--	--	--	--	236	2,39,500
4	27/01/2022	5	--	--	--	--	--	--	37	1,51,500	--	--	--	--	--	--	--	--	37	1,25,000
TOTAL			--	--	--	--	--	--	399	7,11,500	--	--	--	--	1	5,000	--	--	303	4,64,500

Table No. 5.9

Remark

* Different Option Price is due to allotment under different Swarnam Schemes (Swarnam 101- ISOP 2016, ISOP 2015, Intellect Incentive Plan Scheme 2018).

The Employee Stock Option Plans (ASOP 2003, ASOP 2004, ASOP 2011, ISOP 2015, ISOP 2016 and IIPS 2018) are in compliance with SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and there has been no material changes to these plans during the Financial Year. The Company has also obtained a certificate from the Auditors of the Company certifying that the Company's Associate Stock Option Plan(s) and Intellect Stock Options Plan(s) are being implemented in accordance with the (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 as applicable and in accordance with the resolution of the Members in the General Meeting. Disclosures on various Stock Option plans, details of options granted, shares allotted upon exercise, etc. as required under (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 read with Securities and Exchange Board of India circular no. CIR/CFD/POLICY CELL/2/2015 dated June 16, 2015 are available on the Company's website <https://www.intellectdesign.com/investor-relations/>. No employee was issued stock option during the year equal to or exceeding 1% of the issued capital of the Company at the time of grant.

5. Stakeholders' Relationship Committee

Stakeholders' Relationship Committee was constituted by the Board in the meeting held on 15th October, 2014. Further, the Committee was reconstituted by the Board in the meetings held on 03rd February, 2017, 24th July, 2019, August 05, 2020 and 30th October, 2020. The Stakeholders' Relationship Committee consists of whole-time and independent Director. Mr. Abhay Anant Gupte, Independent Director is the Chairman of the Committee and was present at the 10th AGM of the Company to answer the queries of the shareholders. Mr. V. V. Naresh, Company Secretary is the Compliance Officer of the Company.

The Committee focuses on Shareholders' grievances and strengthening of investor relations. This Committee specifically looks into the redressal of Shareholders' complaints relating to transfer of shares, non-receipt of Balance Sheet, non-receipt of declared dividends, etc.

The purpose of constituting this Committee is to uphold the basic rights of the shareholders including right to transfer and registration of shares, obtaining relevant information about the Company on a timely and regular basis, participating and voting in shareholders' meetings, electing

members of the Board and sharing in the residual profits of the Company. Further, the Committee is empowered to act on behalf of the Board, in the matters connected with allotment of shares, issuance of duplicate share certificates, split and consolidation of shares into marketable lots, etc.

The Stakeholders' Relationship Committee had met two times during the year 2021-22.

Members of the Stakeholders' Relationship Committee are as follows:

Name	Designation	No. of Meetings	
		Held	Attended
Mr. Abhay Anant Gupte	Chairman	2	2
Mr. Anil Kumar Verma	Member	2	2
Mr. Arun Shekhar Aran	Member	2	2

Table No. 5.10

Number of shareholders' complaints received during the financial year: **One**

Number of complaints not solved to the satisfaction of shareholders: **NIL**

Number of pending complaints: **NIL**

Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company is processing the investor complaints in a web-based complaints redress system "SCORES". Under this system, all complaints pertaining to companies are electronically sent through SCORES and the companies are required to view the complaints pending against them and submit Action Taken Report (ATRs) along with supporting documents electronically in SCORES.

During the year, under ASOP 2011 Scheme, company has allotted 1,24,750 equity shares of Rs.5/- each to 9 Associates, under ISOP 2015 Scheme, company has allotted 6,15,662 equity shares of Rs.5/- each to 258 Associates, under ISOP 2016 Scheme company has allotted 66,750 equity shares of Rs.5/- each to 68 Associates and under Intellect Incentive Plan Scheme 2018, company has allotted 7,72,089 equity shares of Rs.5/- each to 353 Associates pursuant to exercise of options granted as detailed hereunder: -

Sl. No.	Date of Allotment	ASOP 2003		ASOP 2004		ASOP 2011		ISOP 2015		ISOP 2016		IIPS 2018	
		No. of Associates	No. of shares allotted	No. of Associates	No. of shares allotted/ Transferred	No. of Associates	No. of shares allotted	No. of Associates	No. of shares allotted	No. of Associates	No. of shares allotted	No. of Associates	No. of shares allotted
1.	07.05.2021	-	-	-	-	1	2,250	31	1,91,950	6	12,850	1	1,050
2.	25.05.2021	-	-	-	-	1	9,000	22	42,150	9	12,300	4	4,960
3.	21.06.2021	-	-	-	-	3	54,000	20	28,550	12	17,800	96	4,02,608
4.	23.07.2021	-	-	-	-	1	2,500	21	15,825	3	7,250	41	80,349
5.	25.08.2021	-	-	-	-	-	-	20	1,09,370	-	-	120	1,16,194
6.	22.09.2021	-	-	-	-	1	3,000	16	13,750	2	2,350	26	20,575
7.	26.10.2021	-	-	-	-	1	3,000	22	22,417	1	100	11	16,375
8.	26.11.2021	-	-	-	-	-	-	42	59,600	15	5,800	16	69,050
9.	16.12.2021	-	-	-	-	-	-	17	22,005	8	4,000	15	19,875
10.	21.01.2022	-	-	-	-	-	-	11	11,675	3	850	12	22,555
11.	17.02.2022	-	-	-	-	1	51,000	17	81,675	2	400	4	3,687
12.	15.03.2022	-	-	-	-	-	-	19	16,695	7	3,050	7	14,811
	TOTAL	-	-	-	-	9	1,24,750	258	6,15,662	68	66,750	353	7,72,089

Table No. 5.11

As a result of the above allotments, the paid-up equity share capital of the Company has increased from Rs. 664,871,815 comprising of 132,974,363 equity shares of Rs. 5/- each as on 31st March, 2021 to Rs. 672,768,070 comprising of 134,553,614 equity shares of Rs. 5/- each as on 31st March, 2022.

6. Risk Management Committee:

Risk Management Committee was constituted by the Board in the meeting held on 15th October, 2014. Further the committee was reconstituted by the Board in its meeting held on 03rd May, 2017, 30th January, 2018, 21st June, 2018, 02nd May, 2019, 24th July, 2019, 30th October, 2020 and July 28th, 2021. The majority of the committee shall consist of members of the Board of Directors. Senior executives of the Company may be members of the said committee and the Chairman of the Committee shall be a member of the Board of Directors. The members of the Committee are as under:

Name	Designation	No. of Meetings	
		Held	Attended
Mr. Andrew Ralph England	Chairman	2	2
Mr. Arun Jain	Member	2	2
Mr. Arun Shekhar Aran	Member	2	2
Mr. Milind Ravindranath Kari	Member	2	2
Mr. Venkateswarlu Saranu	Member	2	2

Table No. 5.12

The Risk Management Committee had met two times during the year 2021-22

Terms of Reference:

- Formulate, monitor and review risk management policy and plan inter alia covering foreign exchange risks, cyber security risks and IP risks.
- Such other functions as it may deem fit.

7. Corporate Social Responsibility Committee:

As per Section 135 of the Companies Act, 2013, every Company having net worth of Rs. 500 crore or more, or turnover of Rs. 1000 crore or more or Net Profit of Rs. 5 crore or more during the immediately preceding financial year shall constitute a Corporate Social Responsibility Committee of the Board of Directors of the Company consisting of 3 or more directors, out of which at least 1 director shall be an independent director.

Accordingly, Corporate Social Responsibility Committee was constituted by the Board in its meeting held on 15th October, 2014. Further, the committee was reconstituted by the Board on 03rd February, 2017, 24th July, 2019 and 05th August, 2020. The committee consists of the following members:

Name	Designation	No. of Meetings	
		Held	Attended
Mr. Anil Kumar Verma	Chairman	1	1
Mr. Arun Jain	Member	1	1
Mr. Abhay Anant Gupte	Member	1	1

Table No. 5.13

The Corporate Social Responsibility Committee had met 1 time during the year 2021-22.

Role / Functions of the Committee:

- To formulate and recommend to the Board, a Corporate Social Responsibility Policy, which shall indicate the activities to be undertaken by the Company as specified in Schedule VII.
- To recommend the amount of expenditure to be incurred on the activities referred to above.
- To monitor the Corporate Social Responsibility Policy of the Company from time to time.
- To ensure that the Company spends, in every financial year, at least two per cent of the average net profits for CSR.
- To eradicate extreme hunger and poverty.
- To promote education.
- To promote gender equality and empowering women.
- To reduce child mortality and improving maternal health.
- To combat human immunodeficiency virus, malaria and other Diseases.
- To ensure environmental sustainability, employment, and enhancing vocational skills.
- To contribute to the Prime Minister's National Relief Fund or any other fund set up by the Central Government or the State Governments for socio-economic development and relief and funds for the welfare of the Scheduled Castes, the Scheduled Tribes, other backward classes, minorities and women.
- Disaster management, including relief, rehabilitation and reconstruction activities.

8. Details of the Sub-Committees constituted by the Board

a. Share Transfer Committee

The Share Transfer Committee was constituted by the Board in the meeting held on 15th October, 2014. Further, the committee was reconstituted by the Board in the meeting held on 20th October, 2016, 21st June, 2018 and 28th October, 2022. The members of the Committee are:

Name	Designation
Mr. Venkateswarlu Saranu	Chief Financial Officer
Mr. Govind Singhal (retired w.e.f 28 th October, 2021)	President - Group Business Enablement Officer
Mr. V.V. Naresh	Senior Vice President - Company Secretary & Compliance Officer
Mr. K Satish Kumar (inducted w.e.f 28 th October, 2021)	Chief Legal Officer

Table No. 5.14

The Share Transfer Committee is empowered to consider and approve the physical transfer, transmission and transposition, etc. of the shares of the Company. The Committee met 5 times during the year 2021-22 on 16.09.2021, 08.11.2021, 06.12.2021, 25.02.2022 and 23.03.2022.

The brief details on the business transacted are as follows.

Sl. No.	Details	No. of Cases	No. of Shares
1	Transfer of Shares	0	0
2	Consolidation of Unclaimed Shares	0	0
3	Deletion of names	0	0
4	Rematerialisation requests	1	1
5	Transmission of shares	6	1,050
6	Split of Shares	0	0
7	Duplicate share Certificate	2	600
8	Dematerialisation requests	15	1,873
Total		24	3,524

Table No. 5.15

10. General Body Meetings of the Company

Particulars of the last three Annual General Meetings of the Company are as follows:

Financial year ended	Date and Time	Venue	Special Resolutions passed in AGM
31 st March, 2019	21 st August, 2019 at 10:30 AM	Rani Seethai Hall, 603, 1st Floor, Raja Annamalai Chettiar Memorial Building, Anna Salai, Thousand Lights, Chennai- 600 006	a) Re-appoint of Mr. Arun Shekhar Aran (DIN- 00015335) as an Independent Director b) Commission payable to Non-Executive Directors /Independent Directors of the Company
31 st March, 2020	21 st August, 2020 at 11:00 AM	By way of Video Conferencing / other Audio Visual Means (VC/OAVM)	a) Modifications to the terms and conditions of Intellect Stock Option Plan Scheme 2015 ("ISOP 2015) b) Modifications to the terms and conditions of Intellect Stock Option Plan Scheme 2016 ("ISOP 2016)
31 st March, 2021	04 th August, 2021 at 11:00 AM	By way of Video Conferencing / other Audio Visual Means (VC/OAVM)	a) Re-appoint Mr. Anil Kumar Verma (DIN:01957168), Whole Time Director of the Company for a term of 5 years

Table No. 5.17

Extraordinary General Meeting and Postal Ballot of the Company held during the year 2021-22:

No Extraordinary General Meeting and Postal Ballot were held during the year 2021-22.

b. Cyber Security Committee

The Cyber Security Committee (sub- committee of Risk Management Committee) was constituted by the Board in the meeting held on 02nd May, 2019. Further, the committee was reconstituted by the Board on 04th November, 2019, 05th August, 2020 and 02nd February, 2021.

The members of the Committee are:

Name	Designation
Aruna Krishnamurthy Rao	Chairman
Balaji Ganesh	Member
Rajesh Makhija	Member
T.V Sinha	Member
Krishna Rajaraman	Member
Sudha Gopalakrishnan	Member
Shriram Vaideeswaran	Member
Guneet Anand	Member
Venkat Gudapati	Member
Deepak Dastrala	Member
Viny Maheshwari	Member

Table No. 5.16

9. Performance Evaluation of the Board of Directors:

A detailed note on performance evaluation of the Board of Directors of the company is provided in point no.(h) of Directors' Report.

Your Company has a well laid down onboarding programme for the Independent Directors. The Business Heads, CFO and whole time director, make presentations on business models of the Company, the nature of industry and its dynamism, the roles, responsibilities and liabilities of Independent Directors, etc. Further, business updates, legal updates and industry updates are made available to the Independent Directors, especially to the Audit Committee members on an ongoing basis, by internal teams, external consultants, law firms, statutory and internal auditors, on a quarterly basis.

11. Details of total fees paid to Statutory Auditors

The details of total fees for all the services paid by the Company, on a consolidated basis, to the Statutory Auditors and all entities in the network firm/network entity of which the statutory auditor is a part, are as follows:

(Amount in Millions)

Type of Service	Amount
Statutory Audit Fee	8.70
Other Services	1.00
For reimbursement of expenses	0.33

12. Disclosures

a. Related Party Transactions

Related Party Transactions are defined as transfer of resources, services or obligations between a company and a related party, regardless of whether a price is charged.

A transaction with a related party shall be considered material if the transaction/transactions to be entered into individually or taken together with previous transactions during a financial year, exceeds rupees one thousand crore or ten percent of the annual consolidated turnover of the company as per the last audited financial statements of the company, whichever is lower.

Details of related party transactions are shown in Note No.32 under Significant Policies and Notes to accounts to the standalone Balance Sheet and Profit & Loss Account.

The policy of Related party transaction can be viewed through <https://www.intellectdesign.com/investor/general/related-party-transactions-policy.pdf>

b. Statutory Compliance, Penalties & Strictures

Details of non-compliance by the Company, penalties and strictures imposed on the Company by the Stock Exchange or SEBI or any other statutory authority, on any matter related to capital markets during the last three years: **Nil**

c. Compliance with mandatory requirements and adoption of non-mandatory requirements of Regulation 27 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Company has complied with all the mandatory requirements under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Specifically, your Company confirms compliance with corporate governance requirements specified in regulation 17 to 27 and Clauses (b) to (i) of sub-regulation (2) of Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including CEO/CFO certification. As required under Regulation 27, a certificate signed by CEO & CFO of the Company has been placed before the Board of Directors and the same has been provided elsewhere in this report. Further, a certificate from the Practising Company Secretary certifying the compliance of Regulation 27 was adhered/adopted has also been provided elsewhere in this report.

(i) Nomination and Remuneration & Compensation Committee

The Company has constituted a Nomination and Remuneration & Compensation Committee consisting of Independent Directors and a whole-time Director (Managing Director). A detailed note on Nomination and Remuneration & Compensation Committee is provided elsewhere in the report. The Chairman of the Committee is an Independent Director.

The policy of Nomination, Remuneration & Compensation Committee can be accessed through

<https://www.intellectdesign.com/investor/general/remuneration-policy.pdf>

(ii) Whistle Blower Policy/ Vigil Mechanism

The Company has established a mechanism for employees to report concerns about unethical behaviors, actual or suspected fraud, and violation of Code of Conduct of the Company etc.

The mechanism also provides for adequate safeguard against victimisation of employees who avail the Whistle-blower mechanism, and also provides for direct access for the Whistle Blower to the Audit Committee. We affirm that during the Financial Year 2021-22, no employee has been denied access to the Audit Committee. The policy of whistle blower can be accessed through

<https://www.intellectdesign.com/investor/general/whistle-blower-policy-2019.pdf>

(iii) Ombudsman

Ombudsman is your Company's initiative to resolve workplace conflicts. It is a forum for associates and retirees to report, discuss and resolve workplace issues.

The office of the ombudsman promises complete confidentiality in all the matters discussed with him. Ombudsman also assures "No Reprisal" to the complainant who brings to light a problem or blows the whistle against someone. It works as an early warning system to the organisation.

(iv) Risk Management framework

The Company continues to use the Risk Management framework adopted by the Board of Directors on 15th October, 2014. The framework provides an integrated approach for managing the risks in various aspects of the business. A write-up on the above is provided in the management discussion and analysis report.

(v) Insider Trading Policy

As per the SEBI (Prohibition of Insider Trading) Regulations, 1992 and SEBI (Prohibition of Insider Trading) Regulations, 2015, Insider Trading Policy of the Company is in force. The policy guides a mechanism for regulating transactions of the shares of the Company and enforces a code of conduct and internal procedures.

The policy on code of conduct of the Company can be accessed through

<https://www.intellectdesign.com/investor/general/insider-trading-policy.pdf>

The details of trading window closure during the year 2021-22:

Sl. No.	Closed on	Opened on
1	01/01/2022	31/01/2022
2	01/10/2021	01/11/2021
3	01/07/2021	02/08/2021
4	01/04/2021	13/05/2021

(vi) Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32(7A):- Funds utilized to meet general business requirements addressing working capital needs as well as expansion of business activities.

(vii) Disclosure as required under Section 22 of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Internal Complaints Committee ("ICC") has been set up to

redress the complaints received regarding sexual harassment. All employees are covered under this policy.

The following is the summary of the complaints received and disposed off during the financial year 2021-22:

- a) No. of complaints filed during the year: NIL
- b) No. of complaints disposed during the year: NIL
- c) No. of complaints pending as at end of the financial year: NIL

(viii) Certificate from Practising Company Secretary confirming Directors are not debarred / Disqualified

A Certificate from a Company Secretary in Practice has been obtained confirming that none of the Directors on the board of the company have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India / Ministry of Corporate Affairs or any such Statutory Authority and the said Certificate is attached elsewhere in the Annual Report.

Details about adoption of non-mandatory requirements are as follows:

Schedule V (C) (10) (d) also requires disclosures of adoption by the Company of non-mandatory requirements specified in the said clause, the implementation of which is discretionary on the part of the Company. Accordingly, the adoption of non-mandatory requirements are given below:-

(i) The Board

As per para A of Part E of Schedule II of the Listing Regulations, a Non-Executive Chairman of the Board may be entitled to maintain a Chairman's Office at the Company's expense and also allowed reimbursement of expenses incurred in performance of his duties. The Chairman of the Company is an Executive Director and hence this provision is not applicable to us.

(ii) Shareholders' rights

We display our quarterly, half yearly and annual results on our <https://www.intellectdesign.com/investor-relations/> and also publish our results in widely circulated newspapers. We publish the voting results of shareholder meetings and make it available on our website

<https://www.intellectdesign.com/investor-relations/> and report the same to Stock Exchanges viz., www.nseindia.com, www.bseindia.com in terms of regulation 44 of the Listing Regulations.

(iii) Modified opinion(s) in audit report

The Auditors have issued an un-modified opinion on the financial statements of the Company.

(iv) Demarcation of posts of Chairperson and Managing Director

Mr. Arun Jain is the Executive Chairman and Managing Director of the Company. However, the Company's Board consists of majority of Independent Directors. All policy and strategic decisions of the Company are taken through a majority decision of this independent Board.

(v) Reporting of Internal Auditor

The internal auditor of the Company makes a presentation on half yearly basis to the Audit Committee.

d. Conflict of Interest Policy

As a part of good corporate governance, the company has formulated a Conflict of Interest policy for the senior management and associates. The policy can be accessed through <https://www.intellectdesign.com/investor/general/Policy-on-Succession-Planning-for-the-Board-and-Senior-Management.pdf>

e. Directors and Key Managerial Personnel:

Mr. Arun Jain, was re-appointed as Managing Director at the 09th Annual general meeting held on 21st August, 2020.

Mr. Anil Kumar Verma was re-appointed as a whole time director at the Annual General Meeting held on 04th August, 2021.

Mr. Arun Shekhar Aran was re-appointed as an Independent Director in the Annual General Meeting held on 21st August, 2019.

Mr. Andrew Ralph England was regularized as a Non-Executive Director in the Annual General Meeting held on 21st August, 2019.

Ms. Vijaya Sampath was regularized as an Independent Director in the Annual General Meeting held on 21st August, 2019.

Mr. Abhay Anant Gupte was regularized as an Independent Director in the Annual General Meeting held on 21st August, 2020.

Mr. Venkateswarlu Saranu was appointed as Chief Financial Officer with effect from 01st July, 2018.

Mr. V. V. Naresh was appointed as Company Secretary & Compliance Officer with effect from 15th October, 2014.

13. Means of communication

We have established procedures to disseminate pertinent information to our shareholders, employees and society at large.

(a) Investor Information

Investors are being provided with timely information on all Company related matters through;

Media release: All our media releases are posted on the Company's website: www.intellectdesign.com.

Quarterly results: Our quarterly results are published in widely circulated national newspapers such as Business Line and Tamil edition of "The Hindu".

Annual Report: Annual Report containing audited standalone accounts and consolidated financial statements, together with the Directors' Report, Auditors' Report and other important information are circulated to members and others entitled thereto either in physical copy or through email.

Website: The Company's website contains a separate dedicated section "Investors" where information sought by shareholders and the presentations made to the institutional investors or the analysts are available. The Annual Report, Media release and financial reports of the company are available on the website in a user-friendly and downloadable form at www.intellectdesign.com.

(b) The Management Discussion & Analysis Report (MD & A)

The MD & A gives an overview of the Industry, Company's business, its financials etc., and the same is provided elsewhere in this report, which forms a part of the Directors' Report.

General Shareholder information		
Date of incorporation	April 18, 2011	
Company Registration Number	L72900TN2011PLC080183	
Registered Office	No.244, Anna Salai, Chennai – 600 006.	
Date of Annual General Meeting	29 th July, 2022	
Time of Annual General Meeting	11:00 A.M	
Venue of Annual General Meeting	Meeting is being conducted through VC / OAVM pursuant to MCA Circulars dated April 8, 2020, April 13, 2020; May 05, 2020, January 13, 2021 and December 14, 2021 as such there is no requirement to have a venue for the AGM. For details please refer to the Notice of this AGM	
Financial year	March 31	
Financial Reporting: 01/04/2022 to 31/03/2023		
First quarter ending June 30, 2022	Before 14 th August 2022	
Second quarter ending September 30, 2022	Before 14 th November 2022	
Third quarter ending December 31, 2022	Before 14 th February 2023	
For the year ending March 31, 2023	Before 30 th May 2023	
Book Closure	July 23, 2022 to July 29, 2022 (both days inclusive)	
Dividend for 2021-22	The final dividend, if approved, shall be paid / credited within 30 days from the date of declaration	
Listing of shares with Stock Exchanges / Intellect shares traded in		
NSE Scrip Code	INTELLECT	
BSE Scrip Code	538835	
ISIN Code	INE306R01017	
<ul style="list-style-type: none"> The Company hereby confirms that the Listing fee for the year 2021-22, payable to each of the Stock Exchanges pursuant to Regulation 14 of the Listing Regulations in which the Company's shares are Listed has been paid. The Company's shares are traded in the National Stock Exchange of India Limited - Exchange Plaza, C-1, Block G, Bandra Kurla Complex Bandra (East), Mumbai 400 051 & BSE Limited - 25th Floor, P. J. Towers, Dalal Street, Mumbai 400 001 since December 18, 2014. 		
Registrar and Share Transfer Agent	Cameo Corporate Services Limited "Subramanian Building" No. 1, Club House Road, Chennai- 600 002 Ph:- 044- 4002 0700, Fax: 044 2846 0129 Email: cameo@cameoindia.com	
Publication of Quarterly Results		
Details of Quarterly financial results published during financial year 2021-22		
Language	News Paper	Date
English	Business Line	29 th January, 2022
		30 th October, 2021
Tamil	The Hindu	30 th July, 2021
		12 th May, 2021
Website address of the Company in which reports / financial results/ official news releases/ presentations made to institutional investors or to the analysts have been posted		www.intellectdesign.com
Web-link where Policy for determining 'material' subsidiaries and related party transactions is disclosed		https://www.intellectdesign.com/investor/general/materia-subsidiaries-2019.pdf https://www.intellectdesign.com/investor/general/related-party-transactions-policy.pdf
Web-link where details of familiarization programmes imparted to independent Directors is disclosed		https://www.intellectdesign.com/investor/notice/Familiarisation_Programme_2021-22.pdf
Website address of stock exchange(s) in which reports / financial results are posted		
National Stock Exchange of India Limited		www.nseindia.com
BSE Limited		www.bseindia.com
Whether the official news Releases are displayed by the Company		Yes

Table No. 5.18**14. Shareholders' complaints and requests**

During the financial year 2021-22, 1 requests / Complaints had been received and 1 request / Complaint resolved by the Company.

Subject Matter of Compliant(s)	Letter received	Letter replied/completed
Consolidation of shares	26/10/2021	26/10/2021

Table No. 5.19**15. Stock market data about the shares of the Company for the period April 2021 to March 2022 at National Stock Exchange Limited (NSE) and BSE Limited (BSE).**

Share market data and the graphical representation of closing market prices movement of the Company's shares quoted on the National Stock Exchange of India Ltd. (NSE) and BSE Limited, (BSE) Mumbai for the period commencing from April 2021 to March 2022.

Intellect Design Arena Limited share price (High / Low) during the financial year 2021-22:

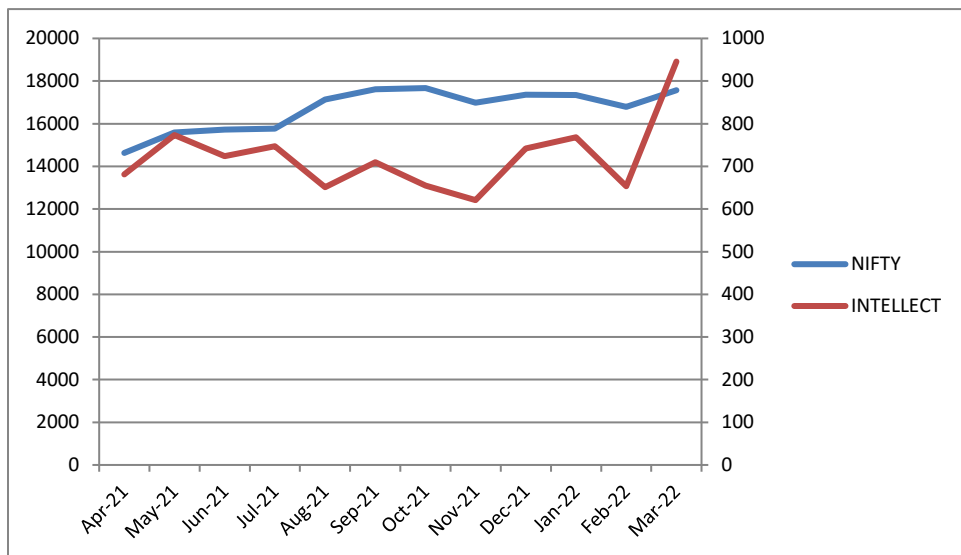
Stock Exchange	Yearly high price	Date	Yearly low price	Date
NSE	951.00	31/03/2022	577.45	23/08/2021
BSE	954.20	31/03/2022	578.70	23/08/2021

Table No. 5.20

NIFTY vs INTELLECT @ NSE

MONTH	Apr 21	May 21	June 21	July 21	Aug 21	Sep 21	Oct 21	Nov 21	Dec 21	Jan 22	Feb 22	March 22
NIFTY	14631.1	15582.8	15721.5	15763.05	17132.2	17618.15	17671.65	16983.2	17354.05	17339.85	16793.9	17464.75
INTELLECT	681.3	773.75	723.95	747.60	651.4	709.95	654.65	620.9	742.25	768.1	653.75	945.75

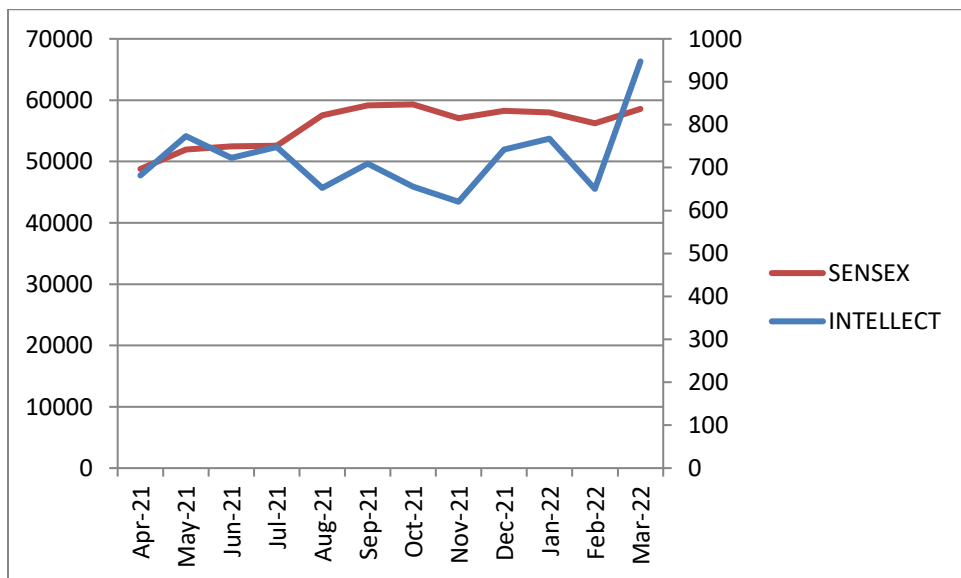
Table No. 5.21



SENSEX Vs INTELLECT @ BSE

MONTH	Apr 21	May 21	June 21	July 21	Aug 21	Sep 21	Oct 21	Nov 21	Dec 21	Jan 22	Feb 22	Mar 22
INTELLECT	681.5	773.55	722.9	748.35	652.8	709.15	655.9	620.5	742.15	767.55	650.35	947.4
SENSEX	48782.36	51937.44	52482.71	52586.84	57552.39	59126.36	59306.93	57064.87	58253.82	58014.17	56247.28	58568.51

Table No. 5.22



16. Shareholding pattern of the Company as on March 31, 2022

Statement showing shareholding pattern of the Promoter and Promoter Group

Category	Category & Name of the Shareholder	promoter OR promoter Group entity (except promoter)	PAN	No of Shareholders	No. of fully paid up equity shares held	Partly paid-up equity shares held	No. of shares underlying Depository Receipts	Total nos. shares held (VII = IV + V + VI)	Shareholding % calculated as per SCRR, 1957 As a % of (A+B+C2) (VII) (VIII)	Number of Voting Rights held in each class of securities			No. of Shares Underlying convertible securities (including Warrants)	Shareholding, as a % assuming conversion of convertible securities (as a percentage of diluted share capital) (XI) = (VII)+(X) as a % of A+B+C2)	Number of Locked in Shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form
										Class X	Class Y	Total			No. (a)	As a % of total Shares held (b)	No. (a)	As a % of total Shares held (b)	
(1)	(i)	(ii)	(iii)	(iv)	(v)	(vi)	(vii)	(viii)	(ix)	(x)	(xi)	(xii)	(xiii)	(xiv)					
(a)	Individuals/Hindu undivided Family			2	9665429	0	0	9665429	7.18	9665429	0	7.18	0	0	0	0	0	9665429	
	ARUN JAIN	Promoter	AAHP6020E	7556321				7556321	5.62			5.62	0	0	0	0	0	7556321	
	ARUN JAIN HUF	Promoter	AAGHA7341L	2109108				2109108	1.57			1.57	0	0	0	0	0	2109108	
(b)	Central Government/State Government(s)			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
(c)	Financial Institutions/Banks			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
(d)	Any Other																		
	Bodies Corporate			1	31861000	0	0	31861000	23.68	31861000	0	23.68	0	0	0	0	0	31861000	
	POLARIS BANYAN HOLDING PRIVATE LIMITED	Promoter	AAICA4622N	31861000				31861000	23.68			23.68	0	0	0	0	0	31861000	
	Sub-Total (A)(1)			3	41526429	0	0	41526429	0	41526429	0	30.86	0	0	0	0	0	41526429	
(2)	Foreign Individuals (Non-Resident Individuals)																		
(a)	Government			0	0	0	0	0	0.00	0	0	0.00	0	0	0	0	0	0	
(b)	Institutions			0	0	0	0	0	0.00	0	0	0.00	0	0	0	0	0	0	
(c)	Foreign Portfolio Investor			0	0	0	0	0	0.00	0	0	0.00	0	0	0	0	0	0	
(d)	Any Other			0	0	0	0	0	0.00	0	0	0.00	0	0	0	0	0	0	
(e)	Chairman and Directors			0	0	0	0	0	0.00	0	0	0.00	0	0	0	0	0	0	
(f)	Sub-Total (A)(2)			0	0	0	0	0	0.00	0	0	0.00	0	0	0	0	0	0	
	Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)			3	41526429	0	0	41526429	30.86	41526429	0	30.86	0	0	0	0	0	41526429	

Table No. 5.23

List of persons holding more than 1% of the total number of shares

Sl.No	Name	Shares	% Equity
1.	POLARIS BANYAN HOLDING PRIVATE LIMITED	3,18,61,000	23.68
2.	AMANSA HOLDINGS PRIVATE LIMITED	95,96,903	7.13
3.	ARUN JAIN	75,56,321	5.62
4.	MANJU JAIN	35,64,891	2.65
5.	GOTHIC CORPORATION	25,94,327	1.93
6.	YOGESH ANDLAY	25,56,047	1.90
7.	MUKUL MAHAVIR AGRAWAL	23,10,000	1.72
8.	ATYANT CAPITAL INDIA FUND I	23,01,636	1.71
9.	ARUN JAIN (HUF)	21,09,108	1.57
10.	ASHOKA INDIA OPPORTUNITIES FUND	17,82,209	1.32
	Total	6,62,32,442	49.23

Table No. 5.24

Shareholding of Directors / office bearers as on March 31, 2022

Sl. No.	Name of the Director / Officer bearer	No. of shares	% of Share Capital
1.	Arun Jain, Chairman & Managing Director	75,56,321	5.62
2.	Anil Kumar Verma, Whole Time Director	2,37,433	0.18
3.	Arun Shekhar Aran, Independent Director	5,84,413	0.43
4.	Andrew Ralph England, Non-executive Director	-	-
5.	Vijaya Sampath, Independent Director	1400	0.00
6.	Abhay Anant Gupte, Independent Director	-	-
7.	V. V. Naresh, Company Secretary	12,000	0.01
8.	Venkateswarlu Saranu, Chief Financial Officer	-	-

Table No. 5.25

Distribution Schedule of Shareholding as on March 31, 2022

Sl. No	Category	Total		Physical		Demat	
		No. of Share Holders	Shares	No. of Share Holders	Shares	No. of Share Holders	Shares
1	1- 5000	105285	16942882	878	149587	104407	16793295
2	5001 - 10000	468	3405894	0	0	468	3405894
3	10001 - 20000	251	3595069	0	0	251	3595069
4	20001 - 30000	97	2393125	0	0	97	2393125
5	30001 - 40000	66	2293091	0	0	66	2293091
6	40001 - 50000	38	1726008	0	0	38	1726008
7	50001 - 100000	78	5342418	0	0	78	5342418
8	100001 & Above	105	98855127	0	0	105	98855127
	Total	106388	134553614	878	149587	105510	134404027

Table No. 5.26

Comparative distribution schedule as on March 31, 2022

Shares	Physical		Demat		Total	
	Nos.	%	Nos.	%	Nos.	%
31.03.2022	1,49,587	0.11	13,44,04,027	99.89	13,45,53,614	100.00
Shareholders						
31.03.2022	878	0.82	1,05,510	99.18	1,06,388	100.00

Table No. 5.27

17. Other Information to Shareholders

Share Transfer System

The applications for transfers, transmission and transposition are received by the Company at its Registered Office address at Chennai or at M/s. Cameo Corporate Services Limited, Registrar and Share Transfer Agents (RTA) of the Company. As the Company's shares are currently traded in demat form, the transfers are processed and approved by NSDL/CDSL in the electronic form through its Depository Participants. The RTA on a regular basis processes the physical transfers and the share certificates are sent to the respective transferees.

Outstanding GDRs / ADRs / Warrants or any convertible instruments, conversion date and likely impact on equity - Not applicable

Dematerialisation of Shares and Liquidity

Your Company's shares are admitted into both the Depositories i.e. NSDL and CDSL by the Company's Registrar and Share Transfer Agent, Cameo Corporate Services Limited. 99.89% of the Company's shares are held in electronic / demat form as on 31st March, 2022.

Particulars	Number of Shares	Percentage to Total Number of Shares Issued	Number of Shareholders	Percentage to Total Number of Shareholders
Held in dematerialized mode in NSDL	12,03,54,739	89.45%	49,052	46.11%
Held in dematerialized mode in CDSL	1,40,49,288	10.44%	56,458	53.07%
Total Demat Segment	13,44,04,027	99.89%	1,05,510	99.18%
Physical Segment	1,49,587	0.11%	878	0.82%

Table No. 5.28

Commodity price risk or foreign exchange risk and hedging activities

Your Company does not have any commodity price risk. Your Company has a formal Board-approved hedging strategy which is reviewed periodically. Judiciously hedging against adverse foreign exchange exposures helps minimise the impact of exchange fluctuations. We continue to maintain a prudent and balanced forex management policy which will help us manage risk appropriately.

Share Transaction Regulatory System in place for controlling insider trading policy on Insider Trading

During the year under review, the Company has implemented structured digital database in compliance with SEBI (Prohibition of Insider Trading) Regulations, 2015.

A Policy on Insider Trading has been implemented pursuant to the guidelines issued by SEBI from time to time. This policy deals with the rules, regulations and process for transactions in the shares of the Company and shall apply to all transactions and for all designated associates in whatever capacity they may be, including Directors.

Details of shares under Unclaimed suspense account as per Regulation 39 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

(a) Pursuant to the Demerger from Polaris Consulting & Services Limited ("Polaris"), all the shares held under Unclaimed Suspense Account in Polaris got transferred to your Company.

As and when any shareholder approaches the Company or RTA to claim the shares held under Unclaimed Suspense Account, the Company or RTA as applicable after proper verification either credit the shares lying in the Unclaimed Suspense Account to the Demat account of the Shareholder to the extent of the shareholders' entitlement or deliver the physical certificates after re-materialising the same, depending on what has been opted by the shareholder. The voting rights shall remain frozen till the rightful owner of such shares claims the shares: -

Aggregate number of shareholders and the outstanding shares in the suspense account at the beginning of the year		Number of shareholders who approached listed entity for the transfer of shares and to whom the shares were transferred from suspense account during the year	Aggregate number of shareholders and the outstanding shares in the suspense account at the end of the year	
Shareholders	Shares		Shareholders	Shares
512	85,000	1	511	82,800

Table No. 5.29

(a) Pursuant to the Rights issue some shares have been transferred to Unclaimed suspense Account due to want of some information from the shareholders.

As and when any shareholder approaches the Company or RTA to claim the shares held under Unclaimed Suspense Account, the Company or RTA as applicable after proper verification either credit the shares lying in the Unclaimed Suspense Account to the Demat account of the Shareholder to the extent of the shareholders' entitlement or deliver the physical certificates after re-materialising the same, depending on what has been opted by the shareholder. The voting rights shall remain frozen till the rightful owner of such shares claims the shares: -

Aggregate number of shareholders and the outstanding shares in the suspense account at the beginning of the year		Number of shareholders who approached listed entity for the transfer of shares and to whom the shares were transferred from suspense account during the year	Aggregate number of shareholders and the outstanding shares in the suspense account at the end of the year	
Shareholders	Shares		Shareholders	Shares
7	1,675	-	7	1,675

Table No. 5.30

Locations

The branch locations consisting of address and other contact details have been provided separately in this Annual Report and the details are also available at <https://www.intellectdesign.com/contact-us/>

Your Company Intellect also has 4 (Four) subsidiaries located in India namely:-

- (I) Intellect Commerce Limited
- (II) SEEC Technologies Asia Private Limited
- (III) Intellect Payments Limited
- (IV) Intellect India Limited

Addresses for correspondence

The Company Secretary & Compliance Officer
 INTELLECT DESIGN ARENA LIMITED
 Regd. Office:
 244, Anna Salai, Chennai - 600 006
 Phone: 044-6615 5100
 Corporate Headquarters :-
 Plot No. 3/G-3, SIPCOT
 IT Park, Siruseri, Chennai - 600 130.
 Phone: 044-6700 8000
 E-mail: shareholder.query@intellectdesign.com
 company.secretary@intellectdesign.com
 naresh.vv@intellectdesign.com

List of all Credit Ratings obtained by the entity along with any revisions thereto during the relevant financial year, for all debt instruments of such entity or any fixed deposit programme or any scheme or proposal of the listed entity involving mobilization of funds, whether in India or abroad:
 During the year CRISIL Ratings Ltd has upgraded the ratings on the bank facilities from "CRISIL A-/Stable/CRISIL A2+" to "CRISIL A/Stable /CRISIL A1.

The details are provided below:

Total bank loan facilities rated	Rs. 550 Crore
Long term rating	CRISIL A/Stable (Upgraded from "CRISIL A-/Stable")
Short term rating	CRISIL A1 (Upgraded from "CRISIL A2+")

Place: Chennai
 Date: 05th May, 2022

For Intellect Design Arena Limited

Arun Jain
 Chairman & Managing Director
 DIN: 00580919

CEO & CFO UNDER REGULATION 17(8) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To: The Board of Directors of Intellect Design Arena Limited, Chennai

We, Arun Jain, Chairman & Managing Director and Venkateswarlu Saranu, Chief Financial Officer of Intellect Design Arena Limited, ("Company") hereby certify that:

- (a) We have reviewed financial statements and the Cash Flow Statement of the company for the financial year ended March 31, 2022 and that 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 which 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 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 that there have been no:
 - (i) Significant changes in internal control over financial reporting during the year;
 - (ii) Significant changes in accounting policies during the year and other than those have been disclosed in the notes to the financial statements; and
 - (iii) Instances of significant fraud of wherein there has been involvement of the management or an employee having a significant role in the company's internal control system over financial reporting.

Place: Chennai

Date: 5th May, 2022

Arun Jain
Chairman & Managing Director
DIN: 00580919

Venkateswarlu Saranu
Chief Financial Officer

COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE

[Pursuant to Regulation 34(3) and Clause E of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To the Members of Intellect Design Arena Limited,

I have examined the compliance of conditions as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with respect to Corporate Governance by Intellect Design Arena Limited, for the year ended March 31, 2022.

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

In my opinion and to the best of my information and according to the explanation given to me and the representations made by the Directors and the Management, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Due to the Covid – 19 Pandemic and the restrictions faced due to the same, physical verification of documents / records have been impacted and hence reliance has been placed on the scanned / soft copies of various documents / records which were provided by the Company.

For **V. VASUMATHY & ASSOCIATES,**

Sd/-

V. VASUMATHY

Practising Company Secretary
FCS No. 5424 / COP No. 9451

Place: Chennai

Date: May 25, 2022

UDIN: F005424D000390820

To
The Members
Intellect Design Arena Limited
Chennai

Sub: Declaration by the Managing Director under Regulation 26(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

I, Arun Jain, Chairman & Managing Director of Intellect Design Arena Limited to the best of my knowledge and belief, declare that all the members of the Board of Directors and Senior Management Personnel have affirmed compliance with the Code of Conduct of the Company for the year ended March 31, 2022.

Place: Chennai
Date: 5th May, 2022

Arun Jain
Chairman & Managing Director
DIN: 00580919

CERTIFICATE ON NON-DISQUALIFICATION OF DIRECTORS

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

To the Members of Intellect Design Arena Limited,

I have examined the relevant registers, records, forms, returns, declarations and disclosures received from the Directors of Intellect Design Arena Limited, having CIN: L72900TN2011PLC080183 and having registered office at No. 244, Anna Salai, Chennai – 600 006 (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34 (3) read with Schedule V - Para C 10 (i) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. In my opinion and to the best of my information and according to the verifications, including Directors Identification Number (DIN) status at the portal www.mca.gov.in of Ministry of Corporate Affairs, as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below, for the Financial Year ended March 31, 2022, have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sl. No.	Name of the Director	Director Identification Number (DIN)	Date of Appointment in the Company
1.	Mr. Arun Jain	00580919	30.08.2014
2.	Mr. Anil Kumar Verma	01957168	30.09.2014
3.	Mr. Andrew Ralph England	08211307	25.10.2018
4.	Mr. Arun Shekhar Aran	00015335	03.05.2016
5.	Ms. Vijaya Sampath	00641110	25.10.2018
6.	Mr. Abhay Anant Gupte	00389288	15.06.2020

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

Due to the Covid – 19 Pandemic and the restrictions faced due to the same, physical verification of documents / records have been impacted and hence reliance has been placed on the scanned / soft copies of various documents / records which were provided by the Company.

For V. VASUMATHY & ASSOCIATES,

Sd/-

V. VASUMATHY

Practising Company Secretary
FCS No. 5424 / COP No. 9451Place: Chennai
Date: May 25, 2022
UDIN: F005424D000389500

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MANAGEMENT'S DISCUSSION AND ANALYSIS

1. Overview

I. INTRODUCTION

Intellect is the world's largest cloud-native, API-led microservices-based multi-product FinTech products and platform company catering to the business needs of the Banking, Insurance and Capital Markets domains. Intellect has consistently worked in order to build and support the dynamic process of today's changing digital transformation priorities. Our offerings in the digital era have been built with a good degree of authenticity, context and efficiency. As the financial ecosystem evolves to embrace challenging regulatory and competitive pressures, revenues and incomes can be bolstered with the help of cutting-edge technology and innovation- thus disrupting the ecosystem with an in-depth understanding of customer intimacy.

Intellect has had an exciting journey that has been leading up to its shift from being a product provider to a platform provider. Now, it provides the means for institutions to successfully adopt a platform approach and transform their businesses. As one of the leading products companies, with possibly the world's only next-gen, composable, contextual fintech platform, it caters to the entire spectrum of banking and insurance covering retail banking, transaction banking and wealth management. The footprint of Intellect covers over 97 countries, with over 260 clients worldwide.

Intellect has a very deep understanding of these Domains, working with Global leaders for over three decades. Equipped with this, it has significantly invested in developing differentiated Intellectual Property assets - architecturally superior Technologies, Products and Platforms with unparalleled depth and span of functional richness- that will accelerate their growth and transformation blueprints.

As we are forging ahead and emerging as a new world leader in the industry with our API-based Contextual banking solutions, our priorities are highlighted through our wide suite of products - to create truly contextual and composable solutions that reorient the Future of FinTech with the power of NextGen architecture.

Our algorithmic delivery methodology is robust to ensure defect free, on time deliveries while being agile and sensitive to the dynamics of our Customers' priorities. Application of Design Thinking in every facet of Business differentiates us from the pack

OUR CUSTOMERS AND THEIR PRIORITIES

Our customers are Banks- that cater to Retail or Corporate customers, Central Banks, Wealth Managers and Private Bankers, Card issuers, Capital Market participants such as Brokers, Custodians, Asset Managers, Insurance Carriers, Government enterprises and Retail chains

Contextuality and Experience became key requirements of our Customers . All of us feel these in our own online interactions such as Ecommerce or Banking or even a simple search. To build enriched contextuality, data became a key enabler. In their innovative quest to come up with differentiated offerings, customers also sought quickly configurable products or custom solutions that could be assembled rather than monoliths with significant technical overhead. This meant Composability - in thinking, architecture and technology. Of course, the need for a robust engine that would deliver high performance, scale up to the growth demands and run highly efficient operations remained constant.

To address these requirements, Intellect launched iTurmeric API Ecosystem to accelerate Digital and Cloud adoption, reducing the pains of Integration while preserving current backend systems. Intellect's Data platforms - Fabric Data Services and IDX - Intelligent Document Exchange - addressed the data value chain - of sourcing multiple formats and streams of data, validating, enriching and triangulating them to become decision grade. Intellect's Contextual Banking Operating System CBOS - offered Packaged

Business components that our customers could readily adopt and build an Experience layer for a quick Go To Market need.

With Marketplaces and Ecosystems taking the centre stage, interoperability, seamless data exchange, integration with other applications within and elsewhere - became a must. This created the demand for Open architectures with Application Programming Interfaces (APIs). So, as Banks and FIs turned to Technology to answer their Business asks, they also had to catch up on their Technology, depending on their current stage. This meant allocation of available dollars between maintaining current 'Lights on' platforms and the Upgrade programme. Often, the rich information cache in their current systems and the switching costs made their transformation programmes near impossible. So, these institutions sought a way to keep the 'best of both worlds'

HOW DOES INTELLECT ADDRESS THESE REQUIREMENTS - OUR TECHNOLOGY INVESTMENTS

Banks and other financial institutions are enabled by the freedom to compose the solutions the way they want, when they want and how they want. This, by logic, implies that to compose the right solution, the financial service must have contextual awareness of its customer's preferences to a very fine detail. There are four elements of Composability for Accelerating the Digital Convergence in the FinTech Ecosystem. These include Composable Thinking, Composable Business Design, Composable Architecture and Composable Technology. These elements reflect agility, flexibility and the capability to be there for the customer as and when the customer needs.

Intellect has heavily invested in NextGen FinTech Architecture that assures the four elements of composability that propels it to market leadership. Today, the world's only open composable and contextual FinTech platform, powered by Intellect, are 4 exponential technologies. Intellect's products had a unified architecture that was API led, microservices based and cloud ready. This enabled offering Packaged Business capabilities (PBCs) for each Bank vertical, which addressed the demands of Open architecture and Composability. Banks, Insurecos and FIs could compose/assemble their own Product bundles, best suited for their customers and Markets rather than work with a Monolithic product. Pre-published APIs ensured interoperability with other Applications within the organization or in the Ecosystem.

The Intellect Open Finance Platform has over 250+ packaged business components and over 900 APIs providing 600 user journeys across core banking, lending, credit cards, central banking, payments, liquidity, collections, trade, supply chain finance, treasury, underwriting and wealth.

- iTurmeric, Intellect's API Ecosystem simplified Integration with its API studio, Orchestration studio, Experience studio and Sandbox, qualifying as a best-of-breed Cloud/ Digital acceleration platform, where legacy applications can co-exist while transitioning to the target end state.
- Intellect's Contextual Banking Operating system (CBOS) accelerates adoption with limitless configurability with ready PBCs and APIs/ connectors to back end product processors and channels, with the flexibility for Banks and FIs to design the Experience layer to their preferences - while offering the robustness for hyperscale, high performance. These technologies and platforms equip our Products across Lines of Business with Composability and Contextuality apart from delivering high quality Experience and Efficiency - now a given in the Digital journey. Through pre-published APIs and Packaged Business capabilities (PBCs) and by collaborating with our Marketplace partners, we offer our Customers - who are contemplating a Business or an Operations transformation - the flexibility to choose from a repertoire of Products, Platforms, Technologies and Accelerators, all of which have won multiple

accolades across the Globe, with an assured robust and agile delivery commitment from us.

- Intellect's Data platforms - Fabric Data Services (FDS) and Intelligent Document Extraction (IDX) take care of the Data lifecycle - sourcing from multiple structured and unstructured sources including hard copies, cleaning them, validating them, enriching them and offering them for decisions.

Cumulatively, Intellect has invested around Rs. 1,200 Crs in Products, Platforms and Technologies. In return, our cumulative License linked revenues - combination of License, Maintenance and SaaS revenues exceed Rs. 3,000 Crs.

HOW ARE WE ORGANIZED AND WHAT PRODUCTS & PLATFORMS DO WE OFFER?

Intellect is organized along the lines of the verticals that it serves. There are three Banking verticals - iGCB - Intellect Global Consumer Banking, iGTB - Intellect Global Transaction Banking and iRTM - Intellect Risk, Treasury and Markets - addressing the requirements of the respective Banking verticals. iSEEC - Intellect SEEC caters to the Insurance carriers, predominantly in the P&C segment and leads the Data business. iWealth is an emerging vertical aligned to the Wealth Management, Private Banking segment. The iGov Business manages the Government eMarketplace (GeM). iCommerce caters to the Retail chains.

The key products offered by these Business Units are:

iGCB - Intellect Global Consumer Banking:

- IDC - Intellect Digital Core suite - Cloud ready Core Banking platform for contextual, real time Banking - integrating Retail Banking, Lending, Digital Banking and Channels with intuitive dashboards and analytics. Live in the UK and in Growth markets, this is sought after by New Bank Licensees, Digital Challenger Banks and Banks that seek to transform their Core platforms.
- IDL - Intellect Digital Lending suite - that manages end to end Lending lifecycle from Origination powered by AI/ML powered credit decisioning, Disbursement, Loan Lifecycle management, Collaterals, Collections, Dispute Management for a wide range of Institutions - Banks, NBFIs, Development Institutions, Co-operatives, Housing Finance, Consumer Finance/ Retail - Buy Now Pay later (BNPL) applications. Live in Europe and several Growth market geographies.
- Intellect Quantum Core - Market leading Central Banking suite - for meeting the unique requirements of Central Banks such as Currency Management, Treasury, Debt management, Government accounts, Payments, Citizens' portal, General Ledger, FX Management amongst others. Drives amongst the largest and most complex Central Banks across Growth Markets and Europe
- Intellect Cards- an end to end Cards Lifecycle Management platform - covering Onboarding, Merchant acquisition, Loyalty Management, Collections - offered under the Platform as a Service (PaaS) model as well. Live in Indian and Latin American installations

iGTB - Intellect Global Transaction Banking:

- Digital Transaction Banking suite (DTB) enables Banks to deliver seamless experience across the Corporate Financial supply chain, enabling them maximise fee income, improve cross-sell and address the effectiveness of the Bank's distribution channels. A category leader in Growth Markets.
- CBX - Contextual Banking Experience - the Digital Banking platform for Cash management, Account Services, Liquidity, Collections & Receivables, Virtual Accounts & Escrow. The Product supports a comprehensive set of User journeys across Corporate Banking and

enables context aware recommendations to Customers driven by an AI/ML engine that generates predictive analytics. With its leading edge Experience layer, the Product has established a significant footprint in both advanced and Growth Markets. The Product offers Packaged Business Capabilities and APIs for Back end Product processors as well as Channels, allowing Banks to design their Experience layers

- Payments Services hub that enables payment processing and orchestration through pre-defined, intelligent workflows that aggregate across payment channels and address the payment cycle end to end, ensuring a very high level of straight through processing, supporting Limits management and Remittance repositories as well. The Product has significant presence in North America and Asia.
- Liquidity Management platform supports Corporate Liquidity management with intelligent functionalities for Cash concentration, Sweeping, Investments and consolidation across geographies, currencies and categories. A Market leader supporting a-fourth of Global cross border MNC sweeps, the Product has presence in all key Geographies and supports Virtual Accounts Management and Escrows as well.
- Intellect's Trade & Supply Chain Finance platform integrates the partners across the Supply chains of organizations presenting them a unified platform managing both Trade and Supply chain on the same platform. Has installations in Advanced geographies

iRTM - Intellect Risk, Treasury and Capital Markets:

- Capital Cube is a combination of Treasury and Asset Liability Management with high end capabilities for Risk Management, Liquidity Management, Treasury, Trading Analytics, Capital adequacy and Customer servicing. The product has a significant footprint in Growth Markets apart from powering the multi continent Treasury Operations of the World's Leading Bank in Treasury Operations. The Product also finds Markets in other Financial Institutions such as Central Banks, Insurance Cos and development finance institutions.
- Capital Alpha combines the functionalities of Front, Mid and Back office of retail and enterprise broker houses and offer the combined benefit of Speed, Leverage, Risk Management and Analytics. The product integrates with and supports other Capital Market functionaries such as Custodians, Registrar and Transfer agents and Mutual Fund participants. The Product has been approved across Stock Exchanges and offers multi-exchange, multi-currency support with contextual research and analytics.
- Capital Sigma offers a robust, scalable and comprehensive 360-degree digital platform that supports high STP, variety of asset classes and market segments with seamless interfaces to local and international market infrastructure providers like stock exchanges, central counterparties, custodians, fund houses and central securities depositories. It minimizes post-trade operational risk and increases operational efficiency by digitizing asset servicing functions across front to back offices, access to real-time information for investors, compliance reports for regulators and portfolio performance and analytics for better decision making. It covers the entire gamut of Custody Services, Fund Services and Investor Servicing & Record Keeping.

iWealth - Intellect Wealth:

- Intellect's WealthQube is targeted at Wealth Managers, Private Bankers, Advisory firms and independent financial advisors. Organized around Offices, desks and tools, the product addresses the priorities of the Relationship Managers of better engagement with and providing intelligent advice to their clients through a 360 deg view, apart from the ability to transact across Exchanges, currencies

and asset classes. The Product has established a footprint with key clients in Growth Markets.

ISEEC - Intellect SEEC:

- Intellect SEEC addresses the Digital and Data needs of the Insurance carriers both through products and by offering Data as a Service. Xponent, an Underwriting workstation that is powered by AI and advanced analytics, delivered in Cloud model, enables underwriters to come up with intelligent quotes by providing them decision grade data from both structured and unstructured sources. The product has been adopted by leading Insurers in the US. IDX - Intelligent Document Exchange enables extraction of data from hard copies, validating, enriching and preparing them for Decision support.
- Magic Submission is a sophisticated, purpose-built, AI solution that extracts only necessary information from any document normalises the information to the carrier's target models, validates the information, enriches the document with relevant insights through triangulation from thousands of external sources and provides a simple 'human in the loop' exception handling user experience. ML feedback loops ensure continuous learning. The tool is best in class and uses scientific techniques to make 'human-like' judgement calls in real time for business scenarios.

All of these products have won multiple accolades and ratings from leading Analysts and awards for Customer implementations. These have been detailed earlier in this report.

Intellect Platforms:

Platformification, ecosystems, microservices - all are words bundled around to describe the trend towards a platform approach where multiple components or microservices sit on the platform using application programming interface (API) rails. It enables an ecosystem approach that is tailor-made to the financial institution's needs. It marks a sharp contrast to a "one size fits all", off-the-shelf approach and makes for the ability to have a flexible and future-proof toolset to meet the needs of today as well as tomorrow.

Intellect invested in the dynamic process of changing today's digital era with its solutions that hinge on authenticity, context and efficiency. With regulatory and competitive pressures putting pressure on revenues and incomes, the company sees that the banks and financial institutions are constantly looking for innovation to drive revenues and income.

Being able to drive sustainable value in the banking sector requires understanding and managing the three-dimensional complexity of the ecosystem.

Intellect is ready to enable organisations that deal with selling knowledge and solutions to problems or entire customer experiences through its Platforms that are built on the principles of excellent customer service, innovation and future-ready aspirations.

- iKredit360 - With the boundaries of ecosystems blurring, there is a huge opportunity for banks, eCommerce players, and NBFIs to think beyond lending products and deliver an integrated experience across the credit ecosystem. iKredit360 is a comprehensive and composable technology platform that enables institutions to curate unique credit experiences to merchants, channels-partners, and end consumers. With its ability to converge multiple elements such as internal and external systems, financial products, credit lifecycle, and fintechs, iKredit360 empowers financial institutions to expand and extend their credit experiences to become the primary engagement point for their customers.
- CashPower 22 - A composable, cloud-native DTB platform powered by microservices and Open Banking APIs that will enable transaction banks to launch products and onboard SME and corporate clients in

weeks, rather than months. This platform is powered by comprehensive product coverage across cash management, payments, account services, self-onboarding, liquidity & virtual accounts and is offered across three easy-to-consume bundles -the CashNow plan, the CashXtra plan, and the CashPowerplan. Each bundle tailored specifically for banks at various stages of their transaction banking digital maturity, with an innovative pay-as-you grow pricing model. Banks will now be able to capture stable, predictable corporate & SME fee revenues in weeks rather than months.

- Underwriting Platform - Intellect Xponent is an intelligent workbench that utilizes big data, risk analysis frameworks and a customized workflow to provide a truly next-gen experience in commercial underwriting.
- Government eMarketplace (GeM) Platform - Intellect operates the Government eMarketplace portal (GeM) as a Managed Service provider along with our consortium partners. This portal has already crossed Rs. 1,00,000 Cr in GMV and is set to scale much higher values in subsequent financial years, as more State Governments, Departments and Public Sector Enterprises are onboarded and commence transacting on the portal.

V. WHO ARE OUR COMPETITORS?

Given the spread of our Product portfolio as well as geographic reach, we do not have a single or a few competitors across the Board. Competition varies with Product / Line of Business and Geography. In Consumer Banking, our competitors are Mambu, Thought Machine, nCino, Temenos, Oracle Flexcube, Infosys Finacle and TCS Bancs. In Corporate Banking, we have Finastra, Bottomline Technologies, ACI, Reval competing against us, while in Treasury, it's Finastra, Guava and Finacle. In Insurance, we compete with Guidewire, Duck Creek and Carpe Data.

VI. WHY DO WE WIN?

We differentiate ourselves by applying Design Thinking in every facet of our Business process - Development of Products, Adopting technology, Deployment of Frameworks that demystify understanding of Domain and Technology, Building and adoption of low coding platforms that accelerate development of robust and yet agile products that the Market demands and in delivering them in full and ahead of schedule to our Customers. These have been dealt with in detail earlier in this Report. By this differentiated approach, we deliver significantly higher value to our Customers both in supporting their Revenue growth by enabling speed, agility and Customer engagement and in simplifying operational processes, increasing throughput, reducing turnaround times and costs.

Our Design Thinking manifests itself in our unified open architecture that is cloud ready, API led, offers high technology performance, comprehensive functionality and integration with the most recent advancements such as Artificial Intelligence, Machine Learning, Big Data analytics and Robotics Process Automation. Our products are now more than 90% mature - validated externally by fitment to RFP asks. Our delivery methodology has been industrialized with transition from implementation to Adoption and onboarding. Low coding platforms such as Canvas and Hub technology, Testing and Integration frameworks and platforms such as Olive Fabric have reduced implementation cycle time, defect rates and customer support tickets.

VII. WHAT IS OUR BUSINESS MODEL?

We operate in three Business models

Traditional Product Sale Model: In this model, we License the Product to the Customer for use on-premise. The Customer also pays us for Maintenance of the Product during the period of License. We also earn revenues in Implementation of the Product and for any Customization carried out for the Customer. We also work with some Customers in

supporting the Product and the Business over the period of License with on-site presence of personnel / remote support. Our License revenues, at INR 3,583 mn in FY22, registered a growth of 7% year on year, while Maintenance revenues at INR 3,299 mn grew by 11% over year ago.

Customer Centric Partnership Model: We collaborate with the customers as their Strategic Technology partners and work with them on their Technology/ Business roadmap. As this blueprint is translated to action, we take on implementation / support roles for their Business or Operations transformation agenda. We are paid for our services apart from any Intellectual Property licenses that we may grant them for use in this transformation journey.

Cloud deployment/ Subscription based Revenues: For customers who do not wish to take on the investment in Technology Infrastructure and/or the complexity of managing them, we offer our Products and platforms on the Cloud deployment model - either in a unique hosting arrangement or through an independent Cloud Services provider. We receive revenues through Product licensing, Cloud set up, Hosting, Subscription revenues - either fixed or linked to Customers' Business metrics. Our subscription revenues witnessed a 112% growth year on year, clocking INR 3,812 mn in FY22.

Together - License, Maintenance and Subscription revenues - are termed 'License linked revenues' and are an important metric for a Software Product Co. Intellect's License linked revenue is at 57% of total revenues as against 54% of total revenues in FY21.

Based on the customer's investment appetite and Business plans, we draw up flexible arrangements to work with them to suit their priorities and resource profile.

VIII. HOW ARE WE CONFIDENT OF THE FUTURE

Our calibrated yet market leadership journey in Fintech continues to drive 25% annualised growth in Revenues and 33% growth in profits. All the four levers - Product to platform journey, selected partnership strategy, large to mega Digital deal winning and enterprise wide Digital Transformation implementations bring joy and fulfillment to all of us at Intellect.

The power of design thinking is driving better and faster deliveries resulting into higher cash quarter on quarter with net cash of 5580 Mn. All the 5 financial metrics have grown handsomely during the year - Revenue, EBITDA, Cash, PAT and EPS.

With customers and analysts as promoters, with continuing successful sales and go-lives, with market-leading platforms based on continuing technology investment and growth in Cloud and AI, with our global footprint and execution track record, and as the only brand focusing solely on the booming banking and insurance market, we look forward to the next five years with your continued support.

2. FACTORS IMPACTING OUR RESULTS OF OPERATIONS

Our Company's consolidated revenue for Financial Year 2021-22 was Rs.19,187 Millions. Our Company's consolidated profit after tax for Financial Year 2021-22 was Rs.3,504 Millions. Our Company's standalone revenue for Financial Year 2021-22 was Rs.12,914 Millions. Our Company's standalone profit after tax for the Financial Year 2021-22 was Rs. 2,021 Millions.

Other factors

In addition to the above factors, the following factors could cause actual results to differ materially from our expectations:

1. Overall global economy;
2. Changes in fiscal, economic or political conditions in India;
3. Company's ability to successfully implement its strategy and its growth and expansion plans;
4. Increasing competition;

5. Changes in the value of the Indian rupee and other currencies; and
6. Regulatory changes pertaining to the BFSI industry in which our Company operates and our Company's ability to respond to them.

3.Principal components of our statement of profit and loss account

Revenue

Our revenue consists of:

- a. **Revenue from operations** – Our revenue from operations comprises revenue from our four business verticals viz., global consumer banking and central banking, risk, treasury & markets, global transaction banking and insurance.
- b. **Finance Income** – Our finance income comprises of interest/dividend from fixed deposits/mutual funds.
- c. **Other income** – Other income consisting of interest received on deposits with banks, interest on others, dividends on investments in mutual funds, profit on sale of investments, provision for diminution in value of investments, miscellaneous income, profit / (loss) on sale of assets and net gain on foreign currency transactions and translation (other than those considered as finance cost).

Our total revenue, as per the Consolidated Summary Statements, for the Financial Year 2021-22 and the Financial Year 2020-21 was Rs.19,187 Millions, and Rs. 15,101 Millions respectively.

Expenses

Our expenses comprised employee benefit expenses, other expenses and finance cost and depreciation and amortisation expenses.

- a. **Employee benefit expenses** – Employee benefit expenses comprises salaries, wages and bonus, contribution to provident and other fund, superannuation scheme, other funds, gratuity expense, cost of technical sub-contractors, social security and other benefit plans for overseas employees and staff welfare expenses.
- b. **Depreciation and amortisation expense** - Depreciation and amortisation expense comprises depreciation on fixed assets and amortisation of intangible assets of the company.
- c. **Finance cost** – Finance cost comprises interest on loan borrowed / working capital and notional interest as per INDAS 116.
- d. **Other expenses** – Other expenses comprises cost of software packages, consumable and maintenance, travelling expenses, communication expenses, professional and legal charges payment to the auditors, power and fuel, rent, repairs - plant and machinery, repairs - building, repairs - others, business promotion, office maintenance, provision for doubtful debts, bad debts/advances written off, insurance, printing and stationery, rates and taxes excluding taxes on income, directors' sitting fees, bank charges and commission, miscellaneous expenses and net loss on foreign currency transaction and translation (other than considered as finance cost).

Our total expense, as per the Consolidated Summary Statements, for the Financial Year 2021-22 and Financial Year 2020-21 was Rs.15,080 Millions and Rs. 12,285 Millions respectively.

Tax Expense

Current Tax

The current charge for income taxes is calculated in accordance with the relevant tax regulations applicable to our Company. The current tax provision and advance income tax as at balance sheet date have been arrived at after setting off advance tax and current tax provision where our Company has a legally enforceable right to set off assets against liabilities

and where such assets and liabilities relate to taxes on income levied by the same governing taxation laws.

Deferred Tax

Deferred tax assets and liabilities are recognised for the future tax consequences attributable to timing differences between the taxable income and accounting income. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date. The effect on deferred tax assets and liabilities of a change in tax rates is recognised in the year that includes the enactment date. Deferred tax assets and deferred tax liabilities across various countries of operation are not set off against each other as our Company does not have legal right to do so.

RESULTS OF OPERATIONS FOR FINANCIAL YEAR 2021-22 COMPARED TO FINANCIAL YEAR 2020-21

Revenue

Our total revenue, as per the Consolidated Summary Statements, increased by 27.05% from Rs. 15,101 Millions in Financial Year 2020-21 to Rs.19,187 Millions in Financial Year 2021-22. This increase was primarily due to incremental customer acquisitions and growth in revenue from the existing customer base.

Revenue from operations

Our revenue from operations increased by 25.42% from Rs. 14,975 Millions in Financial Year 2020-21 to Rs.18,782 Millions in Financial Year 2021-22. This increase was primarily due to incremental customer acquisitions and growth in revenue from the existing customer base.

Finance income

Our finance income has increased by 226.66% from Rs. 47 Millions in Financial Year 2020-21 to Rs.153 Millions in Financial Year 2021-22. This is because of good cash flow during the year and the same was strategically invested in various deposits & Mutual funds.

Other income

Our other income increased by 215.06% from Rs. 80 Millions in Financial Year 2020-21 to Rs.252 Millions in Financial Year 2021-22. This is mainly because of profit that was earned out of sale of mutual funds / assets.

Expenses

Our total expenses has increased by 22.74% as compared to previous year. During last year 2020-21 Company has incurred a total expenditure of Rs. 12,285 Millions and during the current year we have incurred` Rs. 15,080 Millions.

Employee benefit expenses

Our employee benefit expenses comprises salaries, wages and bonus, contribution to provident and other fund, gratuity etc., has increased to the extent of 13.79%. During the current financial year 2021-22 Company has incurred Rs. 9,195 Millions whereas during 2020-21 we incurred Rs. 8,080 Millions. The increase is due to normal hike considered for Associates of the Company.

Depreciation and amortisation expenses

Our depreciation and amortisation expenses increased by 27.18% from Rs. 767 Millions in Financial Year 2020-21 to Rs.976 Millions in Financial Year 2021-22, The increase is on account of depreciation provided / amortisation to additions to the fixed assets and intangibles assets

Finance cost

Our finance cost comprising interest expense decreased by 53.44% from Rs. 92 Millions in Financial Year 2020-21 to Rs.43 Millions in Financial Year

2021-22. This decrease is due to reduction in the usage of working capital loans for operations and reduction in FCTL interest due to repayments.

Other expenses

Our other expenses comprising payment to auditors, cost of software packages, consumable and maintenance, travelling expenses, professional legal charges, rent, business etc., increased by 45.44% from Rs. 3,346 Millions in Financial Year 2020-21 to Rs.4,867 Million in Financial Year 2021-22. As the operating income and overall turnover has increased, the operating expenses has also gone up. The optimum increase in the overall operating expenditure has helped the Company to achieve good results in terms of top line and the profit lines.

Profit / (Loss) after tax

As a result of the foregoing factors, our total consolidated profit after tax has increased from Rs. 2,646 Millions in Financial Year 2020-21 to Rs.3,504 Millions in Financial Year 2021-22.

Dividend

The Board at its meeting held on May 05, 2022 has proposed final dividend of Rs. 2.50/- per share at face value of Rs 5/- for the financial year ended March 31, 2022, subject to the approval of shareholders at the ensuing Annual General Meeting and if approved would result in the cash flow of Rs. 336.38 Millions.

Cash and Bank Balances

Historically, our primary liquidity requirements have been to finance our working capital requirements for our operations and for capital expenditures. We have met these requirements through cash flows from operations as well as through borrowings. As on March 31, 2022, we had Rs.5,589 Millions in cash and bank balances, as against Rs.2,617 Millions in financial year 2020-21. The primary reason for increase of liquidity was due to increase in operating profits and collections from the customers.

We believe that our anticipated cash flow from operations, committed debt facilities, and our existing cash, will be sufficient to meet our operating and capital expenditure requirements for the the Financial Year 2023.

Cash flows

The table below summarizes the statement of cash flows, as per our Consolidated Summary Statement of Cash Flows, for the year indicated:

(in Rs.Millions)

Particulars	Financial Year	
	2021-22	2020-21
Net cash generated from /(used in) operating activities	4,529	4,633
Net cash generated from / (used in) investing activities	(3,991)	(1,905)
Net cash generated from / (used in) financing activities	(521)	(2,253)

Operating activities

Net cash generated from operating activities has improved as compared to previous year on account of increase in profit for the year before tax and collections from Customers.

I. Investing activities

Net cash used in investing activities comprise sale of non-trade investments, proceeds received from sale of fixed assets, purchase of property, plant and equipment. Net cash used in investing activities has

increased during the current year mainly on account of increase in the Investments in Mutual Funds.

Financing activities

Net cash flow from financing activities comprise proceeds / repayment of loans.

During the current year net cash used in financing activities has decreased. This is mainly on account of reduction in the amount of repayment of Long term & short term borrowings.

Indebtedness

As on March 31, 2022 at standalone level, we had a sanctioned term loan of USD 20 Millions out of which USD Nil were outstanding. As on that date, we had sanctioned funded and non funded credit facilities aggregating Rs.1,660 Millions and Rs.2,225.50 Millions respectively, out of which Rs. Nil were outstanding against funded and the utilisation of non funded credit facility is Rs.1,995.14 Millions. All the outstanding Loan as at the end of the financial year were secured.

Off-Balance Sheet Arrangements

We do not have any off-balance sheet arrangements, derivative instruments or other relationships with any entities that would have been established for the purpose of facilitating off-balance sheet arrangements.

Related Party Transactions

We confirm that none of our debtors are related parties within the meaning of Accounting Standard INDAS-24 issued by the ICAI other than as disclosed in the financial statements.

Contingent liabilities

The following table sets forth our contingent liabilities.

(in Rs.Millions)

Particulars	Financial Year 2021-22	Financial Year 2020-21
Capital commitments (net of advances and deposit)	6.76	4.91
Demand from Indian income tax authorities	77.08	78.00
Demand from Indian Service Tax Authorities	758.80	Nil
Sales Tax demand from Commercial Tax Officer, Chennai.	15.88	7.72

The above contingent liabilities disclosed in the Consolidated Summary Statements are in accordance with INDAS 37 on Provisions, Contingent Liabilities, and Contingent Assets.

Key Financial Ratio analysis

Below are some of the key ratios indicating the financial status (based on consolidated financials)

Key Ratios	31-Mar-22	31-Mar-21	Management Comments
Current Ratio	2.05	1.71	We have current assets equivalent to 2.05 times of our current liabilities which signifies our ability to meet our current financial obligations.
Return on Equity Ratio in percentage	22%	22%	We have generated 22% returns on the shareholders' funds
Return on Capital Employed ratio in percentage	24%	22%	Capital employed includes both Equity and Long term Borrowings, indicating higher returns over the year
Debtors Turnover Ratio	9.99	6.35	Higher indicates efficiency in our Receivables management
Debt Service coverage ratio	7.29	1.47	This shows our increased capability to retire current debts and to take more in future
Debt- Equity Ratio	0.00	0.04	This ratio has come down since debt position of the Company has almost become Nil

Changes in accounting policies

Our Company has not changed its accounting policies in the last year.

Qualifications

Our Financial Statements do not contain any qualifications, reservations by our statutory auditors in their audit reports relating to the respective periods.

Quantitative and qualitative disclosure about market risk

Market risk is the risk of loss related to adverse changes in market prices, including interest rate and foreign exchange rates of financial instruments. We are exposed to various types of market risks, in the normal course of our business. The following discussion and analysis, which constitutes 'forward-looking statements', involves risk and uncertainties summarise our exposure to different market risks.

Exchange rate risk

Changes in currency exchange rates may indirectly influence our results of operations. Our Company has extensive international operations particularly in the Americas and Europe. Any adverse change in foreign exchange rates may adversely affect our results of operations.

Interest rate risk

Interest rates for borrowings have been volatile in India in recent periods. Our operations are funded to an extent by Working Capital Loan, and increases in interest expense may have an adverse effect on our results of operations and financial condition. Our current debt facilities carry interest at variable rates as well as fixed rates. Although we may engage in interest rate hedging transactions or exercise any right available to us under our financing arrangements to terminate the existing debt financing arrangement on the respective reset dates and enter into new financing

arrangements, we cannot assure that we will be able to do so on commercially reasonable terms, that our counterparties will perform their obligations, or that these agreements, if entered into, will protect us adequately against interest rate risks.

Credit risk

We are exposed to credit risk on amounts owed to us by our customers. If our customers do not pay us promptly, or at all, it may impact our working capital cycle and/or we may have to make provisions for or write-off on such amounts.

Unusual or infrequent events or transactions

Except as described above, there have been no other events or transactions that, to our knowledge, may be described as 'unusual' or 'infrequent'.

Known trends or uncertainties

Other than as described above, and in this chapter, to our knowledge, there are no known trends or uncertainties that are expected to have a material adverse impact on our revenues or income from continuing operations.

Seasonality of business

Our Company's business is not seasonal.

Significant developments after March 31, 2022 that may affect our future results of operations

No circumstances have arisen since the date of the last Financial Statements which materially and adversely affect or is likely to affect, our trading or profitability, or the value of our assets or our ability to pay our liabilities within the next 12 months of the date of the last Financial Statements as disclosed.

There is no development subsequent to March 31, 2022 that we believe is expected to have a material impact on the reserves, profits, earnings per share and book value of our Company.

RISKS & CONCERN

Our risks are evaluated as follows:

RISK TYPE	RISK DESCRIPTION	RISK MITIGATION
1. BRAND CAPITAL		
1.1 Reputation Risk	The brand / reputation risk may arise in case of issues around product implementation, customer relationships & escalations etc. Risk may accentuate due to increased use of social media & other internet based applications in the corporate world.	<ul style="list-style-type: none"> Adoption of Product, Delivery & customer excellence processes to manage implementations & relationships effectively.
2. END CUSTOMER CAPITAL		
2.1 Economic, political and social Outlook	Volatility in the financial markets coupled with political uncertainties, trade war , inflationary trends, recession, pandemic or unforeseen external events may have resulting cascading effects on the financial sectors such as cost reductions measures etc. Further demographic shift in usage of technology or financial services by consumer in general may have adverse impact on sale of Intellect products.	<ul style="list-style-type: none"> Intellect global presence, wide range of products to cater different segments within the financial sectors, penetration into diversified market & various geographies; spread of product concentration and increased partnerships facilitates to mitigate the risk.
2.2 Market Competition	The company faces competition from large Multinational companies, local companies in the geography in which we operate and Indian Product companies. While many of these companies are established companies, the start ups may also disrupt our business. This may pose a challenges to maintain or sustain the business growth or profitability in a longer run.	<ul style="list-style-type: none"> Company makes focused investments in R&D with continuous evaluations of product endurance across segments / geographies to keep products relevant & competitive in market place. Ongoing efforts made to enhance the customer experience through deployments of innovative products, competitive pricing through operational efficiencies, cost optimization measures & improved implementations with minimal no. of defects helps us to remain ahead in the innovation curve.
2.3 Business Model Changes	Disruptive technologies such as Cloud, Big data, ML & AI coupled with usage of social and smart devices can change the way business is done	<ul style="list-style-type: none"> Focused investment in R&D to keep the products relevant and competitive in market place. Creating products with Digital technologies. Our Cloud offering is growing.

2.4 Business Concentration	The company is specialized in BFSI space and could face the risk of concentration in a single space. Significant reliance on a particular product, customer, segments or Geography may heighten the risk of revenue loss & consequential impact on the profitability in case of adverse conditions such as customer exit, volatile geopolitical scenarios, sector specific slowdown etc.	<ul style="list-style-type: none"> • Fair diversification of the concentration across lines of business, market segments & geographies. • Presence in all the 4 sub segments of BFSI namely Corporate Banking, Retail Banking, Capital Markets and Insurance which have different boom and bust cycle to protect the company. • Multiple products and client base to further de-risk the product / business concentration. • Geography concentration is mitigated by having its presence across different Geographies.
2.5 Customer Service Management	Intellect has the contractual agreements with multiple clients from different countries with varied needs, requirements and their legal & operating environment. Moreover, the nature of the contracts are long term and relationships if not managed appropriately could have repercussions on the customer persistency & business growth.	<ul style="list-style-type: none"> • Regularly assessing the customer relationships through customer feedback and satisfaction scores. • Mechanisms are built in to monitor adherence to the contractual clauses with its customers. • Building of the robust long-term strategic relationships with the customers to enhance customer satisfaction & value maximization. • Designing, developing & implementing the products according to industry needs and requirements.
2.6 Contract Management	As a product based company, Intellect bears the risk of IP infringements arising from the use of its products and non-performance of its contractual obligations. These risks may accentuate if the contractual obligations are not aligned to Intellect's risk appetite.	<ul style="list-style-type: none"> • The company has an established process in place to review all contracts. • Obligation under each contract are restricted appropriately. • Adequate Insurance obtained to mitigate against risk of Errors and Omissions, Commercial General Liability etc.
3. LEADERSHIP CAPITAL		
3.1 Talent Management	The company operates in niche BFSI product space which requires people with specialized skill, as against mass recruitment followed in Services business. Lately the overall IT industry is experiencing the challenges of high attrition and retention of critical talent of the organisation.	<ul style="list-style-type: none"> • Recruitment from top end Engineering colleges, B Schools, Tier 2 cities, lateral hiring. • Conduct in-depth & in-house training. • The background checks (BGC) is mandated for all new hires and is audited from time to time.
3.2 Associate Conduct	Mechanisms to prevent or minimize inappropriate conduct such as fraud, sexual harassment, criminal attempts, bribery or violation of Company policies such as code of conduct, conditions of employment, Insider trading or any other professional negligence, errors & omissions etc. if not adequate may jeopardise work culture / reputation / asset / property damage or business performance.	<ul style="list-style-type: none"> • Established various policies & process, adequate trainings and awareness programmes on policies & procedures for its associates conducted along with regular monitoring. • Policies on whistle blower, escalations, incident management & response mechanisms in conjunction with the established disciplinary committee facilitates to effectively address the inappropriate conducts, if any.
4. INTELLECTUAL PROPERTY CAPITAL		
4.1 IP Protection	Difficulties in protecting our IP in some countries that are pivotal for generating revenues	<ul style="list-style-type: none"> • Registration of the IP in countries that have safe IP protection laws
4.2 Use of Third Party IP - COTS & FOSS	Failure to abide with the terms of the open source licenses could have a negative impact on our business	<ul style="list-style-type: none"> • Adoption of the open source policy which facilitates to identify, monitor, review, report & thereby facilitate restricted & acknowledged usage of the open source software's on ongoing basis. • Usage of COTS are under agreement and audited from time to time by our IT department • FOSS used by the respective Business units is reported to the IT Department
4.3 Cyber Security	New Market penetration, product roadmaps, emerging technology adoptions and regulatory obligations	<ul style="list-style-type: none"> • Intellect product council oversees the new technology road map with Chief Architect and CTO on the emerging technology needs. Market specific regulatory needs are also incorporated as part of the roadmap • Intellect ensures all its hosted solutions address security requirements of the customer and /or as adopted by the industry • Intellect does both internal and external security control assessments in the form of Audits, Certifications like ISO 27001, PCI DSS and SOC2. Intellect Security policy is institutionalized across the organization. Central Security Group facilitates

		<p>internal and external assessments on an ongoing and need basis</p> <ul style="list-style-type: none"> Insurance cover for Cyber Security
4.4 Data Protection & Privacy	<p>Global business nature brings in Data Protection & Privacy scope to Intellect. Any inadvertent information leakage could lead to hefty penalties and reputational loss.</p>	<ul style="list-style-type: none"> We have an established Information and Cyber Security forum and a Central Security Group to cater to the needs of the organization and customers Data Protection & Privacy programs are covered along with information security practices. GDPR specific assessments were initiated and tracked to closure Vulnerability Assessment & Penetration Test (VAPT) is being enforced across all Product releases Adopting new contractual provisions in existing and new contracts
5. EXECUTION CAPITAL		
5.1 Global Operations	<p>Global operations may get impacted on account of various factors inherent to the international business activities and differences in the following: laws and regulation in the banking & financial service, work practices (e.g. working from home) , complex tax regimes, licensing requirements, varied trade / tariff policies & corruption perception index, data protection and privacy laws, economic sanctions, outbreaks of war, hostilities, terrorism, mass immigration, international embargoes, economic sanctions and boycotts and staffing challenges and immigration laws.</p>	<ul style="list-style-type: none"> Specific policies and procedures put in place with regard to work practices , code of conduct, anti-bribery, anti-money laundering, data protection and privacy etc. Consultation support from reputed tax firms.
5.2 Cloud Infrastructure Risk	<p>Increased cloud adaptability requires to have highly skilled resources to manage cloud environments, Unique contractual agreements with the customers & cloud service providers, ensuring adequacy of security measures by the service providers, heightened regulations like GDPR,</p> <p>Risk of SLA / security breaches by cloud service providers which may result in financial implications (imposition of fines & penalties) or reputation damage.</p>	<ul style="list-style-type: none"> Cloud Operational governance framework in place to consistently manage cloud environments across the lines of businesses. Periodic reviews are performed to assess the security, internal controls, DR, backup processes ,SLAs, service contracts etc. with cloud service providers. ISO 27018 certification obtained for cloud security
5.3 Implementation Delays	<p>Delays, errors or omissions in implementations could hamper our delivery capabilities leading to multiple risks such as delay in collections, violation of contractual commitments, fines / penalties and damage to Brand image.</p>	<ul style="list-style-type: none"> Delivery is monitored rigorously through Delivery Excellence processes and Tools & periodically reported. Insurance cover is obtained to mitigate against liability that may arise on account of errors / omissions
5.4 Defects or security vulnerabilities	<p>Inability to identify or detect defects or security vulnerabilities in the Intellect's existing or new products either at development stage or subsequently in the various versions or enhancements of the products</p> <p>Inability to meet the customer expectations in its entirety regarding the timeliness and the quality of the defect resolution process.</p> <p>This may result in refunds, damage claims, termination of existing arrangements, product replacement or negative publicity impacting future demand proposition of the product, increased costs (service, maintenance & warranty cost etc.)</p>	<ul style="list-style-type: none"> Comprehensive Delivery Excellence framework and Quality Management process in place as part of the software development lifecycle. Extensive testing is performed to identify and resolve any issues which may adversely affect the functionality, security and other performance of the products and offerings.
5.5 Compliances to laws & regulations	<p>Inadequate or non compliances to the material laws & regulations applicable in the respective countries having business presence may lead to</p>	<ul style="list-style-type: none"> The Company Secretarial team takes care of the secretarial & compliance related activities

	finest / penalties/ closure of the offices resulting in revenue loss.	<ul style="list-style-type: none"> Country specific statutory compliance requirements of our Overseas Subsidiaries is regularly monitored and reported The subsidiary compliance is ensured periodically under various jurisdiction.
5.6 Legal Risk	Intellect operates in multiple jurisdictions and therefore is subject to different regulations.. Any legal proceedings in a geography is likely to have uncertain outcomes resulting in damages or injunctive measures that could hinder Intellect's ability to conduct business in these geographies.	<ul style="list-style-type: none"> Monetary risks and other risks impacting the company's financial condition and reputation are balanced off through the contract review processes Dedicated legal team which works closely with the business and other stakeholders (through business) to ascertain the scope and risks of the deal.
5.7 Business Continuity	Natural calamity as well as man-made disasters may lead to disruption to the business / customer service especially during COVID19 situations	<ul style="list-style-type: none"> Intellect has an established enterprise Business Continuity management framework and project level BCPs Contract clauses provide protection for Force Majeure incidents Dedicated teams monitor the adequacy of the business continuity arrangements. Periodic testing & simulations carried out on an annual basis.
5.8 Frauds	Possible fraudulent activities through criminal hacking	<ul style="list-style-type: none"> Vulnerability Assessment & Penetration Test (VAPT) is being enforced across all Product releases
5.9 General Liability	Bodily Injury or Property damage to Third party arising out of Intellect's Business operations	<ul style="list-style-type: none"> Insurance cover to manage any contingency
5.10 New Country Entry	Failure to effectively study, evaluate, identify, analyze & address the country specific risks at the time of entry into a particular geography could adversely affect long term interests of the organisation while doing business in a foreign country	<ul style="list-style-type: none"> A Country risk assessment clearance from the Risk Department is enforced for any business opportunity in a new country
6. FINANCIAL CAPITAL		
6.1 Foreign Exchange / Currency Fluctuations	Fluctuation in exchange rates	<ul style="list-style-type: none"> Quotations in foreign currencies are restricted to few selected major currencies. Quotations are highly controlled for any other currency. We have hedged a portion of our Forex earnings.
6.2 Tax Regime Changes	Tax rates, TP policies and concessions for this new emerging area may see changes, having impact on profitability	<ul style="list-style-type: none"> Represent to the government through industry and trade body for a stable IP tax regime. Investing in R&D which is the essence of IP creation also results in tax benefits
6.3 Long gestation period - from IP creation to Revenue	IP lead business has a larger cash cycle hence it requires investments	<ul style="list-style-type: none"> Meticulously plan and monitor CAPEX budget for IP creation.
6.4 Larger Cash Cycle	Larger working capital requirement	<ul style="list-style-type: none"> Monitoring the DSO tightly and plan for a realistic working capital well in advance.

Internal Financial Control and their Adequacy

The Company has disclosure controls and procedures in place that are designed to provide reasonable assurance that material information relating to Intellect is disclosed on a timely basis. Management has reviewed the Company's disclosure controls and concluded that they were effective during the reporting period.

The Managing Director and the Chief Financial Officer (CFO) have evaluated the effectiveness of the Company's disclosure controls and procedures related to the preparation of Management's Discussion and Analysis and the consolidated financial statements. They have concluded that the Company's disclosure controls and procedures were effective, at a reasonable assurance level, to ensure that material information relating to the Company and its consolidated subsidiaries would be made known to them by others within those entities, particularly during the period in which the management's discussion and analysis and the consolidated financial statements contained in this report were being prepared.

The Company's management, with the participation of its MD and CFO are also responsible for establishing and maintaining adequate internal control over financial reporting to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with Indian GAAP. Under the supervision of the MD and CFO, the Company's internal 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 the Indian GAAP.

The company has a robust financial control in place through a combination of internal control and processes. The controls ensure that transactions are recorded in timely manner, they are complete in all aspects, effectively utilizes the resources of the company and safeguarding the assets.

In line with Sec 134 of the Companies Act 2013, new processes were initiated for its compliance. As a first step the Testing framework was designed, next an auditing firm did the testing according to this framework over a period of 8 weeks. The Testing finding was presented to the Statutory

Auditors and to the Board of Directors. Both expressed satisfaction over the internal control operating within the Company.

There have been no changes in the Company's disclosure controls or internal controls over financial reporting during FY2021-22 that have materially affected, or are reasonably likely to materially affect, the Company's internal control over financial reporting. The Company's MD

and CFO expect to certify Intellect's annual filings with the Indian securities regulatory authorities.

Also, the company has an Internal Auditing system in place handled by a reputed Chartered Accounting firm. The findings are discussed with the process owners and corrective action is taken as necessary and the report presented to the Audit Committee.

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Notice

NOTICE IS HEREBY GIVEN THAT ELEVENTH ANNUAL GENERAL MEETING OF INTELLECT DESIGN ARENA LIMITED WILL BE HELD ON FRIDAY, THE JULY 29, 2022, AT 11.00 AM IST BY WAY OF VIDEO CONFERENCING (“VC”)/OTHER AUDIO VISUAL MEANS (“OAVM”) TO TRANSACT THE FOLLOWING BUSINESSES:

Ordinary Business

Item No. 1. – Adoption of Standalone and Consolidated Financial Statements;

To receive, consider and adopt:

- (i) The Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2022 together with the Reports of the Board of Directors and Auditors thereon.
- (ii) The Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2022 together with the Reports of the Auditors thereon.
and in this regard pass the following resolutions as an **Ordinary Resolution**.
- (a) **“RESOLVED THAT** the audited standalone financial statements of the Company for the financial Year ended 31st March, 2022 together with the reports of the Board of Directors and Auditors thereon laid before this said meeting be and hereby considered, approved and adopted.”
- (b) **“RESOLVED THAT** the audited Consolidated financial statements of the Company for the financial Year ended 31st March, 2022 together with the reports of the Auditors thereon laid before this said meeting be and hereby considered, approved and adopted.”

Item No. 2- To declare a final dividend of ₹ 2.50/- per equity share for the financial year ended March 31, 2022 and in this regard, pass the following resolution as an Ordinary Resolution;

“RESOLVED THAT pursuant to Section 123 of the Companies Act, 2013, read with the Companies (Declaration and Payment of Dividend) Rules, 2014, dividend of Rs. 2.50/- per equity share of face value of Rs. 5/- each, as recommended by the Audit Committee and Board of Directors of the Company, be and is hereby approved and declared for the financial year ended March 31, 2022.”

Item No. 3: To appoint a Director in the place of Mr. Andrew Ralph England (DIN: 08211307), who retires by rotation and being eligible, offers himself for re-appointment and in this regard, pass the following resolution as an Ordinary Resolution;

“RESOLVED THAT pursuant to the provisions of Section 152 (6) of the Companies Act, 2013, Mr. Andrew Ralph England (DIN: 08211307), who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

SPECIAL BUSINESS:

Item No. 4: To appoint Mr. Ambrish Pandey Jain (DIN:07068438), as an Independent Director of the Company for a term of 5 years;

To consider and if thought fit, to pass the following resolution as a **Special Resolution**

“RESOLVED THAT pursuant to Section 149, 150, 152, 161, Schedule IV and other applicable provisions of the Companies Act, 2013, read with applicable rules made there under and Regulation 16 (1) (b) and 25 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (including any statutory amendment or modification or re-enactment thereof, for the time being in force), Mr. Ambrish Pandey Jain (DIN: 07068438) who was appointed as an Additional Director – Independent Category of the Company at the meeting of Board of Directors held on May 05, 2022 based on the recommendations of the Nomination, Remuneration and Compensation Committee, who shall hold office upto the date of the ensuing Annual General Meeting or 3 months whichever occurs earlier, and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a Member proposing his candidature for the office of Director, who is not liable to retire by rotation, to hold office for a term consisting of 5 years upto May 4, 2027, be and is hereby appointed as an Independent Director of the Company.

RESOLVED FURTHER THAT any Board of Directors or Company Secretary of the Company be and are hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary, and file necessary forms with the Registrar of Companies to give effect to the above resolution.”

By Order of the Board
for **Intellect Design Arena Limited**

V. V. Naresh
Senior Vice President - Company Secretary & Compliance Officer

Place: Chennai
Date: May 05, 2022

Notes

1. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular nos. 14/2020 and 17/2020 dated April 8, 2020 and April 13, 2020 respectively, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid-19", circular no. 20/2020 dated May 5, 2020, General Circular no. 02/2021 dated January 13, 2021, General Circular No. 19/2021 December 8, 2021, General Circular No. 21/2021 December 14, 2021 and General Circular no. 2/2022 dated May 5, 2022 respectively in relation to "Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)" (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide its circular no. SEBI/HO/CFD/CMD1/CIR /P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 in relation to "Additional relaxation in relation to compliance with certain provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 – Covid-19 pandemic" and circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 in relation to "Relaxation from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 due to the COVID -19 pandemic" (collectively referred to as "SEBI Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue and provided relaxation on sending hard copy of annual report to shareholders. In compliance with the MCA Circulars and SEBI Circulars, the AGM of the members of the Company is being held through VC / OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.
2. The relevant details, pursuant to Regulation 36(3) of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking re-appointment at this AGM is annexed.
3. The Company has fixed Friday, 22nd July, 2022 as the "Record date" for determining entitlement of Members to final dividend for the financial year ended March 31, 2022, if approved at the AGM.
4. The final dividend, once approved by the members in the ensuing AGM, will be paid within 30 days from the conclusion of the AGM to the shareholders. In the event the Company is unable to pay dividend to any Members directly in their bank accounts through Electronic Clearing Services or any other means, due to non-registration of the Electronic Bank Mandate, the Company shall dispatch the dividend warrant/ Bankers' cheque/ Demand Draft to such Members.
5. Pursuant to the Finance Act 2020, dividend income is taxable in the hands of shareholders w.e.f. April 01st, 2020 and the company is required to deduct tax at source (TDS) at the time of making the payment of final dividend to the members at the prescribed rate. However, no tax shall be deducted on the dividend payable to a resident individual shareholders if the total dividend to be received by them during the financial year 2022-23 does not exceed Rs. 5,000/- and also in cases where shareholders provide Form 15G/Form 15H. Shareholders are requested to note that in case their PAN is not registered, or having invalid PAN or Specified Person as defined under Section 206AB of the Income Tax Act("the Act"), the tax will be deducted at a higher rate prescribed under Section 206AA or 206AB of the Act, as applicable.
6. Non- resident shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other documents which may be required to avail the tax treaty benefits.
We request shareholders to submit the aforesaid documents in this regard with company's Registrar and Share Transfer Agent, Cameo Corporate Services Limited at <https://investors.cameoindia.com/> or email at investor@cameoindia.com or agm@cameoindia.com on or before 22 July 2022. Any communications received after this date or through any other mode, will not be considered for deduction of applicable tax.
7. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number (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.:
a. For shares held in electronic form: to their Depository Participants (DPs)
b. For shares held in physical form: to the Company/Registrar and Transfer Agent in prescribed Form ISR-1 and other forms.
8. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR - 4, the format of which is available on the Company's website at <https://www.intellectdesign.com/investor/intimations/Intimation-to-Shareholder-for-furnishing-PAN-KYC-details.pdf> and on the website of the Company's Registrar and Transfer Agents, Cameo Corporate Services Limited ("Cameo") at <https://cameoindia.com/registry-and-share-transfer> It may be noted that any service request can be processed only after the member is KYC Compliant.
9. As per the provisions of Section 72 of the Act and SEBI Circular, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/ she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the Company's website <https://www.intellectdesign.com/investor/intimations/Intimation-to-Shareholder-for-furnishing-PAN-KYC-details.pdf>. Members are requested to submit the said details to their DP in case the shares are held by them in dematerialized form and to Cameo in case the shares are held in physical form.
10. Pursuant to the provisions of the Companies Act, 2013, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
11. As per Regulation 40 of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, as amended, securities of listed companies can be transferred only in dematerialised form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this, to

eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialised form. Members can contact the Company or Company's Registrars and Transfer Agents, Cameo Corporate Services Limited viz, www.cameoindia.com for assistance in this regard.

12. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
13. In compliance with the aforesaid MCA Circulars dated January 13, 2021, Notice of the AGM, along with the Annual Report 2021-22, 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.intellectdesign.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com and on the website of NSDL at <https://www.evoting.nsd.com> respectively.
14. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
15. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
16. The Statement pursuant to Section 102 (1) of the Companies Act, 2013 with respect to the Special Business set out in the Notice is annexed.
17. The Register of Members and Share Transfer Books of the Company will remain closed from July 23, 2022 to July 29, 2022 (both days inclusive) for the purpose of the Annual General Meeting.
18. Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/RTA.
19. Remote e-voting commences on Tuesday, 26th July, 2022 at 9 AM (IST) and will end on Thursday 28th July, 2022 at 5 PM (IST), and at the end of e-voting period, the facility shall forthwith be blocked. Those Members, who will be present at the AGM through VC / OAVM facility and have not cast their vote on the resolutions through remote e-voting and otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.
20. The results for the e-voting shall be declared within 48 hours from the date of AGM held through VC / OAVM. The results, along with Scrutinizer's Report, shall also be placed on the websites of the stock exchanges and the Company.
21. The Detailed instructions on remote e-voting is made part of a separate sheet "Instructions for e-voting" attached to this Notice.
22. 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., July 22nd, 2022, only shall be entitled to avail the facility of e-voting. A person who is not a member after the cut-off date, should treat this Notice for information purpose only.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM MODE ARE AS UNDER

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

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders Login Method

Individual Shareholders holding securities in demat mode with NSDL.

1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <https://eservices.nsd.com/> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under "IDeAS" section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or e-Voting service provider - NSDL and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
2. If the user is not registered for IDeAS e-Services, option to register is available at <https://eservices.nsd.com>. Select "Register Online for IDeAS" Portal or click at

<https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>

3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsd.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held 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 options available against company name or e-Voting service provider - NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Individual Shareholders holding securities in demat mode with CDSL

1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <https://web.cdslindia.com/myeasi/home/login> or www.cdslindia.com and click on New System Myeasi.

- After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote.
- If the user is not registered for Easi/Easiest, option to register is available at

<https://web.cdslindia.com/myeasi/Registration/EasiRegistration>

- Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.

Individual Shareholders (holding securities in demat mode) login through their depository participants You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once 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 options available against company name or e-Voting service provider-NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type Helpdesk details

Individual Shareholders holding securities in demat mode with NSDL

Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

Individual Shareholders holding securities in demat mode with CDSL

Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

- Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
- Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
- A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

- Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical Your User ID is:

- For Members who hold shares in demat account with NSDL. 8 Character DP ID followed by 8 Digit Client ID
For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
 - For Members who hold shares in demat account with CDSL. 16 Digit Beneficiary ID
For example if your Beneficiary ID is 12***** then your user ID is 12*****.
 - For Members holding shares in Physical Form. EVEN Number followed by Folio Number registered with the company
For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***
- Password details for shareholders other than Individual shareholders are given below:
 - If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - How to retrieve your 'initial password'?
 - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered
 - If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - Physical User Reset Password? (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
 - After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
 - Now, you will have to click on "Login" button.
 - After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

- After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (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. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to scrutinizervasumathy@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no. : 1800 1020 990 and 1800 22 44 30 or send a request to Ms. Soni Singh at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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.secretary@intellectdesign.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to company.secretary@intellectdesign.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM / AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC / OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join General meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. 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.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at company.secretary@intellectdesign.com or naresh.vv@intellectdesign.com The same will be replied by the company suitably.

By Order of the Board
for Intellect Design Arena Limited

V. V. Naresh
Senior Vice President - Company Secretary & Compliance Officer

Place: Chennai
Date: May 05, 2022

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

Item No. 4: Appointment of Mr. Amrish Pandey Jain (DIN: 07068438) as an Independent Director of the Company for a term of 5 years:

Mr. Amrish Pandey Jain (DIN: 07068438) who was appointed on the Board of Directors of the Company in its meeting held on May 5, 2022 based on the recommendations of the Nomination, Remuneration and Compensation Committee as an Additional Director (Independent Category) of the Company pursuant to Section 149, 152 and 161 of the Companies Act, 2013 and Regulation 16 (1) (b) & Regulation 25 and such other relevant regulations of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (including any statutory amendment or modification or re-enactment thereof, for the time being in force) shall hold office upto the date of the ensuing Annual General Meeting or 3 months from the date of appointment whichever occurs earlier. Accordingly, the Board of Directors at the meeting held on May 5, 2022 recommended for the approval of members for the appointment of Mr. Amrish Pandey Jain (DIN: 07068438) as an Independent Director for the first term of 5 years upto May 4, 2027.

The Company has received the following from Mr. Amrish Pandey Jain:

1. Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014.
2. Intimation in Form DIR8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under subsection (2) of Section 164 of the Companies Act, 2013.
3. Declaration of Independence, that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and Regulation 25 (6) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

DETAILS OF DIRECTOR SEEKING APPOINTMENT / RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING IN ACCORDANCE WITH REGULATION 36 (3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARDS 2

The brief resume, age, qualifications, functional expertise and the membership on various Boards and Committee to be appointed/re-appointed at the eleventh annual general meeting of the company are furnished below.

Particulars	Mr. Andrew Ralph England	Mr. Amrish Pandey Jain
Date of birth	July 06, 1957	July 05, 1956
Age	65 yrs	66 yrs
Qualifications	M.A English language and literature from St Andrews University, Scotland	B. Tech , IIT Delhi MBA, IIM Ahemadabad
Experience	Approx. 37 years	Approx. 37 years
Expertise in functional areas	Rich experience in running transaction banking in leading global banks. Has been in the positions of Managing Director and Head of Transaction Banking at Lloyds Banking Group, Head of CEE Global Transaction Banking	Heading all Customer Operations nationally. Involved in Merger, Integration, Restructuring, Cost Optimization, Transformation, Synergy Realization. Heading Operations, Enterprise Business, VAS, All New Businesses including Wallet & Payment Bank, Competition Management.
No. of Board Meetings attended	4 Meetings	Not Applicable
Terms and condition	The terms and conditions of re-appointment will be on the same terms as approved by the members of the Company in the AGM held on August 21, 2019	<ol style="list-style-type: none"> 1. The appointment of Mr. Amrish Pandey Jain as Independent Director, subject to the approval of shareholders w.e.f. 05th May, 2022 for a period of five years upto May 4th 2027. 2. Sitting fees shall be paid to him for attending the meetings of Board of Directors and Committee Meeting. 3. He shall be paid commission upto 1% or maximum Rs. 50 Lakhs whichever is lower subject to shareholders approval
Date of appointment on the Board (Initial Appointment)	October 25, 2018	May 05, 2022
Shareholding as on March 31, 2022	Nil	Nil

Draft letter for appointment of Mr. Amrish Pandey Jain as an Independent Director setting out terms and conditions will be available for inspection in electronic form on the website of the Company.

Justification for appointment of Mr. Amrish Pandey Jain:

Mr. Amrish Pandey Jain was the Chief Operating Officer, of Vodafone Idea Limited (Post merger) and held the position of Deputy Managing Director prior to merger. During his stint as Chief Operating Officer, he has handled all customer operations nationally, involved in merger, integration, restructuring, cost optimization, transformation and synergy realization. He was on the Board for various Subsidiary Companies of Vodafone Idea Limited. He is responsible for PAN India circle operation and service delivery. He has been part of Escorts Limited, Escotel Mobile Communications Limited and Aircel Digilink India Limited. He has held significant assignments in Idea Cellar Limited, RPG Cellar. He was being awarded Outstanding leader award in 2011 and leader of leaders Award in 2014.

In the Opinion of the Board Mr. Amrish Pandey Jain fulfils the conditions specified in the Companies Act, 2013 and Rules made there under for his appointment as an Independent Director of the Company.

Except Mr. Amrish Pandey Jain, being the appointee, none of the Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of this notice. The disclosure under Regulation 36 (3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 is annexed with the Notice.

In terms of Regulation 17 (11) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors of the Company recommends passing of the Resolution as Special Resolution to the shareholders of the Company.

Relationship with other Directors / KMP	Nil	Nil
Name of listed entities in which the person holds Directorship	Nil	Nil
Listed entities in which the person has resigned in the past three years	Nil	Nil
Skills and capabilities required for the role and the manner in which the Independent Director meets the requirement.	Not Applicable	Refer Explanatory Statement
Chairman / Member of Committee of the Board of Directors of the Company	Chairman of Risk Management Committee	Nil

Brief Resume of Mr. Ambrish Pandey Jain

Mr. Ambrish Pandey Jain was the Chief Operating officer of Vodafone Idea Ltd(Post merger) and held the position of deputy Managing Director prior to merger. He is responsible for PAN India circle operation and service delivery. He has been part of Escorts Ltd, Escotel Mobile Communications Ltd and Aircel Digilink India Ltd. He has held significant assignments in Idea Cellar Ltd, RPG Cellar. He was being awarded Outstanding leader award in 2011 and leader of leaders Award in 2014. He holds a B.Tech degree from the Indian Institute of Technology, Delhi, MBA from the Indian Institute of Management, Ahmedabad and an Advance Management programme from Harvard Business School, USA.

Brief Resume of Mr. Andrew Ralph England

Andrew Ralph England currently serves as Director of Intellect's subsidiary Intellect Design Arena Limited, UK and Head of Strategy iGTB. He joined us from McKinsey, where he was the External Senior Advisor of Transaction Banking.

Andrew brings with him an experience of running transaction banking in leading global banks. He has held the positions of Managing Director and Head of Transaction Banking at Lloyds Banking Group, Head of CEE Global Transaction Banking at Unicredit Group and Head of Cash & Trade Product at Deutsche Bank, where he was also an Executive Committee member for Global Transaction Banking. These roles followed on from a successful career of various leadership positions at Citi and Lloyds.

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