

Independent Auditor's Opinion

To the Members of UFO SOFTWARE TECHNOLOGIES PRIVATE LIMITED

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone Ind AS financial statements of UFO Software Technologies Private Limited ("the Company"), which comprise the Balance Sheet as at 31st March, 2019, and the Statement of Profit and Loss, Statement of Changes in Equity and Statement of Cash Flows and the for the year then ended, and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information (herein after referred to as "standalone Ind AS financial statements")

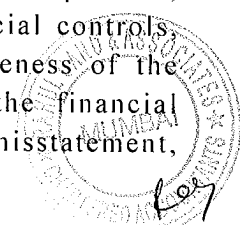
In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, and its profit / loss, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibility of Management for the IND AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.



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

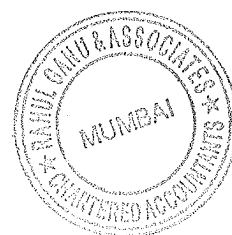
Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the Audit of the Ind AS financial statement

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

Report on Other Legal and Regulatory Requirements


1. As required by the Companies (Auditor's Report) Order, 2016 ("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 A, a statement on the matters specified in the paragraph 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, Statement of Profit, the Statement of Cash Flows and the 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 Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts), Rules, 2014, Companies (Indian Accounting Standards) Rules, 2015, as amended



for

- (e) On the basis of the written representations received from the directors as on 31st March, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164(2) of the Act. And,
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- The Company does not have any pending litigations which would impact its financial position.
 - The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - There was no requirement of transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For Rahul Ganu & Associates
Chartered Accountants
Firm Registration No.:120160W


Rahul A. Ganu
Proprietor
Membership No.:49909



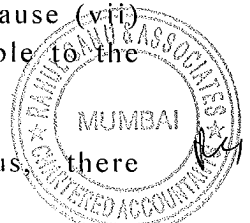
Place: Mumbai

Date: 17 MAY 2019

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

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

- (i) (a) The Company does not have fixed assets. Hence clause (a) relating to maintenance of records is not applicable.
- (b) The Company does not have fixed assets Hence clause relating to physical verification is not applicable. .
- (c) According to information and explanations given to us, there are no immovable properties held in the name of the company so the said clause is not applicable to the Company.
- (ii) According to information and explanations given to us, the Company does not own any inventory so the said clause is not applicable to the Company.
- (iii) (a) As per information and explanations provided to us, the company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Therefore in our opinion, the provisions of clause (iii) (b) and (c) of paragraph 3 of the aforesaid order are not applicable to the Company for the year under report.
- (iv) The Company has not granted any loans, made investments, provided guarantees or security and hence reporting under clause (iv) of the CARO 2016 Order is not applicable.
- (v) In our opinion and according to the information and explanations given to us, the company has not accepted deposits from the public within the meaning of directives issued by Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under. Therefore, in our opinion, the provisions of clause (v) of paragraph 3 of the aforesaid order are not applicable to the company for the year under report.
- (vi) The Central Government has not prescribed maintenance of cost records under sub section (1) of 148 of the Companies Act, for the company and therefore in our opinion, the provisions of clause (vi) of paragraph 3 of the aforesaid order are not applicable to the company for the year under report.
- (vii) (a) According to the information and explanations given to us, and on the basis of books and records examined by us, the company is not liable to pay Provident Fund, Employee's State Insurance, Income Tax, Sales Tax, Service Tax, duty of Customs, duty of Excise, Value Added Tax, Cess and other Statutory dues with appropriate authorities. Therefore, in our opinion, the provisions of clause (vii) (a) of paragraph 3 of the aforesaid order are not applicable to the company for the year under report.
- (b) According to the information and explanations given to us, there



were no dues of Income Tax or Sales Tax or Service Tax or duty of Customs or duty of Excise or Value Added Tax which have not been deposited on account of any dispute.

- (viii) The Company has not have availed any loans and / or borrowings from financial institution, bank, government or debenture holders, accordingly Paragraph 3 (viii) of the order is not applicable to the Company.
- (ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year, accordingly paragraph 3 (ix) of the Order is not applicable to the Company.
- (x) According to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our Audit.
- (xi) According to the information and explanations given to us, the Company has not paid or provided managerial remuneration which requires approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, accordingly in our opinion, the provisions of clause (xi) of paragraph 3 of the aforesaid order are not applicable to the company for the year under audit.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company, accordingly paragraph 3(xii) of the Order is not applicable.
- (xiii) According to the information and explanations given to us, there are no transactions with related parties so the said clause is not applicable to the Company.
- (xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him, accordingly, paragraph 3 (xv) of the Order is not applicable to the Company.

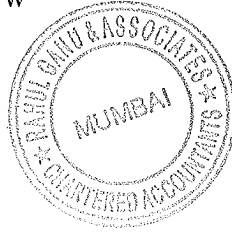


(xvi) The Company is not required to be registered under section 45 – IA of the Reserve Bank of India Act, 1934 and accordingly paragraph 3 (xvi) of the Order is not applicable to the company.

For Rahul Ganu & Associates
Chartered Accountants
Firm Registration No.: 120160W



Rahul Ganu
Proprietor
Membership No.:049909



Place: Mumbai

Date: 17 MAY 2019

Annexure - B to the Auditors' Report

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

We have audited the internal financial controls over financial reporting of UFO Software Technologies Private Limited ("the Company") as of 31 March 2019 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

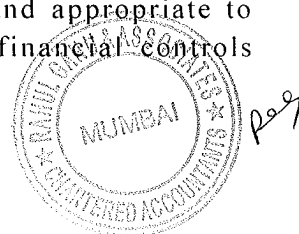
The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial 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 company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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



Meaning of Internal Financial Controls over Financial Reporting

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

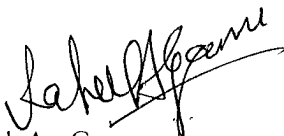
Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Rahul Ganu & Associates
Chartered Accountants
Firm Registration No.:120160W


Rahul A. Ganu
Proprietor
Membership No.:49909
Place: Mumbai
Date:



17 MAY 2019

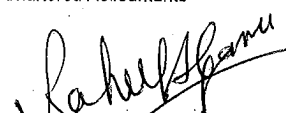
UFO Software Technologies Private Limited
Balance sheet as at 31 March 2019

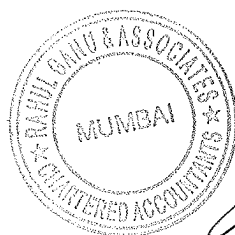
Particulars	Notes	31 March 2019 Rupees	31 March 2018 Rupees
I. ASSETS			
Non-current assets			
Property, plant and equipment		-	1
Capital work-in-progress		-	-
Intangible assets		-	-
Investment in Subsidiaries, Associates and Joint venture		-	-
Financial Assets		-	-
(i) Loans		-	-
(ii) Others financial assets		-	-
Deferred tax assets (net)		-	-
Other non-current assets		-	-
Total Non-Current Assets (A)		-	1
Current Assets			
Inventories		-	-
Financial Assets		-	-
(i) Investments	2	-	-
(ii) Trade receivables		-	-
(iii) Cash and cash equivalents	3	34,18,806	33,54,413
(iii) Bank balances other than (iii) above		-	-
(iv) Loans		-	-
(v) Others financial assets	4	3,42,591	2,94,150
Other current assets	5	41,958	-
Total Current Assets (B)		38,03,355	36,48,563
Total Assets (A+B)		38,03,355	36,48,564
EQUITY AND LIABILITIES			
Equity			
a) Equity Share Capital	6	24,82,190	24,82,190
b) Other Equity	7	9,62,665	8,69,374
Total Equity (C)		34,44,855	33,51,564
Non-current liabilities			
Financial Liabilities			
(i) Borrowings		-	-
(ii) Other financial liabilities		-	-
Provisions		-	-
Other non-current liabilities		-	-
Total non-current liabilities		-	-
Current liabilities			
Financial Liabilities			
(i) Borrowings		-	-
(ii) Trade payables		-	-
(iii) Other financial liabilities		-	-
Provisions	8	3,58,500	2,97,000
Other current liabilities		-	-
Total current liabilities		3,58,500	2,97,000
Total Liabilities (D)		38,03,355	36,48,564
Total equity and liabilities (C+D)		38,03,355	36,48,564
Summary of significant accounting policies	2.1		

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

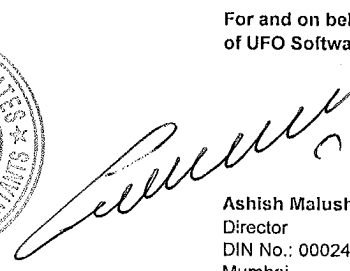
As per our report of even date


For Rahul Ganu & Associates
ICAI Firm Registration No.: 120160W
Chartered Accountants


Rahul A. Ganu
Proprietor
Membership No.: 49909
Mumbai
Date: 17th May 2019



For and on behalf of the Board of Directors
of UFO Software Technologies Private Limited


Ashish Malushte
Director
DIN No.: 00024923
Mumbai
Date: 17th May 2019


Sushil Agrawal
Director
DIN No.: 00003163
Mumbai
Date: 17th May 2019

UFO Software Technologies Private Limited
Statement of profit and loss for the year ended 31 March 2019

	Notes	31 March 2019 Rupees	31 March 2018 Rupees
Income			
Revenue from operations		-	-
Other income	9	2,32,053	1,93,977
Total Income (I)		2,32,053	1,93,977
Expenses			
Operating direct cost			
Employee benefits expense			
Other expenses	10	88,762	20,005
Total expenses (II)		88,762	20,005
Earnings before interest, tax, depreciation and amortization (EBITDA) (I-II)		1,43,291	1,73,972
Depreciation and amortization expense			
Finance costs			
Finance income			
Profit before tax		1,43,291	1,73,972
Tax expense:			
- Current tax		50,000	50,000
- Deferred tax			
Profit for the period		93,291	1,23,972
Other Comprehensive Income / (Loss)			
A (i) Items that will not be reclassified to profit or loss			
(ii) Income tax relating to items that will not be reclassified to profit or loss			
(iii) Remeasurements of the defined benefit plans			
B (i) Items that will be reclassified to profit or loss			
(ii) Income tax relating to items that will be reclassified to profit or loss			
Total Comprehensive Income for the period		93,291	1,23,972

Summary of Significant Accounting Policies

Earnings per equity share (of Rs 10 each)

(1) Basic	0.38	0.50
(2) Diluted	0.38	0.50

Summary of significant accounting policies

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

As per our report of even date

For **Rahul Ganu & Associates**
ICAI Firm Registration No.: 120160W
Chartered Accountants

Rahul A. Ganu
Proprietor
Membership No.: 49909
Mumbai
Date: 17th May 2019



For and on behalf of the Board of Directors
of **UFO Software Technologies Private Limited**

Ashish Malushte
Director
DIN No.: 00024923
Mumbai
Date: 17th May 2019

Sushil Agrawal
Director
DIN No.: 00003163
Mumbai
Date: 17th May 2019

UFO Software Technologies Private Limited
Cash flow statement for the year ended 31 March 2019

	31 March 2019 Rupees	31 March 2018 Rupees
Cash flow from / (used in) operating activities		
Profit before Tax	1,43,291	1,73,972
Adjustments to reconcile profit before tax to net cash flows		
Interest income	(2,32,053)	(1,93,977)
Operating profit before working capital changes	(88,762)	(20,005)
Movements in working capital :		
Increase / (Decrease) in Other Current Assets, Loans & Advances	(90,399)	(31,100)
(Increase) / Decrease in Liabilities and Provisions	26,760	79,270
Cash generated from operations	(1,52,401)	28,165
Direct taxes paid (net of refunds)	(15,260)	(17,770)
Net cash flow from operating activities (A)	(1,67,661)	10,395
Cash flow from / (used in) investing activities		
Income from Investing Activities	2,32,053	1,93,977
Writing Off Fixed Assets	1	-
Investment in Fixed Deposit	(33,98,873)	(32,00,000)
Maturity of bank deposits having original maturity more than 3 months (net)	32,00,000	30,50,000
Net cash flow used in investing activities (B)	33,181	43,977
Cash flow from / (used in) financing activities		
Net cash flow used in financing activities (C)	-	-
Net increase / (decrease) in cash and cash equivalent (A + B + C)	(1,34,480)	54,372
Cash and cash equivalents at the beginning of the year	1,54,413	1,00,041
Cash and cash equivalents at the end of the year	19,933	1,54,413
Components of cash and cash equivalents		
Cash on hand	526	526
Balance with banks:		
- on current accounts	19,407	1,53,887
- unpaid dividend account*	-	-
Cash and cash equivalents	19,933	1,54,413

Summary of significant accounting policies 2.1

Notes:

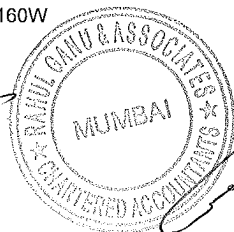
1. The above Cash flow statement has been prepared under the "Indirect Method" set out in IND AS - 7 " Cash Flow Statements"

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

As per our report of even date

For Rahul Ganu & Associates
ICAI Firm Registration No.:120160W
Chartered Accountants

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Date: 17th May 2019

UFO Software Technologies Private Limited
Statement of Changes in Equity for the year ended 31 March 2019

Particulars	Amount
a) Equity Share Capital	
Particulars	
Balance as on 01 Apr 2017	24,82,190
Shares issued during the year	-
Balance as at 31 Mar 2018	24,82,190
Shares issued during the year	-
Balance as at 31 Mar 2019	24,82,190

b) Other Equity

Particulars	General Reserve	Securities Premium	Retained Earnings	Other Comprehensive Income	Capital Redemption Reserve	Total
As at 01 April 2017	-	-	7,45,401	-	-	7,45,401
Profit for the year 2017-18			1,23,972			1,23,972
Transfer to General Reserve			-			-
Other Comprehensive Income			-			-
Payment of Dividends			-			-
Balance at 31 March 2018			8,69,374			8,69,374
Profit for the year 2018-19			93,291			93,291
Transfer to General Reserve			-			-
Other Comprehensive Income			-			-
Payment of Dividends			-			-
Balance at 31 March 2019			9,62,665			9,62,665

For Rahul Ganu & Associates
ICAI Firm Registration No.:120160W
Chartered Accountants



Rahul A. Ganu
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Mumbai
Date: 17th May 2019

UFO Software Technologies Private Limited

Notes to financial statements as at and for the year ended 31 March 2019

1. Corporate information

UFO Software Technologies Private Limited ('the Company') is a private limited company domiciled in India and incorporated under the provisions of the Companies Act applicable in India. The Company is in the business of providing software solutions and development. The registered office of the Company is located at 30, National Storage Building, Tulsi Pipe Road, Mumbai 400016, Maharashtra, India.

2. Significant accounting policies

2.1 Basis of preparation

The Separate financial statement of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) (Amendment) Rules, 2016, notified under Section 133 of the Companies Act, 2013, the relevant provisions of the Companies Act, 2013 ("the Act") under historical cost convention on the accrual basis.

Effective April 01, 2017, the company has adopted all the Ind AS standards and the adoption was carried out in accordance with Ind AS 101, First Time adoption of Indian Accounting Standards with April 01, 2016 as the transition date. The Company has availed first time adoption exemption as per Ind AS 101. The transition was carried out from Indian Accounting Principles generally accepted in India as prescribed under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (IGAAP) which was the previous GAAP.

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 accounting policy hitherto in use.

The SFS presented on a going concern basis and are presented in 'INR'.

2.2 Classification of Assets and Liabilities as Current and Non-Current:

All assets and liabilities are classified as current or non-current as per the Company's normal operating cycle, and other criteria set out in Schedule III of the Companies Act, 2013. Based on the nature of products and the time lag between the acquisition of assets for processing and their realisation in cash and cash equivalents, 12 months period has been considered by the Company's as its normal operating cycle.

2.3 Summary of significant accounting policies

(a) Use of estimates

The preparation of financial statements in conformity with Ind AS requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenue, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.



(b) Property Plant and equipment

Property Plant and equipment are stated at cost, net accumulated depreciation and accumulated impairment losses, if any. The cost comprises the purchase price, borrowing cost if capitalisation criteria are met and directly attributable cost of bringing the asset to its working condition for its intended use. Borrowing costs relating to acquisition of Property Plant and equipment which takes substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciate them separately based on their specific useful lives.

Items of stores and spares that meet the definition of property, plant and equipment are capitalized at cost and depreciated over their useful life. Otherwise, such items are classified as inventories. Capital work in progress is stated at cost.

Gains or losses arising from derecognition of an Property Plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

The Company identifies and determines cost of each component separately, if the component has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset.

(c) Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any.

(d) Depreciation on Property Plant and equipment

Depreciation has been provided based on life assigned to each asset in accordance with Schedule II of the Companies Act, 2013.

(e) Impairment of non-financial assets

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

(f) Foreign Currency Transactions

Foreign Currency transactions are accounted at exchange rates prevailing on the date of transaction. Current assets and liabilities are restated at the rates prevailing at the year end. Foreign currency monetary assets and liabilities are translated at year end exchange rates. Exchange difference arising on settlement of transactions and translation of monetary items are recognized as income or expenditure in the year in which they arise. In case of Forward exchange contract, the premium or discount arising at the inception of such forward contract is amortised as expense or income over the life of the contract.



1. Corporate information

UFO Software Technologies Private Limited ('the Company') is a private limited company domiciled in India and incorporated under the provisions of the Companies Act applicable in India. The Company is in the business of providing software solutions and development. The registered office of the Company is located at 30, National Storage Building, Tulsi Pipe Road, Mumbai 400016, Maharashtra, India.

2. Significant accounting policies

2.1 Basis of preparation

The Separate financial statement of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) (Amendment) Rules, 2016, notified under Section 133 of the Companies Act, 2013, the relevant provisions of the Companies Act, 2013 ("the Act") under historical cost convention on the accrual basis.

Effective April 01, 2017, the company has adopted all the Ind AS standards and the adoption was carried out in accordance with Ind AS 101, First Time adoption of Indian Accounting Standards with April 01, 2016 as the transition date. The Company has availed first time adoption exemption as per Ind AS 101. The transition was carried out from Indian Accounting Principles generally accepted in India as prescribed under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (IGAAP) which was the previous GAAP.

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 accounting policy hitherto in use.

The SFS presented on a going concern basis and are presented in 'INR.

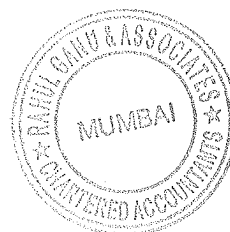
2.2 Classification of Assets and Liabilities as Current and Non-Current:

All assets and liabilities are classified as current or non-current as per the Company's normal operating cycle, and other criteria set out in Schedule III of the Companies Act, 2013. Based on the nature of products and the time lag between the acquisition of assets for processing and their realisation in cash and cash equivalents, 12 months period has been considered by the Company's as its normal operating cycle.

2.3 Summary of significant accounting policies

(a) Use of estimates

The preparation of financial statements in conformity with Ind AS requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenue, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.



(b) Property Plant and equipment

Property Plant and equipment are stated at cost, net accumulated depreciation and accumulated impairment losses, if any. The cost comprises the purchase price, borrowing cost if capitalisation criteria are met and directly attributable cost of bringing the asset to its working condition for its intended use. Borrowing costs relating to acquisition of Property Plant and equipment which takes substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciate them separately based on their specific useful lives.

Items of stores and spares that meet the definition of property, plant and equipment are capitalized at cost and depreciated over their useful life. Otherwise, such items are classified as inventories. Capital work in progress is stated at cost.

Gains or losses arising from derecognition of an Property Plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

The Company identifies and determines cost of each component separately, if the component has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset.

(c) Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any.

(d) Depreciation on Property Plant and equipment

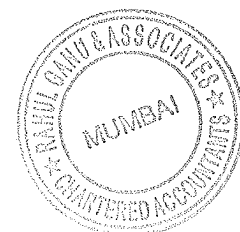
Depreciation has been provided based on life assigned to each asset in accordance with Schedule II of the Companies Act, 2013.

(e) Impairment of non-financial assets

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

(f) Foreign Currency Transactions

Foreign Currency transactions are accounted at exchange rates prevailing on the date of transaction. Current assets and liabilities are restated at the rates prevailing at the year end. Foreign currency monetary assets and liabilities are translated at year end exchange rates. Exchange difference arising on settlement of transactions and translation of monetary items are recognized as income or expenditure in the year in which they arise. In case of Forward exchange contract, the premium or discount arising at the inception of such forward contract is amortised as expense or income over the life of the contract.



(g) Leases

Where the Company is the lessee

Leases, where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognized as an expense in the statement of profit and loss on a straight-line basis over the lease term.

Where the Company is the lessor

Assets subject to operating leases are included in property plant and equipment. Lease income is recognized in the statement of profit and loss on a straight-line basis over the lease term. Costs, including depreciation are recognized as an expense in the statement of profit and loss. Initial direct costs such as legal costs, brokerage costs, etc. are recognized immediately in the statement of profit and loss.

(h) Inventories

Inventories comprise of traded goods, stores and spares are valued at cost or at net realisable value whichever is lower. Cost of traded goods, stores and spares is determined on weighted average basis. Stores and spares, which do not meet the definition of property, plant and equipment, are accounted as inventories. Net realizable value is the estimated selling price in the ordinary course of business and estimated costs necessary to make the sale.

(i) Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment.

Sale of goods

Revenue from sale of goods is recognized when the significant risks and rewards of ownership of the goods have been passed to the buyer as per the terms of contract and no uncertainty exists regarding the amount of consideration that will be derived from sale of goods. Sales are recorded net of returns, trade discounts.

The Company recognizes revenue from sales of equipment, traded goods and spares as and when these are dispatched/issued to customers.

Interest Income

For all financial instruments measured at amortised cost, interest income is recorded using the effective interest (EIR), which is the rate that exactly discounts the estimated future cash payments or receipts through the expected life of the financial instrument to the gross carrying amount of the financial asset.

Other than above interest income is recognised on the time proportion basis taking into account the amount outstanding and the rate applicable. Interest income is included in finance income in the statement of profit and loss.

Dividends

Dividend income is recognized when the Company's right to receive dividend is established.

Investments

- Long Term Investments, if any are stated at cost.
- Current Investments, if any are stated at lower of cost or market value.
- Interest on investments are booked on a time proportion basis taking into account the amounts invested and the rate of interest.



(j) Income taxes

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961. The tax rates and tax laws use to compute the amount are those that are enacted or substantively enacted, at the reporting date. Deferred income taxes reflect the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. A. Deferred tax assets are recognised for all deductible temporary differences and the carry forward of 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 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 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.

Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable.

The carrying amount of deferred tax assets are reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the assets to be recovered.

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 tax assets and deferred taxes relate to the same taxable entity and the same taxation authority.

Current and deferred tax are recognised in the Statement of Profit and Loss, except when the same relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax relating to such items are also recognised in other comprehensive income or directly in equity respectively.

Minimum alternate tax (MAT):

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Company recognizes MAT credit as an asset it is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement". as per deferred tax assets he Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent that it is no longer probable that it will pay normal tax during the specified period.

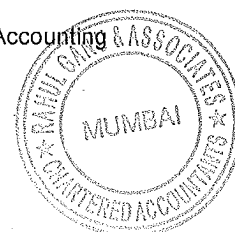
(k) Miscellaneous Expenditure written off

Preliminary expenses, if any, incurred during the financial year are written off to the Profit and Loss Account during the year, in accordance with Accounting Standard – 26 issued by The Institute of Chartered Accountants of India. However no such adjustments were made during the year.

(l) Business Segment

The Company is mainly engaged in the business of Software Development.

As such, there are no separate reportable segments in accordance with the requirement of Accounting Standard 17 on Segment Reporting, issued by The Institute of Chartered Accountants of India.



(m) Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period are adjusted for events of bonus issue; bonus element in a rights issue to existing shareholders; share split; and reverse share split (consolidation of 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 are adjusted for the effects of all dilutive potential equity shares.

(n) 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 investments with an original maturity of three months or less.

(o) Provisions

A provision is recognized when an enterprise has a present obligation 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. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These estimates are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

(p) Contingent liabilities

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

(q) Borrowing cost

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

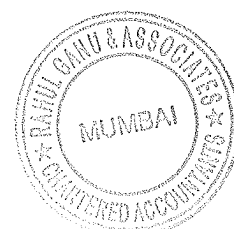
Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period they occur.

(r) Staff Benefit

Staff benefits comprising contribution to PF, ESIC, Gratuity and Leave Encashment are not applicable to the company and hence, no provision has been made.

(s) Measurement of EBITDA

As per Guidance Note on Division II- Ind As Schedule III to the Companies Act 2013, the Company has elected to present earnings before interest, tax, depreciation and amortization (EBITDA) as a separate line item on the face of the statement of profit and loss. The Company measures EBITDA on the basis of profit from continuing operations. In its measurement, the Company does not include depreciation and amortization expense, finance costs, finance income and tax expense.



UFO Software Technologies Private Limited

Notes to financial statements as at and for the year ended 31 March 2019

(t) Significant Accounting Judgements, Estimates and Assumptions:

The preparation of standalone financials, in conformity with the Ind AS, requires judgements, estimates and assumptions to be made, that affect the reported amounts of assets and liabilities on the date of the standalone financials, the reported amounts of revenues and expenses during the reporting period and the disclosures relating to contingent liabilities as of the date of the standalone financials. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in outcomes different from the estimates. Difference between actual results and estimates are recognized in the period in which the results are known or materialise. Estimates and underlying assumptions are reviewed on an ongoing basis. Any revision to accounting estimates is recognised prospectively in the current and future periods.

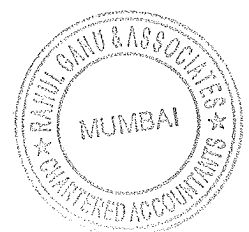
(u) Judgements:

In the process of applying the Company's accounting policies, the management makes judgements, which have the most significant effect on the amounts recognised in the statement financials

(v) 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 asset and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the Standalone financials 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.

Figures of the previous year have been reworked, regrouped, rearranged and reclassified wherever necessary.



1. Property, Plant and Equipment

	31 March 2019 Rupees	31 March 2018 Rupees
Tangible Assets		
Gross Block		
Computer Systems	1,42,004	1,42,004
Total - Gross Block	1,42,004	1,42,004
Accumulated Depreciation and Impairment		
Computer Systems	1,42,004	1,42,003
Total - Accumulated Depreciation and Impairment	1,42,004	1,42,003
Computer Systems	-	1
Total - Tangible Assets	-	1

2. Financial Assets - Current investments

	31 March 2019 Rupees	31 March 2018 Rupees
	-	-
	-	-

3. Financial Assets - Cash & Cash Equivalents

	31 March, 2019 Rupees	31 March 2018 Rupees
Cash and cash equivalents		
Balances with banks :		
– On current accounts	19,407	1,53,887
– On Other accounts	33,98,873	32,00,000
Cash on hand	526	526
	34,16,806	33,54,413

4. Financial Assets - Other

	31 March, 2019 Rupees	31 March 2018 Rupees
Income Tax	2,61,986	2,23,520
Interest accrued but not due on fixed deposit	80,605	70,630
	3,42,591	2,94,150

5. Other Current Assets

	31 March, 2019 Rupees	31 March 2018 Rupees
Advance given to creditors	41,958	-
	41,958	-

6. Equity Share Capital

	31 March 2019 Rupees	31 March 2018 Rupees
Authorised share capital		
2,50,000 (31 March 2018 : 2,50,000) Equity Shares of Rs. 10/- each fully Paid up	25,00,000	25,00,000
	25,00,000	25,00,000
Share capital		
Issued, subscribed and fully paid up shares	24,82,190	24,82,190
Total issued, subscribed and fully paid up share capital	24,82,190	24,82,190

The Company has only one class of equity share having a par value of Rs 10 per share. Members of the Company holding equity share capital therein have right to vote on every resolution placed before the Company and right to receive dividend.

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

(a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Equity shares	31 March 2019 No.	31 March 2018 No.	31 March 2019 Rupees	31 March 2018 Rupees
At the beginning of the year	2,48,219	2,48,219	24,82,190	24,82,190
Issued during the year				
Outstanding at the end of the year	2,48,219	2,48,219	24,82,190	24,82,190



a. Details of shares held by its holding Company, ultimate holding Company and their subsidiaries/associates are as below:

Particulars	Nature of Relationship	31 March 2019	31 March 2018
Equity Shares	Holding Company	2,38,219	2,38,219

b. Details of shares in the Company held by each shareholder holding more than 5 percent shares in the Company :

Name of Shareholders	31 March 2019		31 March 2018	
	No of shares held	% of holding	No of shares held	% of holding
UFO International Limited*			2,38,219	96
UFO Moviez India Limited*	2,38,219	96		

On June 22, 2018, the National Company Law Tribunal (NCLT) has approved the Scheme of Arrangement for the amalgamation of UFO Moviez India Limited's wholly owned subsidiary UFO International Limited ("UIL") with the Company ("the Scheme")

Consequent to fulfilment of all the conditions relating to the Scheme including filing of certified copy of the order with the registrar of companies, the Scheme is effective on June 29, 2018 with effect from the appointed date of April 01, 2016 for the amalgamation of UIL with the Company.

2.2. The Company has not reserved shares for issue under options and contracts/ commitments for the sale of Shares/ disinvestments.

2.3 As on Balance sheet date the Company did not issue any equity shares as fully paid pursuant to contracts, without payment being received in cash or any fully paid bonus shares

7. Other Equity

	31 March 2019	31 March 2018
	Rupees	Rupees
Balance as per last financial statement	8,69,374	7,45,401
Add: Net (Loss)/ Profit during the year	93,291	1,23,972
Closing Balance	9,62,665	8,69,374

8. Short Term Provision

	31 March, 2019	31 March 2018
	Rupees	Rupees
Provisions for Employee Benefits		
Income Tax provision	3,24,000	2,74,000
For expenses		
Audit fees payable	34,500	23,000
	3,58,500	2,97,000

9. Other income

	31 March 2019	31 March 2018
	Rupees	Rupees
Other Non- operating Income	2,32,053	1,93,977
Interest Received		
	2,32,053	1,93,977

10. Other expenses

	31 March 2019	31 March 2018
	Rupees	Rupees
Audit remuneration	11,500	11,500
Filing Charges	5,030	5,555
Legal & Professional Charges	71,512	2,950
Revenue Stamp Expenses	720	
	88,762	20,005

11. Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances) Rs. Nil (31st March 2018 :Rs. Nil)

12. Earning Per Share

The following reflects the profit and share data used in the basic and diluted EPS computations:

	31 March 2019	31 March 2018
	Rupees	Rupees
Basic		
Net profit after tax as per statement of profit and loss for calculation of basic EPS	93,291	1,23,972
Less : dividends on convertible preference shares and tax thereon		
Net profit for calculation of basic EPS	93,291	1,23,972
Weighted average number of equity shares in calculating basic EPS	2,48,219	2,48,219
Earning per share	0.38	0.50
Diluted		
Net profit for calculation of basic EPS	93,291	1,23,972
Add : dividends on convertible preference share		
Net profit for calculation of diluted EPS	93,291	1,23,972
Weighted average number of equity shares in calculating basic EPS	2,48,219	2,48,219
Earning per share	0.38	0.50



13. Related Party

Names of the related parties and description of relationship:-

Name of the Related Party	Relationship
UFO Moviez India Limited	Holding Companies
Mr. Ashish Malushte Mr. Sushil Kumar Agrawal	Key Management Personnel (Board of Directors)

There are no transactions with related parties during the current and previous financial year.

14. In the opinion of the Board of Directors, current assets, loans and advances are approximately of value as stated, if realized in the ordinary course of business and the provision for all known liabilities is made and the same is not in excess of the amount reasonably necessary and there are no personal expenses debited to Profit & Loss Account.

15. Micro, Small and Medium Enterprises Development Act, 2006:

Under the Micro, Small and Medium Enterprises Development Act, 2006 read with notification 8/7/2006 - CDN dated May 17, 2007, certain disclosures are required to be made relating to Micro, Small and Medium enterprises. The Company is in the process of compiling relevant information from its suppliers about their coverage under the said Act. Since the relevant information is not readily available, no disclosures have been made in the accounts. However, in the view of the management, the impact of interest, if any, that may be payable in accordance with the provisions of this Act is not expected to be material.

16. Figures of the previous year have been reworked, regrouped, rearranged and reclassified wherever necessary to correspond with the current year's classification/ disclosure.

17. Value of imports by the company during the year calculated on CIF basis, in respect of raw materials, of components and spare parts : Rs. Nil (31st March 2018 : Rs. Nil)

18. Expenditure in foreign currency during the year on account of royalty, know-how, professional consultation fees and other matters :Rs. Nil (31st March 2018 : Rs. Nil)

19. Value of imported raw materials, spare parts and components consumed during the year: Rs. Nil (31st March 2018 : Rs. Nil)

20. Amount remitted during the year in foreign currency on account of dividends : Rs. Nil (31st March 2018 : Rs. Nil)

21. Earnings in foreign exchange:

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Export of goods calculated on FOB basis	Nil	Nil
Royalty, know-how and professional and consultation fees	Nil	Nil
Interest and Dividend	Nil	Nil
Other Income	Nil	Nil

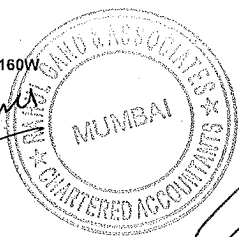
22. Payment to auditors

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
For Audit	11,500	11,500
Total	11,500	11,500

23. No provision for impairment of assets of the company is required, as in the opinion of the management, realizable value of all the assets and their net present value of estimated future cash flows expected to arise from the assets taken as a whole will realize at least the value at which they appear in the books of accounts in aggregate, as required by Accounting Standard 28 on 'Impairment of Assets' issued by the Institute of Chartered Accountants of India.

For Rahul Ganu & Associates
ICAI Firm Registration No.:120160W
Chartered Accountants

Rahul A. Ganu
Proprietor
Membership No.: 49909
Mumbai
Date: 17th May 2019



For and on behalf of the Board of Directors
of UFO Software Technologies Private Limited

Ashish Malushte
Director
DIN No.: 00024923
Mumbai
Date: 17th May 2019

Sushil Agrawal
Director
DIN No.: 00003163
Mumbai
Date: 17th May 2019