B S R & Co. LLP
Chartered Accountants

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Independent Auditor's Report

To the Members of Matrix Business Services India Private Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Matrix Business Services India Private Limited (the "Company") which comprise the balance sheet as at 31 March 2024, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("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 31 March 2024, and its profit and other comprehensive 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 Act. Our responsibilities under those SAs 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 Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Management's and Board of Directors'/Board of Trustees' Responsibilities for the Financial Statements

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these 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 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 the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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.

Other Matter

a. The financial statements of the Company for the year ended 31 March 2023 were audited by the predecessor auditor who had expressed an unmodified opinion on 16 June 2023.

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 Section 143(11) of the Act, we give in the "Annexure A" a statement

on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2 A. 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, except that the back-up of the books of account and other relevant books and papers in electronic mode has not been kept on servers physically located in India on a daily basis for certain number of days during 13 April 2023 to 30 October 2023 and for the matters stated in the paragraph 2(B)(f) below on reporting under Rule 11 (g) of the Companies (Audit and Auditors) Rules, 2014.

c. The balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account.

d. In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.

e. On the basis of the written representations received from the directors as on 31 March 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2024 from being appointed as a director in terms of Section 164(2) of the Act.

f. the reservation relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2A(b) above on reporting under Section 143(3)(b) and paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

B. 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:

a. The Company has disclosed the impact of pending litigations as at 31 March 2024 on its financial position in its financial statements - Refer Note 31 to the financial statements.

b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

d (i) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 26 to the financial statements, 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 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.

(ii) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 26 to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

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(iii) Based on the audit procedures performed that have been 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 (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.

e. The Company has neither declared nor paid any dividend during the year.

f. Based on our examination which included test checks, the Company has used accounting softwares for maintaining its books of account which has a feature of recording audit trail (edit log) facility except (a) in the absence of an independent auditor's report in relation to controls at a service organization for an accounting software used for maintaining the books of accounts relating to payroll records, which is operated by a third-party software service provider. (b) an ancillary accounting software for revenue recognition of Employee Background Checks (EBGC) segement does not have the feature of recording the audit trail log. Consequently, we are unable to comment on audit trail feature of the said payroll and revenue recognition softwares. For accounting software for which audit trail feature is enabled, the audit trail facility has been operating throughout the year for all relevant transactions recorded in the software and we did not come across any instance of audit trail feature being tampered with during the course of our audit.

C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid/payable to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Pratima Narang

Pratima Narang
Partner
Membership No.: 226898
ICAI UDIN:24226898BKHJCI3379

Place: Chennai
Date: 30 April 2024

Annexure A to the Independent Auditor's Report on the Financial Statements of Matrix Business Services India Private Limited for the year ended 31 March 2024

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(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.

(i) (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified in a phased manner over a period of three years. In accordance with this programme, all property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No discrepancy was noticed on such verification.

(c) The Company does not have any immovable property (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee). Accordingly, clause 3(i)(c) of the Order is not applicable.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(i) (a) The Company is a service company, primarily rendering Employee Background Verification services and Audit & Assurance services. Accordingly, it does not hold any physical inventories. Accordingly, clause 3(ii)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks or financial institutions are in agreement with the books of account of the Company.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnership or any other parties during the year. The Company has made investments in companies, in respect of which the requisite information is as below. The Company has not made any investments in firms, limited liability partnership or any other parties.

(a) Based on the audit procedures carried on by us and as per the information and explanations given to us the Company has made investments as below:

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Annexure A to the Independent Auditor's Report on the Financial Statements of Matrix Business Services India Private Limited for the year ended 31 March 2024 *(Continued)*

Particulars	Investment (Rs. million)
Aggregate amount of investments during the year – Fellow Subsidiaries Denave India Private Limited	250
Investment balance outstanding as at balance sheet date – Fellow Subsidiaries Denave India Private Limited	250

**As per the Companies Act, 2013*

(b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the investments made during the year and the terms and conditions of the investments during the year are, prima facie, not prejudicial to the interest of the Company. The Company has not provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured during the year.

(c) the Company has not provided any loans or advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnership or any other parties during the year, hence reporting under clause (iii) (c) is not applicable.

(d) the Company has not provided any loans or advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnership or any other parties during the year, hence reporting under clause (iii) (d) is not applicable.

(e) the Company has not provided any loans or advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnership or any other parties during the year, hence reporting under clause (iii) (e) is not applicable.

(f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, 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.

(iv) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not given any loans, or provided any guarantee or security as specified under Section 185 and 186 of the Companies Act, 2013 ("the Act"). In respect of the investments made by the Company, in our opinion the provisions of Section 186 of the Act have been complied with.

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

(vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act for the services provided by it. Accordingly, clause 3(vi) of the Order is not applicable.

(vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.

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Annexure A to the Independent Auditor's Report on the Financial Statements of Matrix Business Services India Private Limited for the year ended 31 March 2024 *(Continued)*

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues have generally been regularly deposited with the appropriate authorities, though there have been slight delays in a few cases of Income Tax - Tax deducted at source, Professional tax and Labour welfare fund.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues were in arrears as at 31 March 2024 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, statutory dues relating to Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues which have not been deposited on account of any dispute are as follows:

Name of the statute	Nature of the dues	Gross Demand (Rs. millions)*	Period to which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	16.61	AY 20-21	CIT (A)

*Net demand amount adjusted against the refund receivable by the Company for the AY 2021-22 by the department.

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

(ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company did not have any loans or borrowings from any lender during the year. Accordingly, clause 3(ix)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

(c) According to the information and explanations given to us by the management, the Company has not obtained any term loans during the year. Accordingly, clause 3(ix)(c) of the Order is not applicable.

(d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) The Company does not hold any investment in any subsidiaries, associates or joint ventures (as defined under the Act) during the year ended 31 March 2024. Accordingly, clause 3(ix)(e) is not applicable.

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Annexure A to the Independent Auditor's Report on the Financial Statements of Matrix Business Services India Private Limited for the year ended 31 March 2024 *(Continued)*

(f) The Company does not hold any investment in any subsidiaries, associates or joint ventures (as defined under the Act) during the year ended 31 March 2024. Accordingly, clause 3(ix)(f) is not applicable.

(x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of 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. Accordingly, clause 3(x)(b) of the Order is not applicable.

(xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) Based on the information and explanations provided to us, the Company does not have a vigil mechanism and is not required to have a vigil mechanism as per the Act or SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till date for the period under audit.

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.

(b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Resèrve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.

(d) The Company is not part of any group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016 as amended). Accordingly, the requirements of clause 3(xvi)(d) are not applicable.

(xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.

(xviii) There has been resignation of the statutory auditors during the year and there were no issues , objections or concerns raised by the outgoing auditors.

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Annexure A to the Independent Auditor's Report on the Financial Statements of Matrix Business Services India Private Limited for the year ended 31 March 2024 *(Continued)*

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, 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 the 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) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For **B S R & Co. LLP**

Chartered Accountants

Firm's Registration No.:101248W/W-100022

Pratima Narang

Pratima Narang

Partner

Membership No.: 226898

ICAI UDIN:24226898BKHJCI3379

Place: Chennai

Date: 30 April 2024

Annexure B to the Independent Auditor's Report on the financial statements of Matrix Business Services India Private Limited for the year ended 31 March 2024

Report on the internal financial controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

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

Opinion

We have audited the internal financial controls with reference to financial statements of Matrix Business Services India Private Limited ("the Company") as of 31 March 2024 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2024, based on the internal financial controls with reference to financial statements 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 (the "Guidance Note").

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

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

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 financial statements.

Meaning of Internal Financial Controls with Reference to Financial Statements

A company's internal financial controls with reference to financial statements is a process designed to

Annexure B to the Independent Auditor's Report on the financial statements of Matrix Business Services India Private Limited for the year ended 31 March 2024 *(Continued)*

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

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

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

For **B S R & Co. LLP**

Chartered Accountants

Firm's Registration No.:101248W/W-100022

Pratima Narang

Pratima Narang

Partner

Place: Chennai

Membership No.: 226898

Date: 30 April 2024

ICAI UDIN:24226898BKHJCI3379

Matrix Business Services India Private Limited

Balance sheet as at March 31, 2024

(All amounts are in Millions of Indian Rupees unless otherwise stated)

	Note	As at March 31, 2024	As at March 31, 2023
ASSETS			
Non-current assets			
Property, plant and equipment	3(a)	28.11	38.63
Other Intangible assets	3(b)	3.09	10.97
Capital work-in-progress	4(a)	9.07	-
Intangible assets under development	4(b)	5.18	2.27
Right-of-use assets	5	71.72	93.11
Financial assets			
- Investments	6	250.00	-
- Other financial assets	7	6.60	47.33
Deferred tax assets, net	18	16.40	11.99
Other tax assets, net	8	38.32	31.81
Other non-current assets	9	1.68	2.79
Total non-current assets		**430.17**	**238.90**
Current assets			
Financial assets			
- Trade receivables	10	371.27	358.95
- Cash and cash equivalents	11 (a)	96.92	103.25
- Bank balances other than cash and cash equivalents	11 (b)	-	131.57
- Other financial assets	7	13.06	10.30
Other current assets	9	17.74	14.25
Total current assets		**498.99**	**618.32**
Total assets		**929.16**	**857.22**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	12	3.84	3.84
Other equity	12	648.82	590.41
Total equity		**652.66**	**594.25**
Liabilities			
Non-current liabilities			
Financial liabilities			
- Lease liabilities	13	58.45	70.14
Provisions	17	7.58	-
Total non-current liabilities		**66.03**	**70.14**
Current liabilities			
Financial liabilities			
- Lease liabilities	13	20.86	27.82
- Trade payables			
Total outstanding dues of micro enterprises and small enterprises; and	15	3.78	2.02
Total outstanding dues of creditors other than micro enterprises and small enterprises	15	59.58	39.91
- Other financial liabilities	14	83.36	77.77
Other current liabilities	16	27.44	29.64
Provisions	17	15.45	15.67
Total current liabilities		**210.47**	**192.83**
Total liabilities		**276.50**	**262.97**
Total equity and liabilities		**929.16**	**857.22**

Material accounting policies — 1 and 2

The notes from 1 to 35 are an integral part of these financial

As per our report of even date attached

for **B S R & Co. LLP**
Chartered Accountants
Firm's Registration no. 101248W/W-100022

Pratima Narang

Pratima Narang
Partner
Membership No. 226898

Place: Chennai
Date: April 30, 2024

for and on behalf of the Board of Directors of
Matrix Business Services India Private Limited
CIN : U74140TN2003PTC051482

P.C. Balasubramanian
Director
DIN: 00584548

Place: Chennai
Date: April 30, 2024

P. Ra ankar
CEO and Director
DIN:10501551

Place: Chennai
Date: April 30, 2024

Matrix Business Services India Private Limited

Statement of profit and loss for the year ended March 31, 2024

(All amounts are in Millions of Indian Rupees unless otherwise stated)

	Note	Year ended March 31, 2024	Year ended March 31, 2023
Income			
Revenue from operations	19	1,111.08	1,242.02
Other income	20	10.40	10.07
Total income		**1,121.48**	**1,252.09**
Expenses			
Employee benefits expense	21	486.87	472.61
Finance costs	22	8.61	6.69
Depreciation and amortization expense	23	58.00	49.91
Other expenses	24	485.66	443.40
Total expenses		**1,039.14**	**972.61**
Profit before tax		**82.34**	**279.48**
Tax expense:			
Current tax	18	24.05	71.09
Deferred tax	18	(4.42)	(2.15)
Total tax expense		**19.63**	**68.94**
Profit for the year		**62.71**	**210.54**
Other comprehensive income (OCI)			
Items that will not be reclassified to profit or loss			
- Re-measurement gains/ (losses) on defined benefit plans	18	(4.30)	0.61
- Income tax effect on above	18	-	-
Total Other Comprehensive Income		**(4.30)**	**0.61**
Total Comprehensive Income for the year		**58.41**	**211.15**
Earnings per equity share			
(Face value of equity shares of Rs. 10/- each)			
Basic earnings per share (in Rs.)	25	163.43	523.21
Diluted earnings per share (in Rs.)	25	163.43	523.21

Material accounting policies 1 and 2

The notes from 1 to 35 are an integral part of these financial statements

As per our report of even date attached

for **B S R & Co. LLP**
Chartered Accountants
Firm's Registration no. 101248W/W-100022

Pratima Narang

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Place: Chennai
Date: April 30, 2024

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CIN : U74140TN2003PTC051482

P.C. Balasubramanian
Director
DIN: 00584548

Place: Chennai
Date: April 30, 2024

P. Ravishankar
CEO and Director
DIN:10501551

Place: Chennai
Date: April 30, 2024

Matrix Business Services India Private Limited

Statement of cash flows for the year ended March 31, 2024

(All amounts are in millions of Indian Rupees, except share data and as stated)

Particulars	Note	Year ended March 31, 2024	Year ended March 31, 2023
A. Cash flows from operating activities			
Profit before tax		**82.34**	**279.48**
Adjustments for:			
Depreciation on Property, plant and equipments and Intangible assets	23	26.31	24.09
Depreciation to Right- of- use of Assets	23	31.69	25.82
Finance costs	22	8.61	6.69
Bad debts written off	24	-	(1.18)
Loss allowance on trade receivables	24	0.47	1.73
Interest income	20	(5.64)	(8.60)
Loss on disposal of property, plant and equipment	20	-	0.35
Intangible asset under development written off	24	-	1.13
Unrealised foreign exchange (gain)		(0.37)	-
Operating profit before working capital changes		**143.41**	**329.51**
Adjustments for changes in working capital:			
(Increase) / Decrease in trade receivables		(12.33)	0.29
Decrease in other financials assets		37.97	16.26
(Increase) in other assets		(2.38)	(0.40)
Increase/ (Decrease) in trade payables		21.43	(5.25)
(Decrease) in other financial liabilities		(3.76)	(31.21)
(Decrease) / Increase in other liabilities		(2.20)	1.42
Increase in provisions		3.05	0.98
Cash generated / (used in) from operating activities		**185.19**	**311.60**
Income taxes paid, net		(30.56)	(72.94)
Net cash generated from operating activities		**154.63**	**238.66**
B. Cash flows from investing activities			
Acquisition of property, plant and equipment and other intangible assets		(10.60)	(20.45)
Proceeds from sale of property, plant and equipment		-	0.25
Investment in equity shares of fellow subsidiary	5	(250.00)	-
Maturity proceeds of /(Investments) in deposits with bank		131.57	(125.81)
Interest received		5.64	9.31
Net cash used in investing activities		**(123.39)**	**(136.70)**
C. Cash flows from financing activities			
Repayment of lease liabilities	32	(37.37)	(30.47)
Buy-back of equity shares		-	(136.97)
Tax on buy-back of equity shares		-	(31.99)
Finance costs paid		(0.20)	-
Net cash from financing activities		**(37.57)**	**(199.43)**
D. Net cash flows during the year (A + B + C)		(6.33)	(97.47)
E. Cash and cash equivalents at the beginning of the year		103.25	200.72
F. Cash and cash equivalents at the end of the year (D + E)		**96.92**	**103.25**
Reconciliation of the cash and cash equivalents as per the cash flow statement			
Balances held with banks			
-In current accounts		96.92	86.42
-In fixed deposits account (with original maturity of less than three months)		-	16.83
Cash and cash equivalents	**11 (a)**	**96.92**	**103.25**
Material accounting policies	1 and 2		

The notes from 1 to 35 are an integral part of these financial statements

As per our report of even date attached

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Date: April 30, 2024

P. Ravishankar
CEO and Director
DIN:10501551

Place: Chennai
Date: April 30, 2024

Matrix Business Services India Private Limited

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

(All amounts are in Millions of Indian Rupees unless otherwise stated)

A. Equity share capital	Note	Amount
Balance as at April 1, 2023	12	**3.84**
Changes in equity share capital due to prior period errors		-
Restated balance as at April 1, 2023		**3.84**
Changes in equity share capital during the year		-
Balance as at March 31, 2024	12	**3.84**
Balance as at April 1, 2022		**4.18**
Changes in equity share capital due to prior period errors		-
Restated balance as at April 1, 2022		**4.18**
Changes in equity share capital during the year		(0.34)
Balance as at March 31, 2023	12	**3.84**

B. Other equity

Particulars	Reserves and Surplus			Total
	Retained Earnings	Capital Redemption Reserve	Share options outstanding account	
Balances as at April 1, 2023	**589.03**	**1.38**	-	**590.41**
Profit for the year	62.71	-	-	62.71
Other comprehensive income for the year	(4.30)	-	-	(4.30)
Total Comprehensive Income	**647.44**	**1.38**	-	**648.82**
Transactions with owners of the Company				
Employee stock options provided (Refer Note 34)	-	-	7.18	7.18
Employee stock options costs payable to holding Company (Refer Note 30)	-	-	(7.18)	(7.18)
Total transactions with owners of the Company	-	-	-	-
Balances as at March 31, 2024	**647.44**	**1.38**	-	**648.82**
Balance as at April 1, 2022	**547.18**	**1.04**	-	**548.22**
Profit for the year	210.54	-	-	210.54
Other comprehensive income for the year	0.61	-	-	0.61
Total Comprehensive Income	**758.33**	**1.04**	-	**759.37**
Transactions with owners of the Company				
Buy Back of shares	(136.97)	-	-	(136.97)
Tax paid on Buy Back of shares	(31.99)	-	-	(31.99)
Transfer to capital redemption reserve	(0.34)	0.34	-	-
Employee stock options provided (Refer Note 34)	-	-	2.99	2.99
Employee stock options costs payable to holding Company (Refer Note 30)	-	-	(2.99)	(2.99)
Total transactions with owners of the Company	(169.30)	0.34	-	(168.96)
Balances as at March 31, 2023	**589.03**	**1.38**	-	**590.41**
Material accounting policies	1 and 2			

The notes from 1 to 35 are an integral part of these financial statements

As per our report of even date attached

for **B S R & Co. LLP**
Chartered Accountants
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Place: Chennai
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Director
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Place: Chennai
Date: April 30, 2024

P. Ravishankar
CEO and Director
DIN:10501551

Place: Chennai
Date: April 30, 2024

(All amounts are in millions of Indian Rupees, except share data and as stated)

1. Corporate information

Matrix Business Services India Private Limited ("Company") was incorporated on 29th August 2003 as a private limited company with its corporate office registered in Chennai. It's Holding company is Updater Service Limited ("Holding Company") since 29th April 2019. It has branches across 8 locations in India namely, Chandigarh, Gujarat, Hyderabad, Karnataka, Kerala, Kolkata, Mumbai, and Noida.The company is a service entity engaged in two activities- Audit & Assurance and Employee background verification. The Company is a material subsidiary of Updater Services Limited.

1A. Basis of preparation

1.1 Statement of compliance

These financial statements of the Company have been prepared in accordance with Indian Accounting Standards ('Ind AS') as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act, 2013, (the 'Act') and other relevant provisions of the Act. The financial statements have been prepared on accrual and going concern basis.

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

The financial statements for the year ended March 31, 2024 (including comparative figures) are authorised by the Board on April 30, 2024.

Details of the Company's accounting policies are included in note 2.

1.2 Functional and presentation currency

These financial statements are presented in Indian Rupees which is also the Company's functional currency. All amounts have been rounded to the nearest millions, unless otherwise indicated.

1.3 Basis of measurement

The financial statements have been prepared on the historical cost basis except for the following items;

Items	Measurement basis
Certain financial assets and liabilities	Fair value
Net defined benefit asset/ liability	Fair value of plan assets less present value of defined benefit obligations
Lease liability	Present value of remaining lease payments discounted using the lessee's incremental borrowing rate at the date of initial application
Right to Use Asset	Amount equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments relating to that lease recognised in the balance sheet immediately before the date of initial application

1.4 Use of estimates and judgments

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income, and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

Judgements

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognised in the financial statements is included in the following notes:

-Note 2(4) and 32: Leases - whether an arrangement contains a lease.
-Note 2(4) and 32: Lease term: whether the company is reasonably certain to exercise extension option
-Note 2(5) and 29: Financial instruments: Classification and measurement.
- Note 2(7) and 18 – Provision for Income Taxes, uncertain tax treatments.

Assumptions and estimation uncertainty

Information about assumptions and estimation uncertainties at the reporting date that have the most significant effect on recognition and measurement of assets, liabilities, income and expenses is mentioned below.:-

-Note 2(2) and 2(3): Useful lives of property, plant and equipment and intangible assets;
-Note 2(7) and 18 – Recognition of deferred tax assets: availability of future taxable profit against which tax losses carried forward can be used;
-Note 2(6): Impairment test on financial and non-financial assets; key assumptions underlying recoverable amounts;

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-Note 2(7), 2(9) and 30: recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources; and
-Note 2(8) and 17: measurement of defined benefit obligation; key actuarial assumptions.
-Note 2(7) and 18 Uncertain tax treatments
-Note 2(1) and 19 Revenue recognition: estimate of expected returns
-Note 2(6) and 10 Measurement of ECL allowance for Trade receivables, loans and contract assets; Key assumptions in determining the weighted average loss rate and
-Note 2(4) and 32: Incremental borrowing rate used to discount lease liabilities

1.5 Measurement of fair values

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

The Company has an established control framework with respect to the measurement of fair values. This includes personnel responsible for overseeing all significant fair value measurements, including Level 3 fair values, and reports directly to the Chief Executive Officer.

Such personnel regularly review significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then such personnel assess the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of the Accounting Standards, including the level in the fair value hierarchy in which the valuations should be classified.

Significant valuation issues are reported to the Company's Audit Committee.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e. derived from prices).
Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. The inputs used to measure the fair value of assets or liabilities fall into different levels of the fair value hierarchy. Accordingly, the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

Management uses various valuation techniques to determine fair value of financial instruments (where active market quotes are not available). This involves developing estimates and assumptions consistent with how market participants would price the instrument. Management based on its assumptions on observable data as far as possible but where it not available, the management uses the best information available. Estimated fair values may vary from the actual prices that would be achieved in an arm's length transaction at the reporting date (also refer notes). The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

1.6 Current and non-current classification

The Company classifies an asset as current asset when:

- it expects to realise the asset, or intends to sell or consume it, in its normal operating cycle;
- it holds the asset primarily for the purpose of trading;
- it expects to realise the asset within twelve months after the reporting period; or
- the asset is cash or a cash equivalent unless the asset is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

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A liability is classified as current when –

- it expects to settle the liability in its normal operating cycle;
- it holds the liability primarily for the purpose of trading;
- the liability is due to be settled within twelve months after the reporting period; or
- it does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting period. 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 liabilities are classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. The Company's normal operating cycle is twelve months.

2. Summary of accounting policies

These financial statements have been prepared applying material accounting policies and measurement bases summarized below.

1. Revenue recognition

The Company derives revenues primarily from services comprising the Audit and Assurance (A&A) and Employee Background Verification (EBGV) services for customer in India and outside India

This process involves identifying the customer contract, determining the performance obligations in the contract, determining the contract price, allocating the contract price to the distinct performance obligations in the contract, and recognizing revenue when the performance obligations have been satisfied. A performance obligation is considered distinct from other obligations in a contract when it (a) provides a benefit to the customer either on its own or together with other resources that are readily available to the customer and (b) is separately identified in the contract. Agreements with customers are either on a fixed price, fixed time frame or on a time and material basis.

The Company recognizes revenue when it satisfies performance obligations under the terms of its contracts, and control of its services is transferred to its customers in an amount that reflects the consideration the Company expects to receive from its customers in exchange for those services (i.e of net of penalties, discount and incentives).

Revenue on time-and-material basis contracts is recognised as the related services are performed and revenue from the end of the last invoicing to the reporting date is recognised as unbilled revenue. Revenue from time bound fixed price 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 proportionate completion method to the extent of cost incurred.

When there is uncertainty as to the measurement or ultimate collectability, revenue recognition is postponed until such uncertainty is resolved.

Contract acquisition/fulfilment costs are generally expensed as incurred except which meet the criteria for capitalisation. Such costs are amortized over the contractual period, The assessment of this criteria requires the application of judgement, in particular when considering if costs generate or enhance resources to be used to satisfy future performance obligations and whether costs are expected to be recovered.

Other Income

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the effective interest rate. Interest income is included under the head "other income" in the Statement of Profit and Loss.

The 'effective interest rate' is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to:

- the gross carrying amount of the financial asset; or

In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability. However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

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2. Property, plant and equipment

2.1 Recognition and measurement

The cost of an item of property, plant and equipment shall be recognised as an asset if, and only if it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

Items of property, plant and equipment (including capital-work-in progress) are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation and accumulated impairment losses, if any.

Cost of an item of property, plant and equipment comprises:

➢purchase price, including import duties and non-refundable taxes on purchase (goods and service tax, value added tax), after deducting trade discounts and rebates.

➢any directly attributable cost of bringing the item to its working condition for its intended use, estimated costs of dismantling and removing the item and restoring the site on which it is located.

➢The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labour, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

The component of assets is capitalized only if the life of the components vary significantly and whose cost is significant in relation to the cost of the respective asset, the life of the component in assets are determined based on technical assessment and past history of replacement of such components in the assets. The carrying amount of any component accounted for as separate asset is derecognised when replaced.

Any gain/ loss on disposal of an item of property, plant and equipment is recognised in statement of profit and loss.

2.2 Subsequent expenditure
Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably.

2.3 Depreciation:
a.Depreciation is calculated on the cost of items of property, plant and equipment less their estimated residual values. It is recognized on a straight-line basis, over useful life of buildings and other equipment as prescribed under Schedule II of Companies Act, 2013.

b.Depreciation on property, plant and equipment is charged over the estimated useful life of the asset or part of the asset as evaluated on technical assessment and in accordance with Part A of Schedule II to the Companies Act, 2013, on a straight-line basis.

c.The estimated useful life of the property, plant and equipment on technical assessment followed by the Company is furnished below:

Asset category	Management estimate of useful life (in years)	Useful life as per Schedule II (in years)
Office Equipment	5	5
Furniture and fixtures	10	10
Computer and accessories	3 (Refurbished Laptops – 2)	3-6
Vehicles	8	8-10

Leasehold Improvements are depreciated over the leasehold period or useful life estimated by management, whichever is lesser.

d.Depreciation methods, useful lives and residual values are reviewed at each financial year-end and adjusted, if necessary, for each reporting period.

e.On property, plant and equipment added/ (disposed) off during the year, depreciation is charged on pro-rata basis from/ (up to) the date on which asset is ready for use/ (disposed off).

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3. Intangible assets

3.1 Recognition and Measurement

Intangible assets having finite useful lives are initially measured at cost. Subsequently, such intangible assets are measured at cost less accumulated amortisation and any accumulated impairment losses.

3.2 Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in statement of profit and loss as incurred.

3.3 Amortization

Amortisation of Intangible assets is calculated to write off the cost of intangible assets less their estimated residual values using the straight-line method over their estimated useful lives and is generally recognised in depreciation and amortisation in Statement of profit and loss.

The estimated useful lives are as follows:

Asset category	Management estimate of useful life (in years)
Software	6

Amortisation method, useful lives and residual values are reviewed at the end of each financial year and adjusted, if necessary, for each reporting period.

4. Leases

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

4.1 Assets held under leases

Assets taken on lease

At commencement or on modification of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices. However, for the leases of property the Company has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Company by the end of the lease term or the cost of the right-of-use asset reflects that the Company will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property, plant and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the Company's incremental borrowing rate.

The Company determines its incremental borrowing rate by obtaining interest rates from external financing sources that reflects the terms of the lease and type of the asset leased.

Lease payments included in the measurement of the lease liability comprise the following:

-fixed payments, including in-substance fixed payments;
-variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
-amounts expected to be payable under a residual value guarantee; and
-exercise price under a purchase option that the Company is reasonably certain to exercise, lease payments in an optional renewal period if the Company is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Company is reasonably certain not to terminate early.

Leases (continued)

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, if the Company changes its assessment of whether it will exercise a purchase, extension or termination option or if there is a revised in –substance fixed lease payment.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in the statement of profit and loss if the carrying amount of the right-of-use asset has been reduced to zero. The Company presents right-of-use assets and lease liabilities separately on the face of the balance sheet.

4.2 Short-term leases

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases. The Company recognises the lease payments associated with these leases as an expense in the statement of profit and loss on a straight-line basis over the lease term.

5. Financial instruments

5.1 Recognition and initial measurement:

Trade receivables are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognized when the Company becomes a party to the contractual provisions of the financial instrument.

A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus or minus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

5.2 Financial assets

5.2.1 Classification and subsequent measurement of financial assets:

For the purpose of subsequent measurement, financial assets are classified and measured based on the entity's business model for managing financial asset and contractual cash flow characteristics of financial asset at:

a. Those measured at amortised cost.
b. Those to be measured at Fair value through other comprehensive Income (FVTOCI)
c. Those to be measured at Fair value through profit and loss (FVTPL);

Financial assets are not reclassified subsequent to their initial recognition unless the Company changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

a. Financial assets at amortised cost

Financial assets are measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

•assets that are held within a business model where objective is to hold financial assets to collect contractual cash flows; and

•contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on principal amount outstanding.

These assets are measured subsequently at amortised cost using the effective interest method.

b. Financial assets at Fair Value Through Other Comprehensive Income ('OCI')

Financial assets are measured at Fair value through Other Comprehensive Income if it meets both of the following conditions and is not designated as at FVTPL:

•assets that are held within a business model where objective is both collecting contractual cash flows and selling financial assets; and

•contractual terms giving rise on specified dates to cash flows that are solely payments of principal and interest on principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to represent subsequent changes in the investment's fair value in OCI. This election is to be made on an investment-by-investment basis.

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Chartered Accountants

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Financial Instruments (continued)

c. Financial assets at Fair Value Through profit and loss

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets: Business model assessment

The Company makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed, and the information is provided to management. The information considered includes:
- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest, maintaining a particular interest rate profile, matching the duration of financial assets to the duration of any related liabilities or expected cash outflows or realising cash flows through the sale of assets;
- how the performance of the portfolio is evaluated and reported to the Company's management
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how managers of the business are compensated – e.g., whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Company's continuing recognition of the assets.

Financial assets that are held for trading or are managed and whose performance is evaluated on fair value basis are measured at FVTPL.

Financial assets: Assessment whether contractual cash flows are solely payments of principal and interest

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g., liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Company considers:
- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable interest rate features;
- prepayment and extension features; and
- terms that limit the Company's claim to cash flows from specified assets

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a significant discount or premium to its contractual paramount, a feature that pertains or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

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Financial assets: Subsequent measurement and gains and losses

Financial assets at FVTPL
These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.

Financial assets at amortised cost
These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

Financial assets at FVOCI
These assets are subsequently measured at fair value. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to profit or loss.

5.3 Financial liabilities: Classification, subsequent measurement and gains and losses

Financial liabilities are classified and measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

5.4 De-recognition

Financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Company enters into transactions whereby it transfers assets recognised on its balance sheet but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

Financial liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled or expire. The Company also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognised in profit or loss.

5.5 Offsetting

Financial assets and financial liabilities are offset, and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

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6. Impairment

6.1 Impairment of financial instruments

The Company recognise loss allowance for expected credit loss on financial assets measured at amortised cost.

At each reporting date, the Company assesses whether financial assets carried at amortised cost are credit impaired. A financial asset is 'credit impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit - impaired includes the following observable data:
-significant financial difficulty;
-a breach of contract such as a default or being past due;
-the restructuring of a loan or advance by the Company on terms that the Company would not consider otherwise;
-it is probable that the borrower will enter bankruptcy or other financial reorganisation; or
-the disappearance of an active market for a security because of financial difficulties.

Loss allowances for trade receivables, loans and contract assets are measured at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are credit losses that result from all possible default events over expected life of financial instrument.

12-month expected credit losses are the portion of expected credit losses that result from default events that are possible within 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

In all cases, the maximum period considered when estimating expected credit losses is the maximum contractual period over which the Company is exposed to credit risk.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward looking information.

The Company assumes that credit risk on a financial asset has increased significantly if it is past due.

The Company considers a financial asset to be in default when:

-the recipient is unlikely to pay its credit obligations to the Company in full, without recourse by the Company to actions such as realising security (if any is held); or
-the financial asset is past due.

6.1.1 Measurement of expected credit losses

ECL are measured in a manner that they reflect unbiased, and probability weighted amounts determined by a range of outcomes, taking into account the time value of money and other reasonable information available as a result of past events, current conditions and forecasts of future economic conditions. 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 Company expects to receive (i.e., all cash shortfalls), discounted at the original effective interest rate.

As a practical expedient, the Company uses a provision matrix to measure lifetime ECL on its portfolio of trade receivables. The provision matrix is prepared based on historically observed default rates over the expected life of trade receivables and is adjusted for forward-looking estimates. At each reporting date, the historically observed default rates and changes in the forward-looking estimates are updated.

The Company provides for impairment of investment in subsidiaries. Impairment exists when there is a diminution in value of the investment and the recoverable value of such investment is lower than the carrying value of such investment.
ECL impairment loss allowance (or reversal) recognized during the period is recognised as income/ expense in the Statement of Profit and Loss under the head 'Other expenses

6.1.2 Presentation of allowance for expected credit losses in the balance sheet

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

6.1.3 Write-off

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

6.2 Impairment of non-financial assets

The Company's non-financial assets, other than deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the greater of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, 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 CGU (or the asset).

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of profit and loss. Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU if any, and then to reduce the carrying amounts of the other assets of the CGU (or group of CGUs) on a pro rata basis.

In respect of other assets for which impairment loss has been recognised in prior periods, the Company reviews at each reporting date whether there is any indication that loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in estimates used to determine recoverable amount. Such a reversal is made only to an extent that asset's carrying amount does not exceed carrying amount that would have been determined, net of depreciation/ amortisation, if no impairment loss was recognised.

7. Income taxes

Income tax expense comprises current and deferred tax. It is recognised in the statement of profit and loss or to an item recognised directly in equity or in other comprehensive income.

The Company has determined that interest and penalties related to income taxes, including uncertain tax treatments, do not meet the definition of income taxes, and therefore accounted for them under Ind AS 37 Provisions, Contingent Liabilities and Contingent Assets.

i. ***Current tax***

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax payable or receivable reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. Calculation of current tax is based on tax rates in accordance with tax laws that have been enacted or substantively enacted by the end of the reporting period.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

ii. Deferred tax

Deferred tax is recognised in respect of temporary difference between carrying amount of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits. Deferred tax is not recognised for:

-temporary differences arising on the initial recognition of assets or liabilities in a transaction that affects neither accounting nor taxable profit or loss at the time of the transaction;
-temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
-taxable temporary differences arising on the initial recognition of goodwill.

Temporary differences in relation to a right-of-use asset and a lease liability for a specific lease are regarded as a net package (the lease) for the purpose of recognising deferred tax.

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Future taxable profits are determined based on the reversal of relevant taxable temporary differences. If the amount of taxable temporary differences is insufficient to recognise a deferred tax asset in full, then future taxable profits, adjusted for reversals of existing temporary differences, are considered, based on the business plans of the Company. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves.

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Income taxes (continued)

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date. The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and /assets, and they relate to income taxes levied by same tax authority on same taxable entity, or on different tax entities, but they intend to settle such tax liabilities and assets on a net basis, or its tax assets and liabilities will be realised simultaneously.

8. Post-employment benefits and short-term employee benefits

8.1 Short term employee benefit obligations:

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid e.g., under short-term bonus, if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

8.2 Post-employment obligation:

8.2.1 Defined benefit plans:

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit obligation is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Company, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan ('the asset ceiling'). In order to calculate the present value of economic benefits, consideration is given to any minimum funding requirements.

Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised immediately in OCI. The Company determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognised immediately in profit or loss. The Company recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

Gratuity: The Company provides for gratuity, a defined benefit plan (the "Gratuity Plan"), covering eligible employees. The Plan provides payment to vested employees at retirement, death, or termination of employment, of an amount based on the respective employee's salary and the tenure of employment with the Company. The Company provides the gratuity benefit through annual contribution to a fund managed by the Life Insurance Corporation of India (LIC). Such contributions are determined by LIC based on actuarial valuation using "projected unit credit method" as at the balance sheet date.

Compensated absences: The Company has a policy under which un-availed leave of their employees is allowed to be accumulated within certain limits and allowed to be availed during the employment period or en-cashed at the time of the employees' separation on the basis of their last drawn salary The Company accounts for its liability towards compensated absences based on actuarial valuation done as at the year-end by an independent actuary using the projected unit credit method. Remeasurements gain or losses are recognised in statement of profit and loss in the period which they arise.

8.2.2 Defined contribution plans:

A defined contribution plan is a post-employment benefit plan under which the Company pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. The Company makes specified monthly contributions towards Government administered provident fund scheme. Obligations for contributions to defined contribution plans are recognized as an employee benefit expense in the statement of profit or loss in the period during which the related services are rendered by employees. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

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8.3 Share based payment arrangements:

The grant date fair value of equity-settled share-based payment arrangements granted to employees is generally recognised as an employee benefits expense, with a corresponding increase in equity, over the vesting period of the awards. The amount recognised as an expense is adjusted to reflect the number of awards for which the related service and non-market performance conditions are expected to be met, such that the amount ultimately recognised is based on the number of awards that meet the related service and non-market performance conditions at the vesting date. For share-based payment awards with non-vesting conditions, the grant date fair value of the share-based payment is measured to reflect such conditions and there is no true-up for differences between expected and actual outcomes.

When the terms of an equity-settled award are modified, the minimum expense recognised by the Group is the grant date fair value of the unmodified award, provided the vesting conditions (other than a market condition) specified on grant date of the award are met.

Further, additional expense, if any, is measured and recognised as at the date of modification, in case such modification increases the total fair value of the share-based payment plan or is otherwise beneficial to the employee.

The company is covered under the employee stock option scheme of Updater Services Limited, India (the Holding company). Under the plan, the employees of the company are granted shares of the holding company, in accordance with the terms and conditions as specified in the plan. The plan is assessed, managed, and administered by the holding company, whose shares and share based benefits have been granted to the employees of the Company. The holding company currently operates the plan/ scheme of employee stock option ("ESOP"). The company has accounted for expenses under Ind As 102 considering the invoice received from the holding company and has made the related disclosures required under Ind As 102 based on information obtained from the holding company. (Refer Note 34)

9.Provisions and contingent liabilities

9.1 Provisions:
A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Expected future operating losses are not provided for. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost.

9.1.1 Onerous contract
A contract is considered to be onerous when the expected economic benefits to be derived by the Company from the contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision for an onerous contract is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before such a provision is made, the Company recognises any impairment loss on the assets associated with that contract.

9.2 Contingent liabilities:
Whenever there is possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity or a present obligation that arises from past events but is not recognised because (a) it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or (b) the amount of the obligation cannot be measured with sufficient reliability are considered as contingent liability. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

Provisions, contingent liabilities, and contingent assets are reviewed at each Balance Sheet date.

10. Earnings Per Share

Basic 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 is adjusted for events including a bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

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Earnings Per Share (continued)

Diluted Earnings per share

For 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 considered for the effects of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period unless they have been issued later. In computing the dilutive earnings per share, only potential equity shares that are dilutive and that either reduces the earnings per share or increases loss per share are included.

11. Cash and cash equivalents and cash flow statement

Cash and cash equivalents comprise cash on hand and demand deposits, together with other short-term, highly liquid investments maturing within three months from the date of acquisition and which are readily convertible into cash, and which are subject to only an insignificant risk of changes in value.

Cash flows are reported using the indirect method, whereby profit/ (loss) before extraordinary items and tax is appropriately classified for the effects of transactions of non-cash nature and any deferrals or accruals of past or future receipts or payments. In cash flow statement, cash and cash equivalents include cash in hand, balances with banks in current accounts and other short- term highly liquid investments with original maturities of three months or less

12. Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performance of the operating segments of the Company. For the disclosure on reportable segments see Note 33.

13. Foreign Currency transactions

Transaction in foreign currencies entered by the Company are accounted at the exchange rates prevailing on the date of the transaction or at rates that closely approximately the rate at the date of the transaction. Foreign currency monetary items of the Company, outstanding at the balance sheet dates are restated at the year-end rates.

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(All amounts are in Millions of Indian Rupees unless otherwise stated)

3(a) Property, plant and equipment

Reconciliation of carrying amounts	Leasehold improvements	Office equipments	Vehicles	Computer and accessories	Furniture and fixtures	Total	Capital work In Progress
Cost							
Balance as at April 1, 2022	**17.99**	**10.67**	**2.59**	**42.26**	**6.87**	**80.38**	-
Additions	-	2.72	-	14.33	0.48	17.53	-
Disposals	-	(0.88)	(0.60)	-	(0.39)	(1.87)	-
Balance as at March 31, 2023	**17.99**	**12.51**	**1.99**	**56.59**	**6.96**	**96.04**	-
Additions	0.56	0.84	-	6.41	0.16	7.97	9.07
Disposals	-	-	-	-	-	-	-
Balance as at March 31, 2024	**18.55**	**13.35**	**1.99**	**63.00**	**7.12**	**104.01**	**9.07**
Accumulated depreciation							
Balance as at April 1, 2022	**8.48**	**5.31**	**1.76**	**23.21**	**2.96**	**41.72**	-
Depreciation	2.28	1.88	0.49	11.51	1.05	17.21	-
Disposals	-	(0.77)	(0.54)	-	(0.21)	(1.52)	-
Balance as at March 31, 2023	**10.76**	**6.42**	**1.71**	**34.72**	**3.80**	**57.41**	-
Depreciation	2.34	1.98	0.28	13.41	0.48	18.49	-
Disposals	-	-	-	-	-	-	-
Balance as at March 31, 2024	**13.10**	**8.40**	**1.99**	**48.13**	**4.28**	**75.90**	-
Carrying amounts							
As at March 31, 2023	**7.23**	**6.09**	**0.28**	**21.87**	**3.16**	**38.63**	-
As at March 31, 2024	**5.45**	**4.95**	-	**14.87**	**2.84**	**28.11**	**9.07**

3(b) Other Intangible assets

Reconciliation of carrying amount	Computer software	Total
Cost		
Balance as at April 1, 2022	**36.52**	**36.52**
Additions	0.66	0.66
Disposals	-	-
Balance as at March 31, 2023	**37.18**	**37.18**
Additions	-	-
Disposals	-	-
Balance as at March 31, 2024	**37.18**	**37.18**
Accumulated amortization		
Balance as at April 1, 2022	**19.33**	**19.33**
Amortization	6.88	6.88
Disposals	-	-
Balance as at March 31, 2023	**26.21**	**26.21**
Amortization	7.88	7.88
Disposals	-	-
Balance as at March 31, 2024	**34.09**	**34.09**
Carrying amounts		
As at March 31, 2023	**10.97**	**10.97**
As at March 31, 2024	**3.09**	**3.09**

Notes :
1. There are no assets pledged for borrowings.
2. Refer note 31(b) for Capital Commitments
3. The Company does not have any immovable property .
4. The Company has Capital Work in Progress (Refer Note 4(a))

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5 Right of use assets

Reconciliation of carrying amount	**Building**	**Total**
Cost:		
Balance as at April 1, 2022	**110.67**	**110.67**
Additions	53.74	53.74
Disposals		
Balance as at March 31, 2023	**164.41**	**164.41**
Additions	10.30	10.30
Disposals	-	-
Balance as at March 31, 2024	**174.71**	**174.71**
Accumulated depreciation		
Balance as at April 1, 2022	**45.48**	**45.48**
Depreciation	25.82	25.82
Disposals	-	-
Balance as at March 31, 2023	**71.30**	**71.30**
Depreciation	31.69	31.69
Disposals	-	-
Balance as at March 31, 2024	**102.99**	**102.99**
Carrying amounts		
As at March 31, 2023	**93.11**	**93.11**
As at March 31, 2024	**71.72**	**71.72**

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4(a) Capital Work in Progress (CWIP)

	As at March 31, 2024	As at March 31, 2023
Capital Work in Progress	9.07	-
	9.07	**-**
Intangible assets under development Movement Summary:		
Opening	-	-
Add: Additions	9.07	-
Less: capitalisation	-	-
Net Block (A-B)	**9.07**	**-**

4(a).1 Ageing of Intangible asset under development as at March 31, 2024

Particulars	Amount in IAUD for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in Progress	9.07	-	-	-	9.07
Project temporarily suspended	-	-	-	-	-
Total	**9.07**	**-**	**-**	**-**	**9.07**

Notes :

4(a).2 During the current year, the company had purchased servers for INR 9.07 million with the intention of using them for Matex 2 Application. The servers would be ready for their intended use upon deployment of Matex 2 application.

4(b) Intangible assets under development (IAUD)

	As at March 31, 2024	As at March 31, 2023
Intangible assets under development	5.18	2.27
	5.18	**2.27**
Intangible assets under development Movement Summary:		
Opening	2.27	1.60
Add: Additions	2.91	2.27
Less: capitalisation	-	(1.60)
Net Block (A-B)	**5.18**	**2.27**

4(b).1 Ageing of Intangible asset under development as at March 31, 2024

Particulars	Amount in IAUD for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in Progress	2.91	2.27	-	-	5.18
Project temporarily suspended	-	-	-	-	-
Total	**2.91**	**2.27**	**-**	**-**	**5.18**

Ageing of Intangible asset under development as at March 31, 2023

Particulars	Amount in IAUD for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in Progress	2.27	-	-	-	2.27
Project temporarily suspended	-	-	-	-	-
Total	**2.27**	**-**	**-**	**-**	**2.27**

Notes:

4(b).2 The Intangible assets under development pertains to design and development of Matex 2 Software which is used to track the status of the Employee background verification checks

4(b).3 There are no projects which are under suspension. With regard to the above ongoing projects there are no projects where completion is overdue or has exceeded the cost as compared to its original plan, and consequent amendments approved by the Board thereon.

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6 Non Current Investments	As at March 31, 2024	As at March 31, 2023
Investments measured at fair value through other comprehensive income		
Investment in equity instruments		
Unquoted		
1,753,000 Equity Shares of Rs 1/- each in Denave India Private Limited, Noida	250.00	-
	250.00	**-**
Amount value of unquoted investments and market value thereof	250.00	-
Amount amount of impariment in value of investments	-	-

During the current year in the month of October 2023, pursuant to the Share Purchase Agreeemnts entered on October 18, 2023 between the company , Updater Services Limited (Holding Company) and Denave India Private Limited, the company purchased 1,753,000 shares at a value of 142.61 per share in Denave India Private Limited. As per the Company's business model the investment is not Held for trading and is classified as Fair value through other comprehensive income.
Refer note 29(a) and 29(b) for accounting and fair value disclosure and refer note 30 for related party disclosure.

7 Other financial assets	As at March 31, 2024		As at March 31, 2023	
(Unsecured considered good unless otherwise stated)	Non-current	Current	Non-current	Current
Security Deposits	6.60	12.53	16.98	1.27
Deposits with banks with original maturity of more than twelve months	-	-	30.00	-
Other receivables from related parties	-	-	-	6.40
Interest accrued on deposits with banks	-	0.53	0.35	2.63
	6.60	**13.06**	**47.33**	**10.30**

8 Other tax assets, net	As at March 31, 2024		As at March 31, 2023	
	Non-current	Current	Non-current	Current
Advance income tax, net of provision	38.32	-	31.81	-
	38.32	**-**	**31.81**	**-**

9 Other assets	As at March 31, 2024		As at March 31, 2023	
(Unsecured considered good unless otherwise stated)	Non-current	Current	Non-current	Current
Prepaid expenses	-	15.98	-	12.05
Prepaid Rent	1.25	0.87	1.71	1.12
Advance to employees	-	0.03	-	0.02
Others	0.43	0.86	1.08	1.06
	1.68	**17.74**	**2.79**	**14.25**

10 Trade receivables	As at March 31, 2024	As at March 31, 2023
Trade receivables considered good - Secured	-	-
Trade receivables considered good - Unsecured	386.47	370.39
Trade receivables which have significant increase in credit risk	1.09	3.93
Trade receivables- credit impaired	-	-
Total trade receivables	**387.56**	**374.32**
Loss allowance	(16.29)	(15.37)
Net trade receivables	**371.27**	**358.95**
Of the above, trade receivables from related parties are as below:-		
Total trade receivables from related parties (refer note 30)	0.32	3.60
Less: Loss allowance	-	-
Net trade receivables	**0.32**	**3.60**
Movement in loss allowance on trade receivables		
Opening balance	15.37	14.82
Loss allowance made during the year (net)	0.92	1.73
Amount written off	-	(1.18)
Closing balance	**16.29**	**15.37**

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(All amounts are in Millions of Indian Rupees unless otherwise stated)

10 Trade receivables *(continued)*

(a) Ageing schedule

As at March 31, 2024

Particulars	Outstanding for following periods from date of invoice						
	Unbilled	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed trade receivables							
(i) Considered good	59.79	311.72	14.96	-	-	-	386.47
(ii) Which have significant increase in credit risk	-	-	-	1.09	-	-	1.09
(iii) Credit impaired	-	-	-	-	-	-	-
Disputed trade receivables							-
(i) Considered good	-	-	-	-	-	-	-
(ii) Which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Credit impaired	-	-	-	-	-	-	-
Total	**59.79**	**311.72**	**14.96**	**1.09**	-	-	**387.56**
Less : Loss allowance	-	0.24	14.96	1.09	-	-	16.29
Net trade receivables	**59.79**	**311.48**	-	-	-	-	**371.27**

As at March 31, 2023

Particulars	Outstanding for following periods from date of invoice						
	Unbilled	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed trade receivables							
(i) Considered good	85.61	278.68	6.10	-	-	-	370.39
(ii) Which have significant increase in credit risk	-	-	0.89	2.89	0.15	-	3.93
(iii) Credit impaired	-	-	-	-	-	-	-
Disputed trade receivables							-
(i) Considered good	-	-	-	-	-	-	-
(ii) Which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Credit impaired	-	-	-	-	-	-	-
Total	**85.61**	**278.68**	**6.99**	**2.89**	**0.15**	-	**374.32**
Less : Loss allowance		5.34	6.99	2.89	0.15	-	15.37
Net trade receivables	**85.61**	**273.34**	-	-	-	-	**358.95**

11 Cash and cash equivalents	**As at March 31, 2024**	**As at March 31, 2023**
(a) Cash and cash equivalents		
Balances with banks		
-on current accounts	45.92	86.42
-Deposits with original maturity of less than three months	51.00	16.83
Cash on hand	-	-
Total cash and cash equivalents	**96.92**	**103.25**

(b) Bank balances other than cash and cash equivalents	**As at March 31, 2024**	**As at March 31, 2023**
Deposits with banks with original maturity of more than three months but less than twelve months	-	131.57
Total bank balance other than cash and cash equivalents	-	**131.57**

(All amounts are in Millions of Indian Rupees unless otherwise stated)

	As at March 31, 2024	As at March 31, 2023
12 Share capital and other equity		
A Equity Share Capital		
Authorised:		
600,000 (March 31, 2023 - 600,000) Equity shares of ₹ 10/- each	6.00	6.00
Issued, Subscribed and Paid up:		
383,711 (March 31, 2023 - 383,711) equity Shares of ₹ 10/- each fully paid	3.84	3.84

	As at March 31, 2024		As at March 31, 2023	
	No. of shares	Amount	No. of shares	Amount
a) Reconciliation of shares outstanding at the beginning and at the end of the reporting period				
Equity shares				
At the commencement of the year	383,711	3.84	418,211	4.18
Add: Shares issued during the year	-	-	-	-
Less: Buyback during the year	-	-	(34,500)	(0.35)
Outstanding at the end of the year	**383,711**	**3.84**	**383,711**	**3.83**

	As at March 31, 2024		As at March 31, 2023	
	No. of shares	Amount	No. of shares	Amount
b) Shares held by the holding company, the ultimate holding company, their subsidiaries and associates				
Equity shares				
Equity shares of Rs. 10/- each, fully paid up	383,711	3.84	383,711	3.84

	As at March 31, 2024		As at March 31, 2023	
	No of shares	% holding	No of shares	% holding
c) Shareholders holding more than 5% of the aggregate shares in the Company				
Equity shares of Rs. 10/- each, fully paid up				
Updater Services Limited	383,711	100.00%	383,711	100.00%

d) Shares held by promoters at the end of the year

Name of the shareholder	Equity shares		
	No. of shares held	% of total shares	% of change during the year
As at March 31, 2024			
Updater Services Limited	383,711	100.00%	0%
As at March 31, 2023			
Updater Services Limited	383,711	100.00%	5%

e) Rights, preferences, and restrictions attached to shares

Equity shares

The Company has a single class of equity shares. Accordingly, all equity shares rank equally with regard to dividends and share in the Company's residual assets on winding up. The equity shareholders are entitled to receive dividend as declared from time to time. The voting rights of an equity shareholder on a poll (not on show of hands) are in proportion to his/its share of the paid-up equity share capital of the Company. Voting rights cannot be exercised in respect of shares on which any call or other sums presently payable has not been paid. Failure to pay any amount called up on shares may lead to their forfeiture.

On winding up of the Company, the holders of equity shares will be entitled to receive the residual assets of the Company, remaining after distribution of all preferential amounts, in proportion to the number of equity shares held.

f) Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date:

Particulars	March 31, 2023	March 31, 2022	March 31, 2021	March 31, 2020	March 31, 2019
Equity shares with voting rights bought back by the company	34,500	-	-	-	-

(All amounts are in Millions of Indian Rupees unless otherwise stated)

g) Employee stock options/ share purchase plan

Terms attached to stock options granted/ share purchase plan to employees are described in Note 34 regarding share-based payments.

12 h) Capital management

For the purpose of the Company's capital management, capital (total equity) includes issued equity capital, securities premium and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Company's capital management is to maximise the shareholder value. Management monitors the return on capital, as well as the level of dividends to ordinary shareholders.

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 adjusted equity. Net debt is calculated as total liabilities (as shown in the balance sheet) less cash and cash equivalents and other bank balances. Adjusted equity comprises all components of equity other than amounts accumulated in the hedging and cost of hedging. The Company's net debt to adjusted equity ratio i.e. capital gearing ratio are as follows:

		As at March 31, 2024	As at March 31, 2023
Total liabilities		276.50	262.97
Cash and cash equivalents		(96.92)	(103.25)
Net debt	A	179.58	159.72
Total equity		652.66	594.25
Equity	B	**652.66**	**594.25**
	C = (A/B)*100	**27.52%**	**26.88%**

B Other equity

	As at March 31, 2024	As at March 31, 2023
a) Movement in Reserves & Surplus		
i) Capital Redemption Reserve		
Balance at the beginning of the year	1.38	1.04
Add: Additions during the year	-	0.34
Balance at the end of the year	**1.38**	**1.38**
ii) Retained Earnings		
Opening balance	604.67	563.43
Add: Profit for the year	62.71	210.54
Less: Buy Back of Shares	-	(136.97)
Less: Tax on Buy Back of Equity Shares	-	(31.99)
Less: Transfer of Capital Redemption Reserve as per Sec 69 of the Companies Act, 2013	-	(0.34)
Balance at the end of the year	**667.38**	**604.67**
iii) Other Comprehensive Income		
Opening balance	(15.64)	(16.25)
Add: Additions /(Deletions)	(4.30)	0.61
Balance at the end of the year	**(19.94)**	**(15.64)**

b) Nature and purpose of reserves:

Capital redemption reserve

Capital redemption reserve is a non-distributable reserve created in an earlier year. This reserve will be utilized in accordance with provisions of Companies Act, 2013.

Retained earnings

Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders.

c) Analysis of items of OCI (net of tax)

Re-measurement gains/(losses) on defined benefit plans

Re-measurement gains/(losses) on defined benefit plans is credited on account of remeasurement gains of defined benefit obligations.

The Company has not declared or paid or proposed any dividend during the year ended March 31, 2024 (March 31, 2023 : Nil).

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	As at March 31, 2024		As at March 31, 2023	
	Non-current	Current	Non-current	Current
13 Lease liabilities				
Lease liabilities (also refer note 32)	58.45	20.86	70.14	27.82
	58.45	**20.86**	**70.14**	**27.82**

	As at March 31, 2024		As at March 31, 2023	
	Non-current	Current	Non-current	Current
14 Other financial liabilities				
Payable for Property, Plant & Equipment*	-	11.08	-	1.73
Employee benefits payable	-	61.21	-	70.56
Due to holding company (Group share based payments)	-	10.17	-	2.99
Other payables	-	0.90	-	2.49
	-	**83.36**	-	**77.77**

* Payable for Property plant & Equipment includes an amount of INR 10.71 million payable to micro enterprise and small enterprise.

15 Trade payables	As at March 31, 2024	As at March 31, 2023
Total outstanding dues of micro enterprises and small enterprises	3.78	2.02
Total outstanding dues of creditors other than micro enterprises and small enterprises	59.58	39.91
	63.36	**41.93**
Of the above, trade payable to related parties (refer note 30)	0.38	0.01
Dues to micro and small enterprises - As per Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED' Act)		
i. the principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year;*	14.49	2.02
ii. the amount of interest paid by the buyer in terms of section 16 of the MSMED Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	-	-
iii. the amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act;	-	-
iv the amount of interest accrued and remaining unpaid at the end of each accounting year;	-	-
v. The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-
	14.49	**2.02**

All trade payables are `current`. The Company`s exposure to currency and liquidity risks related to trade payables is disclosed in note 29.

15 (a) Ageing schedule
As at March 31, 2024

Particulars	Outstanding for following periods from the due date of payment					
	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed dues						
(i) MSME	-	3.78	-	-	-	3.78
(ii) Others	46.03	13.33	0.20	0.02	-	59.58
Disputed dues						
(i) MSME	-	-	-	-	-	-
(ii) Others	-	-	-	-	-	-
Unbilled Dues						
Total	**46.03**	**17.11**	**0.20**	**0.02**	-	**63.36**

As at March 31, 2023

Particulars	Outstanding for following periods from the due date of payment					
	Not due	Less than 1 year	1-2 years	More than 3 years	More than 3 years	Total
Undisputed dues						
(i) MSME	-	2.02	-	-	-	2.02
(ii) Others	-	36.20	0.25	-	3.46	39.91
Disputed dues						
(i) MSME	-	-	-	-	-	-
(ii) Others	-	-	-	-	-	-
Unbilled dues	-	-	-	-	-	-
Total	-	**38.22**	**0.25**	-	**3.46**	**41.93**

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		As at March 31, 2024	As at March 31, 2023
16	**Other current liabilities**		
	Statutory dues	27.44	29.64
		27.44	**29.64**

		As at March 31, 2024		As at March 31, 2023	
		Non-current	Current	Non-current	Current
17	**Provisions**				
	Provision for employee benefits				
	Provision for gratuity	-	9.36	-	4.63
	Provision for compensated absences	7.58	6.09	-	11.04
		7.58	**15.45**	-	**15.67**

i) Gratuity

The following tables summarize the components of net benefit expenses recognized in the statement of profit and loss and the funded status and amounts recognized in the balance sheet for the Gratuity.

The Company has its defined benefit gratuity plan as per the Payment of Gratuity Act, 1972. The plan entitles an employee, who has rendered at least five years of continuous service, to gratuity payable on termination of his employment at the rate of fifteen days wages for every completed year of service or part thereof in excess of six months, based on the rate of wages last drawn by the employee concerned. The gratuity plan is a funded plan and the Company makes its contributions to a recognized fund in India.

These defined benefit plans expose the Company to actuarial risks, such as longevity risk, interest rate risk and market (investment) risk.

The Company obtains an actuarial valuation from an independent actuary measured using projected unit credit method to determine the liability as at the reporting dates.

	Year ended March 31, 2024	Year ended March 31, 2023
Amount recognized in statement of profit and loss	5.06	5.24
Amount recognized in other comprehensive income	4.30	(0.61)
	9.36	**4.63**
Recognized in statement of profit and loss		
Current service cost	4.90	4.90
Interest cost on benefit obligation	0.16	0.35
	5.06	**5.24**
Recognized in other comprehensive income		
Actuarial (gains) arising from change in financial assumptions	3.93	0.40
Actuarial losses arising from change in demographic assumptions	-	-
Actuarial (gains) arising from experience adjustments	0.37	(1.01)
Actuarial loss arising from return on plan assets, excluding amount recognized in net interest expense	-	-
	4.30	**(0.61)**

The following table sets out the defined obligation and funded status

	As at March 31, 2024	As at March 31, 2023
Net defined obligation		
Present value of defined benefit obligation	44.01	39.11
Fair value of plan assets	(34.65)	(34.48)
Net defined obligation	**9.36**	**4.63**

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17 ***Provisions (continued)***

	Year ended March 31, 2024	Year ended March 31, 2023
Changes in present value of the defined benefit obligation are as follows:		
Balance at the beginning of the year	39.11	39.52
Interest cost	2.54	1.74
Current service cost	4.90	4.90
Benefits paid	(6.48)	(7.45)
Actuarial (gains) on obligation	3.94	0.40
Balance at the end of the year	**44.01**	**39.11**
Changes in the fair value of plan assets are as follows:		
Balance at the beginning of the year	34.48	25.32
Expected return on plan assets	2.37	1.40
Contribution made by the employer	4.64	14.20
Benefits paid	(6.48)	(7.45)
Actuarial (losses) on plan assets	(0.36)	1.01
Balance at the end of the year	**34.65**	**34.48**

	As at March 31, 2024	As at March 31, 2023
Plan assets comprises of :		
% of Investment with insurer	100.00	100.00
Principal actuarial assumptions used		
Discount rate	6.94%	7.07%
Salary escalation rate	8.50%	8.16%
Attrition rate	39.24%	45.01%
Classification		
- Current	9.36	4.63
- Non-current	-	-

Sensitivities	Year ended March 31, 2024		Year ended March 31, 2023	
A. Discount rate	Increase	Decrease	Increase	Decrease
> Sensitivity level	0.50%	0.50%	0.50%	0.50%
Defined benefit obligation	43.54	44.47	38.77	39.45
> Impact on defined benefit obligation	(0.47)	0.46	(0.33)	0.34
B. Salary escalation rate				
> Sensitivity level	0.50%	0.50%	0.50%	0.50%
Defined benefit obligation	44.54	43.46	39.50	38.72
> Impact on defined benefit obligation	0.53	(0.55)	0.39	(0.39)
C. Attrition rate				
> Sensitivity level	0.50%	0.50%	0.50%	0.50%
Defined benefit obligation	43.90	44.09	39.05	39.17
> Impact on defined benefit obligation	(0.11)	0.08	(0.06)	0.06

ii) Compensated absences

The Company's net obligation in respect of Compensated absences is the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. The obligation is measured on the basis of an annual independent actuarial valuation using the projected unit credit method.

Bifurcation of Present value of Obligation	As at March 31, 2024	As at March 31, 2023
Current	6.09	11.04
Non- current	7.58	-
	13.67	**11.04**

Financial assumptions		
Discount rate	6.94%	7.07%
Salary Growth rate	8.50%	8.16%

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18 Income tax

A Amount recognized in statement of profit and loss

	Year ended March 31, 2024	Year ended March 31, 2023
Current tax (a)		
Current period	24.05	71.09
Deferred tax (b)		
Benefits attributable to - origination and reversal of temporary differences	(4.42)	(2.15)
Tax expense (a) + (b)	**19.63**	**68.94**

B Income tax recognized in other comprehensive income

Particulars	Year ended March 31, 2024			Year ended March 31, 2023		
	Amount	Tax (expense) / benefit	Net of tax	Amount	Tax (expense) / benefit	Net of tax
- Re-measurement gains on defined benefit plans	(4.30)	-	(4.30)	0.61	-	0.61
Total	**(4.30)**	**-**	**(4.30)**	**0.61**	**-**	**0.61**

C Reconciliation of effective tax rate

	Year ended March 31, 2024		Year ended March 31, 2023	
	%	Amount	%	Amount
Profit before tax		**82.34**		**210.54**
Tax using the Company's domestic tax rate	25.17%	20.72	25.17%	52.99
Effect of:				
- Disallowance of CSR expenditure	1.36%	1.12	1.61%	3.40
- 80JJAA deduction	-11.56%	(2.39)	-1.09%	(2.30)
- Others	0.21%	0.17	7.05%	14.85
Effective tax rate / tax expense	**15.18%**	**19.63**	**32.74%**	**68.94**

D Recognized deferred tax assets and liabilities

Deferred tax assets and liabilities are attributable to the following

Particulars	Deferred Tax Assets		Deferred Tax Liabilities		Net deferred tax assets /(liabilities)	
	As at 31 March 2024	As at 31 March 2023	As at 31 March 2024	As at 31 March 2023	As at March 31, 2024	As at March 31, 2023
Property, plant and equipment and intangible assets	5.54	2.90	-	-	5.54	2.90
Provision for employee benefits	5.06	3.65	-	-	5.06	3.65
Provision for doubtful debts	4.10	4.21	-	-	4.10	4.21
Right of use of assets	-	-	(18.05)	(23.44)	(18.05)	(23.44)
Lease liabilities	19.96	24.66	-	-	19.96	24.66
Others	-	-	(0.21)	0.01	(0.21)	0.01
	34.66	**35.42**	**(18.26)**	**(23.43)**	**16.40**	**11.99**

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18 Income tax *(continued)*

E Movement in temporary differences for the year ended March 31, 2024

Particulars	Balance as at April 1, 2023	Recognized in profit and loss during 2023-24	Recognized in OCI during 2023-24	Balance as at March 31, 2024
Property, plant and equipment and intangible assets	2.90	2.64	-	5.54
Provision for employee benefits	3.65	1.41	-	5.06
Provision for doubtful debts	4.21	(0.11)	-	4.10
Right of use of assets	(23.44)	5.39	-	(18.05)
Lease liabilities	24.66	(4.70)	-	19.96
Others	0.01	(0.22)	-	(0.21)
Total	**11.99**	**4.41**	-	**16.40**

Movement in temporary differences for the year ended March 31, 2023

Particulars	Balance as at April 01, 2022	Recognized in profit and loss during 2022-23	Recognized in OCI during 2022-23	Balance as at March 31, 2023
Property, plant and equipment and intangible assets	1.77	1.13	-	2.90
Provision for employee benefits	3.40	0.25	-	3.65
Provision for doubtful debts	3.73	0.48	-	4.21
Right of use of assets	(16.41)	(7.03)	-	(23.44)
Lease liabilities	17.11	7.55	-	24.66
Others	0.25	(0.24)	-	0.01
Total	**9.85**	**2.14**	-	**11.99**

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	Year ended March 31, 2024	Year ended March 31, 2023
19 Revenue from operations		
see accounting policy note 2(l)		
Rendering of services	1,111.08	1,242.02
	1,111.08	**1,242.02**
(i) Disaggregated revenue information		
Employee Background Verification Business (EBGV)	477.85	690.29
Audit and Assurance Business (A&A)	633.23	551.73
Total revenue from operations	**1,111.08**	**1,242.02**
(ii) Revenue Segment Information		
India	929.65	1,093.65
Outside India	181.43	148.37
Total	**1,111.08**	**1,242.02**

Revenue from Top 5 customers are INR 422.80 million(38.05%) and INR 475.05 million (38.25%) of the companies total revenue for the year ended March 31, 2024 and March 31, 2023 respectively.

	Year ended March 31, 2024	Year ended March 31, 2023
(iii) Reconciliation of revenue recognised with the contracted price		
Revenue as per contracted price	1,112.03	1,242.78
Adjustments for:		
Discounts	(0.95)	(0.76)
Total revenue from contract with customers	**1,111.08**	**1,242.02**
(iv) Trade Receivables		
The following disclosure provides information about receivables, contract assets and liabilities from contracts with customers		
Trade Receivables (refer note 10)	371.27	358.95

(v) Contract fulfilment cost

Contract fulfilment costs are generally expensed as incurred. Such costs are amortised when the performance obligation towards rendering EBGV services are completed. The assessment of this criteria requires the application of judgement, in particular when considering if costs generate or enhance resources to be used to satisfy future performance obligations and whether costs are expected to be recovered.

	Year ended March 31, 2024	Year ended March 31, 2023
20 Other income		
Interest on Deposit measured at amortised cost	0.96	0.73
Interest on Income Tax Refund	2.71	0.69
Interest income on deposits with banks	5.64	8.40
Foreign exchange fluctuation (net)	1.04	-
Other non-operating income	0.05	0.25
	10.40	**10.07**
21 Employee benefits expense		
Salaries, wages and bonus	427.73	420.05
Contribution to provident and other funds (refer note below and note 17)	42.56	37.93
Share based payments to employees (refer note 34)		
- Equity-settled	7.18	2.99
Staff welfare expenses	9.40	11.64
	486.87	**472.61**

Note:
The Company makes contributions determined as a specified percentage of employee salaries, in respect of qualifying employees towards employee provident fund, which is defined contribution plan. The same is charged to statement of Profit and loss as and when it is accrued. The amount recognized as expense towards such provident fund contribution aggregated to Rs. 32.31 (March 31, 2023: Rs. 32.69)

	Year ended March 31, 2024	Year ended March 31, 2023
22 Finance costs		
Interest expense on financial liabilities that are not measured at fair value through profit or loss		
- on lease liabilities	8.41	6.69
Interest exense on overdraft facility	0.20	-
	8.61	**6.69**

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(All amounts are in Millions of Indian Rupees unless otherwise stated)

		Year ended March 31, 2024	Year ended March 31, 2023
23	**Depreciation and amortization expense**		
	Depreciation of property, plant & equipment (refer note 3(a))	18.49	17.21
	Amortisation of intangible assets (refer note 3(b))	7.82	6.88
	Depreciation of Right-of-use assets (refer note 5 and note 32)	31.69	25.82
		58.00	**49.91**
24	**Other expenses**		
	Payment to Associates	195.77	172.82
	Verification Expenses	124.40	129.30
	Travelling and Conveyance	46.08	41.90
	Rent	6.37	8.91
	Legal and professional fees	10.87	7.71
	Repairs and maintenance - others	52.22	45.33
	Communication Expenses	10.77	11.07
	Allowance for expected credit loss	0.47	1.73
	Bad debts written off	0.92	1.18
	Less: Allowance for expected credit loss released	-	(1.18)
	Corporate Social Responsibility Expenditure (refer note 27)	4.43	3.40
	Printing and Stationery	3.39	2.69
	Power and Fuel	10.03	9.30
	Payment to auditor (refer note below)	1.65	1.65
	Director sitting fees	0.90	0.38
	Loss on sale of Property Plant & Equipment	-	0.35
	Intangible asset under development written off	-	1.13
	Meeting expenses	1.87	3.09
	Rates and Taxes	0.33	0.24
	Bank Charges	1.27	0.44
	Foreign Tax credit written off	5.26	-
	Other expenses	8.66	1.96
		485.66	**443.40**

Note:

	Year ended March 31, 2024	Year ended March 31, 2023
Payment to auditors		
As auditor		
Statutory Audit	1.55	1.50
Reimbursment of expenses	0.10	0.15
	1.65	**1.65**

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(All amounts are in millions of Indian Rupees, except share data and as stated)

		Year ended March 31, 2024	Year ended March 31, 2023
25 Earnings per share (EPS)			
Profit for the year	A	62.71	210.54
Net profit attributable to equity shareholders for basic EPS	B	62.71	210.54
Add: Employee stock option	C	-	-
Net profit attributable to equity shareholders for diluted EPS	D = A+C	62.71	210.54
Weighted average number of equity shares outstanding as at reporting date for basic EPS	E	383,711	402,399
Add: Potential equity shares	F	-	-
Weighted average number of equity shares outstanding as at reporting date for diluted EPS	G = E + F	383,711	402,399
Basic earnings per equity share (in Rs.)	H = B / E	**163.43**	**523.21**
Diluted earnings per share (in Rs.)	I = D / G	**163.43**	**523.21**

26 Other statutory information

(i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

(ii) The Company has not traded or invested in Crypto currency or virtual currency.

(ii) The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets during the current or previous year.

(iii) The Company has not advanced or loaned or invested funds to any persons or entities, including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) 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 company (Ultimate Beneficiaries) or
b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(iv) The Company has not received any fund from any persons or entities, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the 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.

(v) The Company does not have any 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).

(vi) The Company does not have any charges or satisfaction which is yet to be registered with Registrar of Companies (ROC) beyond statutory period.

(vii) The Company does not have any transaction with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

(viii) The Company does not have any scheme of arrangements approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.

27 Expenditure on corporate social responsibility (CSR)	Year ended March 31, 2024	Year ended March 31, 2023
a) Amount required to be spent by the Company during the year	4.43	3.40
b) Amount approved by the Board to be spent during the year	4.43	3.40
c) Amount spent during the year (in cash):		
(i) Construction / acquisition of asset	-	-
(ii) On purposes other than (i) above	4.43	3.40
	4.43	**3.40**
d) Shortfall at the end of the year	-	-
e) Total of previous years shortfall	-	-
f) Reason for shortfall	Not applicable	Not applicable
g) Details of related party transactions	Not applicable	Not applicable
h) Details of excess amount spent by the company	-	-
i) Nature of CSR activities undertaken by the company	Promoting education and healthcare	Promoting education and healthcare

j) The movements in the provision for unspent CSR (relating to ongoing project) is as follows:

Opening balance	-	-
Amount required to be spent during the year	4.43	3.40
Amount spent during the year	4.43	3.40
Closing balance	-	-

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28 Ratios as per the schedule III requirements:

a) Current ratio = Current assets divided by Current liabilities

Particulars	March 31, 2024	March 31, 2023
Current assets	498.99	618.32
Current liabilities	210.47	192.83
Ratio	**2.37**	**3.21**
% change from previous year	-26.1%	

Reason for change more than 25% : During the current year the company utilised funds to the extent of INR 250 million for the purpose of non current investment in Denvae India Private Limited.

b) Debt-Equity Ratio = Total debt divided by total equity where total debt represents aggregate of current and non-current borrowings

Particulars	March 31, 2024	March 31, 2023
Total debt	79.31	97.96
Total equity	652.66	594.25
Ratio	**0.12**	**0.16**
% change from previous year	-26.3%	

Reason for change more than 25% : Total Debt represents the Lease liability carried in the books. The decrease in the ratio is on account of decrease in the lease liability due to lease payments done.

c) Debt Service Coverage Ratio = Earnings available for debt services divided by total interest and principal repayments

Particulars	March 31, 2024	March 31, 2023
Earnings available for debt services (refer note 1 below)	148.95	336.08
Total interest and principal repayments (refer note 2 below)	37.37	30.47
Ratio	**3.99**	**11.03**
% change from previous year	-63.9%	

Reason for change more than 25% : The reduction in debt service coverage ratio is due to the reduction in earnings available for debt service. The company's revenue had reduced during the current year leading to reduction in earnings available for debt service.

Note:
1. Earnings available for debt services = Profit before tax + Depreciation and amortization expense + Finance cost
2. Total interest and principal repayments = + Lease payments. The company does not have any debt obligations. Hence only lease liabilities are taken for calculation.

d) Return on Equity ratio = Profit after tax divided by average shareholder's equity

Particulars	March 31, 2024	March 31, 2023
Net Profit after tax	62.71	210.54
Average shareholder's equity (refer note below)	623.45	573.33
Ratio	**10.06%**	**36.72%**
% change from previous year	-72.6%	

Reason for change more than 25% : The reduction in return on equity ratio is on account of the reduction in Net profit after tax.

Note: Average shareholder's equity = (Total shareholder's equity as at beginning of respective year + total shareholder's equity as at end of respective year) divided by 2

e) Trade receivables turnover ratio = Sales divided by average trade receivables

Particulars	March 31, 2024	March 31, 2023
Turnover (refer note 1 below)	1,111.08	1,242.02
Average trade receivables (refer note 2 below)	365.11	372.27
Ratio	**3.04**	**3.34**
% change from previous year	-8.8%	

Reason for change more than 25%: Not Applicable

Note:
1. Turnover represents revenue from operations
2. Average trade receivables = (Total trade receivables as at beginning of respective year + total trade receivables as at end of respective year) divided by 2

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28 Ratios as per the schedule III requirements *(Continued)*

f) Trade payables turnover ratio = Expenses divided by average trade payables

Particulars	March 31, 2024	March 31, 2023
Purchases (refer note 1 below)	484.27	441.67
Trade payables (refer note 2 below)	63.36	41.93
Ratio	**7.64**	**10.53**
% change from previous year	-27.4%	

Reason for change more than 25%: : The reduction in trade payables turnover ratio is on account of increase in settlement of outstanding dues of creditors in the previous year as compared to the current year.

Note:
1. Purchases represents other expenses.

g) Net capital turnover ratio = Revenue from operations divided by workings capital

Particulars	March 31, 2024	March 31, 2023
Revenue from operations	1,111.08	1,242.02
Working capital (refer note below)	288.52	425.49
Ratio	**3.85**	**2.92**
% change from previous year	31.9%	

Reason for change more than 25%: : The reduction in working capital is on account of non current investment made in Denave India Private Limited.

Note: Working capital = Current assets - Current liabilities

h) Net profit ratio = Net profit after tax divided by Revenue from operations

Particulars	March 31, 2024	March 31, 2023
Net profit after tax	62.71	210.54
Revenue from operations	1,111.08	1,242.02
Ratio	**5.64%**	**16.95%**
% change from previous year	-66.7%	

Reason for change more than 25% : The reduction in Net profit ratio is due to the reduction in Net profit after tax.

i) Return on capital employed / investments = Earnings before interest and taxes (EBIT) divided by capital employed

Particulars	March 31, 2024	March 31, 2023
Earnings before interest and taxes (refer note 1 below)	90.95	286.17
Capital employed (refer note 2 below)	731.97	692.21
Ratio	**12.43%**	**41.34%**
% change from previous year	-69.9%	

Reason for change more than 25% : The reduction in Return on capital employed ratio is due to the reduction in company's earnings due to decrease in revenue without a corresponding decrease in costs (high operating leverage)

Note:
1. EBIT = Profit before taxes + finance cost
2. Capital employed = Total equity + Lease liabilities

j) Return on investments = Income generated from invested funds divided by Average invested funds in treasury investments

Particulars	March 31, 2024	March 31, 2023
Income generated from invested funds	5.64	8.40
Invested funds in treasury investments	51.00	131.57
Ratio	**11.07%**	**6.38%**
% change from previous year	73.3%	

Reason for change more than 25% : The Decrease in income generated is due to liquidation of the fixed deposits in the October 2023 to fund the Investment in equity shares of Denave India Private Limited

Note : The invested funds in treasury investment for the current year represents the fixed deposits with banks with original maturity of less than 3 months and hence is classified as cash and cash equivalents along with bank balances.

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29 Financial instruments - Fair values and risk management

A Accounting classification and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy.

Particulars	Note	March 31, 2024				March 31, 2023			
		FVTPL	FVOCI	Amortized cost	Total	FVTPL	FVOCI	Amortized cost	Total
Financial assets									
Investments	6	-	250.00	-	250.00	-	-	-	-
Trade receivables	10	-	-	371.27	371.27	-	-	358.95	358.95
Cash and cash equivalents	11 (a)	-	-	96.92	96.92	-	-	103.25	103.25
Bank balance other than cash and cash equivalents	11 (b)	-	-	-	-	-	-	161.57	161.57
Security deposits	7	-	-	19.13	19.13	-	-	18.25	18.25
Other receivables from related parties	7	-	-	-	-	-	-	6.40	6.40
Interest accrued on fixed deposits	7	-	-	0.53	0.53	-	-	2.98	2.98
Total financial assets		-	**250.00**	**487.85**	**737.85**	-	-	**651.40**	**651.40**
Financial liabilities									
Lease liabilities	13	-	-	79.31	79.31	-	-	97.96	97.96
Trade payables	15	-	-	63.36	63.36	-	-	41.93	41.93
Payable for Property, Plant & Equipment	14	-	-	11.08	11.08	-	-	1.73	1.73
Other Payables	14	-	-	0.90	0.90	-	-	2.49	2.49
Employee benefits payable	14	-	-	61.21	61.21	-	-	70.56	70.56
Total financial liabilities		-	-	**215.86**	**215.86**	-	-	**214.67**	**214.67**

Fair value measurement hierarchy

The company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities

Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly

Level 3: techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data

(All amounts are in Millions of Indian Rupees unless otherwise stated)

29 Financial instruments - Fair values and risk management (continued)

A Accounting classification and fair values (continued)

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognized and measured at fair value and (b) measured at amortized cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard.

Particulars	Note	March 31, 2024				March 31, 2023			
		Carrying amount	Fair Value			Carrying amount	Fair Value		
			Level 1	Level 2	Level 3		Level 1	Level 2	Level 3
Financial assets #									
Investments	6	250.00	-	-	250.00	-	-	-	-
Trade receivables	10	371.27	-	-	-	358.95	-	-	-
Cash and cash equivalents	11 (a)	96.92	-	-	-	103.25	-	-	-
Bank balance other than cash and cash equivalents	11 (b)	-	-	-	-	161.57	-	-	-
Security deposits	7	19.13	-	-	-	18.25	-	-	-
Other receivables from related parties	7	-	-	-	-	6.40	-	-	-
Interest accrued on fixed deposits	7	0.53	-	-	-	2.98	-	-	-
Total financial assets		**737.85**	-	-	**250.00**	**651.40**	-	-	-
Financial liabilities #									
Lease liabilities	13	79.31	-	-	-	97.96	-	-	-
Trade payables	15	63.36	-	-	-	41.93	-	-	-
Payable for Property, Plant & Equipment	14	11.08	-	-	-	1.73	-	-	-
Other Payables	14	0.90	-	-	-	2.49	-	-	-
Employee benefits payable	14	61.21	-	-	-	70.56	-	-	-
Total financial liabilities		**215.86**	-	-	-	**214.67**	-	-	-

For those financial assets and liabilities, which are not carried at its fair value, disclosure of fair value is not required as the carrying amounts approximates the fair values.

(All amounts are in Millions of Indian Rupees unless otherwise stated)

29 Financial instruments - Fair values and risk management (continued)

B Measurement of fair values

(i) The following table shows the valuation techniques used in measuring Level 3 fair values for financial instruments measured at fair value in balance sheet including the related valuation techniques used.

Type	Valuation Technique Used	Significant unobservable Inputs	Inter-relationship between signifi cant unobservable inputs and fair value measurement
Investment	Discounted cash flows: The valuation model considers the present value of the net cash flows expected to be generated. The cash flow projections include specific estimates for projected period. The expected net cash flows are discounted using a risk-adjusted discount rate,	- Cash flow estimates for the projected period - Risk adjusted discount rate.	The estimated fair value would increase/ (decrease) if: - Cash flow estimates were higher/ (lower) - Risk adjusted discount rate lower/ (higher)

(ii) **Reconciliation of Level 3 fair values**

The following table shows a reconciliation from the opening balances to the closing balances for Level 3 fair values

Reconciliation of carrying amounts	Investment
Balance as at April 1, 2022	-
Gain Included in OCI	
-Net change in fair value (unrealised)	-
Purchases	-
Balance as at March 31, 2023	-
Gain Included in OCI	
-Net change in fair value (unrealised)	-
Purchases	250.00
Balance as at March 31, 2024	**250.00**

The company holds an investment in equity shares of Denave India Private Limited, which is classified as FVOCI, with a fair value of INR 250 million at March 31, 2024, (March 31, 2023: Nil). The fair value of this investment was categorised as Level 3 at March 31, 2024 (for information on the valuation technique, see B(i)).

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29 Financial instruments - Fair values and risk management (continued)

C Financial risk management

The Company has exposure to the following risks arising from financial instruments:

- Market risk
- Credit risk
- Liquidity risk

Financial risk management framework

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The board of directors along with the top management are responsible for developing and monitoring the Company's risk management policies. The Company's senior management advises on financial risks and the appropriate financial risk governance framework for the Company.

The Company's risk management policies established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through establishment of standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The Company's board of directors oversees how management monitors compliance with the Company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The board of directors are assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the board of directors.

The Company's principal financial liabilities, comprise borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include trade receivables, cash and cash equivalents and balances with banks that is derived directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's overall risk management focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the financial performance of the company.

The sources of risks which the company is exposed to and their management is given below:

a) Market risk

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, commodity prices and other market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including deposits, foreign currency receivables, payables and borrowings. The Company is exposed to market risk through its use of financial instruments and specifically to currency risk, interest rate risk and certain other price risks, which arise from operating activities.

i) 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 import and export of Services.

Currency risk (foreign exchange risk) arises on financial instruments that are denominated in a foreign currency, i.e. in a currency other than the functional currency in which they are measured. For the purpose of Ind AS, currency risk does not arise from financial instruments that are non-monetary items or from financial instruments denominated in the functional currency.

The management provides due consideration to exposure from specific currency and considers hedging activity, where deemed necessary. In this regard, there have been no hedging activities that have been undertaken by the Company during the year.

Foreign currency denominated financial assets and liabilities which expose the Company to currency risk are disclosed below. The amounts shown are those reported translated at the closing rate. Unhedged foreign currency risk exposure at the end of the reporting period has been expressed *in INR Millions*.

	March 31, 2024		March 31, 2023	
Not hedged by derivative instruments	**Foreign currency**	**INR**	**Foreign currency**	**INR**
Trade receivables				
USD	790,000	65.87	721,768	59.31
	790,000	**65.87**	**721,768**	**59.31**
Trade payables				
USD	1,731	0.14	1,808	0.15
AED	-	-	7,550	0.17
KD	-	-	370	0.10
	1,731	**0.14**	**9,728**	**0.42**
Net Balance Sheet Exposure		**65.73**		**58.89**

Foreign currency

The following table illustrates the sensitivity of profit and equity with respect to the Company's financial assets and financial liabilities and in relation to the fluctuation in the respective currencies 'all other things being equal'.

If the Indian Rupee had strengthened/ weakened against the respective currency by 5% during the year ended March 31, 2024 (March 31, 2023: 5%), then this would have had the following impact on profit before tax & equity:

The sensitivity analysis is based on the Company's foreign currency financial instruments held at each reporting date.

	Strengthening		Weakening	
Particulars	**March 31, 2024**	**March 31, 2023**	**March 31, 2024**	**March 31, 2023**
Increase/ (decrease) in profit and equity	(3.29)	(2.94)	3.29	2.94

ii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is not exposed to interest rate risk as the Company does not have any debt obligations

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(All amounts are in millions of Indian Rupees, except share data and as stated)

29 Financial instruments - Fair values and risk management (continued)

b) Credit risk

Credit risk is the risk that a 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 and other financial instruments.

Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the credit worthiness of customers to which the Company grants credit terms in the normal course of business. The Company establishes an allowance for doubtful debts and impairment that represents its estimate of incurred losses in respect of the Company's trade receivables and other financial assets. Further, none of the customers contributes to more than 10% of the Company's total revenues as continuous efforts are made in expanding its customer base. Outstanding customer receivables are regularly monitored and reviewed by the Management periodically.

The carrying amount of financial assets represents the maximum credit exposure.

Particulars	Reference	Carrying Amount As at March 31, 2024	Carrying Amount As at March 31, 2023
Trade receivables	(i)	371.27	358.95
Cash and cash equivalents	(ii)	96.92	103.25
Bank balance other than cash and cash equivalents	(ii)	-	161.57
Security deposits	(iv)	19.13	18.25
Other receivables from related parties	(iv)	-	6.40
Investments	(iii)	250.00	-
Interest accrued on deposits with banks	(ii)	0.53	2.98
Total		**737.85**	**651.40**

(i)Trade receivables

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk associated with the industry. In monitoring customer credit risk, customers are grouped according to their credit characteristics, including end-user customers, their geographic location, industry, trading history with the customer groups and existence of previous financial difficulties as applicable. With respect to other financial assets, the Company does not expect any credit risk against such assets except as already assessed.

Exposures to customers outstanding at the end of each reporting period are reviewed by the Company to determine incurred and expected credit losses. Historical trends of impairment of trade receivables do not reflect any significant credit losses. The Company has adopted a practical measure of computing the expected credit loss allowance for trade receivable and other financial assets, which comprise large number of small balances, based on a provision matrix. The provision matrix takes into account historical credit loss experience and adjusted for forward-looking information including consideration for increased likelihood of credit risk. Further, the Company also makes an allowance for doubtful debts on a case to case basis.

The maximum exposure to credit risk for trade and other receivables are as follows:

	As at March 31, 2024	As at March 31, 2023
Less than 1 year	326.68	285.67
More than 1 year	1.09	3.04
Sub-total	**327.77**	**288.71**
Less: Loss allowance in accordance with expected credit loss model	(16.29)	(15.37)
Total	**311.48**	**273.34**
Unbilled Revenue	59.79	85.61
Total	**371.27**	**358.95**

Exposure to credit risk:

The Company allocates each exposure to a credit risk grade based on the historic trend of receivables movement between the aging buckets. The loss rates are calculated based on the simple average of the trend in receivable ageing.

Aging Period	31-Mar-24	31-Mar-23
0-90 days	0.16%	0.16%
90-180 days	0.34%	0.34%
180-270 days	100.00%	100.00%
270-360 days	100.00%	100.00%
More than 360 days	100.00%	100.00%

(ii) Cash and cash equivalents, deposits with banks including interest accrued and Bank balances other than cash and cash equivalents

Cash and bank balances are deposited with credit worthy banks and hence does not expect any loss from non-performance by these counter-parties.

(iii) Investments

Investments of surplus funds are made only with approval of Board of Directors. Investments primarily include investments in equity instruments of Denave India Private Limited. The Company does not expect significant credit risks arising from these investments.

(iv) Others

This comprises of security deposits and other financial assets on which the Company does not expect any loss from non-performance of these counter-parties.

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(All amounts are in millions of Indian Rupees, except share data and as stated)

29 Financial instruments - Fair values and risk management (continued)

c) Liquidity risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at reasonable price. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and availability of funding through an adequate amount of credit facilities to meet obligations when due. The Company's treasury team is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the liquidity position through rolling forecasts on the basis of expected cash flows.

The Company's objective is to maintain a current ratio with an optimal mix of short term loans and long term loans. The Company assessed the concentration of risk with respect to refinancing its debt and concluded it to be low. The Company has access to a sufficient variety of sources of funding and debt maturing within 12 months and the management is confident that it can roll over its debt with existing lenders. The Board of Directors periodically reviews the Company's business requirements vis-a-vis the source of funding.

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date.

Particulars	Carrying amount	Total cash outflows	Less than 1 year	More than 1 year
As at March 31, 2024				
Lease liabilities	79.31	79.31	27.53	51.79
Trade payables	63.36	63.36	63.36	-
Payable for Property, Plant & Equipment	11.08	11.08	-	11.08
Other Payables	0.90	0.90	0.90	-
Employee benefits payable	61.21	61.21	61.21	-
Total	**215.86**	**215.86**	**153.00**	**62.87**
As at March 31, 2023				
Lease liabilities	97.96	97.96	27.82	70.14
Trade payables	41.93	41.93	38.22	3.71
Employee benefits payable	70.56	70.56	70.56	-
Payable for Property, Plant & Equipment	1.73	1.73	1.73	-
Other Payables	2.49	2.49	2.49	-
Total	**214.67**	**214.67**	**140.82**	**73.85**

D Offsetting financial assets and financial liabilities

The Company does not have any financial instruments that are offset or are subject to enforceable master netting arrangements and other similar agreements

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(All amounts are in Millions of Indian Rupees unless otherwise stated)

30 Related party disclosures

(I) Where control exists:

(A) Holding company

Updater Services Limited

(B) Entity under Common Control

Tangy Facility Solutions Private Limited
Avon Solutions and Logistics Private Limited
Wash room Hygeine Concepts Privatye Limited
Denave Services Private Limited
Athena BPO Private Limited

(II) Key Management Personnel (KMP)

(A) Managing Director / Executive Directors / Chief Executive Officer / Company Secretary/ Manager

P Ravishankar

(B) Non-executive directors

P C Balasubramanian
Jayasree Srinivasan (from 1st September 2023)
Sangeeta Sumesh Sankaran
V M Muralidharan
Raghunandana Tangirala
Santhanam Madhavan

(III) Transactions with related parties referred in (I) and (II) above, in the ordinary course of business:

Particulars	March 31, 2024	March 31, 2023
Revenue from rendering services		
Updater Services Limited	0.38	0.30
Avon Solutions and Logistics Private Limited	0.02	0.04
Denave Services Private Limited	0.33	0.18
Athena BPO Limited	0.28	-
Reimbursement of IPO Expenses		
Updater Services Limited	-	5.89
Office Maintenance		
Updater Services Limited	2.32	0.96
Wash room Hygeine Concepts Private Limited	0.17	0.14
Tangy Supplies and Solutions Private Limited	-	0.15
Avon Solutions and Logistics Private Limited	0.70	-
Stock options issued to employees of the company		
Updater Services Limited	7.18	2.99
Retainer Services		
Denave Services Private Limited	-	0.72
Investment in Related party Company		
Denave Services Private Limited (From 25th October 2023)	250.00	-

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(All amounts are in Millions of Indian Rupees unless otherwise stated)

30 Related party disclosures *(continued)*

Particulars	March 31, 2024	March 31, 2023
(III) Buy Back of Equity Shares		
P C Balasubramanian	-	38.38
G Viswanathan	-	56.75
P Sankararaman	-	22.71
Jayasree Srinivasan	-	19.46
Director Sitting fees		
Sangeetha Sumesh Sankaran	0.40	0.20
V M Muralidharan	0.40	0.18
Jayasree Srinivasan (from 1 September 2023)	0.10	-
Professional Fees		
Jayasree Srinivasan (from 1 September 2023)	0.40	0.18
Compensation of key management personnel of the company*	-	
P C Balasubramanian (until 31 March 2023)	-	3.37
P Sankararaman (until 31 March 2023)	-	3.53
Jayasree Srinivasan (until 31 August 2023)	3.28	8.02
G Mukund (until 31 March 2023)	-	4.26
P P Viswanathan (until 31 March 2023)	-	2.64
P Ravishankar	11.35	6.29

*The remuneration to the key managerial personnel does not include the provisions made for gratuity and leave benefits, as these are determined on an actuarial basis for the Group as a whole.

(IV) Balance Outstanding at the end of the year

Particulars	March 31, 2024	March 31, 2023
Trade Receivables		
Updater Services Limited		
Services provided	0.09	0.19
Reimbursement of IPO Expenses	-	3.35
Avon Solutions and Logistics Private Limited	0.00	
Denave Services Private Limited	0.07	0.06
Athena BPO Limited	0.16	-
Trade Payables		
Wash room Hygeine Concepts Private Limited	0.03	0.01
Updater Services Limited	0.18	-
Avon Solutions and Logistics Private Limited	0.17	-

(V) Terms and conditions of transactions with related parties

Transactions with related parties are at arm's length and all the outstanding balances are unsecured.

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(All amounts are in millions of Indian Rupees, except share data and as stated)

31 Contingencies and commitments

a) Contingent liabilities	As at March 31, 2024	As at March 31, 2023
Claims against the company not acknowledged as debt;		
Legal claims		
(i) Provision for bonus for FY 2014-15 pursuant to retrospective amendment to "Payment to Bonus Act" for which an interim stay has been granted by the High Court of Madras.	2.78	2.78
(ii) Income Tax AY 2021-22	16.90	16.90
	19.68	**19.68**

(i) The Hon'ble Supreme Court in its ruling dated February 28, 2019 held that the allowances paid to employees are essentially a part of the basic wage, which are necessarily and ordinarily paid to all employees and are to be treated as wages for the purpose of '(PF)' Provident Fund contribution, with fewer exception to the same. Based on legal advice, considering that the PF authorities has not commenced any proceedings claiming contribution on allowances for prior or subsequent periods and considering interpretative challenges surrounding the retrospective application of the judgement and absence of reliable measurement of provisions relating to earlier periods, this matter has been disclosed as a contingent liability.

(ii) The Company has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed as contingent liabilities where applicable, in these financial statements.

b) Capital commitments	As at March 31, 2024	As at March 31, 2023
Capital commitments	4.13	7.03
	4.13	**7.03**

32 Leases

The Company has lease contracts for building used in its operations. Leases of building generally have lease terms between 2- 5 years. The Company's obligations under its leases are secured by the lessor's title to the leased assets.

The Company also has certain leases of building with lease terms of 11 months. The Company applies the 'short-term lease' and 'lease of low-value assets' recognition exemptions for these leases.

The following are the disclosures that has been made pursuant to Ind AS 116 requirements

(i) Right of use assets

Refer note 3 (c) for detailed break-up of right of use assets and depreciation thereon.

(ii) Lease liabilities	As at March 31, 2024	As at March 31, 2023
Maturity analysis - contractual undiscounted cash flows		
Not later than one year	27.53	35.82
Later than one year and not later than five years	66.26	83.26
More than five years	-	-
Total undiscounted lease liabilities	**93.79**	**119.08**
Lease liabilities		
Non-current	58.45	70.14
Current	20.86	27.82

Reconciliation of Movements of liabilities to cash flows arising from financing activities	Year ended March 31, 2024	Year ended March 31, 2023
Opening balance	97.96	67.99
Additions during the year	10.31	53.74
Interest	8.41	6.69
Rental payments	(37.37)	(30.46)
Closing balance	**79.31**	**97.96**

(iii) Amounts recognized in profit or loss	Year ended March 31, 2024	Year ended March 31, 2023
Interest on lease liabilities (refer note 22)	8.41	6.69
Depreciation of right of use assets (refer note 5)	31.69	25.82
Expenses relating to short-term leases	6.37	8.91

(iv) Amounts recognized in the statement of cash flows		
Total cash outflow towards lease payments (excluding short-term leases)	37.37	30.46

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(All amounts are in millions of Indian Rupees, except share data and as stated)

33 Segment information

Operating segments are defined as components of an enterprise for which discrete financial information is available that is evaluated regularly by the chief operating decision maker, in deciding how to allocate resources and assessing performance. The Company is engaged in Audit and Assurance services and Employee background verification services and the operation primarily caters to the domestic market. The Managing Director of the company has been identified as being the chief operating decision maker (CODM) evaluates the company's performance, allocate resources based on the analysis of the various performance indicator of the company as 2 different segments - Audit and Assurance (A&A) and Employee background Verification (EBGV). Therefore, there are 2 reportable segments for the company as per the requirement of Ind-AS 108 "Operating Segments".

Revenue in the geographical information considered for disclosures are as follows:
Revenue within India include rendering of services in India to customers located within India; and revenues outside India include rendering of services outside India to customers located outside India (Refer note 19).

Operating segment information for the year ended March 31, 2024

Particulars	Audit and Assurance business (A&A)	Employee background verification business (EBGV)	Unallocated	Total
Segment Revenue	633.23	477.85	-	1,111.08
Less: Segment Cost	559.71	424.38	46.44	1,030.54
Less: Inter-segment	-	-		-
Segment result	**73.52**	**53.47**	**(46.44)**	**80.55**
Finance Cost	-	-	8.61	8.61
Other Income	-	-	10.40	10.40
Profit before tax	**73.52**	**53.47**	**(44.67)**	**82.34**
Tax Expense	-	-	19.63	19.63
Profit After tax	**73.52**	**53.47**	**(64.28)**	**62.71**
Segment assets	249.79	137.95	541.42	929.16
Segment Liabilities	72.99	59.46	144.05	276.50
Capital Expenditure	3.90	15.30	0.76	19.96

Operating segment information for the year ended March 31, 2023

Particulars	Audit and Assurance business (A&A)	Employee background verification business (EBGV)	Unallocated	Total
Segment Revenue	551.73	690.29	-	1,242.02
Less: Segment Cost	476.03	453.67	36.21	965.91
Less: Inter-segment	-	-		-
Segment result	**75.70**	**236.61**	**(36.21)**	**276.11**
Finance Cost	-	-	6.69	6.69
Other Income	-	-	10.07	10.07
Profit before tax	**75.70**	**236.61**	**(32.83)**	**279.48**
Tax Expense	-	-	-	-
Profit After tax	**75.70**	**236.61**	**(32.83)**	**279.48**
Segment assets	177.70	278.20	401.32	857.22
Segment Liabilities	23.43	18.62	220.92	262.97
Capital Expenditure	7.53	12.09	0.83	20.45

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(All amounts are in millions of Indian Rupees, except share data and as stated)

34 Share-based payments:

Employee Stock Option Plan 2022

The Company is covered under the Employee Stock Option Schemes "Updater Employee Stock Option Plan 2022" ("ESOP 2022" or "Plan") which was approved by the shareholders of Updater Services Limited (Holding company) on December 15, 2022. The primary objective of the above schemes is to reward certain employees of holding Company and its subsidiaries for their association, dedication and contribution to the goals of the Holding Company.

Under the Scheme, 289,000 options were granted to the certain employees at an exercise price of ₹ 300 in multiple tranches. The options issued under the plan has a term of 1-4 years as provided in the stock options grant letter and vest based on the tenure served by such employees.

The Holding Company has also granted certain options during the year to such employees which vest based on non-market linked performance conditions related to the Company over a 4 year period, which is stipulated in the respective grant letters issued to the employees. The performance condition for FY 2022-23 (Tranche 1) has been communicated to respective employees, while for Tranches 2-4, these will be communicated in future. Further, the Plan also provides ability for the employee to catch up any unvested options for a particular Tranche in the next year provided the performance conditions specified for the next financial year are achieved.

When exercisable, each option is convertible into one equity share of Face value of Rs.10/- each fully paid up.Management has estimated and also considered future projections in

The expense recognised for share options during the year ended March 31, 2024 is INR 7.18 [March 31 2023: INR 2.99]. This amount will be paid by the Company to its holding Company in connection with the ESOP plan.

A. Details of ESOP 2022

Tenure

Name of the Scheme - ESOP 2022	Tenure based	Performance Based
Date of grant	16-Dec-22	16-Dec-22
Number granted(in nos)	144,518	144,482
Surrendered	-	-
Fresh Grant	-	-
Total	**144,518**	**144,482**
Exercise Price (INR)	300	300
Vesting period	4 years - Graded vesting	4 years - Graded vesting
Vesting condition	Sevice condition - Tenure based	Performance condition - EBITDA
Method of Settlement	Equity-Settled	Equity-Settled
Method of valuation	Black & Scholes	Black & Scholes

B. Movement in the options granted to employees

Particulars	Number of options	
	Year ended March 31, 2024	Year ended March 31, 2023
Outstanding at the beginning of the year	**289,000**	-
Options granted during the year	-	289,000
Weighted average exercise price per option(₹)	300	300
Options exercised during the year	-	-
Options forfeited during the year	-	-
Options expired during the year	-	-
Options surrendered during the year	-	-
Outstanding at the end of the year	**289,000**	**289,000**
Exercisable at the end of the year	28,901	36,120

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(All amounts are in millions of Indian Rupees, except share data and as stated)

34 Share-based payments (Continued)

C. Fair value of options granted

The Black-Scholes valuation model has been used for computing the weighted average fair value considering following inputs:

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Exercise price (INR)	300	300
Expected volatility	41.50%	41.50%
Expected dividend yield	-	-
Risk free interest rates	7.43%	7.43%
Expected life of the option:	2 - 3.5 Years	2 - 3.5 Years
Weighted average share	293.45	293.45
Fair Value of the Option as on Grant date	Rs.82.59 - Rs.113.83	Rs.82.59 - Rs.113.83

The expected life of the share options is based on historical data and current expectations 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 not necessarily be the actual outcome.

35 Events after the reporting period

There are no significant subsequent events that have occurred after the reporting period till the date of these financial statements.

The notes from 1 to 35 are an integral part of these financial statements

As per our report of even date attached

for **B S R & Co. LLP**
Chartered Accountants
Firm's Registration no. 101248W/W-100022

Pratima Narang

Pratima Narang
Partner
Membership No. 226898

Place: Chennai
Date: April 30, 2024

for and on behalf of the Board of Directors of
Matrix Business Services India Private Limited
CIN : U74140TN2003PTC051482

P.C. Balasubramanian
Director
DIN: 00584548

Place: Chennai
Date: April 30, 2024

P. Ravishankar
CEO and Director
DIN: 10501551

Place: Chennai
Date: April 30, 2024