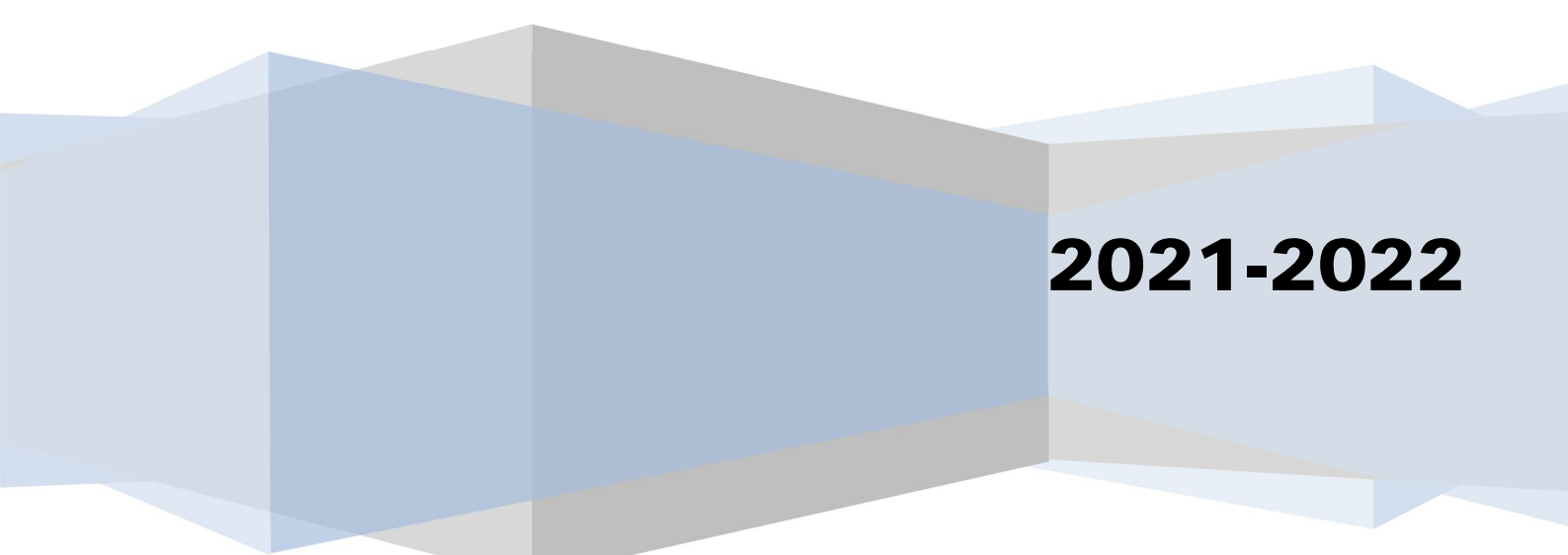


DIGIFLEX INDIA LIMITED

TWENTY FOURTH ANNUAL REPORT



2021-2022

DIGIFLEX (INDIA)LIMITED
Registered Office: B-2, Nizamuddin East, New Delhi – 110013
CIN- U25199DL1988PLC032935
Ph. No.-91-11-41827670
Email Add: digiflexltd@gmail.com

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Twenty Forth Annual General Meeting of the Shareholders of **M/s DIGIFLEX (INDIA) LIMITED** will be held on Friday, 30th day of September, 2022 at 11:30 A.M. through **Video Conferencing (“VC”)/ other Audio-Visual Means (“OAVM”)** facility at B-2, Nizamuddin East, New Delhi – 110013 to transact the following business.

1. To consider and adopt the Audited Balance Sheet as at 31st March, 2022 and the Profit and Loss Account for the financial year ended 31st March, 2022 and the Directors' and Auditors' Reports thereon.
2. To appoint the directors, who are liable to retires by rotation and being eligible offers themselves for re-appointment:

“RESOLVED THAT pursuant to the provision of section 152(6) of the Companies Act, 2013 and rules made thereunder Mrs. Arun Khanna, who retires by rotation, and being eligible, offer himself for the re-appointment be and is hereby re-appointed as Director of the Company, liable to retire by rotation.”

For Digiflex (India) Limited

Sd/-
Arun Khanna
Director
DIN- 00888441
A-90, Nizamuddin East,
New Delhi-110013

Sd/-
Suman Khanna
Director
DIN- 00888554
A-90, Nizamuddin East,
New Delhi-110013

Date: 2nd September, 2022
Place: New Delhi

Notes:

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time, physical attendance of the Members to the EGM/AGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing EGM/AGM through VC/OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM/AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM/AGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the EGM/AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM/AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member

using remote e-Voting system as well as venue voting on the date of the EGM/AGM will be provided by NSDL.

6. EGM/AGM can be convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021.
7. Corporate Members intending their authorized representative to attend the meeting are requested to send a certified copy of Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting. The said Resolution/Authorization shall be sent to the Company at its registered e-mail address at digiflexltd@gmail.com.
8. The shareholders who had not registered their email address with the company:

Send a request to the Skyline Financial Services Private Limited, Registrar and Share Transfer Agent of the company, at admin@skylinerta.com and compliances@skylinerta.com providing Folio No., Name of shareholder, scanned copy of the share certificate (front and back) and self-attested scanned copy of PAN card for registering their email address.
9. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and related Rules and Register of Contracts or Arrangements in which in which directors are interested under Section 189 of the Companies Act, 2013 and related Rules thereunder will be available online for inspection by Members of the Company.
10. In compliance with the aforesaid MCA Circulars, Notice of the AGM and Directors Report along with annexures for the financial year 2021-22 is being sent only through electronic mode to those Members whose email addresses are registered with the Company.
11. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.
12. E-Voting is available to members as per the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of The Company (Management and Administration) Rules, 2014 the members can exercise their vote by electronic means from 27th September 2022, 9.00 AM till 29th September 2022, 5.00 PM. The remote e-voting module

shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 23rd September, 2022, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 23rd September, 2022.





13. e-Voting Procedure

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nSDL.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nSDL.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nSDL.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the

	<p>screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <div style="text-align: center;"> <p>NSDL Mobile App is available on</p> <p>  App Store  Google Play </p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div> </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.

Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
--------------------------------------------------------------------------------------------------------	--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once

you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:

a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".

3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to mukun@mvcoadvisory.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at evoting@nsdl.co.in or contact Ms. Pallavi Mhatre, Manager or Ms. Soni Singh, Asst. Manager, National Securities Depository Limited, Trade World, 'A' Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013, at the designated email id – evoting@nsdl.co.in or pallavid@nsdl.co.in or SoniS@nsdl.co.in or at telephone nos.:- +91 22 24994545, +91 22 24994559, who will also address the grievances connected with voting by electronic means. Members may also write to the at the Company's email address digiflexltd@gmail.com.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to digiflexltd@gmail.com.
- 2.
3. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to digiflexltd@gmail.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
4. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
5. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under **"Join General meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at digiflexltd@gmail.com. The same will be replied by the company suitably.
6. Shareholders who would like to speak in the meeting may send their Name, Demat account number/folio number, Registered email id and mobile number at digiflexltd@gmail.com at least 5 days prior to the AGM date.

DIGIFLEX (INDIA)LIMITED
Registered Office: B-2, Nizamuddin East, New Delhi – 110013
CIN- U25199DL1988PLC032935
Ph. No.-91-11-41827670
Email Add: digiflexltd@gmail.com

BOARD REPORT

Dear Members,

Your Directors have pleasure in presenting the 24th Annual Report on the business and operations of the Company together with Audited Accounts for the financial year ended March 31, 2022.

1. Financial Summary or Performance of the Company

The financial Summary or performance of the Company, for the year under review is as follows:

PARTICULARS	2021-22 (in Rupees)	2020-21 (in Rupees)
Gross Income	0.00	0.00
Total Expenses	5,38,885.37	6,21,075.80
Net Profit Before Tax	(5,38,885.37)	(6,21,075.80)
Net Profit After Tax	(5,38,885.37)	(6,21,075.80)

2. State of Company's Affairs

The Company has reported NIL income in the Current Year. The Net Loss for the year under review is amounted to ₹5,38,885.37/- as compared to previous year net loss of ₹ 6,21,075.80/-.

Your Company is in revival stage and is exploring various options however as there are a general downturn in economy and thus it's taking a more than expected time. However your board is committed for growth of your Company.

3. Transfer to reserves

During the period under review, the Company has not transferred any amount to reserves.

4. Dividend

During the period under review, the Company has not transferred any amount for dividend.

5. Changes between the date of the Board Report and end of Financial Year

There have been no material changes and commitments, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

6. Significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future

During the year under review, there has been no such significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

7. Subsidiaries, Joint Ventures and Associate Companies

The Company does not have any Subsidiary, Joint venture or Associate Company.

8. Change in the nature of business

During the period under review, there is no change in the nature of the business of the company.

9. Details of Directors or Key Managerial Personnel

As on 31st March, 2022, details of Directors or Company Secretary or Key Managerial Personnel are as follows:

S. No	Director Name	DIN/PAN	Designation	Date of Appointment
1	Mr. Arun Khanna	00888441	Director	25.08.1988
2	Ms. Suman Khanna	00888554	Director	25.08.1988
3	Ms. Meena Khanna	00309722	Director	26.11.2018

Changes in Directors & KMP

Mr. Arun Khanna retiring by rotation in the ensuing AGM to be held on 30th September 2022 and being eligible, offer herself for the re-appointment.

Change in Share Capital

There is no change in share capital structure of the Company during the financial year 2021-2022.

10. Deposits

The Company has not invited/ accepted any deposits from the public during the year ended March 31, 2022. There were no unclaimed or unpaid deposits as on March 31, 2022.

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

The information on conservation of energy, technology absorption and foreign exchange earnings is NIL and outgo is stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule, 8 of The Companies (Accounts) Rules, 2014, is annexed herewith as "**Annexure A**".

12. Corporate Social Responsibility

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions are not applicable.

13. Compliance with provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company is committed to uphold and maintain the dignity of women employees and it has in place a policy which provides for protection against sexual harassment of women at work place and for prevention and redressal of such complaints. During the year no such complaints were received.

14. Number of meeting of the Board

During the year 2021-22, the Board of Directors of the Company met 6 times.

Date of the Board Meeting	
10/06/2021	01/10/2021
10/07/2021	29/12/2021
27/08/2021	10/03/2022

15. Directors' Responsibility Statement

Pursuant to the requirement under Section 134(3)(C) of the Companies Act, 2013 with respect to Directors' Responsibility Statement, it is hereby confirmed that:

- (i) in the preparation of the annual accounts for the financial year ended 31st March, 2022, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (ii) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at March 31, 2022 and of the profit and loss of the company for that period;
- (iii) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (iv) the directors had prepared the annual accounts on a going concern basis; and
- (v) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.
- (vi) that proper internal financial controls were laid down and that such internal financial controls are adequate and were operating effectively.

16. Declaration by Independent Directors

The Company was not required to appoint Independent Directors under Section 149(4) and Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014 and hence no such declaration is required

17. Company's policy on Directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under sub-section (3) of section 178

The provisions of Section 178(1) relating to constitution of Nomination and Remuneration Committee are not applicable to the Company and hence the Company has not devised any policy relating to appointment of Directors, payment of Managerial remuneration, Directors qualifications, positive attributes, independence of Directors and other related matters as provided under Section 178(3) of the Companies Act, 2013.

18 Particulars of Loans, Guarantees or Investments under section 186

There were no Loans or Guarantees made by the Company under Section 186 of the Companies Act, 2013 during the year under review. However, the company has investment in the equity shares as per the table below:

S. No.	Name of Party	Amount (Rs.)
1	M/s Adrotec Information Systems Private Limited (250000 Equity Shares)	10,43,319
2	M/s Globsyn Technologies Limited (100000 Equity Shares)	14,75,943

19 Particulars of Employee

During the year none of the employees are in receipt of remuneration of not less than Rs.one crore and two lakhs, or employed for the part of the year and in receipt of Rs. Eight lakhs and fifty thousand per month, under rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

21. Risk Management Policy

The Company does not have any Risk Management Policy as the elements of risk threatening the Company's existence are very minimal.

22 Adequacy of Internal Financial Control

Company's business processes have a strong monitoring and reporting process resulting in financial discipline and accountability.

23 Extract of Annual Return in Form MGT-9

The Extract of annual return in form MGT-9 as required under Section 92 of the Companies Act, 2013 have been amended by MCA vide Notification dated 05.03.2021 (effective from same date) has substituted Rule 12 of Companies (Management and Administration), Rules, 2014 and with effect from the amendment Form MGT-9 is not required to be prepared from the Financial Year 2020-21 & onwards.

24 Related Party Transactions

During the Financial Year 2021-22, the Company has not entered into contracts or arrangement or transactions with related parties referred to in Section (1) of section 188.

25 Disclosure of Composition of Audit Committee and Providing Vigil Mechanism

The provisions of Section 177 of the Companies Act, 2013 read with Rule 6 and 7 of the Companies (Meetings of the Board and its Powers) Rules, 2013 is not applicable to the Company.

26. Transfer of Unclaimed Dividend to Investor Education and Protection Fund

Since there was no unpaid/unclaimed Dividend declared and paid last year, the provisions of Section 125 of the Companies Act, 2013 do not apply.

26 Explanation or Comments on Qualifications, Reservations or Adverse Remarks or Disclaimers made by the Practicing Company Secretary in their Reports

The provisions relating to submission of Secretarial Audit is not applicable to the Company.

27 Compliance of Applicable Secretarial Standards

During the year under review the Company have complied all the secretarial standards issued by the Institute of Company Secretaries of India.

28 Reporting of fraud by auditors

During the year under review, the statutory auditors have not reported any instances of frauds committed in the company by its officers and employees to the board under section 143(12) of the Companies Act, 2013.

29 Cost Records

The provisions of Cost audit as per Section 148 of the Companies Act, 2013 is not applicable to the Company.

30 Acknowledgments

The Board wishes to place on record its thanks and gratitude to the shareholders, banks, vendors for the trust and confidence reposed and hopes that they would continue their sincere and dedicated endeavor towards attainment of better results during the current year.

For Digiflex (India) Limited

**Sd/-
Arun Khanna
Director
DIN- 000888441
A-90, Nizamuddin East,
New Delhi-110013**

**Sd/-
Suman Khanna
Director
DIN- 00888554
A-90, Nizamuddin East,
New Delhi-110013**

Date: 2nd September, 2022

Place: New Delhi

ANNEXURE - A

Information under Section 134(3)(m) of the Companies Act, 2013 read with rule 8(3) of the Companies (Accounts) Rules, 2014 and forming part of the Report of the Directors

(A) Conservation of energy-

- (i) the steps taken or impact on conservation of energy: **NIL**
- (ii) the steps taken by the company for utilizing alternate sources of energy: **NIL**
- (iii) the capital investment on energy conservation equipment: **NIL**

(B) Technology absorption-

- (i) the efforts made towards technology absorption: **NIL**
- (ii) the benefits derived like product improvement, cost reduction, product development or import substitution: **NIL**
- (iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year): **NIL**
- (iv) the expenditure incurred on Research and Development: **NIL**

(C) Foreign exchange earnings and Outgo-

Particulars	2021-22 (in Rs.)	2020-21 (in Rs.)
Earning in Foreign Currency	NIL	NIL
Expenditure in foreign Currency	NIL	NIL

For Digiflex (India) Limited

**Sd/-
Arun Khanna
Director
DIN- 000888441
A-90, Nizamuddin East,
New Delhi-110013**

**Sd/-
Suman Khanna
Director
DIN- 00888554
A-90, Nizamuddin East,
New Delhi-110013**

**Date: 2nd September, 2022
Place: New Delhi**

INDEPENDENT AUDITOR'S REPORT

To the Members of *DIGIFLEX INDIA LIMITED* Report on the Financial Statements

Opinion

We have audited the accompanying financial statements of **DIGIFLEX INDIA LIMITED** ("the Company"), which comprise the balance sheet as at March 31, 2022, the statement of Profit and Loss, statement of changes in equity and statement of cash flows for the year ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company and its losses for the year ended 31 March 2022.

Basis for Opinion

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

Key Audit Matters

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

Information other than the Financial Statements and Auditor's Report thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the financial statements and our auditor's report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the Audit, or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report the fact. We have nothing to report in this regard.

Management's Responsibility for the Financial Statements

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

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

The Board of Directors' are 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 judgement 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 financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such

disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet and the Statement of Profit and Loss dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

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

- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements (See Note 37 of the Financial Statements).

ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.

iii. The Company is not required to transfer any amount to the Investor Education and Protection Fund.

iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the audit procedures 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 (a) and (b) above, contain any material misstatement.

v. (a) No final dividend for the previous year has been declared and paid by the Company during the year and until the date of this report.

(b) No interim dividend has been declared and paid by the Company during the year and until the date of this report.

(c) The Board of Directors of the company have not proposed final dividend for the year, in accordance with Section 123 of the Act, as applicable.

2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we

give in "Annexure B" a statement on the matter specified in paragraphs 3 and 4 of the Order, to the extent applicable.

For **VAPS & Company**
Chartered Accountants
ICAI Firm Registration Number: 003612N

Sd/-
Praveen Kumar Jain
Partner
Membership Number: 082515

Place: New Delhi
Date : September 02, 2022
UDIN: 22082515AQPVMS5009

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of DIGIFLEX INDIA LIMITED of even date)

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

We have audited the internal financial controls over financial reporting of **DIGIFLEX INDIA LIMITED** ("the Company") as of March 31, 2022 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Management of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. 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, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

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

(1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

(3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **VAPS & COMPANY**

Chartered Accountants

ICAI Firm Registration No-003612N

Sd/-

Praveen Kumar Jain

Partner

Membership No. 82515

Place: New Delhi

Date : September 02, 2022

UDIN: 22082515AQPVMS5009

ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT

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

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

- i. In respect of the Company's Property, Plant and Equipment and Intangible Assets:
 - (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
(B) The Company does not have intangible assets. Accordingly reporting under clause 3(i)(a)(B) is not applicable.
 - (b) The Company has a program of physical verification of Property, Plant and Equipment and so to cover all the assets once in three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain Property, Plant and Equipment were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
 - (c) Based on our examination of the property tax receipts and lease agreement for land on which building is constructed, registered sale deed / transfer deed / conveyance deed provided to us, we report that, the title in respect of self-constructed buildings and title deeds of all other immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee), disclosed in the financial statements included under Property, Plant and Equipment are held in the name of the Company as at the balance sheet date.
 - (d) The Company has not revalued any of its Property, Plant and Equipment during the year.
 - (e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2022 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii.
 - (a) According to the information, available to us, physical verification of inventory has been conducted at reasonable intervals by the management and no material discrepancies have been noticed on physical verification.
 - (b) The Company does not have any inventory and no working capital limits in excess of five crore rupees (at any point of time during the year), in aggregate, from banks or financial institutions on the basis of security of current assets. Accordingly, the provisions of clause 3(ii) (b) of the Order are not applicable.
- iii. In respect of investments made in, companies, firms, Limited Liability Partnerships, and unsecured loans granted to other parties:
 - (a) The Company has not provided any loans or advances in the nature of loans or stood guarantee, or provided security to any other entity during the year, and hence reporting under clause 3(iii)(a) of the Order is not applicable.
 - (b) In our opinion, the investments made and the terms and conditions of the grant of loans, during the year are, prima facie, not prejudicial to the Company's interest.
 - (c) The Company has not provided any loans or advances in the nature of loans, during the year, and hence reporting under clause 3(iii)(c) of the Order is not applicable.

- (d) The Company has not provided any loans or advances in the nature of loans, during the year, and hence reporting under clause 3(iii)(d) of the Order is not applicable.
- (e) The Company has not provided any loans or advances in the nature of loans, during the year, and hence reporting under clause 3(iii)(e) of the Order is not applicable.
- (f) 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 during the year. Hence, reporting under clause 3(iii)(f) is not applicable.
- iv. The Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable.
- v. In our opinion, the Company has complied with the directives issued by the Reserve Bank of India, the provisions of Sections 73 to 76 and other relevant provisions of the Act and the, Companies (Acceptance of Deposits) Rules, 2014 (as amended) as applicable, with regard to the deposits accepted or amounts which are deemed to be deposits. According to the information and explanations given to us, no order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal, in this regard.
- vi. Pursuant to the rules made by the Central Government of India, the company is required to maintain cost records as specified under Section 148(1) of the Act in respect of its products. We have broadly reviewed the same, and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not made a detailed examination of the records with a view to determine whether they are accurate or complete.
- vii. In respect of statutory dues:
- (a) In our opinion, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities.
- There are no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues in arrears as at March 31, 2022 for a period of more than six months from the date they became payable.
- (b) *Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2022 on account of disputes are given below:

Nature of the Statute	Nature of dues	Forum where Dispute is Pending	Period to which the Amount Relates	Amount ₹
The Employees Provident Funds and Miscellaneous Provident Act, 1952	Provident Fund	Provident Fund Authority	More than 25 years old	29,03,140.20
Employees State Insurance Act, 1948	ESIC	ESIC Authority	More than 25 years old	11,20,528.27
Sales Tax Act, 1990	Sales Tax	Sales Tax Authority	More than 25 years old	1,40,563.00

*As per information and explanation given by the management, the above dues are pending since 1995 and the company was under winding up and after the court order till date the above mentioned authorities have not approached to the company for their above mentioned dues payments.

- viii. There are no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- ix. (a) According to the records of the Company examined by us and the information and explanation given to us, the company has not defaulted in repayment of loans or borrowings to any bank. Further, there were no dues payable to financial institution or Government or debenture holders as at Balance Sheet date
- (b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- (c) According to the records of the Company examined by us and the information and explanation given to us, the term loans obtained by the Company have been applied for the purpose for which the loans were obtained.
- (d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- (e) The Company does not have any subsidiary, associate or joint venture. Hence, reporting under clause 3(ix)(e) of the order is not applicable.
- (f) The Company does not have any subsidiary company, associate or joint ventures during the year and has not raised loans during the year on the pledge of securities held in its subsidiaries, associates and joint ventures.
- x. (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- (b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.
- xi. (a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
- (c) We have taken into consideration the whistle blower complaints received by the Company during the year (and up to the date of this report), while determining the nature, timing and extent of our audit procedures.
- xii. The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- xiii. In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv. (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (b) We have considered, the internal audit reports for the year under audit, issued to the

Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

- xv. In our opinion during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvi. (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.
(b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- xvii. The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors of the Company during the year.
- xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further ~~st~~ that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx. (a) There are no amount remaining unspent in respect of other than ongoing projects, requiring transfer to a Fund specified in Schedule VII to the Companies Act in compliance with second proviso to sub-section (5) of Section 135 of the said Act to the Companies Act. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable for the year
(b) There are no unspent amount towards Corporate Social Responsibility (CSR) in respect of ongoing projects, requiring a transfer to a Special account within a period of 30 days from the end of the said financial year in compliance with the provision of section 135(6) of the Act. Accordingly, reporting under clause 3(xx)(b) of the Order is not applicable for the year.
- xxi. The provisions relating to preparation of Consolidated Financial Statements are not applicable to the Company during the year. Therefore, reporting under clause 3(xxi) of the order is not applicable to the Company.

For **VAPS & COMPANY**

Chartered Accountants

ICAI Firm Registration Number-003612N

Sd/-

Praveen Kumar Jain

Partner

Membership No. 82515

Place: New Delhi

Date : September 02, 2022

UDIN : 22082515AQPVMS5009

DIGIFLEX INDIA LIMITED**B-2, Nizammuddin East, New Delhi-110003**

CIN-U25199DL1988PLC032935, E-mail-digiflexltd@gmail.com, Tel. 91 11 41827670

BALANCE SHEET AS AT 31ST MARCH, 2022			(Figures in lakhs)	
PARTICULARS	Note No.	As at 31st March,2022	As at 31st March,2021	
I. EQUITY AND LIABILITIES				
1. Shareholders' Funds				
(a) Share Capital	1	555.65	555.65	
(b) Reserves and Surplus	2	(1,207.02)	(1,201.63)	
2. Share Application Money Pending Allotment	3	-	-	
3. Non-Current Liabilities				
(a) Long-term Borrowings	4	860.00	856.50	
4. Current Liabilities				
(a) Other Current Liabilities	5	62.36	62.27	
TOTAL		271.00	272.79	
II. ASSETS				
1. Non-Current Assets				
(i) Property, Plant and Equipment	6	237.91	237.91	
(ii) Intangible		-	-	
(ii) Capital Work -in Progress		-	-	
2. Investment	7	25.19	25.19	
3. Current Assets Loans & Advances				
(a) Security Deposit		6.78	7.13	
(b) Cash and Bank Balances	8	1.12	2.56	
(c) Short-Term Loans and Advances		-	-	
(d) Other Current Assets	9	-	-	
Total Current Assets		7.90	9.69	
TOTAL		271.00	272.79	
		-	-	
Notes form an integral of these financial statements				

As per our Separate Report of even date

For and on behalf of the board

For VAPS & Co.

Firm Reg. No. 003612N

Chartered Accountants

sd/-

(P. K. JAIN)

Partner

Membership No. 082515

sd/-

(Arun Khanna)

Director

sd/-

(Suman Khanna)

Directors

Place : New Delhi

Dated : 2/09/2022

DIGIFLEX INDIA LIMITED**B-2, Nizamuddin East, New Delhi-110003**

CIN-U25199DL1988PLC032935, E-mail-digiflexltd@gmail.com, Tel. 91 11 41827670

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2022			
PARTICULARS	Note No.	For the Year ended 31st March,2022 (Figures in lakhs)	For the Year ended 31st March,2021 (Figures in lakhs)
I. REVENUES			
Other Income	10	-	-
Total Revenues		-	-
II. EXPENSES			
Other Expenses	11	5.39	6.21
Total Expenses		5.39	6.21
Profit Before Tax		(5.39)	(6.21)
Tax Expenses:			
(a) Current Tax		-	-
Profit/ (Loss) for the year		(5.39)	(6.21)
Earnings per Equity Share of Rs. 5 each:			
Basic		(0.00)	(0.00)
Notes form an integral of these financial statements			

As per our Separate Report of even date

For and on behalf of the board

For VAPS & Co.

Firm Reg. No. 003612N

Chartered Accountants

sd/-
(P.K. JAIN)

Partner

Membership No. 082515

sd/-
(Arun Khanna)
Directorsd/-
(Suman Khanna)
Directors

Place : New Delhi

Dated : 2/09/2022

DIGIFLEX INDIA LIMITED

B-2, Nizammuddin East, New Delhi-110003

CIN-U25199DL1988PLC032935

CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2022

	PARTICULARS	Figures as at the end of current reporting period		Figures as at the end of previous reporting period	
		AMOUNT	TOTAL	AMOUNT	TOTAL
		A. CASH FLOW FROM OPERATING ACTIVITIES			
Net Profit before tax and extra ordinary items		5.39	-	6.21	-
<u>Add: adjustment for:</u>					
Interest & Finance Charges	-		0.01		
Interest Income	-		-		
Total		-	-	0.01	-
Operating profit before working capital changes		5.39	-	6.20	-
Adjustment for:					
(Increase)/Decrease in Other receivables	-		0.71		
(Increase)/Decrease in Current Assets (security deposit)	0.35		-		
Increase/(Decrease) in Trade & Other payable	0.10	0.45	-	3.64	2.93
Cash generated from operations		4.94	-	9.13	-
Cash flow before extra ordinary items		4.94	-	9.13	-
Net cash from operating activities		4.94	-	9.13	-
B. CASH FLOW FROM INVESTING ACTIVITIES					
(Purchase) of Fixed Assets	-		-		
(Purchase) of Investment	-		-		
Net Cash used in investing activities		-	-		
C. CASH FLOW FROM FINANCE ACTIVITIES					
Receipt/(Repayment) of secured loans	-		-		
Receipt/Repayment of unsecured loans	3.50		6.50		
Interest Received	-		-		
Interest & Finance Charges Paid	-		0.01		
Net cash generated from Financing activities		3.50	-	6.49	-
NET CHANGE IN CASH EQUIVALENT(a+b+c)		1.44	-	2.64	-
CASH & CASH EQUIVALENT					
Opening Balance		2.56		5.20	
Closing Balance		1.12		3.56	

Notes :

1. Cash & Cash Equivalents represents Cash & Bank Balances and deposits with Banks as per Note 8
2. The Cash Flow Statement has been prepared under the "Indirect method " as set out in the Accounting Standard (AS -3), "Cash Flow Statement".
3. Figures in Brackets indicate cash outflow.

for VAPS & Co.

Chartered Accountants
Firm Regn. No. 003612N

sd/-

P.K.Jain
Partner

M No. 82515

Place: Delhi

Dated : 2/09/2022

for and on behalf of the Board

sd/-

Arun Khanna
Director

sd/-

Suman Khanna
Director

DIGIFLEX INDIA LIMITED**B-2, Nizammuddin East, New Delhi-110003**

CIN-U25199DL1988PLC032935, E-mail-digiflexltd@gmail.com, Tel. 91 11 41827670

Notes on Financial Statements for the Year ended 31st March, 2022**Note 1 - SHARE CAPITAL:****(Figures in lakhs)****As at 31st
March 2022** **As at 31st
March 2021****A. Authorized, Issued, Subscribed and Paid-up Share Capital**

Authorized:

1,65,00,000 Equity Shares of Rs. 5 each

825.00

825.00

Total

825.00

825.00

Issued, Subscribed & Paid up:

1,11,13,000 Equity Shares of Rs. 5 each fully paid up.

555.65

555.65

Total

555.65

555.65

B. Details of Promoter shareholding

Name of Shareholder	As at 31/03/2022		As at 31/03/2021	
	Number of Shares held	% of holding	Number of Shares held	% of holding
Mr. Arun Khanna	3309850	0.30	33,09,850.00	0.30
Mrs. Suman Khanna	2480150	0.22	24,80,150.00	0.22

C. Detail of shareholder holding more than 5% shares of the Company :

Name of Shareholder	As at 31/03/2022		As at 31/03/2021	
	Number of Shares held	% of holding	Number of Shares held	% of holding
Mr. Arun Khanna	33,09,850	29.78%	33,09,850	29.78%
Mrs. Suman Khanna	24,80,150	22.32%	24,80,150	22.32%
M/s AKM Systems Pvt Ltd	19,00,000	17.10%	19,00,000	17.10%

D. Reconciliation of the number of issued, subscribed and paid-up shares :

Particulars	As at 31st March 2022	As at 31st March 2021
Shares outstanding as at beginning of the year	1,11,13,000	1,11,13,000
Shares bought back during the year	-	-
Additions during the year	-	-
Deletion during the year	-	-
Shares outstanding as at the end of the year	1,11,13,000	1,11,13,000

The company has only one class of equity shares having a par value of Rs. 5 per share. Each holder of equity shares is

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the

Note 2 - Reserves and Surplus:

	As at 31st March 2022	As at 31st March 2021
(a) Securities Premium	150.00	150.00
(b) Surplus:		
Opening balance	(1,351.63)	(1,345.42)
Add: Net Profit for the year	(5.39)	(6.21)
Closing Balance	<u>(1,207.02)</u>	<u>(1,201.63)</u>

Note 3 - Share Application Money Pending Allocation :

	As at 31st March 2022	As at 31st March 2021
Share Application Money	-	-
Total	<u>-</u>	<u>-</u>

Note 4 - Long-Term Borrowings

	As at 31st March 2022	As at 31st March 2021
Secured :		
Unsecured :		
Loan from Directors	10.00	6.50
Advance against Land	850.00	850.00
Total	<u>860.00</u>	<u>856.50</u>

Note 5 - Other Current Liabilities

	As at 31st March 2022	As at 31st March 2021
(a) Statutory Dues	41.72	41.67
(b) Other Payables	20.65	20.60
Total	<u>62.36</u>	<u>62.27</u>

Note 7 - Investments:

Investment in Equity Shares	25.19	25.19
	<u>25.19</u>	<u>25.19</u>

Note 8 - Long-Term Loans and Advances :

	As at 31st March 2022	As at 31st March 2021
(a) Security Deposits	6.78	7.13
(Unsecured considered good)	<u>6.78</u>	<u>7.13</u>

(b) Cash and Bank Balances:

	As at 31st March 2022	As at 31st March 2021
(i) Cash and Cash Equivalents :		
a. Balance with Banks:	0.41	1.73
b. Cash in hand	0.71	0.84
	<u>1.12</u>	<u>2.56</u>
(ii) Other Balances :		
a. Deposits Maturing within 12 Months	-	-
Total (i+ii)	<u>1.12</u>	<u>2.56</u>

Note 9 - Other Current Assets :

	As at 31st March 2022	As at 31st March 2021
Accrued Interest on FDR	-	-
TDS 2012-13	-	-
TDS 2014-15	-	-
TDS 2018-19	-	-
Total	-	-

Note 10 - Other Incomes :

	As at 31st March 2022	As at 31st March 2021
Interest	-	-
	-	-

Note 11 - Other Expenses:

	As at 31st March 2022	As at 31st March 2021
Advertisement Expenses	-	-
AGM Expenses	1.16	0.71
Bank Charges	-	0.01
Office Expenses	0.05	0.09
Professional Charges	2.53	2.44
Printing & Stationery Exp	0.07	0.06
Fee, Duties & Taxes	0.04	2.20
Repair & Maintenance Expenses	-	-
Salary	-	-
Staff Welfare Expenses	-	-
RTA/NSDL/Share transfer expenses	0.88	0.05
Demat Charges	0.02	0.05
Interest paid	0.04	0.00
Auditors Remuneration	0.59	0.59
	5.39	6.21

Note 12 - Related Party Disclosure :

A. List of Related Parties:

(i) Key Managerial Personnel:

Mr. Arun Khanna

Mrs. Suman Khanna

M/s AKM Systems Pvt Ltd

(ii) Relatives of Key Managerial Personnel:

M/s AKM Systems Pvt Ltd

B. Transactions Carried out with Related Parties referred to in (A) above :

Nature of Transactions	Current Year	Previous Year
Expenses:		
Remuneration	-	-
Salary	-	-

Note 13 - Expenditure in Foreign Currency :

NIL

NIL

Note 14 - Earnings in Foreign Currency :

NIL

NIL

Note 15 - Contingent Liabilities

As per the information available with the Company there are no sundry creditors which are small scale or ancillary undertaking in respect of which company owes more than Rs.100000/- for more than 30 days.

Note 16 - Contingent Liabilities

There are contingent liabilities in respect of Lease rent to NEPZ authority for Plots at SEZ Noida, Amounts due to P.F. authorities and ESI, VAT, and Electricity Dues and the amount has not yet been determined and remained to be paid.

Note 17 - Revival of Company

The company which was declared to be wound up in 2002 was revived under the order of delhi High

Note 18

Significant accounting policies and practices adopted by the Company are disclosed in the statement

Note 19 - Reconciliation of liabilities arising from financing activities

Particulars	Opening Balance as at April 1, 2021	Net Cash Flow	Closing Balance as at March 31, 2022
Non- Current Borrowings	8,50,00,000	(6,50,000.00)	8,56,50,000
Current Borrowings			
Current maturity of Non- current Borrowings			
Total liabilities from financing activities	8,50,00,000	(6,50,000.00)	8,56,50,000

Particulars	Opening Balance as at April 1, 2021	Net Cash Flow	closing Balance as at March 31, 2022
Non- Current Borrowings	8,56,50,000	(3,50,000.00)	8,60,00,000
Current Borrowings			
Current maturity of Non- current Borrowings			
Total liabilities from financing activities	8,56,50,000	(3,50,000.00)	8,60,00,000

Note 20 - Financial Ratios

Sl No.	Methodology	As at March 31,2022	As at March 31,2021
1	Current Ratio Current Ratio = Current Assets/Current Liabilities % change from previous year Reason for change more than 25%	0.13 -19%	0.16 -21%
2	Debt-Equity Ratio Debt-Equity Ratio = Net Debt/Net Worth % change from previous year Reason for change more than 25% - RCOCPs issued in current financial year	-1.32 -0.42%	-1.33 -0.20%

3	<p>Debt Service Coverage Ratio Debt Service Coverage Ratio = EBIT/Net Debt % change from previous year</p> <p>Reason for change more than 25%</p>	-0.00627 -14%	-0.00725 -38%	Ratio declined majorly due to decline in operating expenses and increase in current year borrowing.
4	<p>Return on Equity Ratio Return on Equity Ratio= Profit after tax/Average Net worth*100 % change from previous year</p> <p>Reason for change more than 25%</p>	1% -14%	1% -99%	Ratio decline mainly on account of decrease in Net Loss available to Equity Shareholders.
5	<p>Inventory turnover ratio Inventory turnover ratio= Closing inventory/Net sales*365 % change from previous year Reason for change more than 25%</p>			
6	<p>Trade receivables turnover ratio Trade receivables turnover ratio= Net sales/Average Trade receivable % change from previous year Reason for change more than 25%</p>			
7	<p>Trade Payables turnover ratio Trade Payables turnover ratio= Total Consumption /Trade Payable % change from previous year Reason for change more than 25%</p>			
8	<p>Net capital turnover ratio Net capital turnover ratio= Net sales/Net worth % change from previous year Reason for change more than 25% - RCOCPs issued in current financial year resulting increase in Net worth</p>			
9	<p>Net Profit Ratio Net Profit Ratio= Profit after tax/Net sales*100 % change from previous year Reason for change more than 25%</p>			

5	Return on capital employed Return on capital employed= EBIT/Average capital employed*100 % change from previous year Reason for change more than 25%	-2.57% -13%	-2.95% -36% Ratio declined mainly due to change in operating expenses
6	Return on investment Return on investment= (Interest income, net gain on sale of investments and net fair value gain over average investments)/Average investment*100 Quoted % change from previous year Reason for change more than 25% Unquoted % change from previous year Reason for change more than 25%		

EBIT - Earnings before interest and taxes
PBIT - Profit before interest and taxes including other income.
EBITDA - Earnings before interest, taxes, depreciation and amortisation.
PAT - Profit after taxes.
Debt includes current and non-current lease liabilities
Net worth includes Shareholder capital and reserve and surplus
Net sales means revenue from operations
Capital employed refers to total shareholders' equity and debt.

Note 21 - Additional Regulatory Information

- (a) The Company has not been declared a wilful defaulter by any bank or financial institution or consortium thereof in accordance with the guidelines on wilful defaulters issued by the RBI.
- (b) There are no proceedings initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- (c) The Company has neither advanced, loaned or invested funds nor received any fund to/from any person or entity for
- (d) There is no charge or satisfaction of charge which is yet to be registered with ROC beyond the statutory period.
- (e) The Company do not have any transaction not recorded in the books of accounts that has been surrendered or not
- (f) The company has filed quarterly returns or statements with such banks, which are not in agreement with the books of
- (g) The Company did not enter transactions in Cryptocurrency or Virtual currency during the year ended March 31,2022 (March 31,2021: NIL).
- (h) Relationship with Struck off companies

DIGIFLEX INDIA LIMITED

Note - 6- Fixed Assets As AT 31ST March 2022

S No.	PARTICULARS	GROSS BLOCK			DEPRECIATION			NET BLOCK		
		COST AS AT 1.04.2021	ADDITIONS/ RETUNED DURING THE PERIOD	COST AS AT 31.03.2022	UP TO 31.03.2021	DURING THE PERIOD	ADDED BACK	UPTO 31.03.2022	AS AT 31.03.2022	AS AT 31.03.2021
1	Land & Site Developpr	170.78		170.78	-	-	-	-	170.78	170.78
2	Building & Civil Works	67.13		67.13	-	-	-	-	67.13	67.13
	Total Rs.	<u>237.91</u>	-	<u>237.91</u>	-	-	-	-	<u>237.91</u>	<u>237.91</u>
	Previous year Rs.	<u>237.91</u>	-	<u>237.91</u>	-	-	-	-	<u>237.91</u>	<u>237.91</u>

DIGIFLEX INDIA LIMITED

Significant Accounting Policies and Practices

Annexure - I

(annexed to and forming part of the financial statements for the year ended 31st March, 2022)

These financial statements have been prepared on an accrual basis and under historical cost convention and in compliance, in all material aspects, with the applicable accounting principles in India, the applicable accounting standards notified under Section 211 (3C) and the other relevant provisions of the Companies Act, 1956.

All the assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Schedule 2 to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalent, the Company has ascertained its operating cycle to be less than 12 months.

A. Revenue Recognition

Revenue (Income) is recognized on accrual basis when no significant uncertainty as to measurability or collect ability exists.

B. Use of estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities on the date of the financial statements and the results of operations during the reporting periods. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from those estimates and revisions, if any, are recognized in the current and future periods.

C. Fixed Assets

Fixed Assets have been stated at cost less accumulated depreciation.

D. Depreciation

The company has not provided any depreciation on Fixed assets, during the year under audit.

E. Investments:

Investments are classified into Long-term Investments and are stated at cost.

F. Taxation

Income-tax expense comprises current tax. Provision for current tax is made on the basis of the assessable income at the tax rate applicable to the relevant assessment year. Minimum Alternative Tax credit is recognized as an asset only when and to the extent there is convincing evidence that the company will pay normal tax during the specified period.

Contd....2/p

G. Gratuity

Pending determination of liability for gratuity payable, no provision has been made in the accounts for expense of gratuity. The expenditure on account of gratuity is accounted in the year of payment. On account of non-provision of gratuity payable, the profit has been over stated but the same cannot be quantified in absence of exact amount payable under this account.

H. Earning per share

The company reports basic and diluted earnings per share (EPS) in accordance with the Accounting Standard 20(AS-20) issued by the Institute of Chartered Accountants of India. The basic EPS is computed by dividing the net profit or loss for the year by weighted average number of equity shares outstanding, during the accounting period. Diluted earnings per equity share are computed by using the weighted average number of equity shares and dilutive potential equity shares outstanding during the period.

I. Related Party Transactions

Disclosure is being made separately for all the transactions with related parties as specified under Accounting Standard 18 issued by the Institute Chartered Accountants of India.

J. General

Prepaid expenses and prior period expenses /income up to Rs. 5,000/- in each case are charged to relevant heads of account of the current year.

For VAPS & Co.
Firm Registration No. 003612N
Chartered Accountants

On behalf of Board

Sd/-
P.K.Jain
Partner
M.No. 82515

Sd/-
Arun Khanna
Director

Sd/-
Suman Khanna
Director

New Delhi,
Dated: 2nd Sep, 2022