

J. Vasanth Kumar, B.Com., F.C.A., L.L.B.,

N. Amarnath, B.Com., F.C.A.,

D.R. Vijanth Kumar, B.Com., F.C.A., Reg. Valuer (SFA)

INDEPENDENT AUDITOR'S REPORT

To the Members of Peopleprosper Technologies Private Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **Peopleprosper Technologies Private Limited** ('the Company'), which comprise the Balance Sheet as at March 31, 2023 and the Statement of Profit and Loss, and the Statement of Cash Flows for the year then ended on that date and notes to the financial statements including a summary of the 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 as at March 31, 2023 and its loss and its cash flows for the year ended on that date.

Basis for Opinion

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

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

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



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

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

Managements and Board of Director's Responsibility and Those charged with Governance for Financial Statements

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

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

Those 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 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 Companies Act, 2013 read with notification No.464 (E) dated 5thJune, 2015 along with amended notification dated 13thJune, 2017 issued by MCA, the company is exempted from reporting requirement of expressing opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the financial statements made by management and Board of Directors.
- 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.



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.

Report on Other Legal and Regulatory Requirements

- 1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in 'Annexure-A' a statement on the matters specified in paragraphs 3 and 4 of the said 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;
 - c) the Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of accounts;
 - 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 31st March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164 (2) of the Act and
 - f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, the same is not applicable to the company vide notification No.464 (E) dated 5th June, 2015 read with amended notification dated 13th June, 2017 issued by MCA.
 - g) The provisions of Section 197 read with Schedule V of the Act are not applicable to the Company for the year ended 31st March, 2023.



- (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 does not have any pending litigations which would impact its financial position.
 - b) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
 - 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, 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 persons or entities, 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, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:
 - directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or
 - provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
 - (iii) Based on such 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 (d) (i) and (d) (ii) contain any material misstatement.

e) No dividend has been declared or paid during the year by the company.



e) As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

for Vasanth & Co., Chartered Accountants Firm Reg.No.008204S

N. Amarnath

Partner M.No.510064

ICAI UDIN: 23510064BGVUOZ2744

Place: Bangalore Date: 29-09-2023



Annexure-A Referred to in Paragraph 1 under "Report on Other Legal and Regulatory Requirements" of the Auditors Report issued in terms of Section 143(11) of The Companies Act, 2013:

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

a)

i.

- 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.
- b) The Company has a program of physical verification of its property, plant and equipment so to cover all the assets in a phased manner over a period of 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's were due for verification during the year and were physically verified by the management during the year. According to the information and explanation given to us, no material discrepancies were noticed on such verification.
- c) According to the information and explanations, the company does not own any immovable property in its name (It holds property as a lessee and the lease agreements are duly executed in favour of the Company). Therefore, provisions of Clause 3(i)(c) of the Order are not applicable to the Company.
- d) The Company has not revalued any of its Property, Plant and Equipment or intangible assets during the year. Therefore, provisions of Clause 3(i)(d) of the Order are not applicable to the Company.
- e) According to the information given to us, there were no proceedings initiated or are pending against the Company as on 31st March, 2023, for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) (as amended in 2016) and rules made thereunder. Therefore, provisions of Clause 3(i)(e) of the Order are not applicable to the Company.





- ii.
- a) The Company is a service company, primarily rendering Software development, software solutions, data processing, and IT consulting services, consequently, does not hold any physical inventory. Therefore, provisions of Clause 3 (ii) (a) of the Order are 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 sanctioned any working capital limits in excess of Rs.5 Crores, in aggregate, at any point of time of the year, from banks or financial institutions on the basis of security of current assets. Accordingly, clause 3(ii)(b) of the Order is not applicable to 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 made any investments, provided guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year. Accordingly, provisions of clauses 3(iii)(a) to 3(iii)(f) of the Order are not applicable to the Company.
- iv. According to the information and explanations given to us and on the basis of our examination of records of the Company, the Company has neither made any investments nor has it given loans or provided guarantee or security and therefore the relevant provisions of Sections 185 and 186 of the Companies Act, 2013 ("the Act") are not applicable to the Company. Accordingly, clause 3(iv) of the Order is not applicable.
- v. According to the information and explanations given to us and on the basis of our examination of records of the Company, the Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause (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 business activities rendered by the Company. Accordingly, clause (vi) of the Order is not applicable.
- vii.
- a) The Company does not have liability in respect of Sales tax, Service tax, Duty of excise and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST. According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including Goods and Services Tax ('GST'), Provident fund, Employees' State Insurance, Income-tax, Cess and other material statutory dues have been regularly deposited with the appropriate authorities.





According to the information and explanations given to us, no undisputed amounts payable in respect of Goods and Service Tax ('GST'), Provident fund, Employees' State Insurance, Income-tax, Cess and other material statutory dues were in arrears as at 31 March 2023 for a period of more than six months from the date they became payable.

- b) According to the information and explanation given to us and on the basis of our examination of the records of the company, there are no disputed statutory dues in respect of Goods and Service Tax, Provident Fund, Employees' State Insurance, Income tax, cess and any other statutory dues; which have not been deposited with the appropriate authorities on account of any dispute.
- 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.
- 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 has not defaulted in repayments of loans, other borrowings or in the payment of interest thereon to any lender during the year. Accordingly, Reporting under clause 3(ix)
 (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 been declared a willful 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 term loans obtained by the Company have been applied only for the purpose for which the loans were obtained. Accordingly, Reporting under the 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 have been raised on short term basis by the Company. Accordingly, clause 3(ix)(d) of the Order is not applicable.
 - e) The Company does not hold any investment in any subsidiary, associate or joint venture (as defined under the Companies Act, 2013) during the year ended 31 March, 2023. Accordingly, clause 3(ix)(e) is not applicable.
 - f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries as defined under the Companies Act, 2013. Accordingly, clause 3(ix)(f) of the Order is not





applicable.

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- a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, the provisions of the clause 3(x) (a) of the Order is not applicable.
- b) Based upon the audit procedures performed and the information and explanations given by the management, the company has issued Cumulative Compulsory Convertible Preference Shares under private placement during the year and the requirements of provision of Section 42 of Companies Act, 2013 have been complied with and amount raised has been utilised for the general purpose for which the funds were raised. Accordingly, the provisions of the 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 by the management, no fraud by the Company or on the Company has been noticed or reported during the course of audit.
- b) According to the information and explanation given to us, 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.
- c) Based on the information and explanation provided to us, Establishment of vigil mechanism is not mandated for the Company. As represented to us by the management, there are no whistle blower complaints received by the Company during the year.
- xii. According to the information and explanation given to us, the Company is not a Nidhi Company. Accordingly, Clause 3 (xii) of the Order is not applicable.
- xiii. In In our opinion, all transactions with the related parties are in compliance with section 188 of Companies Act, 2013 where applicable, and the requisite details have been disclosed in the Financial Statements as required by the applicable accounting standards. Further, in our opinion, the Company is not required to constitute audit committee under section 177 of the act.
- xiv. In our opinion and based on our examination, the Company is not required to have internal audit system commensurate with the size and the nature of its business. Accordingly, the provisions of Clause 3 (xiv) (a) and (b) of the Order are not applicable to the Company.



xv. Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected to its directors. Accordingly, Clause 3 (xv) of the Order is not applicable.

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. Accordingly, the provisions of Clause 3 (xvi) (a) & (b) of the Order are not applicable to the Company.
- b) In our opinion, neither the Company nor any company within the Group is a core investment company (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(c) & (d) of the Order is not applicable.
- xvii. The Company has incurred cash losses during the financial year covered by our audit and has incurred cash losses during the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors of the Company during the year. Accordingly, clause 3(xviii) of the Order is not applicable.
- 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, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet

as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company does not fall under the provisions of Sec 135 of the Companies Act, 2013. Accordingly, clause 3(xx)(a) & 3(xx)(b) of the Order are not applicable to the Company.



xxi. The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

for Vasanth and Co., Chartered Accountants Firm Reg No.: 008204S

N. Amarnath Partner

M.No: 510064

ICAI UDIN: 23510064BGVUOZ2744

Place: Bangalore Date: 29-09-2023

Balance Sheet as at

(All amounts are in INR hundreds, unless stated otherwise)

Particulars	Note	31st March, 2023	31st March, 2022
I. EQUITY AND LIABILITIES			
(i) Shareholder's Funds			
(a) Share Capital	2	1,909	1,782
(b) Reserves and Surplus	3	4,79,435	4,47,779
(ii) Non-Current Liabilities			
(a) Long term borrowings	4	42,540	35,200
(b) Deferred Tax Liabilities (Net)	5	47,668	39,173
(iii) Current Liabilities		.,	
(a) Trade payables		•	
(i) total outstanding dues of micro enterprises		-	-
and small enterprises	6		
(ii) total outstanding dues of creditors other than		34,072	1,30,337
micro enterprises and small enterprises			
(b) Short Term Borrowings		39,843	-
(c) Other current liabilities	7	1,75,262	88,459
Total		8,20,728	7,42,729
II. ASSETS			
(i) Non-current assets			
(a) Property, Plant & Equipment and Intangible Assets			
(i) Property, Plant &Equipment	8	3,241	236
(ii) Intangible assets		4,33,129	4,81,254
(b) Other non-current assets	9	9,005	11,703
(ii) Current assets			
(a) Trade receivables	10	27,895	6,431
(b) Cash and cash equivalents	11	2,92,079	2,00,564
(c) Short-term loans and advances	12	49,026	42,542
(d) Other Current Assets	13	6,355	-
Total		8,20,728	7,42,72

See accompanying notes forming part of the financial statements-1

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In terms of our report attached

for Vasanth & Co.,

Chartered Accountants

Firm Reg No: 008204S

N. Amarnath

Partner

M.No: 510064

Place: Bangalore Date: 29-09-2023 For and on behalf of Board of Directors of Peopleprosper Technologies Private Limited

Devendra Khandegar

Director

DIN: 06697940

Devashish Fuloria

Director

DIN: 07309367

Statement of Profit and Loss for the Year Ended

(All amounts are in INR hundreds, unless stated otherwise)

Particulars	Note	31st March, 2023	31st March, 2022
I. Revenue			
Revenue from operations	14	1,87,256	1,02,011
Other Income	15	3,956	862
Total Income		1,91,212	1,02,872
II. Expenses			
(a) Employee benefit expense	16	2,67,814	2,42,470
(b) Finance Costs	17	1,561	-
(c) Depreciation and Amortization Expense	8	48,544	53,796
(d) Other Expenses	18	2,51,633	1,98,930
Total Expenses		5,69,551	4,95,195
Less: Product Development Cost		-	-
III. Profit/(loss) before Extraordinary items and tax		(3,78,339)	(3,92,323)
Tax expense:			
(a) Current tax		Ad	
(b) Deferred tax		8,496	13,873
IV. Profit/(Loss) for the Year		(3,86,835)	(4,06,196)
V. Profit/ (Loss) Carried forward to Balance Sheet		(3,86,835)	(4,06,196)
Earning per equity share:			
(a) Basic		(3,418.78)	(3,589.89)
(b) Diluted		(3,418.78)	(3,589.89)

See accompanying notes forming part of the financial statements - 1

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In terms of our report attached

for Vasanth & Co., Chartered Accountants

Firm Reg No: 008204S

N. Amarnath Partner

M.No: 510064

Place: Bangalore Date: 29-09-2023 For and on behalf of Board of Directors

of Peopleprosper Technologies Private Limited

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Devendra Khandegar

Director

DIN: 06697940

Devashish Fuloria

Director

DIN: 07309367

Cash flow statement (Indirect method) for the year ended

(All amounts are in INR hundreds, unless stated otherwise)

Particulars	March 31, 2023	March 31, 2022
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net profit before tax	(3,78,339)	(3,92,323)
Adjustments for Non-Operating / Non-cash matters:		
- Depreciation/ Amortization	48,544	53,796
- Interest Income	(344)	(191)
- Finance Costs	936	-
Operating profit before working capital changes	(3,29,203)	(3,38,718)
Adjustments for :		
-(Increase)/ Decrease in Trade Receivables	(21,464)	367
-(Increase)/ Decrease in Short-term Loans and Advances	(6,484)	(7,203)
-(Increase)/ Decrease in Other Non-Current Assets	2,697	6,033
-(Decrease) / increase in Trade Payables	(96,266)	80,353
-(Decrease) / increase in Other Current Liabilities	86,803	45,581
-(Decrease) / Increase in Other Current Assets	(6,355)	
Cash generated from operations	(3,70,271)	(2,13,587)
-Direct taxes paid	-	
-Short Provison of tax of earlier years	·	-
Net cash from/(used in) operating activities (A)	(3,70,271)	(2,13,587)
B. CASH FLOW FROM INVESTING ACTIVITIES		
Capital expenditure on fixed assets	(3,423)	-
Interest Received	344	191
Net cash from/(used in) investing activities (B)	(3,079)	191
C. CASH FLOW FROM FINANCING ACTIVITIES	-	-
Proceeds from issue of Preference shares	4,18,618	3,33,108
Net Proceeds from loan taken	47,183	-
Finance Costs	(936)	-
Net cash from/(used in) financing activities (C)	4,64,864	3,33,108
Net Increase/(Decrease) in Cash and Cash Equivalents (A + B + C)	91,514	1,19,712
Cash and Cash equivalents (opening balance)	2,00,564	80,852
Cash and Cash equivalents (closing balance)	2,92,079	2,00,564
Components of Cash and Cash Equivalents		
a) Cash on Hand	57	32
b) Balances with Scheduled Banks:		
In current accounts	2,70,927	81,936
In Fixed Deposit Accounts	5,600	5,600
In Escrow accounts	15,495	1,12,996
	2,92,079	2,00,564

In terms of our report attached

PED NO.

for Vasanth & Co., Chartered Accountants Firm Reg No: 008204S

N. Amarnath Partner M.No: 510064

Place: Bangalore Date: 29-09-2023 For and on behalf of Board of Directors of Peopleprosper Technologies Private Limited

Devendra Khandegar

Director

DIN: 06697940

Devashish Fuloria
Director
DIN: 07309367

(All amounts are in Rupees hundreds, unless stated otherwise)

Note - 1:

Notes forming part of the financial statements for the year ended 31st March, 2023

Significant Accounting Policies:

1.1 Corporate Information:

PeopleProsper Technologies Private Limited ('the Company') is incorporated on 8th February 2017 under the provisions of the Companies Act, 2013.

The Company provides powerful and complete HR and Payroll software for enterprises to automate their workflows. The Company assists to streamline HR workflows without shuffling between spreadsheets, empower and engage your employees, track performances and optimize your business expenditure.

Basis for preparation of financial statements:

These financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on the accrual basis. GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013('Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, and with the relevant provisions of the Companies Act 2013. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or are vision to an existing accounting standard requires a change in the accounting policy hitherto in use.

1.2 Use of Estimates:

The preparation of financial statements are in conformity with the Generally Accepted Accounting Principles in India ("GAAP") requires, that the management of the Company to make estimates and assumptions in respect of certain items like provision for doubtful debts, provision for product claims, provision for employee benefits, etc., that affect the reported amounts of income and expenses of the year and the reported amounts of assets and liabilities and disclosure of contingent liabilities as of the date of the financial statements. Actual results could differ from these estimates. Any revision to accounting estimates is recognised prospectively in current and future periods.

1.3 Revenue Recognition:

Revenue is primarily derived from HR and Payroll software based on subscription.

The Company recognizes the revenue when the significant terms of the arrangement are enforceable, services have been delivered and the collectability is reasonably assured. The method of recognising the revenues and costs depends on the nature of the services rendered.





(All amounts are in Rupees hundreds, unless stated otherwise)

Interest Income:

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

1.4 Property, Plant & Equipment:

Property, Plant & Equipment should be recognized as an asset if and only if, it is probable that future economic benefits associated with the item will flow to the enterprise and cost of the item can be measured reliably. PPE are stated at cost less depreciation. The Company capitalises all cost relating to the acquisition and installation of PPE. The cost comprises of purchase price and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price. Subsequent expenditure related to an item of property, plant & equipment is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance.

Gains or losses arising from disposal of property, plant & equipment's are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is disposal. The company identifies and determines separate useful life for each major component of the property, plant & equipment, if they have useful life that is materially different from that of the remaining asset.

The useful lives of tangible assets and the manner specified in Schedule II to the Companies Act, 2013 is as per the table below:

Asset Description	No. of Years
Furniture & Fittings	10
Office Equipment	5
Computers	3
Electrical Installations	10

1.5 Intangible Assets:

Intangible assets that are acquired by the Company are measured initially at cost. After initial recognition, an intangible asset is carried at its cost less any accumulated amortization and any accumulated impairment loss.

Subsequent expenditure is capitalized only when it increases the future economic benefits from the specific asset to which it relates.

Intangible assets are amortized in statement of profit or loss over the period of ten years. An intangible asset is recognized, where it is probable that the future economic benefits attributable to the asset will flow to the enterprise and where its cost can be reliably measured.





(All amounts are in Rupees hundreds, unless stated otherwise)

Cost of an internally generated asset comprises all expenditure that can be directly attributed, or allocated on a reasonable and consistent basis, to create, produce and make the asset ready for its intended use.

Expenses incurred on internal development of products are capitalised once their technical feasibility and ability to generate future economic benefits is established in accordance with the requirements of Accounting Standard 26 "Intangible Assets".

An intangible development asset is recognized only if all of the following criteria are met:

- The development costs are separately identifiable;
- b. The development costs can be measured reliably;
- c. Management are satisfied as to the ultimate technical and commercial viability of the project; and
- d. It is possible that the asset will generate future economic benefits.

1.6 Investments

Investments that are readily realisable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long-term investments.

- a) Current Investments are carried at lower of cost and fair value determined on an individual investment basis
- b) Long Term investments are carried at cost. However, provision for diminution in value is made to recognise a decline other than temporary in the value of investments, if any.

1.7 Impairment of Assets:

The Company assess at each Balance Sheet date whether there is any indication that any of the assets may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an Impairment loss and is recognised in the profit and loss account. As on the Balance Sheet date the Company assessed for impairment of assets and found no indication of impairment of assets as per Accounting Standard (AS-28).

(i) Employee Benefits:

Employee benefits include provident fund contributions:

i. Defined contribution Plans:

The Company's contribution to provident fund are considered as defined contribution plans and are charged as an expense as they fall due based on the amount of contribution required to be made.





(All amounts are in Rupees hundreds, unless stated otherwise)

ii. Compensated Absences:

The Employees of the Company are entitled to compensated absences, both accumulating and non-accumulating in nature. The expected cost of accumulating compensated absences is determined based on the additional amount expected to be paid as a result of the unused entitlement that has accumulated as at the Balance Sheet date. Expense on non-accumulating compensated absences is recognised in the period in which the absences occur.

iii. Gratuity:

In accordance with the Payment of Gratuity Act, 1972 the company provides for gratuity, a defined benefit retirement plan (The Gratuity Plan) covering all the eligible employees.

The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment and the amount so payable is computed based on the respective employee's salary and the tenure of employment with the company.

1.8 Taxation:

Income-tax expense comprises current tax and deferred tax. Current tax is measured at the amount expected to be paid to the taxation authorities, using the applicable tax rates and tax laws. Deferred tax is recognized in respect of timing differences between taxable income and accounting income i.e., differences that originate in one period and are capable of reversal in one or more subsequent periods.

The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognized using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax assets are recognized only to the extent there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized; however, where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax assets are recognized only if there is a virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which such deferred tax assets can be realized. Deferred tax assets are reviewed as at each balance sheet date and written down or written-up to reflect the amount that is reasonably/virtually certain (as the case may be) to be realized.

1.9 Earnings/(Loss) per Share:

Basic Earnings Per share is computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the net profit after tax by the weighted average number of shares considered for deriving basic earnings per share and also the weighted average number of shares that could have been issued upon conversion of all dilutive potential equity shares.





(All amounts are in Rupees hundreds, unless stated otherwise)

1.10 Foreign Currency Transactions:

Revenue from Overseas Clients and Collections deposited in the Bank Accounts are recorded at the exchange rate as of the date of respective transactions. Expenditure in foreign currency is accounted at the exchange rate prevalent when such expenditure is incurred. Exchange differences are recorded when the actually amount received on sales or actually paid when expenditure is incurred is converted into Indian Rupees. Foreign Currency denominated monetary assets and liabilities are translated at exchange rates in effect at the Balance Sheet date. The gains or losses resulting from such translations are included in the Statement of Profit and Loss.

1.11 Cash and Cash Equivalents:

Cash and cash equivalents comprise Cash and Cash on deposit with Banks. The Company considers all highly liquid investments with a remaining maturity at the date of purchase of three months (or) less and that are readily convertible to known amounts of cash to be cash equivalents.

1.12 Cash Flow Statement:

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

1.13 Leases:

Lease under which the Company assumes substantially all the risks and rewards of ownership are classified as finance leases. Such assets acquired are capitalized at fair value of the asset or present value of the minimum lease payments at the inception of the lease, whichever is lower. Lease payments under operating leases are recognised as an expense on a straight-line basis in the statement of profit and loss over the lease term.

1.14 Borrowing Costs:

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

Borrowing costs on working capital and long-term loans are charged to the Statement of Profit and Loss in the year incurred.

1.15 Preliminary Expenses:

The expenses incurred up to the date of incorporation have been considered as preliminary expenses and has been written off in the year in which it is incurred to the extent of any asset is neither created nor acquired.

(All amounts are in Rupees hundreds, unless stated otherwise)

1.16 Contingent Liabilities:

A Provision is recognised if, as a result of a past event, the company has a present obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation.

Provisions are determined by the best estimate of the outflow of economic benefits required to settle the obligation at the reporting date. Where no reliable estimate can be made, a disclosure is made as contingent liability. A disclosure for a contingent liability is also made when there is a possible obligation (or) a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources is remote, no provision or disclosure is made.

Contingent Liabilities are disclosed by way of notes on the Balance Sheet. Provision is made in the accounts in respect of those contingencies which are likely to materialize into liabilities after the year end, till the finalization of accounts and have material effect on the position stated in the Balance Sheet.





Notes forming part of the financial statements

(All amounts are in INR hundreds, unless stated otherwise)

Note 2 Share capital

		As at 31 Ma	arch, 2023	As at 31 Ma	rch, 2022
Particulars		Number of shares	Amount	Number of shares	Amount
(a) Authorized					
Equity of Shares of Rs.10/- each with voting rights		80,000	8,000	80,000	8,000
0.1% Preference Shares		20,000	2,000	20,000	2,000
(Compulsorily Convertible Cumulative Preference Shares)					
	Γotal	1,00,000	10,000	1,00,000	10,000
(b) Issued					
Equity of Shares of Rs. 10/- each with voting rights		11,315	1,132	11,315	1,132
0.1% Preference Shares		7,771	777	6,503	650
	Fotal	19,086	1,909	17,818	1,782
(c) Subscribed and fully paid up					
Equity of Shares of Rs. 10/- each with voting rights		11,315	1,132	11,315	1,132
0.1% Preference Shares		7,771	777	6,503	650
	Total	19,086	1,909	17,818	1,782
(d) Subscribed but not fully paid up					
Equity of Shares of Rs. 10/- each with voting rights		_	_	-	_
0.1% Preference Shares		_	_	-	_
	Total	-			_

2.1 Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

D. dimbo	G	Changes in the nur Outstan	Closing Balance	
Particulars	Opening Balance	Fresh Issue/ Bonus	Buy back/ Conversion	Ciosing balance
Equity shares with voting rights				
Year ended 31 March, 2023	ļ			
- Number of shares	11,315	*	<u>-</u>	11,315
- Amount (`)	1,132	_	-	1,132
Year ended 31 March, 2022				
- Number of shares	11,315		-	11,315
- Amount (`)	1,132	4	-	1,132

		Changes in the nur	Changes in the number of shares		
Particulars	Opening Balance	Fresh issue/ Bonus	Buy back/ Conversion	Closing Balance	
0.1% Preference Shares					
Year ended 31 March, 2023					
- Number of shares	6,503	1,268	-	7,771	
- Amount (`)	650	127		777	
Year ended 31 March, 2022					
- Number of shares	5,494	1,009	-	6,503	
- Amount (`)	549	101	_	650	





Notes forming part of the financial statements

(All amounts are in INR hundreds, unless stated otherwise)

2.2 Rights, preferences and restrictions attaching to various classes of shares

The Company has only one class of equity shares having par value of Rs. 10/- each. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of preferential allotment, if any. The distribution will be in proportion to the number of equity shares held by the equity shareholders.

The Company has issued Compulsorily Convertible Cumulative Preference Shares at having par value of Rs.10/- each. The preference share holders are entitled to Dividend at the rate of 0.1%. In the event of liquidation of the Company, the holders of preference shares shall have a preference over the other shareholders of the Company and as per Shareholders Agreement.

2.3 Details of shares held by each shareholder holding more than 5% shares:

	As at 31 N	1arch, 2023	As at 31 March, 2022	
Class of shares / Name of shareholder	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
(i). Equity Shares with voting rights : Devendra Khandegar	10,990	97.13%	10,990	97.13%
	10,990	97.13%	10,990	97.13%
(ii).0.1% Compulsorily Convertible Cumulative Preference Shares Greatest Investments Limited AL Trust LV Angel Fund *	4,394 425	56.54% 5.47%	4,394 425	67.57% 6.54%
LV Anger rund	4,819	62.01%	4,819	74.10%

^{*}LV Angel Fund through its trustee Milestone Trusteeship Limited acting through its investment manager Lets Venture Advisors LLP

2.4 Details of shares held by promoters at the end of the year:

Name of the promoter	Number of shares	% of total Shares	% Change during the year
Devendra Khandegar	10,990	97.13%	0.00%
Tota	10,990	97.13%	-

- 2.6 : The Company has issued compulsorily convertible preference shares during the financial year. (Refer notes to accounts Note no. 19.1)
- 2.7: There are no shares reserved for issue under options and contracts / commitments for the sale of shares / disinvestment.
- 2.8: In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to number of equity shares held by the shareholders.





PEOPLEPROSPER TECHNOLOGIES PRIVATE LIMITED Notes forming part of the financial statements

– (All amounts are in	INR hundreds.	unless stated otherwise)	

Particulars	As at 31 March, 2023	As at 31 March, 2022
Note 3: Reserves and surplus:		
(a) Security Premium Account:		
As at commencement of the Year	12,02,459	8,69,452
Add: Current year shares issued	4,18,491	3,33,007
(b) Surplus / (Deficit) in Statement of Profit and Loss :		
As at commencement of the Year	(7,54,680)	(3,48,484)
Add: Profit / (Loss) for the year	(3,86,835)	(4,06,196)
	4,79,435	4,47,779
Note 4 : Long term Borrowings		
Loan Received from KMP	35,200	35,200
Incred Financial Services	7,340	-
(Refer note below for details of borrowing)		
	42,540	35,200
Note 5 : Deferred tax liabilities (net):		
on Timing differences	47,668	39,173
	47,668	39,173
Note 6 : Short Term Borrowings:		
Current Maturities of Long-term Debt	39,843	-
(Refer note below for details of borrowing)	39,843	_

* Note on Borrowing

Particulars	Amount of Loan Granted	31-03-2023	31-03-2022	Interest Rate	Security Details	Terms of Repayment
InCred Financial Services	50,000	47,183	0	8,93% per annum	With Reference to Santion letter dated	Tenure not exceeding 15 months (Commencing from Mar'23 till May'24)

Note 7: Trade payables:

Other than Acceptances

For Goods and Services

- (i) total outstanding dues of micro enterprises and small enterprises
- (ii) total outstanding dues of creditors other than micro enterprises and small enterprises

34,072

1,30,337

34,072 1,30,337

Trade Pavables Ageing schedule

	Outstanding for following periods from due date of payment as at 31 Mar 2					
Particulars	· Less than 1 year	1-2 years	2-3 years	More than 3 years	Total	
(i) MSME	-	-	-		-	
(ii) Others	34,072	-	-	-	34,072	
(iii) Disputed Dues- MSME	-	~	-	-	-	
(iv) Disputed Dues- Others	-	-	-	-	-	
	34,072		-	-	34,072	

	of payment as at 31 Mar 2022				
Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	-	-		-
(ii) Others	1,00,964	29,373	Ma.	-	1,30,337
(iii) Disputed Dues- MSME	-		-	-	-
(iv) Disputed Dues- Others	-	-	_		
	1,00,964	29,373	-	•	1,30,337





PEOPLEPROSPER TECHNOLOGIES PRIVATE LIMITED Notes forming part of the financial statements

(All amounts are in INR hundreds, unless stated otherwise)

2023 * Disclosures under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006:

Particulars

The Ministry of Micro, Small and Medium Enterprises has issued an office memorandum dated 26th August, 2008 which recommends that Micro and Small Enterprises should mention in their correspondence with its customers the Entrepreneurs Memorandum Number as allocated after filing of the Memorandum in accordance with the 'Micro, Small and Medium Enterprises Development Act, 2006 (the Act). Accordingly, the disclosure in respect of the amounts payable to such enterprises has been made in the financial statements based on information received and available with the Company. In view of the management, the impact of interest, if any, that may be payable in accordance with the provisions of the Act is not expected to be material. The company has not received any claim for interest from any supplier as at the balance sheet date.

Particular.	As at	As at
Particulars	31st March ,2023	2022, 31st March
(i) Principal amount remaining unpaid to any supplier as at the end of the accounting year		-
(ii) Interest due thereon remaining unpaid to any supplier as at the end of the accounting year	-	-
(iii) The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day	-	-
(Iv) The amount of interest due and payable for the year	-	-
(v) The amount of interest accrued and remaining unpaid at the end of the accounting year	•	-
(vi) The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as	<u> </u>	_
Total	-	-
Note 8 : Other Current Liabilities :		
(a) Other payables:		
Statutory remittances		
Tax Deducted at source	4,128	2,547
Professional Tax	76	60
PF payable	1,357	850
Gratuity payable	4,887	2,395
(b) Saiary Payable	15,678	18,048
(c) Unearned Revenue	1,41,973	63,684
(d) Audit fee Payable	1,000	875
(e) Employee Reimbursements payable	1,169	-
(f) Security Deposit	1,200	_
(g) Professional fee payable	3,081	-
(h) Advance from Customers	714	_
V.).		
	1,75,262	88,459
Note 9 : Other Non-Current Assets :		
Security Deposits	9,005	11,613
Preliminary Expenses	-	90
	9,005	11,703
Note 10: Trade Receivables:		
(Unsecured and considered good)		
(i). Trade receivables outstanding for a period	14,033	2,046
exceeding six months		
(ii). Trade receivables outstanding for a period	27,970	18,494
less than six months		
	42,003	20,539
Less: Provision for bad debts	(14,108)	(14,108
	27,895	6,431





As at 31 March,

2022

As at 31 March,

PEOPLEPROSPER TECHNOLOGIES PRIVATE LIMITED Notes forming part of the financial statements

(All amounts are in INR hundreds, unless stated otherwise)

Particulars

27,970

	Outstanding for following periods from due date of payment as at 31 Mar 2023							
Particulars	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total		
(i) Undisputed Trade receivables – considered good	27,970	13,432	602		-	42,00		
(ii) Undisputed Trade Receivables			-		- -	-		

602

Outstanding for following periods from due date of paymer						
Particulars	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	20,539	-	-	-	-	20,539
(ii) Undisputed Trade Receivables – considered doubtful	*	-	-		-	
(ili) Disputed Trade Receivables considered good	-	-		14	-	-
(iv) Disputed Trade Receivables considered doubtful	-	-	-		-	-

13,432

acastrar		}	1		1 1	
	20,539	-	-	4	_	20,539
Alata 44 - Cook and Cook Equivalents :						
Note 11 : Cash and Cash Equivalents :					57	32
(a) Cash on hand					3,	<i></i>
(b) Balances with banks					2,70,927	81,936
(i) In Current Accounts					5,600	5,600
(ii) In Fixed Deposit Accounts					15,495	1,12,996
(iii) In Escrow Account						2,00,564
					2,92,079	2,00,304
All to Amend the Control of Fall to the Contr						
Note 12 : Short-term Loans and Advances :						
(Unsecured and considered good)						3,762
(i) Advances paid to Vendors					344	3,702
(ii) Accrued Interest					344	724
(iii) Other receivables					-	724
Balance with government authorities						
(i) TDS Receivable					15,449	2,469
(ii) Goods & Service Tax Input Credit					33,233	35,588
					49,026	42,542
Note 13: Other Current Assets:					***************************************	
(a) Prepaid expenses					1,003	-
(b) Short Term Deposits					5,352	
					6,355	_



considered doubtful

good

(iii) Disputed Trade Receivables considered

(iv) Disputed Trade Receivables considered doubtful



As at 31 March,

2023

As at 31 March,

2022

42,003

Notes forming part of the financial statements

(All amounts are in INR hundreds, unless stated otherwise)

Particulars	As at 31 March, 2023	As at 31 March, 2022
	Amount in Rs.	Amount in Rs.
Note: 14 Revenue from operations		
Subscription Fees	1,80,199	70,833
Sale of gift cards	7,057	31,177
	1,87,256	1,02,011
Note: 15 Other Incomes		
Interest Income	344	191
Interest on IT refund	120	-
Other Income		
- Creditors Written Back	3,040	-
- Miscellaneous Income	453	671
	3,956	862
Note: 16 Employee Benefit Expense		
Salaries, Wages & Other Incentives	2,58,740	2,34,447
Contribution to Provident Fund	4,967	5,295
Gratuity Expense	2,492	2,395
Staff Welfare Expenses	1,614	333
	2,67,814	2,42,470
Note : 17 Finance Costs		
Interest on Borrowings	936	-
Loan Processing Charges	625	-
	1,561	-
Note: 18 Other Expenses	4.00.400	00.430
Advertising/Promotional	1,03,482	92,439
Audit fees	1,000	875
Bank Charges	480	384
Dues and Subscriptions	64,240	18,861
Gateway Charges	1,958	1,731
Insurance expense	1,928	2,274
IT and Internet Charges	891	2,995
Office Expenses	2,517	-
Preliminary Expenses Written off	90	90
Professional Fees	57,094	33,187
Purchase of Gift Cards	7,057	31,177
Rates & Taxes	1,174	747
Rent	8,859	-
Travel & Conveyance Expenses	723	- 14400
Doubtful Debts (sale of gift cards)	- 142	14,108
Miscellaneous Expenses	2,51,633	60
A color of the col	VAV	

PEOPLEPROSPER TECHNOLOGIES PRIVATE LIMITED Notes forming part of the financial statements (All amounts are in INR hundreds, unless stated otherwise)

Note No: 8 Property, Plant & Equipment and Intangible Assets:

T THE STATE OF THE			GROS	GROSS BLOCK			DEPRECIATION	CION		NET	NET BLOCK
Particulars	Rate	As on 1st April 2022	Additions	Deletions	Total 31st March 2023	Upto 31st March 2022	for the year	on deletion	Up to 31st March 2023	As on 31st March 2023	As on 31st March 2022
I. Property, Plant & Equipment:											_
Computers	63.16%	4,045	1	•	4,045	3,900	145	•	4,045	•	145
Office Equipments	45.07%	625	3,423	1	4,048	534	273	,	807	3,241	90
		4,670	3,423	•	8,093.18	4,434	418		4,852.60	3,241	236
Il Intangible Assets					5 70 002	0.5	40 13c		1 4 4 0 5 4	4 22 1 20	4 01 154
Kredily Software	10.00%	5,78,083		•	5,78,083	96,829	48,125	•	1,44,954	4,33,129	4,81,254
		5,78,083	_	-	5,78,083.33	96,829	48,125	1	1,44,954.39	4,33,129	4,81,254
TOTAL		5,82,754	3,423	,	5,86,177	1,01,263	48,544	•	1,49,807	4,36,370	4,81,490
Previous Year		5,82,753	-	•	5,82,753	47,467	53,796		1,01,263	4,81,489	





(All amounts are in Rupees hundreds, unless stated otherwise)

19. Additional Information to the financial Statements

19.1 Preference Share Capital

The Company had issued 1,268 Compulsorily Convertible Cumulative Preference Shares (CCPS) carrying a dividend of 0.1% to LV Angel Fund and other individuals as per the shareholders' agreement.

The following conditions are prescribed in the Share Holder's Agreement for issue of Preference Shares:

The holders of the CCCPS shall be entitled to receive cash dividends at the rate of 0.1% (zero point one percent) per annum of the original issue price per Subscription Security, compounded annually (subject to adjustment for stock splits, stock dividends, reverse stock splits, stock combinations and other similar capitalization changes) ("Accruing Dividends").

No dividends shall be declared or paid on any Equity Shares other than the class of Equity shares forming part of the Subscription Securities (or any other class of stock junior to the CCCPS), unless and until: (a) prior written consent of the investor is obtained for declaring such dividends; or (b) the entire amount of the outstanding Accruing Dividends on the CCCPS is paid full.

Upon occurrence of a Liquidation Event, the Investor shall, subject to Applicable Law, receive from the Company, in priority to other holders of Securities, such amount that is higher of (A) an amount equivalent to the Subscription Price plus any accrued but unpaid Accruing Dividends and Additional Dividend and (B) pro-rata entitlement of the Investor or an a Fully Diluted Basis for each Subscription Security held.

The CCCPS shall be convertible at any time before the expiry of 19 (nineteen) years from their date of issuance at the option of the Investor, in part of full ("Conversion Period").

Further, all the outstanding CCCPS held by the Investor shall automatically convert upon expiry of 19 (nineteen) years from the date of their issuance, Save as otherwise provided under Applicable Law, the aforementioned conversion shall take place, without any additional payment of the Company, into such number of Equity Shares as is determined by dividing the original issue price per share of the CCCPS by the Conversion Price in effect at the time of conversion. The Conversion Price of the CCCPS shall initially be the original issue price per share and shall be subject to adjustment as per the anti-dilution provision set out in the Shareholders Agreement ("Conversion Price").

The right to convert the CCCPS shall be exercisable by the holder thereof at any time during the Conversion Period by delivering to the Company a notice in writing ("Conversion Notice") of its desire to covert the CCCPS, provided that such notice shall specify the number of CCCPS that the holder desire to covert. Subject to the Conversion Period, the CCCPS shall automatically be converted into Equity Shares at the then applicable Conversion Price.

19.2 The company received share application money from Ruizheng Investment (BVI) Limited on 22nd April, 2020 for 226 compulsorily convertible cumulative Preference Shares of Rs. 74,61,164. On the same day,



(All amounts are in Rupees hundreds, unless stated otherwise)

The Government of India passed a restriction on receipt of investments from China, either directly or indirectly. Consequently, the company applied to obtain approval from the Government of India stating that the money was received before such restriction was passed.

The application was rejected multiple times. The company is currently in the process of refunding the same back to the investor. The Company has appealed the case to the National Company Law Tribunal, and the order is pending as on 31st March, 2023.

19.3 Contingent Liabilities:

Outstanding Guarantees and Counter Guarantees to various banks, in respect of the guarantees given by those banks in favour of various government authorities.

Sl.No	Particulars	2022-2023	2021-2022
a.	Bond executed in favour of Custom Authorities	Nil	Nil
b.	Bank Guarantee provided for the same against lien on fixed deposit with bank	Nil	Nil
c.	Estimated amount of unexecuted Capital Contracts	Nil	Nil
d.	Claims against the Company not acknowledged as debts	Nil	Nil
e.	Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances paid)	Nil	Nil

19.4 Auditor's Remuneration:

Particulars	2022-2023	2021-2022
For Statutory Audit Fees	1,000	750
For Tax Audit Fees	Nil	Nil
For Other Services	124	125

Note: above fees is exclusive of applicable taxes.

19.5 Related Party Disclosure:

Related party disclosures as required under Accounting Standard 18 issued by the Institute of Chartered Accountants of India are given below:

Name of the Related Parties	Nature of Relationship	% Of Holding 2022-2023	% Of Holding 2021-2022
Key Management Personnel:			
(i) Devendra Khandegar	Director	97.13%	97.13%
(ii) Devashish Fuloria	Director	0.08%	0.08%





PeopleProsper Technologies Private Limited (All amounts are in Rupees hundreds, unless stated otherwise)

Transaction with Related party:

SI. No	Particulars	Nature of Transaction	2022-2023	2021-2022
4	Key Management Personnel:	Director's Remuneration	24,279	24,000
1 1	Devendra Khandegar	Reimbursements Payable	752	0

Transaction Details	Transactions during the year	Balance Receivable/(Payable)
Loans & Advances received, net		
Key Management Personnel:	C.Y: NiI	C.Y: (35,200)
Devendra Khandegar	P.Y: Nil	P.Y: (35,200)

19.6 Earnings per share:

Particulars	2022-2023	2021-2022
Net Profit/Loss for the Year	(3,86,835)	(4,06,196)
Amount available to Equity shareholders	(3,86,835)	(4,06,196)
Weighted Average No. of Shares	11,315	11,315
Basic Earnings per share in Rs	(3,418.78)	(3,589.89)
Diluted Earnings per share in Rs	(3,418.78)	(3,589.89)

19.7 Deferred Tax (Liability)/ Asset:

Deferred Tax (Liability)/ Asset	2022-2023	2021-2022
Opening Balance		
Tax effect of items constituting deferred tax liability	(39,173)	(25,300)
i. Depreciation on property, plant & equipment	(8,496)	(13,873)
Closing Balance	(47,668)	(39,173)





(All amounts are in Rupees hundreds, unless stated otherwise)

19.8 Intangible asset under development:

The cost of internally generated intangible asset comprises all expenditure that can be directly attributed or allocated on a reasonable and consistent basis, to create, produce, make the asset ready for its intended use. The cost includes.

- (1) Expenditure on services used or consumed in generating the intangible asset.
- (2) The salaries, wages and other employment related costs of personnel directly engaged in generating the asset.
- (3) Overheads that are necessary to generate the asset and that can be allocated on a reasonable and consistent basis to the asset.

Details of Cost Incurred during the year:

Particulars	2022-2023	2021-2022
Opening Balance	4,81,254	5,34,727
Additions:		
Internal Development Cost	Nil	Nil
Pre-Operative Expenses	Nil	Nil
Retirements and Disposals	Nil	Nil
Impairment Losses	Nil	Nil
Amortization recognized	(48,125)	(53,473)
Other changes	Nil	Nil
Closing Balance	4,33,129	4,81,254

19.9 Operating Lease:

The Company has entered into operating leases for office and assets. There are escalation clauses of 5-6% in certain lease agreements. There are no restrictions imposed by lease arrangements. There are no subleases. However, during the financial year, the lease rent agreement has been terminated due to work-from-home policy adopted by the company. Accordingly, Gross Rental expenses from operating leases recognized in the Profit and Loss Account for the year ended March 31, 2023 is Rs. 8,85,873/-(PY: Nil)

19.10 Employee Benefits: [AS-15]

Defined Contribution Plans

Disclosures required under Accounting Standard 15 (Employee Benefits) (Revised 2005). The Company makes Provident Fund contributions to defined contribution plans for qualifying employees. Under the



(All amounts are in Rupees hundreds, unless stated otherwise)

Schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The contributions payable to these plans by the Company are at rates specified in the rules of the schemes.

Contributions towards the Provident Fund recognized in the Statement of Profit and Loss for the year are as under:

Defined Contribution Plan	2022-2023	2021-2022
Gratuity	2,492	2,395
Contribution to Provident Fund	4,967	5,295
Contribution to ESI	Nil	Nil

19.11 Cash and Bank Balances:

Particulars	2022-2023	2021-22
Cash on Hand	57	32
Balances with Bank Current Accounts	2,70,927	81,936
Balances with Escrow Accounts*	15,495	1,12,996
Balances on Term Deposits	5,600	5,600
Total	2,92,054	2,00,564

^{*}The Company has opened an Escrow Account with ICICI Bank Limited as KRED Pay Account. The Escrow account is used to get the salary payouts inflow from the clients for onward remittance to individual employee accounts of the clients.

19.12 Taxation:

Particulars	2022-23	2021-22
Provision for Income Tax	Nil	Nil

19.13 Events occurring after the date of Balance Sheet:

On 31st March, 2023, the company initiated a refund of share application money received from Ruizheng Investment (BVI) Limited on 22nd April, 2020 for 226 compulsorily convertible cumulative Preference Shares of Rs. 74,61,164. The same has been remitted back to the investor on 3rd April, 2023. The NCLT order with respect to the same is pending as on date.

19.14 Employee stock option plan:

Particulars	Details	Year ended	Year ended	
Particulars	Details	31-Mar-23	31-Mar-22	
Options outstanding, beginning of period	Nos	633	919	





(All amounts are in Rupees hundreds, unless stated otherwise)

Granted	Nos	187	0
Vested	Nos	79	163
Less: Exercised	Nos	-	_
Forfeited	Nos	-	-
Lapsed	Nos	56	286
Options outstanding, at the end of the period	Nos	764	633
Other Details			
Average Exercise Price of Options	Rs	-	#
Fair Value of Options granted	Rs	-	-
Impact on the EPS of the company had the company			-
adopted the fair Value method for recording the		ACCESSATION AND ADDRESS AND AD	
employee Stock Compensation expenses			
Profit after Tax	Rs	-	-
Less: Employee Stock Compensation expense Net of tax			
effect	Rs	-	_
Adjusted Profit after Tax	Rs	-	-
Number of equity Shares	Rs	-	-
Adjusted Basic earning per Share	Rs	-	

Note 1: As per the company's policy expenditure on ESOP shall be recognized upon exercise of such option.

Note 2: As the company is yet to start revenue operations there is zero impact on earnings per share calculations by issue of ESOP.

19.15 In the opinion of the management, Current Assets, Loans and Advances have a value not less than what is stated in the accounts if realised in the ordinary course of business.

19.16 Disclosures under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006:

The Ministry of Micro, Small and Medium Enterprises has issued an office memorandum dated 26th August, 2008 which recommends that Micro and Small Enterprises should mention in their correspondence with its customers the Entrepreneurs Memorandum Number as allocated after filing of the Memorandum in accordance with the 'Micro, Small and Medium Enterprises Development Act, 2006 (the Act).

The Company is unable to identify (in all cases) whether its vendors qualify as micro or small enterprises. Accordingly, no disclosure in respect of principal and interest has been made; however, the management does not envisage any material impact on the financial statements in this regard, which has been relied upon by the auditors.





(All amounts are in Rupees hundreds, unless stated otherwise)

19.17 Undisclosed Income

The Company does not have any undisclosed income which is not recorded in the books of account that has been surrendered or disclosed as income during the year (previous 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.

19.18 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 lend or invest in party identified by or on behalf of the Company shall whether, directly or indirectly lend or invest in other person or entities identified by or on behalf of the Company ("Ultimate Beneficiary") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

19.19 Details of Crypto Currency or Virtual Currency

The company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

19,20 Benami Transactions

No proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

19.21 Corporate Social Responsibility Expenditure

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities are eradication of hunger and malnutrition, promoting education, art and culture, healthcare, destitute care and rehabilitation, environment sustainability, disaster relief, COVID-19 relief and rural development projects. A CSR committee has to be formed by the company as per the Act. The funds should be utilized in the year on activities which are specified in Schedule VII of the Companies Act, 2013.

The company does not fall under the requirements of the Companies Act, 2013 regarding Corporate Social Responsibility Expenditure as it has a turnover of less than Rs.1000 cr, net worth of less than Rs.500 cr and a Net Profit of less than Rs.5 cr, and hence, the same is not applicable.





(All amounts are in Rupees hundreds, unless stated otherwise)

19.22 Legal Proceedings

The Company is not subject to any legal proceedings or claims during its ordinary course of business. Hence, there are no material or adverse effect on the Company's results.

19.23 Analytical Ratios

	Particulars	Numerator	·	Ratio		% of
S No.			Denominator	2022- 23	2021- 22	Variance
1	Current Ratio	Current assets	Current liabilities	1.51	1.14	32.08%
2	Debt Equity Ratio	Total liabilities	Shareholder's equity	0.71	0.65	8.12%
3	Debt Service Coverage Ratio	Operating income	Debt service	(4.26)	NA	NA
4	Return on Equity Ratio	Net income(PAT)	Equity of the shareholders	-80%	-90%	-11.05%
5	Inventory turnover ratio	Cost of goods sold	Average inventory	NA	NA	NA
6	Trade Receivables turnover ratio	Revenue	Average Trade receivable	10.91	15.42	-29.25%
7	Trade Payables turnover ratio	Total purchases	Average Trade payables	NA	NA	NA
8	Net capital turnover ratio	Revenue	Average Working Capital	2.39	3.35	-28.80%
9	Net profit ratio	Net profit	Revenue	-207%	-398%	-48.12%
10	Return on capital employed (ROCE)	Earnings before interest and taxes	Capital Employed	-66%	-65%	2.03%
11	Return on Investment(ROI)	NA	NA	NA	NA	NA

Reasons for variance > 25%

- (1) There is a significant increase in the cash and cash equivalents during the year, which has led to increase in the current ratio.
- **(6)** The proportionate increase in Trade receivables is greater than the corresponding increase in revenue during the year, which has led to a fall in the TR Turnover ratio.
- (8) The proportionate increase in average working capital is greater than the corresponding increase in revenue





(All amounts are in Rupees hundreds, unless stated otherwise)

(10) The company's loss during the year has increased significantly as compared to the previous year, combined with an increase in the borrowings during the year.

19.24 Company Struck off

The company does not have any transactions with companies struck off under section 248 of the Companies Act, 2013.

19.25 Previous year's figures have been regrouped / reclassified, wherever necessary, to conform to the current year's classification.

As per our Report of even date

for Vasanth & Co.,

Chartered Accountants

(Firm Reg No: 008204S)

N. Amarnath

Partner

M.No: 510064

Place: Bangalore Date: 29-09-2023 For and on behalf of the Board of Directors

Devendra Khandegar

Director

DIN: 06697940

Devashish Fuloria

Director

DIN: 07309367