Bodhtree Consulting Limited

REGISTERED & CORPORATE OFFICE :
Level-2, Wing-A, Melange Towers, Patrika Nagar,
Madhapur, Hitech City, Hyderabad - 500 081
TEL : +91 40 4261 9840 WEB : www.Bodhtree.com
CIN : L74140TG1982PLC040516

Date: May 27, 2024

To

Listing Compliance Department
M/s. BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Scrip code: 539122

Dear Sir/Madam,

Sub: Results - Outcome of the Board Meeting held on Monday, May 27, 2024.

Pursuant to Regulation 29, 30, 33 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), we wish to inform that, the meeting of the Board of Directors held on Monday, May 27, 2024, commenced at 03:00 PM and concluded at 04:45 PM.

The Board, inter-alia, discussed and approved the following:

1. Audited Financial Results and Statements (Standalone) of the Company for the quarter and year ended March 31, 2024.
2. Noted the Audit Report of the Statutory Auditors, M/s. RSM & Associates., on the aforementioned Financial Results and Statements (Standalone) for the quarter and year ended March 31, 2024.

Enclosed the Audited Financial Results (Standalone) for the quarter and year ended March 31, 2024, along with Notes, Segment-wise Report, Statement of Assets & Liabilities, Cash Flow Statement and Auditors Report thereon, Declaration relating to the Unmodified Opinion by the Statutory Auditors on the aforementioned Financial Results and Statements (Standalone).

Request you to take the same on record.

Yours truly
For Bodhtree Consulting Limited
Vangapally Santosh Kumar
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Date: 2024.05.27 16:47:35 +05'30'

Bodhtree Consulting Limited Hyderabad

Santosh Kumar Vangapally
Whole-time Director
DIN: 09331903

Encl: A/a.

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Date: May 27, 2024

To

Listing Compliance Department
M/s. BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Scrip code: 539122

Dear Sir/Madam,

Sub: Declaration pursuant to Regulation 33(3)(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [the SEBI (LODR) Regulations].

I, Santosh Kumar Vangapally, Whole-time Director of M/s. Bodhtree Consulting Limited, having its Registered Office at Level-2, Wing-A, Melange towers Patrika Nagar, Madhapur, Hitech City, Hyderabad, Telangana - 500081, hereby declare that, the Statutory Auditors of the Company, M/s RSM & Associates., (FRN: 002813S) have issued an Audit Report with unmodified opinion on the Audited Financial Results and Statements of the Company for the quarter and year ended March 31, 2024.

This declaration is given in compliance to Regulation 33(3)(d) of the SEBI (LODR) Regulations, 2015, as amended by the SEBI (LODR) (Amendment) Regulations, 2016, vide Notification No. SEBI/LAD-NRO/GN/2016-17/001, dated May 25, 2016 and Circular No. CIR/CFD/CMD/56/2016, dated May 27, 2016.

Request you to take this declaration on record.

Thanking you

Yours truly
For Bodhtree Consulting Limited

Vangapally Santosh Kumar
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Date: 2024.05.27 16:47:54 +05'30'

Bodhtree Consulting Limited Hyderabad

Santosh Kumar Vangapally
Whole-time Director
DIN: 09331903

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BODHTREE CONSULTING LIMITED

Level 2, Wing B, Melange Towers, Patrikanagar, Madhapur, Hyderabad

CIN: L74140TG1982PLC040516

Statement of Audited Financial Results for the Quarter and year ended 31st March, 2024

(Rs. in Lakhs)

Particulars	Quarter ended			Year Ended	
	March 31, 2024	December 31, 2023	March 31, 2023	March 31, 2024	March 31, 2023
	Audited	Un-Audited	Audited	Audited	Audited
Income :					
Income from Operations	1,214.07	232.49	248.32	1,655.75	3,933.99
Other Income	6.90	-	(25.09)	64.96	345.06
Total Income	**1,220.97**	**232.49**	**223.24**	**1,720.71**	**4,279.06**
Expenses :					
Work Execution expenses	1,138.14	172.51	2,278.63	1,480.42	5,836.53
Employee Benefits Expense	58.72	49.68	24.28	139.61	130.20
Finance costs	5.53	44.53	30.25	113.70	111.44
Depreciation and Amortization Expense	2.01	2.00	(86.91)	25.44	44.93
Other expenses	36.11	26.23	417.51	131.80	761.02
Total Expenditure	**1,240.51**	**294.94**	**2,663.78**	**1,890.97**	**6,884.13**
Profit / (loss) before tax	**(19.54)**	**(62.45)**	**(2,440.54)**	**(170.26)**	**(2,605.07)**
Tax expense					
Current tax	-	-	(3.20)	-	-
Deferred tax	67.94	-	30.01	76.17	21.18
Net Profit / (loss) for the period	**(87.48)**	**(62.45)**	**(2,467.34)**	**(246.43)**	**(2,626.25)**
Other Comprehensive Income (OCI)	**-**	**-**	**-**	**-**	**-**
(a) (i) Items that will not be reclassified to profit or loss	(2.10)	(1.99)	1.98	(8.90)	1.49
(ii) Tax on items that will not be reclassified to profit or loss	0.53	0.50	(0.49)	2.24	(0.37)
(b) (i) Items that will be reclassified to profit or loss	-	-	-	-	-
(ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-	-	-
Other Comprehensive Income / (Loss) for the period	**(1.57)**	**(1.49)**	**1.48**	**(6.66)**	**1.11**
Total Comprehensive Income for the period (Comprising Net Profit / (loss)	**(89.05)**	**(63.94)**	**(2,465.86)**	**(253.09)**	**(2,625.13)**
Paid-up Equity Share Capital (Face Value : Rs.10 per share)	**1,717.31**	**1,995.82**	**1,995.82**	**1,717.31**	**1,995.82**
Other equity				**(255.46)**	**2,197.10**
Earnings Per Share (Basic) (*)	(0.52)	(0.32)	(12.36)	(1.47)	(13.16)
Earnings Per Share (Diluted) (*)	(0.52)	(0.32)	(12.36)	(1.47)	(13.16)
(*Not Annualised)					

Vangapally Santosh Kumar

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Bodhtree Consulting Limited

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Notes:

1. The above results have been reviewed by the Audit Committee at its meeting held on May 27, 2024 and approved by the Board of Directors of the Company at its meeting held on May 27, 2024. The results for the year ended March 31, 2024 have been audited by our statutory auditors. They have expressed an unmodified opinion on the financial results for the year ended March 31, 2024.

2. The standalone financial results of the Company have been prepared in accordance with the Indian Accounting Standards prescribed u/s.133 of the companies Act, 2013 read vide relevant rules issued thereunder (Ind AS) and other accounting principles generally accepted in India and guidelines issued by SEBI.

3. The management has conducted a comprehensive review of the deferred tax assets and liabilities arising from timing differences between the tax base of assets and liabilities and their carrying amounts for financial reporting purposes as of the reporting date. The company has achieved taxable profits during the reporting period from April 1, 2023, to March 31, 2024, and is projected to continue earning taxable profits in the foreseeable future. This positive outlook is a result of the successful revival of the company following the completion of the Corporate Insolvency Resolution Process (CIRP). Given this favourable financial performance and outlook, coupled with substantial unused carry forward tax losses, the company has recognized and recorded the deferred tax assets in its books.

4. The Company has only one segment i.e., IT enabled services.

5. The Statement includes results for the quarter ended March 31, 2024 and March 31, 2023 being the balancing figure between the audited figures in respect of the financial year and previous financial year and the published figures upto 3rd quarter of the current financial years and previous financial year respectively.

6. Figures have been regrouped or rearranged where ever necessary.

7. In the process of implementation of Resolution Plan approved by Hon'ble National Company Law Tribunal (NCLT), Hyderabad Bench vide its Order dated 12th December, 2023, the Board of Directors of the Company in their meeting held on 23rd January, 2024 has considered and approved cancellation of existing Equity Share Capital of the Company and allotment of 11,73,114 (Eleven Lakhs Seventy-Three Thousand One Hundred and Fourteen only) Equity Shares of Rs.10/- each fully paid-up to the existing equity Shareholders of the company, other than existing Promoters at the ratio of One Equity Share for every Ten Equity Shares held by them as on the Completion Date (Record Date) i.e., 14th February, 2024 and allotment of 40,00,000 equity shares of face value of Rs. 10/- each to Mr. Santosh Kumar Vangapally (Successful Resolution Applicant) and 1,20,00,000 equity shares of face value of Rs. 10/- each to Mr. Prem Anandh Amarnathan, on preferential basis, as specified in the NCLT approved Resolution Plan.

8. Post the completion of corporate insolvency resolution process of the Company, the Board of Directors of the Company unanimously approved in its meeting held on February 12, 2024 to write-off its investment of Rs. 7,37,330/- in Bodhtree Human Capital Private Limited (BHCPL) and due to write-off, the consolidated financial results need not arise from the quarter and year ended March 31, 2024 onwards.

By order of the Board
For Bodhtree Consulting Limited

Vangapally Santosh Kumar

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Date: 2024.05.27 16:48:26 +05'30'

Santosh Kumar Vangapally
Whole-time Director
DIN: 09331903

Place: Hyderabad
Date: May 27, 2024

Bodhtree Consulting Limited
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STATEMENT OF ASSETS AND LIABILITIES AS AT MARCH 31, 2024

(In Rs.)

Particulars	Note No.	As At 31st March 2024	As At 31st March, 2023
I. ASSETS			
(1) Non-Current Assets			
(a) Property, Plant and Equipment		37,26,000	92,87,488
(b) Intangible Assets	4	-	97,86,977
(c) Intangible Asset Under Development		-	25,83,36,709
		37,26,000	**27,74,11,174**
(d) Financial Assets			
(i) Investments	5	7,35,000	81,55,630
(e) Deferred Tax Asset	6	1,67,653	75,60,821
		9,02,653	**1,57,16,451**
(2) Current Assets			
Inventories		-	-
(a) Financial Assets			
(i) Trade receivables	7	6,80,96,473	62,72,61,480
(ii) Cash and cash equivalents	8	16,03,842	1,28,59,224
(iii) Bank balances other than (ii) above		7,30,58,823	3,19,92,457
(iv) Loans and advances	9	-	64,63,020
(v) Other Financial Assets	10	20,78,276	2,31,15,140
(b) Current Tax Assets (Net)	11	-	-
(c) Other Current Assets	12	44,37,581	17,69,40,270
		14,92,74,995	**87,86,31,591**
Total Assets		**15,39,03,648**	**1,17,17,59,216**
II. EQUITY AND LIABILITIES: -			
EQUITY			
(a) Equity Share Capital	13	17,17,31,140	19,95,82,360
(b) Other Equity	14	(2,55,45,543)	21,97,09,634
		14,61,85,597	**41,92,91,994**
LIABILITIES			
(1) Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	15	-	4,42,65,130
(b) Provisions	16	5,12,814	4,07,440
		5,12,814	**4,46,72,570**
(2) Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	17	-	8,06,19,094
(ii) Trade Payables	18	27,70,994	41,81,25,645
(iii) Other Financial Liabilities	19	-	1,02,36,246
(b) Other Current Liabilities	20	44,34,243	19,87,46,478
(c) Provisions	21	-	67,189
(d) Current Tax Liability			-
		72,05,237	**70,77,94,653**
Total Equity & Liabilities		**15,39,03,648**	**1,17,17,59,216**

Vangapally Santosh Kumar
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CASHFLOW STATEMENT FOR THE PERIOD ENDED MARCH 31, 2024		(in Rs.)
Particulars	**31st March, 2024**	**31st March, 2023**
Cash Flows from Operating Activities		
Net profit before tax	(1,70,26,055)	(26,05,07,011)
Other Comprehensive Income	(8,90,079)	1,48,969
Adjustments for :		
Fair value difference of financial Instruments	3,10,000	(70,000)
Depreciation	25,43,954	44,92,768
Finance Costs	1,13,70,329	1,11,44,435
Interest received	(11,87,180)	(13,76,304)
Unrealised exchange loss /(profit)	(53,09,036)	(3,31,30,137)
Operating profit before working capital changes	(1,01,88,067)	(27,92,97,280)
Movements in Working Capital :		
(Increase)/Decrease in Trade Receivables	55,95,47,651	30,08,65,035
(Increase)/Decrease in Other financial assets	2,10,36,864	(1,18,92,800)
(Increase)/Decrease in Other Current Assets	17,60,30,616	(4,68,253)
(Increase)/Decrease in Short Term Loan and Advances	64,63,020	(26,60,715)
Increase/(Decrease) in Trade Payables	(8,06,19,094)	6,29,55,076
Increase/(Decrease) in Other financial liabilities	(50,62,12,028)	(23,24,001)
Increase/(Decrease) in Other Current liabilities	(19,44,45,927)	62,40,942
Increase/(Decrease) in Provisions	(67,189)	(1,85,711)
Changes in Working Capital	**(1,82,66,087)**	**35,25,29,573**
Cash generated from operations	**(2,84,54,154)**	**7,32,32,293**
Direct Taxes Paid	-	-
Net Cash from operating activities (A)	**(2,84,54,154)**	**7,32,32,293**
Cash flows from Investing Activities		
Purchase of Fixed Assets	**(1,32,000)**	**-**
Product Development Cost	-	-
Receipt of Interest	11,87,180	13,76,304
(Purchase)/Sale of Investment	-	-
Net Cash used in Investing Activities (B)	**10,55,180**	**13,76,304**
Cash flows from Financing Activities		
Repayment/(Proceeds) of/from Short-term borrowings	(1,08,00,618)	-
Repayment/(Proceeds) of/from Long-term borrowings	-	2,77,25,278
Finance cost	(1,13,70,329)	(1,11,44,435)
Repayment/(Proceeds) of/from issue of shares	16,00,00,000	-
Net Cash used in Financing Activities (C)	**13,78,29,053**	**1,65,80,843**
Net Increase/(Decrease) in cash and cash equivalents (A+B+C)	**11,04,30,079**	**9,11,89,440**
Cash and Cash equivalents at the beginning of the year	(3,57,67,414)	(12,69,56,854)
Cash and Cash equivalents at the ending of the year	**7,46,62,665**	**(3,57,67,414)**
1) Cash and Cash Equivalents include		

Particulars	**31.03.2024**	**31.03.2023**
Cash on hand	61,707	-
Cash Equivalents		
-Current Accounts	15,42,135	1,28,59,224
Margin Money Deposits	-	3,19,92,457
Fixed Deposits with banks	7,30,58,823	-
Short Term Borrowings from Bank	-	(8,06,19,094)
	7,46,62,665	**(3,57,67,413)**

Vangapally Santosh Kumar
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RSM & Associates
CHARTERED ACCOUNTANTS

Flat No. 302, #3-5-168, victoria Towers, Opp. Shanthi Theatre, Narayanaguda, Hyderabad 500029.
Mobile No: 9871713974 / 9318477519 / 9848031074 / 9177000377 / 8331853074 Phone: 040-24758561
E-mail: rsmassociates2004@yahoo.co.in / rsmindia1986@gmail.com / rsmnewdelhi@gmail.com

INDEPENDENT AUDITOR'S REPORT ON AUDIT OF THE FINANCIAL RESULTS

TO THE BOARD OF DIRECTORS OF BODHTREE CONSULTING LIMITED

Opinion

We have audited the accompanying Statement containing Financial Results of BODHTREE CONSULTING LIMITED (the "Company"), for the year ended March 31, 2024 (the "Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 and 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the Statement:

a. is presented in accordance with the requirements of Regulation 33 and 52 of the Listing Regulations; and

b. gives a true and fair view in conformity with the recognition and measurement principles laid down in the Indian Accounting Standards ("Ind AS") and other accounting principles generally accepted in India of the net profit and total comprehensive income and other financial information of the Company for the year then ended March 31, 2024.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ("SA"s) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Results 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 Results for the year ended March 31, 2024 under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion.



Management's Responsibilities for the Financial Results

This Statement, which includes the financial results for the year ended March 31, 2024 is the responsibility of the Company's Board of Directors, and has been approved by them for the issuance. The financial results for the year ended March 31, 2024 have been compiled from the related audited financial statements. This responsibility includes preparation and presentation of the Financial Results for the quarter and year ended March 31, 2024 that give a true and fair view of the net profit and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standards, prescribed under Section 133 of the Act, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 and 52 of the Listing Regulations. 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 the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Results that give a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the accompanying Statement, the Board of Directors 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Financial Results

Our objectives are to obtain reasonable assurance about whether the Financial Results for the year ended March 31, 2024 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 this Financial Results.



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 annual Financial Results, 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 controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of such controls.

• Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Board of Directors.

• Evaluate the appropriateness and reasonableness of disclosures made by the Board of Directors in terms of the requirements specified under Regulation 33 and 52 of the Listing Regulations.

• Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company 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 Annual financial results 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 Annual Financial Results, including the disclosures, and whether the Annual Financial Results represent the underlying transactions and events in a manner that achieves fair presentation.

• Obtain sufficient appropriate audit evidence regarding the Annual Financial Results of the Company to express an opinion on the Annual Financial Results.

Materiality is the magnitude of misstatements in the Annual Financial Results that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Results 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 Annual Financial Results.

RSM & ASSOCIATES
FNR No

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.

For RSM & ASSOCIATES
Chartered Accountants
(Firm's Registration No. 002813S)



CA. E.Madhusudhana Reddy
Partner
(Membership No.202308)
UDIN: 24202308BKAJTN6308

Place: Hyderabad
Date: May 27, 2024