September 01, 2022

To,
BSE Limited
Listing Department
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400 001

Scripe code: 540027

Dear Sir/Madam,

Subject: Notice of Annual General Meeting and Annual Report for the Financial Year Ended March 31, 2022:

This is with reference to our earlier letter dated August 24, 2022 regarding, inter-alia, convening of the 15th Annual General Meeting ("AGM") of the Members of Prabhat Technologies (India) Limited ("the Company") on Friday, September 23,2022 at 10:00 AM through Video Conferencing *I* Other Audio Video Means eVC *I* OAVM").

Pursuant to Regulation 30 and 34(1) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we hereby submit the Annual Report of the Company along with the Notice of AGM for the Financial Year 2021-22 which is being sent through electronic mode to the Members whose email addresses are registered with the Company/RTA/Depository Participant(s).

The requirements of sending physical copy of the Notice of the AGM and Annual Report to the Members have been dispensed with vide the Ministry of Corporate Affairs ("MCA") circulars dated May 05, 2020, April 08, 2020, April 13, 2020, January 13, 2021, December 8, 2021, December 14, 2021 and May 5, 2022 (collectively referred to as "MCA Circulars") and the SEBI vide its circulars dated May 12, 2020, January 15, 2021 and May 13, 2022 ("SEBI Circular") respectively. However; members who willing to have physical copy of Annual Report are requested to write to the Company/RTA at cs@prabhatgroup.net or cameosys@cameoindia.com respectively.

Further, in terms of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), the Company has fixed Friday, September 16, 2022 as the "cut-off date" to determine the eligibility of the Members to cast their vote by electronic means and e-voting during the AGM of the Company.

The Notice of 15th AGM and Annual Report for Financial Year 2021-22 is also available on website of Company at http://www.prabhatgroup.net/

We request you to take the same on record.

Thanking you.

Yours faithfully,
For Prabhat Technologies (India) Limited

PARAG R MALDE
Digitally signed by PARAG R MALDE
Date: 2022.09.01 15:48:37 +05'30'

Parag Malde
Chief Financial Officer

Prabhat Technologies (India) Limited Mumbai

ANNUAL REPORT
2021-22

15TH ANNUAL GENERAL MEETING



PRABHAT TECHNOLOGIES (INDIA) LIMITED

{Formerly known as Prabhat Telecoms (India) Limited}

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CORPORATE INFORMATON

INSOLVENCY RESOLUTION PROFESSIONAL*
Mr. Rajendra K. Bhuta

Company Secretary
Yash Pankaj Jain
(Appointed w.e.f January 11, 2022)

STATUTORY AUDITORS
Harish Arora & Associates,
Chartered Accountants

SECRETARIAL AUDITORS
HD and Associates,
Practising Company Secretaries

REGISTERED OFFICE

402, Western Edge I,
Kanakia Spaces,
Western Express Highway,
Mumbai 400066
Tel: +91 22-40676000
Email:investors@prabhatgroup.net
Website: www.prabhatgroup.net

FACTORY
Prabhat House, H. No. 736/1,
Indian Oil Compound,
Mankoli Naka, Dapodi Village,
Bhiwandi – 421302

REGISTRAR & SHARETRANSFER AGENTS
Cameo Corporate Services Limited,
Subramanian building, No.1,
Club House Road, Chennai 600 002
Tel: 044-28460390

CIN: L72100MH2007PLC169551

ANNUAL GENERAL MEETING

Date: Friday, September 23, 2022
Time: 10.00 AM
Venue: Video conferencing ("vc") / other audio-visual means (OAVM)

* *Pursuant to the order dated 10.10.2019, of the Hon'ble National Company Law Tribunal – Mumbai Bench, at Mumbai ("NCLT Order"), Corporate Insolvency Resolution Process ("CIR Process") has been initiated for the Company in accordance with the provisions of the Insolvency and Bankruptcy Code, 2016, ("Code") and related rules and regulations issued thereunder with effect from October 10, 2019. Shri Rajendra K. Bhuta, having registration no. as IBBI/IPA-001/IP-P00141/2017/18/10305 was appointed as Interim Resolution Professional in terms of the NCLT Order.*

Forward Looking Statement

In this Annual Report, we might have disclosed forward-looking statements that set out anticipated results based on the management's plans and assumptions. We cannot guarantee that these forward–looking statements will be realised, although we believe we have been prudent in our assumptions. The achievements of results are subject to risks, uncertainties, and even inaccurate assumptions. We undertake no obligation to publicly update any forward–looking statements, whether as a result of new information, future events or otherwise.

AWARDS

- **Awarded with Certificate of Excellence as Best SME in Telecom Sector by Navbharat SME Business Excellence Award2017.**




नवभारत
PANTOMATH
SME BUSINESS EXCELLENCE AWARDS 2017
2nd Edition
SME BUSINESS EXCELLENCE AWARDS OCTOBER 2017
Certificate of Excellence
Awarded to
Prabhat Telecoms
In recognition of outstanding performance and splendid growth in
Best SME in Telecom Sector
Nimish Maheshwari
Managing Director
NAVBHARAT
नवभारत
Mahavir Lunawat
Managing Director
Pantomath Advisory Group

PRABHAT TECHNOLOGIES (INDIA) LIMITED
CIN: L72100MH2007PLC169551
Regd Office: Unit No.402, Western Edge I, Kanakia Spaces, Western Express Highway, Borivali (East), Mumbai 400066.
Contact: 022-40676000 Email: cs@prabhatgroup.net Website: www.prabhatgroup.net

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NOTICE OF THE 15TH ANNUAL GENERAL MEETING

BACKGROUND:

The members are hereby informed that pursuant to the order dated October 10, 2019, of the Hon'ble National Company Law Tribunal – Mumbai Bench, at Mumbai ("NCLT Order"), Corporate Insolvency Resolution Process ("CIR Process") has been initiated for the Company in accordance with the provisions of the Insolvency and Bankruptcy Code, 2016, ("Code") and related rules and regulations issued thereunder with effect from October 10, 2019. Shri Rajendra K. Bhuta, having registration no. (IBBI/IPA-001/IP-P00141/2017 /18/10305) was appointed as Interim Resolution Professional in terms of the NCLT Order.

Members are further informed that pursuant to Section 17 of the Code, the powers of Board of Directors of the Company stand suspended effective from the CIRP commencement date and such powers along with the management of affairs of the company are vested with the Resolution professional, viz., Shri Rajendra K. Bhuta.

In view, the ensuing Annual General Meeting is being convened by the Resolution Professional.

NOTICE IS HEREBY GIVEN THAT THE 15TH ANNUAL GENERAL MEETING OF THE MEMBERS OF PRABHAT TECHNOLOGIES (INDIA) LIMITED WILL BE HELD ON SEPTEMBER 23, 2022 AT 10.00 AM THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO-VISUAL MEANS (OAVM) TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Standalone and Consolidated Financial Statements for the Financial Year ended March 31, 2022 along with Auditors Report thereon.

To consider and, if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution: -

"**RESOLVED THAT** the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2021 including Balance Sheet as at March 31, 2021, Statement of Profit and Loss Account as at March 31, 2021 and Cash Flow Statement for the year ended as on that date together with Notes forming part of Accounts as audited and reported by the Auditors of the Company and the Directors' Report, as circulated to the Members and laid before meeting, be and are hereby received, considered, approved and adopted."

For and on behalf of the Board
Prabhat Technologies (India) Limited
(Formerly known as Prabhat Telecoms (India) Limited)
(Company under Corporate Insolvency Resolution Process)

Sd/-
Rajendra K. Bhuta
IRP
IBBI/IPA-001/IP-P00141/2017 /18/10305

Registered Office: 402, Western Edge I,
Kanakia Spaces, Western Express Highway,
Borivali (East), Mumbai 400066

Date: May 25, 2022

NOTES:

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular dated May 05, 2020 read with circulars dated April 08, 2020, April 13, 2020 and January 13, 2021 (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide its circular dated May 12, 2020 and January 15, 2021 (collectively referred to as "SEBI Circulars") permitted convening the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. In accordance with the MCA Circulars, provisions of the Companies Act, 2013 ("Act") and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and the SEBI circulars, the AGM of the Company is being held through VC / OAVM. The deemed venue for AGM shall be the registered office of the Company.

2. The Members can join the AGM in the VC / OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC / OAVM will be made available to at least 1,000 Shareholders on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more Shareholding), Promoters, Institutional Investors, Directors, Key Management Personnel, Auditors, etc, who are allowed to attend the AGM without restriction on account of first come first basis.

3. Members attending the meeting through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

4. Pursuant to the provisions of Section 105 of the Companies Act, 2013 and Rules made there under, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/ her behalf and the proxy need not be a Member of the Company. Since this AGM is being held through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for this AGM and hence the Proxy Form, Attendance Slip and route map of the AGM are not annexed to this Notice.

5. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) intending to attend the AGM through their authorised representatives are requested to send a scanned copy of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Company at cs@prabhatgroup.net and / or to Cameo Corporate Services Limited ("RTA") at cameo@cameoindia.com respectively.

6. The Register of Members and the Share Transfer books of the Company will remain closed from Saturday**, September 17, 2022** to Friday, **September 23, 2021** (both days inclusive) for the purpose of 15th AGM of the Company.

7. Members holding shares in dematerialised form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining demat accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to RTA / Company at their email addressed given above.

8. Members seeking any information with regard to the financial statements are requested to write to the Company at least ten (10) days before the AGM to enable the management to keep the information ready at the Meeting.

9. In case of joint holders attending the AGM, the Members whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote provided the votes are not already cast by remote e-voting by the first holder.

10. The Notice of AGM and Annual Report is being sent in electronic mode to Members whose e-mail address is registered with the Company or the DP. Members (Physical / Demat) who have not registered their e-mail addresses with the Company can get the same registered by requesting our RTA at e-mail addresses given above.

11. Notice of AGM along with Annual Report is being sent only through electronic mode to those members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report will also be available on the Company's website **http://www.prabhatgroup.net/,** website of stock exchange i.e BSE Ltd at **www.bseindia.com and** on the website of Cameo Corporate Services Limited at cameo@cameoindia.com.

12. M/s. Harish Arora & Associates, Chartered Accountants (Firm Registration No. 015226C) were appointed as Statutory Auditors of the Company for a period of five consecutive years at the AGM of the Members held on September 28, 2019. Their appointment was subject to ratification by Members at every subsequent AGM. However, pursuant to the amendments made to Section 139 of the Companies Act, 2013 by the Companies (Amendment) Act, 2017, the requirement of seeking ratification of the Members for the appointment of the Statutory Auditors has been dispensed with.

In view of the above, ratification by the Members for their appointment at this AGM is not being sought. The Statutory Auditors have given a confirmation to the effect that they are eligible to continue with their appointment and that they have not been disqualified in any manner from continuing as Statutory Auditors.

13. Any person whose name appears in the register of members as on the cut-off date i.e. September 16, 2022 only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM.

14. E-voting cut of date is Friday, September 16, 2022, E-voting shall open from Tuesday, September 20, 2022 at 9:00 a.m. and ends on Thursday, September 22, 2022 at 5:00 p.m.

15. To receive communications through electronic means, including Annual Reports and Notices, members are requested to kindly register/update their email address with their respective depository participant, where shares are held in electronic form. In case of shares held in physical form, members are advised to register their e-mail address with RTA by emailing at cameo@cameoindia.com. Further, the Company has availed the services offered by NSDL to update email addresses of shareholders of the Company having their holding with a depository participant registered with NSDL and have not registered their email addresses. Members are requested to register their email id and support the green initiative efforts of the Company.

16. As per Regulation 40 of Listing Regulations, as amended, securities of listed companies can be transfer, transmission or transposition only in dematerialized form with effect from 1st April 2019. In view of this the Company has complied with the necessary requirements as applicable, including sending of letters to shareholders holding shares in physical form and request.

1. Members who still hold share certificates in physical form are advised to dematerialise their shareholding to also avail of numerous benefits of dematerialisation, which include easy liquidity, ease of trading and transfer, savings in stamp duty and elimination of any possibility of loss of documents and bad deliveries.

2. In case a person becomes a member of the Company after dispatch of e-AGM Notice, and is a member as on the cut-off date for e-voting, i.e., Friday, September 16, 2022, such person may obtain the user id and password from RTA by email request on cameo@cameoindia.com.

3. Alternatively, member may send signed copy of the request letter providing the email address, mobile number and self-attested PAN copy along with client master copy (in case of electronic folio)/copy of share certificate (in case of physical folio) via email to info@prabhatgroup.net for obtaining the Annual Report and Notice of e-AGM.

4. The Board of Directors have appointed M/s. HD and Associates, Practising Company Secretaries (Firm Registration No. S2018MH634200) as the Scrutiniser to the e-voting process and voting at the AGM in a fair and transparent manner.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

The remote e-voting period begins on September 20, 2022 at 9:00 A.M. and ends on September 22, 2022 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter.

The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. September 16, 2022 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being September 16, 2022.

HOW DO I VOTE ELECTRONICALLY USING NSDL E-VOTING SYSTEM?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system:

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

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility. Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	i. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. ii. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp iii. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected

	to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. iv. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of **e-Voting service provider i.e. NSDL.** Click on **NSDL** to cast your vote. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. **NSDL** where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

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

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

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

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

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

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

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

6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
   a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

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

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

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

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

3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders:

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to harisharoraassociates@gmail.com with a copy marked to evoting@nsdl.co.in.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Mr. Sanjeev Yadav at evoting@nsdl.co.in

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to cs@prabhatgroup.net

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs@prabhatgroup.net .If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.

3. Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

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

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

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under **"Join General meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at cs@prabhatgroup.net The same will be replied by the company suitably.

6. Shareholder who wish to speak during the AGM are require to do prior registration to enable us to process further. Speakers are requested to register themselves latest by September 16, 2022.

For and on behalf of the Board
Prabhat Technologies (India) Limited
(Formerly known as Prabhat Telecoms (India) Limited)
(Company under Corporate Insolvency Resolution Process)

Sd/-
Rajendra K. Bhuta
IRP
IBBI/IPA-001/IP-P00141/2017 /18/10305

Registered Office: 402, Western Edge I,
Kanakia Spaces, Western Express Highway,
Borivali (East), Mumbai 400066

Date: May 25, 2022

DIRECTOR'S REPORT PRESENTED BY IRP

To,
The Members of
Prabhat Technologies (India) Limited
(Formerly known as Prabhat Telecoms (India) Limited

The Resolution Professional presents to the Members the 15th Annual Report of the Company together with the Director's Report, Audited Financial Statements and Auditor's Report for the year ended March 31, 2022.

The members are hereby informed that pursuant to the order dated October 10, 2019, of the Hon'ble National Company Law Tribunal – Mumbai Bench, at Mumbai ("NCLT Order"), Corporate Insolvency Resolution Process ("CIRP") has been initiated for the Company in accordance with the provisions of the Insolvency and Bankruptcy Code, 2016, ("the Code") and related rules and regulations issued thereunder with effect from October 10, 2019. Shri Rajendra K. Bhuta, having Registration No. (IBBI/IPA-001/IP-P00141/2017/18/10305) was appointed as Interim Resolution Professional ("IRP") in terms of the NCLT Order.

Members are further informed that pursuant to Section 17 of the Code, the powers of Board of Directors of the Company stand suspended effective from the CIRP commencement date and such powers along with the management of affairs of the company are vested with the Resolution professional, viz., Shri Rajendra K. Bhuta.

In view, the ensuing Annual General Meeting is being convened by the Resolution Professional, Mr. Rajendra K. Bhuta on behalf of the Company.

FINANCIAL RESULTS:

A Summary of the Company's financial performance as per the financial statements prepared according to the Ind AS. for the F.Y. 2021-2022 as compared to the previous financial year is given below:

(Figures in lakhs)

Particulars	**Standalone**		**Consolidated**	
Financial Year	**2021-2022**	**2020-2021**	**2021-2022**	**2020 – 2021**
Revenue from operations (Net)	356.22	198.97	356.22	198.97
Revenue from Other Income	13.13	49.70	13.29	58.46
Total Revenue	**369.35**	**248.67**	**369.51**	**257.43**
Depreciation & Amortization	50.31	53.81	51.99	55.51
Finance Cost	-	19.90	2.78	20.58
Other Expenses	493.22	714.79	526.91	727.21
Extraordinary Items	543.53	788.50	581.68	803.30
Profit/Loss After Depreciation & Interest & Extraordinary Items	-	-	-	-
Provision for Tax	(174.18)	(539.83)	(212.17)	(545.87)
Profit After Tax	**(35.07)**	**(51.28)**	**(35.07)**	**(51.28)**
EPS Basic	(139.11)	(488.55)	(177.10)	(494.59)
EPS Diluted	(1.30)	(4.56)	(1.65)	(4.62)

	(1.30)	(4.56)	(1.65)	(4.62)

Note:

The RP approved these financial results only to the limited extent of discharging powers of Board of Directors of the Company conferred on him in terms of Section 17 of the Code. The Statutory Audit for the quarter and year ended on March 31, 2022 as required under regulation 33 of SEBI (Listing Obligation and Disclosure requirements) regulation 2015, has been carried out by Statutory auditors of the Company.

HIGHLIGHTS:

During the year under review, your company has reported a Consolidated Turnover of Rs. 369.51 Lakhs including other income. The Turnover of the Company has decreased because of stiff competition in the target markets and long duration taken for flow of working capital cycle in the telecom industry and Covid 19 pandemic. The Company has incurred a loss in revenue due to recent changes in business environment and changes in tax regime.

STATE OF COMPANY'S AFFAIRS:

As stated above, that pursuant to the order dated October 10, 2019, of the NCLT, CIRP has been initiated for the Company in accordance with the provisions of the Code and related rules and regulations issued thereunder. Shri Rajendra K. Bhuta, having registration no. IBBI/IPA-001/IP-P00141/2017/18/10305 was appointed as the IRP with effect from October 10, 2019 in terms of the NCLT Order and the powers of the board of directors has been suspended and the same are exercisable by Mr. R.K. Bhuta, the IRP pursuant to Section 17 of the Code.

It is imperative that affairs of our Company are managed in a fair and transparent manner. This is vital to gain and retain the trust of our stakeholders. Further, the information on the operational and financial performance, amongst others, is given in the Management Discussion and Analysis Report, forming part of this Annual Report and is in accordance with the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

IMPACT OF COVID-19:

In view of the nationwide lockdown announced by the Government of India to control the spread of COVID-19, the Company's business operations were temporarily disrupted. The Management has considered the possible effects, if any, that may result from the pandemic on the carrying amounts of assets after considering internal and external sources of information including the possible future uncertainties in the global economic conditions as at the date of approval of these financial results. The Company has used assumptions based on current indicators of future economic conditions and based on the same the Company expects to recover the carrying amount of these assets. Further, the management is continuously assessing the impact of the outbreak of Coronavirus (COVID-19) on the business operations of the Company. The management believes that no adjustments are required in the financial statements as it does not materially impact the current Financial Year ended March 31, 2022, however, in view of the highly uncertain economic environment, a definitive assessment of the impact on the subsequent periods is difficult. Accordingly, the impact of the global health pandemic may be different from that estimated as at the date of approval of these financial statements.

SHARE CAPITAL:

The Paid-Up Equity Capital as on March 31, 2021 was Rs. 10,70,62,770/-.

TRANSFER TO RESERVE AND SURPLUS:

There was no transfer to General Reserve and Surplus during the year ended March 31, 2022.

CHANGE IN THE NATURE OF THE BUSINESS:

During the year under review, there has been no change in the nature of the business of the Company.

CHANGE IN THE NAME OF THE COMPANY:

During the year under review, there was no change in the name of the company.

DIVIDEND:

With a view to strengthening the financial position of the company, your Board of Director's have not recommended any dividend for the financial year 2021-22.

TRANSFER TO THE INVESTOR EDUCTION AND PROTECTION FUND:

There are no underlying shares for which dividend has remained unpaid or unclaimed for a consecutive period of seven years. Therefore, there is no transfer of the same to the Investor Education Protection Fund.

PUBLIC DEPOSITS:

The Company has not accepted any public deposits as defined under Section 73 (1) of the Companies Act, 2013 during the Financial Year 2021-22.

SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES:

Sr. No.	Name and address of the Company	CIN / GLN	Holding/ Subsidiary / Associate	% of shareholding	Applicable Section
1.	Prabhat Telecoms Hong Kong Limited	-	Subsidiary	100	2(87)
2.	Prabhatech Global Electronics Private Limited	U32302MH2018PTC309377	Subsidiary	100	2(87)

There are no Companies / Body Corporate which have become/ceased to be subsidiary/ Joint Venture / Associate during the financial year 2021-22.

Pursuant to the provisions of Section 129(3) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014, a statement containing salient features of financial statements of subsidiaries and joint venture companies in **Form AOC- 1** and forms part of this report as "**Annexure-I"**. The separate financial statements in respect of each of the subsidiary shall be kept open for inspection at the Registered Office of the Company. The Company will also make available these documents upon request by any Member of the Company interested in obtaining the same.

The Company has formulated a Policy for determining Material Subsidiaries. The Policy is put up on the Company's website at www.prabhatgroup.net.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186:

Particulars of loans, guarantees given and investments made during the year, as required under Section 186 of the Companies Act, 2013 and Schedule V of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulations, 2015, are provided in Notes No. 12 of the financial statements of the Company for the year ended March 31, 2022.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

The particulars of contracts or arrangements with related parties as prescribed in Form No. AOC–2 of the Companies (Accounts) Rules, 2014, is annexed to this report as "**Annexure –IV"**. Further, the details of the transactions with Related Party are provided in the Company's financial statements in accordance with the Accounting Standards.

The policy on Related Party Transactions of the Company ensures proper approval and reporting of the concerned transactions between the Company and its related parties and the same as approved by the Board of Directors prior to the commencement of the CIR Process has been uploaded on the website of the Company viz. www.prabhatgroup.net.

BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

a. Directors

Pursuant to the commencement of the CIRP against your Company, the powers of the Board of Directors stand suspended and the same are exercised by the IRP, in accordance with the provisions of the Code.

b. Key Managerial Personnel

Ms. Aastha Kochar was appointed as the Company Secretary and Compliance Officer with effect from December 09, 2020. She has resigned from the post due to her personal reasons with effect from July 25, 2021.

Mr. Yash Pankaj Jain (ACS: 67206) was hereby appointed as the Company Secretary and Compliance Officer of the Company with effect from January 11, 2022.

DECLARATION BY INDEPENDENT DIRECTOR:

Independent Directors play an important role in the governance process of the Board. They bring to bear their expertise and experience on deliberations of the Board.

Pursuant to commencement of the CIRP of the Company, the powers of the Board stood suspended and were exercised by the resolution professional in accordance with the provisions of the Code. Therefore, no declarations were received from the Independent directors of the Company during the year under review.

MEETINGS OF BOARD OF DIRECTORS AND INSOLVENCY RESOLUTION PROFESSIONAL:

As stated above, Members are informed that pursuant to Section 17 of the Code, **t**he powers of Board of Directors of the Company stand suspended with effect from October 10, 2019 such powers along with the management of affairs of the company are vested with the Resolution professional, viz., Shri Rajendra K. Bhuta and no Board Meetings with the presence of Board of Directors were held thereafter.

During the year under review, the Company had total of 6 meetings chaired by IRP which was held on April 29, 2021, June 29, 2021, August 13, 2021, November 15, 2021, January 11, 2022 and February 11, 2022.

Mr. Parag Malde (CFO) and Mr. Rajendra Bhuta both have attended all the meetings, whereas Mr. Yash Jain (CS) was present in the meeting held on January 11, 2022 and February 11, 2022

BOARD COMMITTEES:

As stated above, Members are informed that pursuant to Section 17 of the Code, **t**he powers of Board of Directors of the Company stand suspended with effect from October 10, 2019 such powers along with the management of affairs of the company are vested with the Resolution professional, viz., Shri Rajendra K. Bhuta and no Committee Meetings were held thereafter.

Further, prior to the CIRP and in accordance with the applicable provisions of the Companies Act, 2013 ("the Act") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and RBI Master Directions, the Board constituted the following Committees:

- Audit Committee
- Stakeholders Relationship Committee
- Nomination and Remuneration Committee

A detailed note on the Board Committees with respect to composition, meeting, powers, and terms of reference is provided under the Corporate Governance Report section in the Annual Report.

BOARD EVALUATION:

Pursuant to commencement of the CIR process of the Company, the powers of the Board stood suspended and were exercised by the resolution professional in accordance with the provisions of the Code. Therefore, the Company has not appointed any Independent Directors as required under Section 149 of the Companies Act 2013 and no meetings of Independent directors of the Company were held during the year under review.

NOMINATION AND REMUNERATION POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION:

Pursuant to the commencement of the CIR Process, the powers of the board of directors were suspended and were exercised by the Resolution Professional, in accordance with the provisions of the Code. Therefore, the Company has not appointed any Independent Directors as required under Section 149 of the Companies Act 2013.

AUDITORS:

A. Statutory Auditors and it's Report:

Pursuant to the provisions of Section 139 of the Companies Act, 2013 and rules made thereunder, M/s. Harish Arora & Associates, chartered accountants, (Firm Registration No. 015226C) were appointed as the statutory Auditor of the Company at the 12th AGM of the Company, for a period of five (5) consecutive years from the conclusion of 12th Annual General Meeting till the conclusion of the 17th AGM of the Company, on such remuneration as may be recommended by the Audit Committee and mutually agreed, between the Board of Directors and the Auditors plus out of pocket expenses as may be incurred.

The Auditors' Report annexed to the financial statement for the year under review contain a qualified Opinion.

Qualification on Auditors' Report:

i. Auditors' Qualification:

Note No. 32.2 of the accompanying Standalone Financial Results which states that the Company has recognized Non-Sustainable Debt pursuant to CIRP as part of Reserves on the basis of the decision taken as part of COC resolution meeting, approved by 98.15% COC Members through vote. This adjustment considered to be event after balance sheet date, as per the COC Committee and is recognized in the financial results. However, such transactions are subject to NCLT approval and should have been acknowledged on duly confirmation/acceptance from the NCLT court.

Management opinion:

Under the CIRP, a resolution plan was submitted for the consideration of Committee (COC), e-voting has taken place after 9th CoC Meeting, the RP has placed on record the results of Evoting and informed the Members and Shareholder that Resolution has been approved with 98.15% votes in favour of resolution plan. The said resolution plan filed for approval of National Company Law Tribunal (NCL), Mumbai Bench for its approval vide dated November 08, 2020.

The Audit Qualification (ii) is for adjustment considered to be event after balance sheet date. In Auditors opinon, such transactions are subject to NCLT approval and should have been acknowledged on duly confirmation/acceptance from the NCLT court. Management believes that the aforesaid adjustment is important and could impact the decision of the reader of the Financial Statement. Therefore, the same has been considered as Adjusting event.

B. Secretarial Auditors:

In compliance with the provisions of Section 204 of the Companies Act, 2013, Rule 9 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of SEBI (LODR) Regulation, 2015, the Board in its meeting held on June 29, 2021, upon recommendation of the Audit Committee appointed M/s. HD and Associates, Company Secretary in Practice (Membership No. A47700) to conduct the secretarial audit of the Company, for the financial year 2021-22.

The Company has provided all assistance, facilities, documents, records and clarifications etc. to the Secretarial Auditors for the conduct of their audit. The Secretarial Audit Report in Prescribed format as MR – 3 for the FY 202-22 is appended to this Report as "**Annexure - V**".

The management's opinions on the following observations made by the Secretarial Auditor are:

i. **Auditors' Qualification:**

1. In respect of the Regulation- 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, regarding delayed approval of Unaudited financial results for the Second Quarter and Half Year Ended 30th September, 2021 were filed with Stock Exchange on November 15, 2021 i.e. there was a delay of 01 day for submission of results of the Second Quarter and Half Year Ended 30th September, 2021.

2. The Company have not filed Form DIR-12 for resignation of Ms. Aastha Kochar, Company Secretary within 30 days of her resignation.

Management opinion:

1) Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 provide 45 days duration to submitt the un-audited financials; due to lack of awareness about the days variation of dates same has happned. The company took the note of the same.

2) Due to lack of awarness about filing of form DIR-12 post resignation of company secretary same has happened company had taken note of the same.

DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT:

The Statutory Auditor and Secretarial Auditor of your Company have not reported any frauds to the Audit Committee or to the Board of Directors under Section 143(12) of the Companies Act, 2013, including rules made thereunder.

CORPORATE SOCIAL RESPONSIBILITY [CSR]:

The provisions of the CSR expenditure and Composition of Committee, as provided in the Section 135 of the Companies Act, 2013, are not applicable to the company. Therefore, the Company has not developed and implemented any Corporate Social Responsibility initiatives as said provisions are not applicable to the Company.

MANAGERIAL REMUNERATION AND PARTICULARS OF EMPLOYEES:

Pursuant to the commencement of the CIRP, the powers of the board of directors were suspended and were exercised by the Resolution Professional, in accordance with the provisions of the Code. Therefore, the Company has not appointed any Independent Directors as required under Section 149 of the Companies Act 2013.

In terms of the provisions of Section 197(12) of the Companies Act, 2013 read with Rule 5 (1), 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names of top ten employees in terms of remuneration drawn and names and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules forms part of this report as "**Annexure – II".**

Disclosures relating to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of this report as "**Annexure – III".**

Having regard to the provisions of the second proviso to Section 136(1) of the Act and as advised, the Annual Report is being sent to the members of the Company. Any member interested in obtaining such other information may write to the Company to email ID: info@prabhatgroup.net.

ANNUAL RETURN:

As required under section 92(3) of the Companies Act, 2013 Rules framed thereunder and amended from time to time, the Annual Return of the Company in prescribed Form MGT-7 is available on the website of the Company i.e. at www.prabhatgroup.net.

CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION:

Pursuant to provisions of Section 134 of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 the details of Conservation of Energy and Technology Absorption are as follows:

- Conservation of Energy

The company has taken various in –house measures to conserve the electricity and energy.

- Technology Absorption

Technology absorption and innovation is a continuous process in the company.

FOREIGN EXCHANGE EARNINGS AND OUTGO:

The relevant information in respect of the foreign exchange's earnings and outgo for the year ended on March 31, 2021 is as follows:

Earnings: Nil
Outgo: Rs. 5,748/-

COMPLIANCE CERTIFICATE FROM THE PRACTICING COMPANY SECRETARIES REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE:

The certificate from the Secretarial Auditor of the Company confirming compliance with the conditions of Corporate Governance is annexed to this Report.

INTERNAL CONTROL AND ITS ADEQUACY:

The Company has a well-placed, proper and adequate internal financial control system which ensures that all assets are safeguarded and protected and that the transactions are authorized recorded and reported correctly. The Company's internal financial control system also comprises due compliances with Company's policies and Standard Operating Procedures (SOPs) and audit and compliance by in-house Internal Audit Division.

RISK MANAGEMENT POLICY:

The Company has a Risk Management framework to identify measure and mitigate& articulate business risk and opportunities. This framework seeks to create transparency, minimize adverse impact on the business objective and enhance the Company's competitive advantage. This risk framework thus helps in managing market, credit and operations risks.

MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAS OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT:

No specific material changes and commitments, unless as disclosed in this Report, affecting the financial position of your Company have occurred between the end of the financial year under review, i.e. March 31, 2022 and the date of this Report.

SECRETARIAL STANDARDS:

During the financial year 2021-22, the Company has complied with the applicable provisions of Secretarial Standards issued by The Institute of Company Secretaries of India.

VIGIL MECHANISM / WHISTLE BLOWER POLICY:

The Company had, prior to the commencement of the CIRP, put in place a Vigil Mechanism/Whistle Blower Policy in terms of the provisions of Companies Act, 2013 and the Listing Regulations, to provide a formal mechanism to the Directors and employees of the Company to report their genuine concerns and grievances about unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct or Ethics. The details of establishment of Vigil Mechanism / Whistle Blower Policy are posted on the website of the Company at www.prabhatgroup.net.

No Director / employee has been denied access to the Resolution Professional and that no complaints were received during the year and the Resolution Professional has relied on such representation.

CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING:

As per SEBI (Prohibition of Insider Trading) Regulations, 2015, the Board of the Company had, prior to commencement of the CIR process, laid down a Code of Conduct for Prohibition of Insider Trading. The Code is applicable to Promoters and Promoter's Group, all Directors and such Designated Employees who are expected to have access to price sensitive information relating to the Company.

PREVENTION, PROHIBITION AND REDRESSAL OF SEXUAL HARASSMENT OF WOMEN AT THE WORKPLACE:

Your Company has always believed in providing a safe and harassment free workplace for every women employee working with your Company. Your Company always endeavors to create and provide an environment that is free from discrimination and harassment including sexual harassment.

Your Company has a zero tolerance for sexual harassment at workplace and, therefore has in place a policy on prevention of sexual harassment at workplace. The said policy is in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made thereunder.
Your Company has complied with the provisions relating to the constitution of Internal Complaints Committee (ICC) under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, to redress complaints received regarding sexual harassment. During the financial year 2021-22, no cases in the nature of sexual harassment were reported by the ICC of the company.

The Company's policy on the same is placed on the Company's website at www.prabhatgroup.net.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE:

In terms of the order dated October 19, 2020 of the Hon'ble National Company Law Tribunal – Mumbai Bench at Mumbai ("NCLT Order"), Corporate Insolvency Resolution Process ("CIR Process") has been initiated against the Company in accordance with the provisions of the Insolvency and Bankruptcy Code, 2016, ("Code") and related rules and regulations issued thereunder and had appointed Shri Rajendra K. Bhuta having Registration No. (IBBI/IPA-001/IP-P00141/2017/18/10305) as Insolvency Resolution Professional vide its order dated October 19, 2019 to manage affairs of the Company in accordance with the provisions of the Code.

To the best of our knowledge, during the year under review, the Company has not received any other order from the Regulators, Courts or Tribunals which may impact the Going Concern status or the Company's operations in future and that the Company has complied with all the requirements of the Listing Regulations with the Stock Exchanges as well as regulations and guidelines of SEBI.

COST RECORDS AND COST AUDIT

During the year under review, maintenance of cost records and requirements of cost audit as prescribed under the provisions of Section 148 (1) of the Companies Act, 2013 are not applicable for the business activities carried out by the Company.

POSTAL BALLOT:

During the year 2021-22, no Postal Ballot was conducted by the Company.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Management's Discussion and Analysis Report for the year under review, as stipulated under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), is presented in a separate section, forming part of the Annual Report 2021-22.

REPORT ON CORPORATE GOVERNANCE:

The Company adhere to the Corporate Governance requirements set out in Regulation 34 of the Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Report on Corporate Governance for the year under review forms part of the Annual Report.

Further, regulations 17, 18, 19, 20 and 21 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, related to Board of Directors, Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Risk Management Committee respectively, shall not be applicable during the Insolvency Resolution Process period in respect of a listed entity which is undergoing CIRP under the Code and that the role and responsibilities of the Board of Directors as specified under the above mentioned regulations shall be fulfilled by the Resolution Professional in accordance with sections 17 and 23 of the Code. Hence, the status of the Board of Directors and

Committees presented in this Report is as just before the commencement of CIRP i.e. October 10, 2019.

OTHERS:

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

1. **BUY BACK OF SECURITIES:** The Company has not bought back any of its securities during the year under review.

2. **SWEAT EQUITY: The Company has not issued any Sweat Equity Shares during the year under review.**

3. **BONUS SHARES: No Bonus Shares were issued during the year under review.**

4. **EMPLOYEES STOCK OPTION PLAN: The Company has not provided any Stock Option Scheme to the employees.**

5. **FURTHER / RIGHT ISSUE: The Company has not issued any Equity Shares during the year under review through Private Placement or on rights basis.**

DIRECTORS' RESPONSIBILITY STATEMENT:

In accordance with the provisions of Section 134 (3) (c) of the Companies Act, 2013, and based on the information provided by management, your management state that:

1. In the preparation of the annual accounts for the financial year ended March 31, 2021 the applicable accounting standards have been followed;

2. Accounting policies selected have been applied consistently. Reasonable and prudent judgments and estimates have been made so as to give a true and fair view of the State of affairs of the Company as at March 31, 2021 and of the profit and loss of the Company for the year ended on that date;

3. Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

4. The annual accounts of the Company have been prepared on a going concern basis;

5. The Internal financial controls have been laid down to be followed by the company and such internal financial controls are adequate and operating effectively;

6. Systems to ensure compliance with the provisions of all applicable laws are in place and were adequate and operating effectively.

APPLICATION MADE OR PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016:

The Committee of Creditors (CoC) had approved the resolution plan on October 27, 2020 and the resolution plan was filed for approval of Hon'ble National Company Law Tribunal (NCLT), Mumbai Bench vide dated November 08, 2020.

The said resolution plan is however pending for approval before Hon'ble National Company Law Tribunal (NCLT), Mumbai Bench whereas the Company's matter is inadvertently pushed to the next hearing as mentioned below:

Sr. no.	Date of hearing at NCLT
1	September 21, 2021

2	September 28, 2021
3	November 02, 2021
4	December 03, 2021
5	January 27, 2022
6	March 08, 2022
7	April 07, 2022
8	April 25, 2022

ACKNOWLEDGEMENT:

Your Company wishes to express sincere thanks to Members, Bankers, Clients, Financial Institutions, Customers, Suppliers and Employees of Companies for extending support during the year. The Company also express their deep sense of appreciation towards all the employees and staff of the company and wish the management all the best for achieving greater heights in the future.

The Chairman also place on record their appreciation for the hard work and dedication of all its subsidiary companies for their consistent support and co-operation to the Company.

Last and most importantly, your directors remain extremely grateful to all the medical professionals and first hand responders who are working tirelessly to save lives and contain the spread of the pandemic.

For and on behalf of the Board

Prabhat Technologies (India) Limited
(Formerly known as Prabhat Telecoms (India) Limited)
(Company under Corporate Insolvency Resolution Process)

Sd/-
Rajendra K. Bhuta
IRP
IBBI/IPA-001/IP-P00141/2017 /18/10305

Registered Office: 402, Western Edge I,
Kanakia Spaces, Western Express Highway,
Borivali (East), Mumbai 400066

Place: Mumbai

Date: May 25, 2022

ANNEXURE - I

FORM NO. AOC -1

(Pursuant to First proviso to sub-section (3) of section 129 of the Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules, 2014) Statement containing salient features of the financial statement of subsidiaries / associate companies / joint ventures

STATEMENT CONTAINING SALIENT FEATURES OF FINANCIAL STATEMENTS OF SUBSIDIARIES AND JOINT VENTURE COMPANIES

Part "A": Subsidiaries

Sr. No.	Particulars	Details	Details
1.	**Name of the subsidiary**	Prabhat Telecoms Hong Kong Limited	Prabhatech Global Electronics Private Limited
2.	**Reporting period for the subsidiary concerned, if different from the holding company's reporting period**	April 01, 2021 to M arch 31, 2022	April 01, 2021 to March 31, 2022
3.	**Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries**	Hong Kong Dollar 1 HKD = 9.74766INR as on March 31, 2022	INR
4.	**Share capital**	HK$ 0	10,00,000
5.	**Reserves & surplus**	HK$ 0	(54,68,009)
6.	**Total assets**	HK$ 0	7,66,355
7.	**Total Liabilities**	HK$ 0	7,66,355
8.	**Investments**	-	-
9.	**Turnover**	HK$ 0	-
10.	**Profit before taxation**	HK$ 0	(37,99,620)
11.	**Provision for taxation**	HK$ 0	-
12.	**Profit after taxation**	HK$ 0	(37,99,620)
13.	**Proposed Dividend**	-	-
14.	**% of shareholding**	100%	100%

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

NAME OF ASSOCIATES/JOINT VENTURES	**NA**	**NA**
1. Latest audited Balance Sheet Date	**NA**	**NA**
2. Shares of Associate/Joint Ventures held by the company on the year end	**NA**	**NA**
No.	NA	NA
Amount of Investment in Associates/Joint Venture	NA	NA
Extend of Holding%	NA	NA
3. Description of how there is significant influence	**NA**	**NA**
4. Reason why the associate/joint venture is not consolidated	**NA**	**NA**
5. Net worth attributable to shareholding as per latest audited Balance Sheet	**NA**	**NA**
6. Profit/Loss for the year	**NA**	**NA**
i. Considered in Consolidation	NA	NA
ii. Not Considered in Consolidation	NA	NA

Note: This Form is to be certified in the same manner in which the Balance Sheet is to be certified.

ANNEXURE - II

DISCLOSURES ON MANAGERIAL REMUNERATION

[As required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1), (2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

I. Ratio of remuneration of each director to the median remuneration of the employees of the Company for the financial year ended March 31, 2022 and the percentage increase in the remuneration of each Director and Key Managerial Personnel(KMP) in the financial year ended March 31, 2022 :

As per order dated October 10, 2019, of the Hon'ble National Company Law Tribunal – Mumbai Bench, at Mumbai ("NCLT Order") Board has been suspended and hence no remuneration was paid to Board of Directors during Financial Year 2021-22.

Non-Executive/Independent Directors

During the Financial Year 202-22, there was no commission paid to non-executive/independent directors. Further details are provided in Form No. MGT- 9.

II. Number of permanent employees

The Company had total 15 employees as of March 31, 2021.

III. Percentage increase in the median remuneration of employees in FY 2021-2022

Due to global pandemic company have not increased the remuneration of employees as well as Key Managerial Personnel's (KMP).

IV. Average percentile increase already made in salaries of employees other than managerial personnel in last financial year and its comparison with the percentile increase in managerial remuneration

Due to global pandemic company have not increased the remuneration of employees as well as Key Managerial Personnel's (KMP).

ANNEXURE - III

FORM NO. AOC -2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Act including certain arm's length transactions under third proviso thereto:

1) Details of material contracts or arrangements or transactions not at arm's length basis:

There were no contracts or arrangements or transactions entered into during the year ended March 31, 2021, which were not at arm's length basis.

2) Details of contracts or arrangement or transactions at arm's length basis:

The details of material contracts or arrangements or transactions at arm's length basis for the year ended March 31, 2021 are as follows:

(Amount in lakhs)

Name(s) of the related party and nature of relationship	**Nature of contracts/ arrangements/ transactions**	**Duration of the contracts/ arrangements/ transactions**	**Date(s) of approval by the Board**	**Nature of Relationship**	**Amount paid as advances, if any**
Prabhatech Global Electronics Private Limited	Loan Given of Rs. 4.09	On-going	24.04.2021	-	-
Vee Three Informatics Limited	Sale of Goods of Rs. 17,74,000/-	-	24.04.2021	-	-
	Purchase of Goods of Rs. 6,000/-	-	24.04.2021	-	-
Prabhat Renewable Energy Private Limited	Sale of Goods of Rs. 3,78,000/-		24.04.2021		
Prabhat Charter Infra Services Private Limited	Sale of Goods of Rs. 6,61,000/-		24.04.2021		

For and on behalf of the Board
Prabhat Technologies (India) Limited
(Formerly known as Prabhat Telecoms (India) Limited)
(Company under Corporate Insolvency Resolution Process)

Sd/-
Rajendra K. Bhuta
IRP
IBBI/IPA-001/IP-P00141/2017 /18/10305

Place: Mumbai
Date: **May 25, 2022**

ANNEXURE - V

FORM NO. MR - 3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2022

(Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014)

To,
The Members,
PRABHAT TECHNOLOGIES (INDIA) LIMITED
Unit No. 402, Western Edge I,
Kanakia Spaces, Western Express Highway,
Borivali (East) Mumbai- 400066

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **PRABHAT TECHNOLOGIES (INDIA) LIMIT** formerly known as (hereinafter called "The Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

The Hon'ble National Company Law Tribunal ("NCLT"), Mumbai Bench admitted an insolvency and bankruptcy petition filed by a financial creditor against the Company and appointed Resolution Professional (RP) vide order dated 10th October, 2019. Mr. Rajendra K. Bhuta, having Registration No. (IBBI/IPA-001/IP-P00141/2017/18/10305) was appointed as Interim Resolution Professional ("IRP") in terms of the NCLT Order who has been vested with management of affairs and powers of the Board of Directors with direction to initiate appropriate action contemplated with extant provisions of the Insolvency and Bankruptcy Code, 2016 and other related rules.

Further, I have been informed by the Company that certain information including the Minutes of meeting of Committee of Creditors ("CoC") and the outcome of certain procedures carried out as a part of the CIRP are confidential in nature and could not be shared with anyone other than Committee of Creditors and NCLT.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period ended on 31st March, 2022, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers and minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March 2022, to the extent applicable provisions of:

i) The Companies Act, 2013 ("The Act") and the Rules made thereunder;

ii) The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the Rules made thereunder;

iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

v) The Insolvency and Bankruptcy Code, 2016 and Regulations made thereunder and as amended from time to time.

vi) The following Regulations and Guidelines prescribed under the Securities And Exchange Board of India Act, 1992 ("SEBI Act") to the extent applicable to the Company: -

- The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (Not applicable during the audit period)
- The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable during the audit period)
- The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993.
- The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not applicable during the audit period)
- The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not applicable during the audit period)
- The Company has complied with the requirements under the Equity Listing Agreement entered into with BSE Limited.

vii) The Management has identified and confirmed the applicable Acts, Laws and Regulations specifically applicable to the Company as specified in Annexure B.

We have also examined compliances with the applicable clauses of the following:

I. Secretarial Standards issued by The Institute of Company Secretaries of India on meetings of the Board of Directors i.e Secretarial Standards 1 and General Meetings i.e Secretarial Standards 2.

II. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 except the provisions as specified in regulation 17, 18, 19, 20 and 21 which were not applicable during the Insolvency Resolution Process in respect of a listed entity which was undergoing Corporate Insolvency Resolution Process under the Insolvency and Bankruptcy Code.

During the year under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines and Standards as mentioned above, subject to the following observation(s):

3. *In respect of the Regulation- 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, regarding delayed approval of* Unaudited financial results for the *Second Quarter and Half Year Ended 30th September, 2021* were filed with Stock Exchange on November 15, 2021 i.e. there was a delay of 01 day for submission of results of the *Second Quarter and Half Year Ended 30th September, 2021.*

4. *The Company have not filed Form DIR-12 for resignation of Ms. Aastha Kochar, Company Secretary within 30 days of her resignation.*

We further report that:

Following Changes were held in constitution of Board of Directors of the Company during the term of signing of this Report:

1. Ms. Aastha Kochar having Membership No. 63630 had resigned from her post of Company Secretary with effect from 25th July, 2022 and Mr. Yash Pankaj Jain having Membership Number 67206 was appointed as a Company Secretary with effect from 11th January, 2021

except this the Board of Directors of the Company is constituted with proper balance of Executive Directors, Non- Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period:

Note: This report is to be read with our letter of even date which is annexed as **Annexure A** and forms as integral part of this report.

FOR HD AND ASSOCIATES

COMPANY SECRETARIES

_____

HARDIK DARJI

PRACTICING COMPANY SECRETARY

PROPRIETOR

ACS NO. 47700 C.P.NO.: 21073

FRN: S2018MH634200

PLACE: MUMBAI

DATE:

UDIN:

PEER REVIEW NO: 2208/2022

Note: This report is to be read with my letter of even date that is annexed as Annexure A and forms an integral part of this report.

'ANNEXURE A' to Secretarial Audit Report

To,
The Members,
PRABHAT TECHNOLOGIES (INDIA) LIMITED
Unit No. 402, Western Edge I,
Kanakia Spaces, Western Express Highway,
Borivali (East) Mumbai- 400066

My report of even date is to be read along with this letter:

1. Maintenance of secretarial records is the responsibility of the management of the Company.

   My responsibility is to express an opinion on these secretarial records based on my audit.

2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test-check basis to ensure that correct facts are reflected in secretarial records. I believe that the process and practices, I followed provide a reasonable basis for my opinion.

3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.

4. Wherever required, I have obtained Management Representation about the compliance of laws, rules and regulations and happening of events, etc.

   The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test-check basis.

5. The Secretarial Audit report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

FOR HD AND ASSOCIATES
COMPANY SECRETARIES

_____

HARDIK DARJI
PRACTICING COMPANY SECRETARY
PROPRIETOR
ACS NO. 47700 C.P.NO.: 21073
FRN: S2018MH634200

PLACE: MUMBAI
DATE:
UDIN:
PEER REVIEW NO: 2208/2022

ANNEXURE- B TO SECRETARIAL AUDIT

LIST OF OTHER APPLICABLE LAWS TO THE COMPANY

Under the Major Group and Head:

1. The Payment of Gratuity Act, 1972;
2. The Maharashtra Shops & Establishment Act, 1972;
3. The Employee's State Insurance Act, 1948;
4. Employee's Compensation Act, 1923;
5. The Maharashtra State Tax on Professions, Trades, Callings and Employments Act, 1975;
6. The Employees Provident Funds and Miscellaneous Provisions Act, 1952;
7. The Profession Tax Act, 1975;
8. The Environment (Protection) Act, 1986;
9. Maharashtra Fire Prevention & Life Safety Measures Act, 2006;
10. Income Tax Act, 1961;
11. Relevant provisions of the Service Tax and Rules and Regulations thereunder;
12. SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

FOR HD AND ASSOCIATES
COMPANY SECRETARIES

_____

HARDIK DARJI
PRACTICING COMPANY SECRETARY
PROPRIETOR
ACS NO. 47700 C.P.NO.: 21073
FRN: S2018MH634200

PLACE: MUMBAI
DATE:
UDIN:

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

OVERVIEW:

India ranks second in terms of number of telecommunication subscriptions, internet subscribers and app downloads globally.
With 70 % percent of the population staying in the rural areas, the rural market would be a key growth driver in the coming years.
India has a witnessed a 165% growth in app downloads in the past two years.
The government has fast-tracked reforms in the telecom sector and continues to be proactive in providing room for growth for telecom companies. The Department of Information Technology intends to set up over 1 million internet-enabled common service centers across India as per the National e-Governance Plan.

FDI cap in the telecom sector has been increased to 100 per cent from 74 per cent; out of 100 per cent, 49 per cent will be done through automatic route and the rest will be done through the FIPB approval route.

The Government of India has introduced Digital India Programme under which all the sectors such as healthcare, retail, etc. will be connected through internet

COMPANY OUTLOOK:

Prabhat was established in 1997 as a telecom technical support company by the name Prabhat Enterprises. In 2004, Prabhat ventured in Sales and Distribution and further extended its arms into manufacture and assembly of the brand "Xccess & V3 Mobiles".

Every Prabhat Group company operates independently. Each of these companies has its own directors and shareholders, to whom it is answerable. The major Prabhat companies are Prabhat Technologies (India) Ltd. & Vee Three Informatics Limited.

Prabhat Technologies (India) Ltd., a Company engaged into design, assemble, and customize import and distribution of mobile handsets, wireless dongles / data-cards, data products and mobile / telecom accessories. We sell mobiles and internet data cards & smart phones / tablets, fixed wireless terminal and high-end telecom devices under brand name “Xccess”. We sell our product to chain of distributors PAN India through distribution channel tie-ups with the operator.

The company has started to design, assemble and manufacture the telecom product under its own in-house brand in 2011. The company started to design and assemble the telecom devices like CDMA Mobile Handsets, CDMA Data Cards, FWT, Wi-Fi Routers, accessories etc under its own brand. The GSM feature handsets are designed, assembled and distributed under the brand name “Xccess”. Similarly, the data product and smart phone Fixed, wireless Terminal, Tablet and other high end telecom devices are designed, assembled and distributed under the brand “Xccess”. The company has recently launched its brand “Xccess” in online E-Commerce platforms which deal with Cosmetics, Books & Stationeries, Computer Accessories, Fashion Accessories, Gift items, Home Décor, House Hold products, Toys, Garments, Clothes, Car Accessories, Electrical Goods, Home Appliances and Travel Accessories.

This entire set of activities, completes the value chain by providing the synergy of backward as well as forward integration.

Our Company comprises of various divisions, each handling independently into Research & Development, Sales & Distribution and Multi-Branded Retail. The company is now dealing in a variety of telecom products and gadgets like mobile handsets, mobile accessories for hi-end phones, tabs, etc. The total revenue of Prabhat Group, taken together, was around Rs. 198.97 Lacs in 2020-21.

We steadily strive to remain at the forefront in terms of both design and technological advancement. Our Company is dedicated to deliver the latest in breath taking technologies to customers in the quickest and extreme forms.

RISKS AND CONCERNS:

The Company have identified various elements of risks which in its opinion may threaten the existence of the Company and have formulated measures to contain and mitigate risks. The Company has adequate internal control systems and procedures to combat identified risks. The audit committee periodically reviews the risks which may potentially affect the company's operations or performance.

HUMAN RESOURCE:

The Industrial Relations scenario continued to be cordial. The Company regards its employees as a great asset and accords high priority to training and development of its employees. The Company recognizes that its human resource is its strength in realizing its goals and objectives.

INTERNAL FINANCIAL CONTROL SYSTEM AND ITS ADEQUACY:

The Company has a well-placed, proper and adequate internal financial control system which ensures that all assets are safeguarded and protected and that the transactions are authorized recorded and reported correctly. The Company's internal financial control system also comprises due compliances with Company's policies and Standard Operating Procedures (SOPs) and audit and compliance by in-house Internal Audit Division, supplemented by internal audit checks from Independent Internal Auditors of the Company.

CORPORATE GOVERNANCE REPORT

The Corporate Governance Report is prepared in accordance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") and the Companies Act, 2013 (the "Act") and forms part of the Annual Report for the year ended March 31, 2022.

The confirmation/ disclosures made in this Report for the year ended March 31, 2021, are based on the records and information as available with the Company, and as obtained from the management.

1. CORPORATE INSOLVENCY RESOLUTION PROCESS

The Company is undergoing the Corporate Insolvency Resolution Process ("CIRP") with effect from October 10, 2019 under the provisions of the Insolvency and Bankruptcy Code, 2016 ("IBC"). During the said process, the powers of the board of directors of the Company were suspended and were being exercised by Mr. Rajendra K. Bhuta Insolvency Resolution Professional ("IRP") having registration no.: IBBI/IPA-001/IP-P00141/2017 /18/10305 duly appointed by the Adjudicating Authority which in this case is Hon'ble National Company Law Tribunal, Mumbai ("NCLT"). The Company continued to operate as a going concern and while the IRP managed the affairs of the Company from the initiation of CIRP proceeding till the approval of Resolution Plan.

The Resolution Plan submitted by Promoters/ Resolution applicant was approved by the committee of creditors ("CoC") of the Company. The IRP submitted the CoC approved Resolution Plan to the Hon'ble NCLT for its approval.

2. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

The Corporate Governance is a system of structures and processes to direct and control Companies. It specifies the distribution of rights and responsibilities among Company's stakeholders and articulates the rules and procedures for making decisions on corporate affairs. The Corporate Governance provides the structure for defining, implementing, monitoring a Company's goals and objectives and ensuring accountability to appropriate stakeholders. It also means that people outside looking into the company will see that the people inside who are practicing qualitative governance are making decisions on an intellectually honest basis and are applying care and skill in making business judgments.

Your Company believes that Corporate Governance is critical to sustaining corporate development, increasing productivity and competitiveness. The governance process should ensure that available resources are utilized in a manner that meets the aspirations of all its stakeholders by following the Companies Act, 2013 ("Act") and connected laws as amended from time to time in full spirit. Your Company's essential charter is shaped by the objectives of transparency, professionalism and accountability. The Company continuously endeavours to improve on these aspects on an ongoing basis.

A company undergoing Corporate Insolvency Resolution Process, however, is exempted from the requirement of the following Regulations as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") –

Regulation 17 - Composition of Board of Directors
Regulation 18 – Constitution of the Audit Committee
Regulation 19 - Constitution of the Nomination and Remuneration Committee
Regulation 20 - Constitution of the Stakeholders Relationship Committee
Regulation 21 - Constitution of the Risk Management Committee

Further, the provisions as specified under above mentioned Regulations shall be fulfilled by the Interim Resolution Professional or Resolution Professional appointed by the NCLT in accordance with

sections 17 and 23 of the Insolvency & Bankruptcy Code, 2016 ("the Code").

The Management strives to adhere to all the Corporate Governance practices which form part of Listing Regulations. The Company's philosophy of Corporate Governance is not only compliant with the statutory requirements but also underlines our commitment to operate in the best interest of the stakeholders to the extent applicable.

The Company continuously follows the procedure of Corporate Governance for ensuring and protecting the rights of its shareholders by means of transparency, integrity, accountability, trusteeship and checks at the different levels of the management of the Company to the extent applicable.

Therefore, your Company's Philosophy is to achieve business excellence and optimize long term Shareholders' value on a sustained basis by ethical business conduct. The Company is committed to transparency in all its dealings and places strong emphasis on business ethics.

3. BOARD OF DIRECTORS

Pursuant to the commencement of the CIRP, the powers of the Board of Directors were suspended and were exercised by the Resolution Professional i.e. Mr. Rajendra K. Bhuta, in accordance with the provisions of the Code.

A. Composition (Prior to the commencement of CIRP)

Therefore, prior to the commencement of CIRP, the Board of the company comprises of Five (5) Directors. The Board has an optimum combination of executive and non-executive Directors including one (1) woman independent director, two (2) Executive Directors, three (3) Non-Executive Independent Directors. The composition of the board of directors of the Company is in conformity with Regulation 17 of the Listing Regulations and Section 149 of the Act.

The composition of the erstwhile Board of Directors as on CIRP commencement date i.e. October 19, 2019 is as follows:

Name of the Director	**Category**	**Number of other Directorships and Committee Memberships/Chairmanships**			**Category of Directorship and name of the other listed Company as on March 31, 2021**
		Other Directorship	**Committee Memberships**	**Committee Chairmanships**	
Vishwamani Matamani Tiwari (DIN: 01932624)	Managing Director & Chairman	5	--	--	--
Parag Malde (DIN: 05354513)	WTD & Chief Financial Officer	6	--	--	--
Alberto Agostino Mario Zummo (DIN: 08071700)	Independent Director	0	--	--	--
Nidhi Dodhia (DIN: 08327516)	Independent Director	0	--	--	--
Geeta Bhosle (DIN: 08411922)	Independent Director	1	--	--	--

Notes:

In accordance with Regulation 26 of the Listing Regulations, Membership(s) / Chairmanship(s) of only Audit Committees and Stakeholders'Relationship Committees in all public limited companies have

been considered.

The number of Directorship(s) and Committee Membership(s) / Chairmanship(s) of all Directors is / are within the respective limits prescribed under the Companies Act, 2013 and Listing Regulations. None of the Directors on the Board are member of more than 10 Committees or Chairman of more than 5 Committees across all the Companies in which he/she is a Director as required under Regulation 26 (1) of the Listing Regulations.

None of the Independent Directors on the Board is an Independent Director in more than seven listed Companies as required under Regulation 25 (1) of the Listing Regulations

B. Meetings Held (Prior to the commencement of CIRP)

Members are informed that pursuant to Section 17 of the Code, the powers of Board of Directors of the Company stand suspended effective from the CIRP commencement date and such powers along with the management of affairs of the company are vested with the Resolution professional, viz., Shri Rajendra K. Bhuta and therefore all the powers of the Board stands suspended with effect from October 10, 2019 and all the Board Meetings held thereafter were chaired by the IRP.

During the financial year ended 31st March 2021 under review, the Company had total of 5 Board Meetings chaired by IRP which was held on July 29, 2020, August 31, 2020, December 17, 2020, February 11, 2021 and March 08, 2021. The gap between two meetings during the year did not exceed 120 days.

C. Inter-se relationship among Directors (Prior to the commencement of CIRP)

There was no inter-Se relationship amongst the Directors.

D. Shareholding held by Non-Executive Directors (Prior to the commencement of CIRP)

The individual shareholding of erstwhile Non-Executive Directors (including shareholding as joint holder) till the commencement of CIRP is given below:

Name of the Director	DIN	Designation	No. of shares held
Alberto Agostino Mario Zummo	08071700	Non- Executive – Independent Director	NIL
NidhiDodhia	08327516	Non- Executive – Independent Director	NIL
GeetaBhosle	08411922	Non- Executive – Independent Director	NIL

E. Familiarization Programme for Independent Directors (Prior to the commencement of CIRP)

Pursuant to Section 17 of the Code, the powers of Board of Directors of the Company stand suspended effective from the CIRP commencement date and such powers along with the management of affairs of the company are vested with the Resolution professional, viz., Shri Rajendra K. Bhuta and therefore all the powers of the Board stands suspended with effect from October 10, 2019. Therefore, the Company has established a Familiarization Programme for Independent Directors prior to the commencement of CIRP. The framework together with the details of the Familiarization Programme conducted to familiarize new Independent Directors with the strategy, operations and functions of our Company, the Company's presentation inter alia on strategy, operations, product offerings, markets, organization structure, finance, human resources, technology is given at the time of their induction and thereafter during the Board meetings and/or committees thereof. has been uploaded on the website of the Company i.e. www.prabhatgroup.net.

F. Core skills/expertise/competencies of the Board of Directors (Prior to the commencement of CIRP)

The following skills / expertise / competencies have been identified for the effective functioning of the Company:

- Technical expertise - Telecom personnel must possess keen technical expertise, sharp judgment, easy flexibility, and a flair for communicating well and partnering with others.

- knowledge of market requirements – He should be well acquainted with the changes in the market and adapt himself.

- Flexibility - Any leader will have to add to his existing leadership approach an approach to differentiate his organisation and team on parameters such as cost, quality and delivery at the same time being flexible and adaptable to government policies and customer demands on a global scale.

The Directors have the following skills:

Director	Skills/Expertise/ Competencies
Mr. Vishwamani Matamani Tiwari	Technical expertise
Mr. Parag Malde	Flexibility, Knowledge of market
Mr. Alberto Agostino Mario Zummo	Management
Mrs. NIddhi Prem Chand Dodhia	Economics
Ms. Geeta Krishna Bhosle	Commerce

G. Role of Non-Executive / Independent Directors (Prior to the commencement of CIRP)

Prior to the commencement of CIRP, the Non-Executive / Independent Directors played a key role in the decision-making process of the Board and shaped various strategic initiatives of the Company. These Directors were committed to act in what they believe to be in the best interests of the Company and its stakeholders. These Directors were professionals, with expertise and experience in general corporate management, corporate laws, finance and other allied fields. This wide knowledge of their respective fields of expertise and best-in-class boardroom practices helped foster varied, unbiased, independent and experienced perspective. The Company benefited immensely from their inputs in achieving its strategic direction.

Therefore, the Company confirmed that in the opinion of the Board, the Independent Directors fulfilled the conditions specified in the Listing Regulations and are independent of the management.

H. Meeting of Independent Directors (Prior to the commencement of CIRP)

Independent Directors play an important role in the governance process of the Board. They bring to bear their expertise and experience on deliberations of the Board.

Pursuant to commencement of the CIRP of the Company, the powers of the Board stood suspended and were exercised by the interim resolution professional in accordance with the provisions of the Code. Therefore, after the commencement of CIRP, no Meeting of Independent Directors were held.

I. Code of Conduct (Prior to the commencement of CIRP)

In terms of provisions of the Listing Regulations, the Board of the Company prior to commencement of CIR proceedings, laid down a Code of Conduct for all Board Members and Senior Management Personnel of the Company. Copies of the aforementioned Codes have been put on the Company's website at www.prabahtgroup.net

J. Information Provided to The Board (Prior to the commencement of CIRP)

Prior to the commencement of the CIRP, the Board has unrestricted access to all Company-related information. At Board/Committee meetings, departmental heads and representatives who can provide additional insights into the items being discussed are invited. The Company provides the following information inter alia to the Board, which is given either as part of the agenda or by way of

presentations during the meetings, as deemed appropriate:

a. Annual operating plans and budgets, capital budgets and other updates.
b. Quarterly, half-yearly and annual financial results of the Company.
c. Detailed presentations on business strategy, future outlook, capital budget of the Company.
d. Minutes of meetings of committees of the Board.
e. The information on recruitment and removal and remuneration of senior officers just below the Board
f. level, including Chief Financial Officer and Company Secretary.
g. Material show cause, demand, prosecution notices and penalty notices, if any;
h. Fatal or serious accidents, dangerous occurrences, any material effluent or pollution problems, if any;
i. Any material default in financial obligations to and by the Company.
j. Any issue which involves possible public or product liability claims of substantial nature, if any;
k. Status of compliance of any regulatory, statutory nature or listing requirements and shareholders service;
l. All proposals requiring strategic decisions;
m. Regular business updates.

4. COMMITTEES OF THE BOARD (Prior to the commencement of CIRP)

Prior to the commencement of the CIRP, the Board had constituted Board Committees to deal with specific areas and activities which concern the Company and requires a closer review. The Board Committees were formed with approval of Board and functions under their respective Charters. These committees played an important role in the overall Management of day-to- day affairs and governance of the Company. The Board Committees meet at a regular interval and took necessary steps to perform its duties entrusted by the Board. The Minutes of the committee meetings were also placed before the Board in the next Board Meeting for noting prior to the commencement of the CIRP. However, pursuant to initiation of CIRP Process, no committee Meeting was held after 10.10.2019 as the powers of the Board and its committees were suspended.

The Board had established the following Committees:

a. Audit Committee
b. Nomination and Remuneration Committee
c. Stakeholders' Relationship Committee

The composition, terms of reference, attendance and other details of these Committees are mentioned in this Report.

A. AUDIT COMMITTEE (Prior to the commencement of CIRP)

Audit Committee of the Board of Directors ("the Audit Committee") is entrusted with the responsibility to supervise the Company's internal controls and financial reporting process. The composition, quorum, powers, role and scope are in accordance with Section 177 of the Companies Act, 2013.

Further, in terms of the SEBI LODR Regulations, a company undergoing CIRP is not required to comply with Regulation 18 of the SEBI LODR Regulations dealing with the requirement of constitution, meetings and terms of reference of the Audit Committee. The powers of the Board of Directors stand suspended in accordance with the provisions of the Insolvency and Bankruptcy Code, 2016 and accordingly, no meetings of the Audit Committee were held after 10.10.2019.

I. Terms of Reference

The terms of reference of the Audit Committee are in accordance with Listing Regulations read with Section 177 of the Act and includes the following:

i. Oversight of the Company's financial reporting process and the disclosure of its financial information, to ensure that the financial statement is correct, sufficient and credible;

ii. Recommendation for appointment, remuneration and terms of appointment of the auditors of the company;
iii. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
iv. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
    - Matters required being included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub - section 3 of section 134 of Companies Act, 2013.
    - Changes, if any, in accounting policies and practices and reasons for the same.
    - Major accounting entries involving estimates based on the exercise of judgment by Management.
    - Significant adjustments made in the financial statements arising out of audit findings.
    - Compliance with listing and other legal requirements relating to financial statements.
    - Disclosure of any related party transactions. - Qualifications in the draft audit report.
v. Reviewing, with the management, the quarterly/half yearly financial statements before submission to the Board for approval;
vi. Reviewing, with the management, the statement of uses/application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
vii. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
viii. Approval or any subsequent modification of transactions of the company with related parties;
ix. Scrutiny of inter-corporate loans and investment;
x. Valuation of undertakings or assets of the company, wherever it is necessary;
xi. Evaluation of internal financial controls and risk management systems;
xii. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
xiii. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
xiv. Discussion with internal auditors of any significant findings and follow up there on;
xv. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
xvi. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post – audit discussion to ascertain any area of concern;
xvii. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (incase of non-payment of declared dividends) and creditors;
xviii. To review the functioning of the Whistle Blower Mechanism;
xix. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
xx. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

II. Constitution (Prior to the commencement of CIRP)

The Audit Committee comprises of three (3) members as per the details in the following table:

Name of the Member	Designation	Category
Ms. Geeta Krishna Bhosle	Chairperson	Non-Executive - Independent Director
Mrs. Nidhi Prem Chand Dodhia	Member	Non-Executive - Independent Director
Mr. VishwamaniMatamani Tiwari	Member	Executive - Director

All the members of the committee have sound knowledge of finance, accounts and business management.

III. Meetings and Attendance

The powers of the Board of Directors stand suspended with effect from October 10, 2019 in accordance with the provisions of the Insolvency and Bankruptcy Code, 2016 and accordingly, no meetings of the NRC were held during the year under review.

B. NOMINATION & REMUNERATION COMMITTEE (Prior to the commencement of CIRP)

The objective of the Nomination and Remuneration Committee (NRC) of the Board of Directors is to lay down a framework in relation to remuneration of directors, Key Managerial Personnel and senior management personnel.

Further, in terms of the SEBI LODR Regulations, a company undergoing CIRP is not required to comply with Regulation 19 of the SEBI LODR Regulations dealing with the requirement of constitution, meetings and terms of reference of the NRC. The powers of the Board of Directors stand suspended in accordance with the provisions of the Insolvency and Bankruptcy Code, 2016 and accordingly, no meetings of the NRC were held after October 10, 2019.

I. Terms of reference

The terms of reference and composition of the Nomination and Remuneration Committee satisfy the requirements of Section 178 of the Act and Regulation 19 of SEBI (LODR) Regulations and SEBI (Share Based Employee Benefits) Regulations, 2014 as amended from time to time.

The brief terms of reference of Nomination and Remuneration Committee are as under:

- Formulating the criteria for determining qualifications, positive attributes and independence of a director and recommending to the Board of Directors a policy relating to the remuneration of the directors, key managerial personnel and other employees, and for evaluation of the performance of independent directors and the Board of Directors;
- Devising a policy on diversity of the Board of Directors;
- Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommending to the Board of Directors their appointment and removal, and carrying out evaluation of every director's performance;
- Determine whether to extend or continue the term of appointment of the independent directors on the basis of the report of performance evaluation of independent directors; and

II. Constitution (Prior to CIRP)

The Nomination & Remuneration Committee (NRC) comprises of three (3) members as per the details in the following table:

Name of the Member	Designation	Category
Ms. Geeta Krishna Bhosle	Chairperson	Non-Executive - Independent Director
Mrs. NidhiPrem Chand Dodhia	Member	Non-Executive - Independent Director
Mr. Alberto Agostino Mario Zummo	Member	Non-Executive - Independent Director

The Composition of this Committee is in compliance with requirements of Section 178 of the Companies Act, 2013 and Regulation 19 of the Listing Regulations.

III. Meetings and Attendance

The powers of the Board of Directors stand suspended with effect from October 10, 2019 in accordance with the provisions of the Insolvency and Bankruptcy Code, 2016 and accordingly, no

meetings of the NRC were held during the year under review.

IV. Performance evaluation Criteria for Independent Directors

During the year under review, no evaluation the Board of Directors (Including Independent Directors) were undertaken.

C. STAKEHOLDERS' RELATIONSHIP COMMITTEE (Prior to the commencement of CIRP)

The objective of the Stakeholders' Relationship Committee is to consider and resolve the grievances of security holders of the Company including but not limited to complaints related to transfer of shares, non-receipt of annual report, non-receipt of declared dividends and review of services rendered by the Registrar and Share Transfer Agent (RTA).

Further, in terms of the SEBI LODR Regulations, a company undergoing CIRP is not required to comply with Regulation 20 of the SEBI LODR Regulations dealing with the requirement of constitution, meetings and terms of reference of the NRC. The powers of the Board of Directors stand suspended in accordance with the provisions of the Insolvency and Bankruptcy Code, 2016 and accordingly, no meetings of the NRC were held after October 10, 2019.

I. Terms of reference

The terms of reference and composition of the Stakeholders' Relationship Committee satisfy the requirements of Section 178 of the Act and Regulation 20 of Listing Regulations.

II. Constitution (Prior to CIRP)

The Stakeholder Relationship Committee (SRC) comprises of three (3) members as per the details in the following table:

Name of the Member	Designation	Category
Ms. Geeta Krishna Bhosle	Chairperson	Non-Executive - Independent Director
Mr. VishwamaniMatamani Tiwari	Member	Executive - Director
Mr. Parag Malde	Member	Executive Director

The Composition of this Committee is in compliance with requirements of Section 178 of the Companies Act, 2013 and Regulation 20 of the Listing Regulations.

III. Meetings and Attendance

The powers of the Board of Directors stand suspended with effect from October 10, 2019 in accordance with the provisions of the Insolvency and Bankruptcy Code, 2016 and accordingly, no meetings of the NRC were held during the year under review.

IV. Stakeholders Grievance Redressal

The details of the Investor Complaints received and resolved during the Financial Year ended March 31, 2022 are as follows:

No. of Complaint pending at the beginning of the year	No. of Complaint received	No. of Complaint redressed	No. of Complaint pending
NIL	NIL	NIL	NIL

The RTA, M/s. Cameo Corporate Services Ltd attends to all grievances of shareholders received directly or through SEBI, Stock Exchanges or the Ministry of Corporate Affairs. Most of the grievances /correspondences are attended within a period of 7 days from the date of receipt of such grievances.

The Company maintains continuous interaction with the RTA and takes proactive steps and actions for resolving shareholder complaints / queries.

V. Compliance Officer

Ms. Aastha Kochar, Company Secretary and Compliance Officer of the company has resigned from here position as Company Secretary and Compliance Officer with effect from July 25, 2021. Company is in the process of appointing Company Secretary & Compliance Officer.

Mr. Yash Pankaj Jain (ACS: 67206) was hereby appointed as the Company Secretary and Compliance Officer of the Company with effect from January 11, 2022.

The company has designated separate email id for its stakeholders to reach out to the Company in case of any grievances and email id for the same is investors@prabhatgroup.net

5. REMUNERATION OF DIRECTORS

The Company has a policy for the remuneration of Directors including that of Independent Directors. The remuneration policy lays down principles and parameters to ensure that remunerations are competitive, reasonable and in line with corporate and individual performance. The remuneration is aligned to the requirements of the Company including the challenges faced by the Company and its future growth imperatives.

Prior to CIRP, the Board of Directors has formulated a Policy which lays down a framework for selection and appointment of Directors and Senior Management and for determining qualifications, positive attributes, independence of Directors and other matters in accordance with Section 178 of the Companies Act, 2013.

The Board has also formulated a Policy relating to remuneration of Directors, members of Senior Management and Key Managerial Personnel. The policy is available on the website of the company at www.prabhatgroup.net.

6. GENERAL BODY MEETINGS

A. Details of the Annual General Meetings held during the preceding three years and Special Resolutions passed there at are given below: -

Sr. No.	Date & Time of Meeting	Venue	Details of Special Resolution passed
14th AGM	24/09/2021 12:00 P.M.	Unit No. 402, Western Edge I, Kanakia Spaces, Western Express Highway, Borivali (E), Mumbai - 400 066	Nil
13th AGM	30/03/2021 11.00 A.M.	Unit No. 402, Western Edge I, Kanakia Spaces, Western Express Highway, Borivali (E), Mumbai - 400 066	Nil
12th AGM	28/09/2019 2.00 P.M.	Unit No. 402, Western Edge I, Kanakia Spaces, Western Express Highway, Borivali (E), Mumbai - 400 066	1. To re-appoint Mr. VishwamaniMatamani Tiwari (DIN: 01932624) as a Managing Director of the Company. 2. Re-appointment of Mr. Parag RameshchandraMalde (DIN: 05354513) as Whole-Time Director of the Company.

A. Extraordinary General Meetings

The Company did not hold any Extra-Ordinary General Meeting (s) during FY 2022.

B. Postal Ballot:-

During the year, the Company did not pass any special resolution through postal ballot.

7. MEANS OF COMMUNICATION

The Company recognizes the importance of two-way communication with shareholders and of giving a balanced reporting of results and progress and responds to questions and issues raised in a timely and consistent manner.

Shareholders seeking information may contact the Company directly throughout the year. They also have an opportunity to ask questions in person at the AGM. Some of the modes of communication are mentioned below:

A. Quarterly Results

The approved financial results are forthwith sent to the Stock Exchanges where the shares are listed and are displayed on the Company's website www.prabhatgroup.net.

The approved financial results are published in Financial Express (English) and Mumbai Lakshadweep (Marathi), within forty-eight hours of approval thereof.

B. Website

All the information and relevant policies to be provided under applicable regulatory requirements are available on the website of the company www.prabhatgroup.net in a user-friendly form.

8. GENERAL SHAREHOLDER INFORMATION

A. Day, Date, Time and Venue of the Annual General Meeting

The 14th Annual General Meeting of the Company will be held on Friday, September 23, 2022 at 10:00 A.M through Video Conference or other audio video mode.

B. Financial Year

The Company follows the period of 1st April to 31st March, as the Financial Year.

For the period ended March 31, 2022, results were announced for-

Sr. No.	Particulars	Date
1.	First quarter: Reviewed	August 13, 2021
2.	Second quarter: Reviewed	November 15, 2021
3.	Third quarter: Reviewed	February 11, 2022
4.	Fourth quarter and Annual: Audited	May 25, 2022

For the period ending March 31, 2023, results were / will be announced by:

Sr. No.	Particulars	Date
1.	First quarter: Reviewed	On or before August 14, 2022
2.	Second quarter: Reviewed	On or before November 14, 2022
3.	Third quarter: Reviewed	On or before February 14, 2022
4.	Fourth quarter and Annual: Audited	On or before May 30, 2023

C. Dividend Payment date

No dividend has been recommended for the financial year 2021-2022.

D. Listing on Stock Exchange

The Equity Shares of the Company are listed on -

BSE Limited (BSE)
PherozeJeejeebhoy Towers, Dalal Street, Mumbai – 400 001
website: www.bseindia.com
Scrip code – 540027

The Company hereby confirms that the annual listing fees for FY 2022 has been paid to BSE Limited.

E. Registered Office Address & CIN

Unit No. 402, Western Edge I, Kanakia Spaces, Western Express Highway, Borivali (East) Mumbai - 400066
CIN: L72100MH2007PLC169551

F. Date of Book Closure

Book Closure date: September 20, 2022 to September 22, 2022
Cut off date: Friday, September 16, 2022

G. Registrars and Share Transfer Agent

Cameo Corporate Services Limited
SubramaniamBuilding No.1,
Club House Road,Chennai – 600 002
Phone: 28460390 Fax: 044 – 28460129
Email – cameo@cameoindia.com
Website: www.cameoindia.com

H. Plant Location

Address for correspondence:
Unit No. 402, Western Edge I, Kanakia Spaces, Western Express Highway, Borivali (East) Mumbai, 400066

I. Credit Rating:

Company has not obtained rating from any credit rating agency.

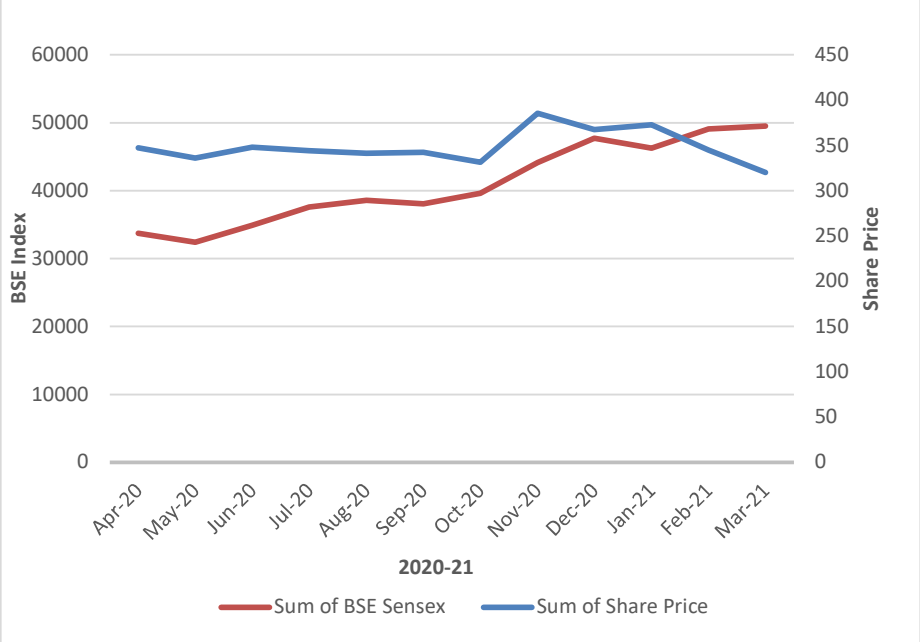
J. Market price data- high, low during each month in last financial year

Monthly 'high' and 'low' closing prices of the shares traded during the period from April 2020 to March 2021 on BSE are given below:

Month	High	Low	Close	No. of shares
April – 21	361.9	278.35	361.35	4,06,591
May – 21	390	333.65	390	1,11,630
June – 21	408.7	390	407.50	5,28,209
July – 21	424.75	404	424.75	2,41,575
August – 21	449.2	420	449.2	2,92,731
September – 21	520	425	460.3	3,32,580
October – 21	525	375.15	422.8	1,04,167
November – 21	455.15	384.85	415	77,453
December – 21	470.05	389.05	412.2	87,830
January – 22	452	395.05	440	44,485
February – 22	462.1	315.25	330.35	1,13,112
March - 22	400	279.9	315	5,14,892

Source: BSE Website

K. Performance in comparison to broad-based indices:



L. Share Transfer System

For administrative convenience and to facilitate speedy approvals, authority has been delegated to the RTA to approve share transfers. Share transfers / transmissions approved by the RTA and/or the authorised executives are placed at the Board Meeting from time to time. In case of shares in electronic form, the transfers are processed by NSDL / CDSL through respective Depository Participants.

In case of shares held in physical form, all transfers are completed within 15 days from the date of receipt of complete documents. As at March 31, 2021 there were no Equity Shares pending for

transfer. Also, there were no Demat requests pending as on March 31, 2022.

The Company obtains from a Company Secretary in Practice, half-yearly certificate of compliance with the share transfer and other formalities as required under Regulation 40 of the Listing Regulations and files a copy of the certificate with the Stock Exchanges.

M. Dematerialisation of shares and liquidity

Equity Shares of the Company are compulsorily tradable in electronic form. As on March 31, 2022, 1,07,06,277 of the Equity Shares are held in dematerialised form with NSDL and CDSL.

N. Distribution of Shareholding as on March 31, 2022

Category	No. of shares held	% of holding
Promoter Holding		
Promoters	-	-
Indian Promoters	76,95,201	71.88
Foreign Promoters	-	-
Persons acting in concert	-	-
TOTAL (A)	76,95,201	71.88
Non-Promoters Holding		
Institutions		
Mutual Funds	-	-
Banks/ FIs/Insurance Companies		
FIIs	-	-
TOTAL B(1)	-	-
Non Institutions		
Bodies Corporate	15,14,038	14.14
Individuals holding nominal capital up to Rs.2.00 Lakh	3,92,092	3.66
Individuals holding nominal capital more than Rs. 2.00 Lakh	7,71,848	7.21
Clearing Members	32,738	0.31
HUF	2,30,459	2.15
NRIs	10,020	0.09
TOTAL B(2)	30,11,076	28.12
TOTAL B(1) + B(2)	30,11,076	28.12
GRAND TOTAL A +B	1,07,06,277	100

O. Shareholding pattern as on March 31, 2022

Number of equity shares held	Number of shareholders	% of shareholders	Number of shares held	% of shareholding
1 – 100	834	82.66	2,658	0.02
101 – 500	22	2.18	2,658	0.06
501 – 1000	18	1.78	14,021	0.13
1001 – 2000	25	2.47	37,857	0.35
2001- 3000	14	1.39	37,774	0.35
3001-4000	5	0.49	17,195	0.16
04001-5000	7	0.69	31,959	0.29
5001-10000	25	2.45	1,83,650	1.71
10001-and above	59	5.85	**1,03,75,113**	96.90
Grand Total	**1009**	**100.00%**	**1,07,06,277**	**100.00%**

9. DISCLOSURES

a. Related Party Transactions

i. All transactions entered into with Related Parties as defined under the Companies Act, 2013 and Regulation 23(1) of the Listing Regulations during the financial year 2021-22 were undertaken in compliance with the aforesaid regulatory provisions;
ii. There were no materially significant transactions with related parties during the financial year 2020-21 which were in conflict with the interest of the Company;
iii. A list of related parties as per the Accounting Standard 18 and the transactions entered into with them in prescribed Form AOC-2 is given separately in this Annual Report under "Annexure III" of the Board Report as well as in the Notes to Accounts annexed to the Balance Sheet as at 31st March 2022 and Statement of Profit & Loss of the Company for the Financial Year ended on that date.
iv. The Board has approved a policy for related party transactions which has been uploaded on the website of the company www.prabhatgroup.net.

There has been no non-compliance by the company on any matter related to capital markets. Hence, the question of penalties or strictures being imposed by SEBI or Stock Exchange or any other regulatory authority does not arise.

b. Details of Non-compliance by the Company, penalties and strictures imposed on the Company by the Stock Exchange or SEBI or any statutory authority, on any matter related to capital market during the last three years:

The Company has complied with all the requirements of the listing regulation entered with the Stock Exchange as well as the regulations and guidelines of SEBI. Consequently, there were no stricture or penalties imposed by either SEBI or the Stock Exchanges or any statutory authority for non – compliance of any matter related to the capital markets during the last three years.

c. Vigil Mechanism / Whistle Blower Policy for Directors and Employees

To comply with the provisions of Section 177 of the Act and Regulation 22 of Listing Regulations, the Company has adopted a Vigil Mechanism / Whistle Blower Policy for Directors and Employees of the Company, prior to the commencement of the CIRP. Under the Vigil Mechanism Policy, the protected disclosures can be made by a victim through an e-mail or a letter to the Compliance Officer.

The main objective of this policy is to provide a platform to Directors and Employees to raise concerns regarding any irregularity, misconduct or unethical matters / dealings within the Company which may have a negative bearing on the organization either financially or otherwise. During the year under review, no complaint was received under the Whistle Blower Policy.

The details of establishment of Vigil Mechanism / Whistle Blower Policy are posted on the website of the Company at www.prabhatgrou.net.

d. SEBI Complaints Redressal System (SCORES)

SCORES is a system implemented by SEBI which enables investors to lodge their complaints electronically on the SEBI website. The investor complaints are processed in a centralized web-based complaints Redressal system. The salient features of this system are centralized database of all complaints, online uploading of Action Taken Reports (ATRs) by the concerned companies and online viewing by investors of actions taken on the complaint and its current status.

e. BSE Corporate Compliance & Listing Centre (BSE Listing Centre)

BSE Listing Centre is web-based application systems for enabling corporate to undertake electronic filing of various periodic compliance related filings like shareholding pattern, results, press releases, etc.

f. Mandatory / Non-Mandatory Requirements

i. Mandatory Requirements

The Company has complied with the mandatory requirements of the Corporate Governance of the Listing Regulation.

ii. Non-Mandatory Requirements

The Company also complies with the non-mandatory requirement in accordance with the applicable provisions of the Listing Regulations.

- **Details of Subsidiary and Associate Companies:**
  The Company has the following Subsidiaries as on March 31, 2022:
  - Prabhat Telecoms Hong Kong Limited
  - Prabhatech Global Electronics Private Limited

  The above-mentioned subsidiary companies of the Company are managed by their respective Boards having the rights and obligations to manage companies in the best interest of their stakeholders.

- **Audit Qualifications:**
  The Company has financial statements with modified audit opinion.

- **Reporting of Internal Auditor:**
  Prior to the commencement the CIRP, the Internal Auditor reports directly to the Board.

- **Certificate on Corporate Governance**
  As required by Regulation 34(3) Schedule V (E) of the SEBI LODR Regulations, the certificate from M/s. Mamta Devpura, Practising Company Secretary on Corporate Governance is annexed to this report.

g. Details of Corporate Policies / Codes and their web links

Particulars	Web Links
Policy for determining Material Subsidiaries	http://www.ptil.prabhatgroup.net/documents/Policy%20on%20Material%20Subsidiary%20Company.pdf
Remuneration Policy for Directors, Key Managerial Personnel and other Employees	http://www.ptil.prabhatgroup.net/documents/Remuneration%20Policy.pdf
Whistle Blower Policy	http://www.ptil.prabhatgroup.net/documents/Internal%20Investigation%20Policy%20Vigil%20Mechanism%20Policy.pdf
Code of Conduct for Senior Management and Directors	http://www.ptil.prabhatgroup.net/documents/Code%20of%20Conduct%20for%20Board%20of%20Directors%20and%20Senior%20Management.pdf
Policy on Related Party Transactions	http://www.ptil.prabhatgroup.net/documents/policy-on-dealing-with-related-party-transactions.pdf

h. No Disqualification Certificate from Company Secretary in Practice

Pursuant to the commencement of the CIRP, the powers of the Board of Directors were suspended and were exercised by the Resolution Professional, in accordance with the provisions of the Code.

i. CEO/CFO Certification

The Company has received compliance certificate from the Chief Financial Officer of the Company, pursuant to Regulation 17(8) read with Part B of Schedule II of Listing Regulations.

j. Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

Your Company has a zero tolerance for sexual harassment at workplace and, therefore has in place a policy on prevention of sexual harassment at workplace. The said policy is in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made thereunder.

During the financial year 2021-22, no cases in the nature of sexual harassment were reported by the ICC of the company.

k. Professional fees to statutory auditor

During the year company had made provision of Rs. 2,00,000/- towards payment of professional fees to statutory auditor for all the services provided to company and its subsidiaries.

l. Disclosure of Accounting Treatment

The Financial statement of the Company is prepared as per the prescribed Indian Accounting Standards and reflects true and fair view of the business transactions.

m. Compliance with Corporate Governance requirements specified in Regulation 17 to 27 and Regulation 46(2)(b) to (i) of the Listing Regulations

The powers of the Board of Directors of the Company were suspended from October 10, 2019 pursuant to the commencement of the CIRP of the Company under the Insolvency and Bankruptcy Code, 2016. Accordingly, the Company has complied with the relevant corporate governance requirements specified in Regulations 17 to 27 and 46(2) (b) to (i) of the Listing Regulations only to the extent applicable.

Sr. No.	Particulars	Regulation	Compliance status Yes/No/ N.A.	Compliance observed for following:
1	Board of Directors	17	N.A.	N.A.
2	Audit Committee	18	N.A.	N.A.
3	Nomination & Remuneration Committee	19	N.A.	N.A.
4	Stakeholders Relationship Committee	20	N.A.	N.A.
5	Risk Management Committee	21	N.A.	N.A.
6	Vigil Mechanism	22	Yes	• Formulation of Vigil Mechanism for

				Directors and employees
7	Related Party Transactions	23	Yes	• Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions • Related Party Transactions of the Company are pursuant to contracts duly approved Board of Directors of the Company • Review of transactions pursuant to aforesaid contract
8	Corporate Governance requirements with respect to subsidiary of listed entity	24	NA	• The Company does not have any unlisted material subsidiary
9	Obligations with respect to Independent Directors	25	NA	• The powers of the Board of Directors of the Company were suspended from October 10, 2019 pursuant to the commencement of the CIRP of the Company under the Insolvency and Bankruptcy Code, 2016
10	Obligations with respect to Directors and Senior Management	26	N.A.	N.A.
11	Other Corporate Governance requirements	27	Yes	• Compliance with discretionary requirements • Filing of quarterly compliance report on Corporate Governance
12	Website	46(2)(b) to (i)	Yes	• Terms and conditions of appointment of Independent Directors • Composition of various Committees of Board of Directors • Code of Business Conduct and Ethics for Directors and Management Personnel • Details of establishment of Vigil Mechanism/ Whistle Blower Policy • Policy on dealing with Related Party Transactions • Details of familiarization programmes imparted to Independent Directors

n. Annual Secretarial Compliance Report

Pursuant to the SEBI circular no. CIR/CFD/ CMD1/27/2019 dated February 8, 2019, the Company has obtained an Annual Secretarial Compliance Report from M/s. HD and Associates (Membership No.; A47700), Practicing Company Secretary, confirming compliance of SEBI Regulations / Circulars / Guidelines issued thereunder and applicable to the Company. The management response to a qualification in the report has been provided in the Directors' Report.

For and on behalf of the Board
Prabhat Technologies (India) Limited
(Formerly known as Prabhat Telecoms (India) Limited)
(Company under Corporate Insolvency Resolution Process)

Sd/-
Rajendra K. Bhuta
IRP
IBBI/IPA-001/IP-P00141/2017 /18/10305

Place: Mumbai
Date: May 25, 2022

NO DISQUALIFICATION CERTIFICATE FROM PRACTICING COMPANY SECRETARY

Requirements under Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,
The Members of
Prabhat Technologies (India) Limited

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **PRABHAT TECHNOLOGIES (INDIA) LIMITED.** having CIN: L72100MH2007PLC169551 and having registered office at Unit No. 402, Western Edge I, Kanakia Spaces, Western Express Highway, Borivali (East) Mumbai-400066 Maharashtra India. (hereinafter referred to as '**the Company**'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company and its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2022 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority except two directors whose DIN is Deactivated due to non-filing of DIR-3 KYC.

Sr. No.	Name of the Director	DIN	Date of appointment in Company
1.	Vishwamani Matamani Tiwari	01932624	02/04/2007
2.	Parag Malde Rameshchandra	05354513	01/01/2013
3.	Alberto Agostino Mario Zummo	08071700	24/02/2018

Below are the two Directors, whose DIN deactivated due to non-filing of DIR-3KYC:

Sr. No.	Name of the Director	DIN	Date of appointment in Company
01	Nidhi Prem Chand Dodhia	08327516	11/01/2019
02	Geeta Krishna Bhosle	08411922	06/05/2019

Note: Ensuring the eligibility for the appointment/continuity of every Director on the Board is the responsibility of the Management of the Company. my responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

FOR HD AND ASSOCIATES
COMPANY SECRETARIES

_____

HARDIK DARJI
PRACTICING COMPANY SECRETARY
PROPRIETOR
ACS NO. 47700 C.P.NO.: 21073
FRN: S2018MH634200

PLACE: MUMBAI
DATE: 30TH AUGUST, 2022
UDIN:
PEER REVIEW NO: 2208/2022

CORPORATE GOVERNANCE CERTIFICATE FROM COMPANY SECRETARY IN PRACTICE

Requirements under Regulation 34(3) and Schedule V Para C Clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,
The Members of
Prabhat Technologies (India) Limited
(formerly known as Prabhat Telecoms (India) Limited)

We have examined the compliance of conditions of Corporate Governance by the Prabhat Technologies (India) Limited ('the Company') for the year ended March 31, 2022, as stipulated in regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of regulation 46 and paragraph C, D and E of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") with Stock Exchanges in India. The Provisions as specified in Regulation 17, 18, 19, 20 and 21 were not applicable during the Insolvency Resolution Process in respect of a listed entity which was undergoing Corporate Insolvency Resolution Process under the Insolvency and Bankruptcy Code.

The compliance of conditions of Corporate Governance is the responsibility of the Company's management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion of Corporate Governance as stipulated in the above-mentioned SEBI Listing Regulations, as applicable.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing regulations to the extent applicable.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

FOR HD AND ASSOCIATES

COMPANY SECRETARIES

_____

HARDIK DARJI

PRACTICING COMPANY SECRETARY

PROPRIETOR

ACS NO. 47700 C.P.NO.: 21073

FRN: S2018MH634200

PLACE: MUMBAI

DATE:

UDIN:

PEER REVIEW NO: 2208/2022

CEO/CFO COMPLIANCE CERTIFICATION

Compliance Certificate under Regulation 17(8) of SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015

As stipulated under Regulation 17(8) and Part B of Schedule II of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, I, Parag Male, Chief Financial Officer of M/s. Prabhat Technologies (India)Limited hereby certify that:

a. I have reviewed the financial statements and the cash flow statement for the year ended March 31, 2022 and that to the best of my knowledge and belief:

   i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
   ii. these statements together present a true and fair view of the listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

b. There are, to the best of my knowledge and belief, no transactions entered into by the Company during the year ended March 31, 2022 which are fraudulent, illegal or violate of the Company's code of conduct.

c. I accept responsibility for establishing and maintaining internal controls for financial reporting and that I have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and I have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which I am aware and the steps I have taken or propose to take to rectify these deficiencies.

d. I have indicated to the Auditors and the Insolvency Resolution Professional -
   i. Significant changes in internal control over financial reporting during the year;
   ii. Significant changes in accounting policies during the year and that the same have been disclosed in the Notes to the financial statements; and
   iii. Instances of significant fraud of which I have become aware and the involvement therein, if any, of the management or an employee having a significant role in the listed entity's internal control system over financial reporting.

For Prabhat Technologies (India) Limited
(Formerly known as Prabhat Telecoms (India) Limited)
(Company under Corporate Insolvency Resolution Process)

Sd/-
Parag Malde
DIN:05354513
Chief Financial Officer

Place: Mumbai
Date: May 25, 2022

Consolidated Financial Statements

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF
PRABHT TECHNOLOGIES (INDIA) LIMITED

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **Prabhat Technologies (India) Limited("the Company"**)formerly known as Prabhat Telecom (India) Limited, which comprise the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the Consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us except for the possible effects of the matter described in the "Basis for Qualified Opinion", 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 Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, its loss, changes in equity and its cash flow for the year ended on that date.

Basis for Qualified Opinion

We conducted our audit of the consolidated financial statements 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 consolidatedfinancial 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 qualified opinion on the consolidated financial statements.

We draw attention to the following matter:

1. Note No. 17.1 of the accompanying consolidated Financial Statement, stating therein that the Impairment of Assets/Liabilities has been worked out on the Basis of Valuation Report certified by registered valuer. We have relied upon the valuations of assets and impairment workings as per the Certificate provided to us by the RP pertaining to valuations of assets and its impairment as Certificate of Valuation Certificate could not be provided to us as per the terms of Insolvency regulation 35(2) and other relevant provisions of IBC, 2016. Also, calculation of Deferred Tax has been done accordingly on the basis of aforesaid mentioned values.
2. Note No. 17.2 of the accompanying consolidated Financial Statement which states that the Company has recognized Non-Sustainable Debt pursuant to CIRP as part of Reserves on the basis of the decision taken as part of COC resolution meeting approved by 98.15% COC Members through vote. This adjustment considered to be event after balance sheet date, as per the COC Committee and is recognized in the financial results. However, such transactions are subject to

NCLT approval and should have been acknowledged on duly confirmation/acceptance from the NCLT court.

3. We did not audit financial statements of subsidiary company i.e. Prabhat Telecom Hongkong Limited and Prabhat Global Electronics Pvt Ltd included in the consolidated financial statements; whose financial statements reflected total assets of Rs. 7.63 lakhs as at 31st March 2022 as well as the total revenue of Rs. Nil for the year ended 31st March 2022. These annual financial statements and other financial information have been unaudited and are provided by the management on the basis of provisional financial statements. Valuation Reports pertaining to these investments are not provided us. Therefore, we are unable to comment and determine any adjustments to be made to this amount. Financial Results are prepared by Management on provisional figures. Our opinion on these financial statements to the extent they have been derived from such kind of financial statements is based solely on the information provided by the management.

Key Audit Matters

Key audit matters are those matters that in our professional judgement were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of theconsolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.We have no matters to be reported as the key audit matters to be communicated in our report.

Emphasis of Matter Paragraph

We draw attention to

a. The Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT") admitted an insolvency and bankruptcy petition filed by a financial creditor against Prabhat Technologies (India) Limited ("the Company") and appointed Resolution Professional (RP) who has been vested with management of affairs and powers of the Board of Directors with direction to initiate appropriate action contemplated with extant provisions of the Insolvency and Bankruptcy Code, 2016 and other related rules.

Our opinion is not modified in respect of above matters

Information Other than the Consolidated Financial Statements and Auditor's Report Thereon

The Company's Management is responsible for the preparation of the other information. The other information comprises the information included in management analysis, company performance report but does not include the consolidated 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 consolidatedfinancial 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.

Management's Responsibility for the ConsolidatedFinancial Statements

The Management of the Company is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive incomeand changes in equity (reserves) of the Company in accordance with the Ind AS and other accounting principles generally accepted in India.

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 consolidated financial statements, Management of Company 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 Management of Company either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Management of Company are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of theConsolidated 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 consolidatedfinancial 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 financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controlssystem in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the

results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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

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

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

Report on Other Legal and Regulatory Requirements

(1) As required by Section 143 (3) of the Act, based on our audit 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 including other comprehensive income and Statement of Changes in Equity (reserves)dealt with by this Report are in agreement with the books of account
d. In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules2014.
e. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in

"Annexure B", and

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

i. The company does not have any pending litigation which would impact its financial position

ii. The company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.

iii. There has been no delay in transferring the amount, required to be transferred in accordance with the relevant provisions of the Companies Act, 2013 and the rules made thereunder, to the Investor Education and Protection Fund by the Company.

iv. (a) The management has represented that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, 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, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented, that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on such audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material mis-statement.

v. No dividend have been declared or paid during the year by the company.

For Harish Arora & Associates
Chartered Accountants

CA Harish Arora
M.No. 407420
FRN 015226C

Date: 25.05.2022
Place: Mumbai
UDIN: 22407420AJPVXB8176

Annexure 'A'
(Referred to in Paragraph 1 under the heading "Report on Other Legal and Regulatory Requirements" of our report of even date on the accounts of PRABHAT TECHNOLOGIES (INDIA) LIMITED ,for the year ended March 31, 2022)

We report that:

(i) (a) (A) The company has maintained proper records showing full particulars, including quantitative details and situation of Property, PlantandEquipment;

(B)The Company does not have any intangible assets. Accordingly, clause 3(i)(a)(B) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Property, Plant and Equipment have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification;

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the titledeeds of all the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee)disclosed in the financial statements are held in the name of the company.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets during the year. Accordingly, the reporting under Clause 3(i)(d) of the Order is not applicable to the Company.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings 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.

(ii) (a) As explained to us & on the basis of the records examined by us, in our opinion, physical verification of inventory has been conducted at reasonable intervals by the management. In our opinion, the coverage and procedure of such verification by the management is appropriate. No discrepancy of 10% or more in the aggregate for each class of inventory were noticed on physical verification of stocks by the management as compared to book records.

(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 during any point of time of the year, working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.

(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 investments in, nor provided any 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 clause 3(iii)(a), 3(iii)(b), 3(iii)(c), 3(iii)(d), 3(iii)(e) and 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 the records, in respect of loans, investments, guarantees, and security, provisions of section 185 and 186 of the Companies Act, 2013 have been complied with.

(v) The company has not accepted any deposits or amounts which are deemed to be deposits covered under sections 73 to 76 of the Companies Act, 2013. Accordingly, clause 3(v) of the Order is not applicable.

(vi) As per information & explanation given by the management, maintenance of cost records has not been specified by the CentralGovernmentundersub-section(1)ofsection148oftheCompaniesAct.

(vii) (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 is regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities. According to the information and explanation given to us there were no outstanding statutory dues as on 31st of March, 2022 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the company, following are the statutory dues referred to in sub-clause (a) that have not been deposited on account of any dispute:

Nature of Statute	Nature of dues	Forum where dispute is pending	Period to which the amount relates	Amount Disputed
Income Tax	Income Tax	CIT Appeals	AY10-11 AY 11-12 AY 12-13 AY 13-14 AY 16-17 AY 17-18	10,410,050 21,936,167 15,067,146 13,423,905 26,416,892 19,674,732
Sales Tax Act & VAT Laws	Value AddedTax	Deputy Commissioner (Appeal)	FY 10-11 FY 12-13 FY 13-14 FY 14-15	114,617,149 539,100,777 295,970,586 689,325,624
Sales Tax Act & VAT Laws	Central Sales Tax	Deputy Commissioner (Appeal)	FY 10-11 FY 11-12 FY 12-13 FY 13-14 FY 14-15	41,115,962 5,00,000 4,399,195 2,202,594 120,506,332

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

(ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the company, the company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

(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 other lender;

(c) According to the information and explanations given to us by the management, the Company has utilized the money obtained by way of term loans during the year for the purposes for which they were obtained.

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

(e) The Company does not hold any investment in any subsidiary, associate or joint venture (as defined under the Act) during the year ended 31 March 2022. Accordingly, clause 3(ix)(e) is not applicable.

(f) The Company does not hold any investment in any subsidiary, associate or joint venture (as defined under the Act) during the year ended 31 March 2022. Accordingly, clause 3(ix)(f) is not applicable.

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

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.Accordingly, clause 3(x)(b) of the Order is not applicable.

(xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us , no fraud by the company or any fraud on the company has been noticed or reported during the course of audit.

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

(c) According to the information and explanations given to us by the management, no whistle-blower complaints had been received by the company.

(xii) The company is not a Nidhi Company. Accordingly, clause 3(xii)(a), 3(xii)(b) and

3(xii)(c) of the Order is not applicable.

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

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

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

(xv) In our opinion and according to the information and explanations given to us, the company has not entered into any non-cash transactions with directors or persons connected with him and hence, provisions of Section 192 of the Companies Act, 2013 are not applicable to the Company.

(xvi) (a) In our Opinion and based on our examination, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934). Accordingly clause 3(xvi)(a) of the Order is nor applicable.

(b) In our Opinion and based on our examination, the Company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable. ,

(c) In our Opinion and based on our examination, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.

(d) According to the information and explanations given by the management, the Group does not have any CIC as part of the Group.

(xvii) Based on our examination, the company has not incurred cash losses in the financial year and in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors 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, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that 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) Based on our examination, the provision of section 135 are not applicable on the company. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

(xxi) There have been no qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports of the companies included in the consolidated financial statements except following:

For HARISH ARORA & ASSOCIATES
Chartered Accountants
FRN: 015226C

Place:-Mumbai
Date: 25.05.2022

HARISH ARORA
(PARTNER)
Membership No. 407420

"Annexure B" to the Independent Auditor's Report of even date on the Consolidated Financial Statements of PRABHAT TECHNOLOGIES (INDIA) LIMITED

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

We have audited the internal financial controls over financial reporting of **Prabhat Technologies (India) Limited**asof March 31, 2022 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based onthe Internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India.

Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the

transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Basis for Qualified Opinion

The Company's internal financial controls relating to review of Impairment of Assets/Liabilities and Non-Sustainable Debt for appropriate valuation did not operate effectively which resulted in non-ascertainment of adequate provision pertaining to such impairment.

Qualified Opinion

In our opinion, except for the effects of the described in the Basis for Qualified Opinion paragraph above, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Harish Arora& Associates
Chartered Accountants

CA Harish Arora
M.No. 407420
FRN 015226C

Date: 25/05/2022
Place: Mumbai

Prabhat Technologies (India) Limited
CIN: L72100MH2007PLC169551

Consolidated Financial statements as on March 31, 2022
(All amounts are ₹ in lacs unless stated otherwise)

Particulars	Notes	As at March 31, 2022	As at March 31, 2021
ASSETS			
(1) Non-current assets			
(a) Property, plant and equipment	**3**	2,043.90	2,086.03
(b) Capital work-in-progress			
(c) Other Intangible assets	**4**	0.50	0.50
(d) Financial assets			
(i) Investments	**5**	67.34	133.09
(ii) Loans			
(iii) Others	**6**	2.44	2.19
(e) Other non-current assets	**7**	-	-
(f) Deferred tax assets (Net)	**18**	2,740.29	2,713.58
Total non-current assets		**4,854.47**	**4,935.39**
(2) Current assets			
(a) Inventories	**8**	148.04	122.80
(b) Financial assets			
(i) Trade receivables	**9**	2,803.78	2,863.72
(ii) Cash and cash equivalents	**10**	22.72	23.59
(iii) Bank balances other than (iii) above	**11**	19.50	19.50
(iv) Loans	**12**	-	-
(v) Others	**13**	-	-
(c) Other current assets	**14**	651.09	636.00
Total current assets		**3,645.13**	**3,665.61**
TOTAL ASSETS		**8,499.60**	**8,601.00**
EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	**15**	1,070.63	1,070.63
(b) Other equity			
(i) Reserves and surplus	**16**	2,099.04	2,282.19
Minority Interest		-	-
TOTAL EQUITY		**3,169.67**	**3,352.82**
Non-current liabilities			
Liabilites under resolution Plan			
(i) Financial Creditors	**17**	4,000.00	4,000.00
(ii) Other Unsecured Creditors		729.24	729.24
(b) Deferred tax liabilities (Net)	**18**	-	-
Total non-current liabilities		**4,729.24**	**4,729.24**
(2) Current liabilities			
(a) Financial liabilities			
(i) Borrowings	**19**	71.97	6.47
(ii) Trade payables	**20**	156.12	93.12
(iii) Other financial liabilities	**21**	358.31	364.53
(b) Provisions		5.62	11.78
(c) Current Tax Liabilities (Net)	**22**	-	-
(d) Other Current Liabilities	**23**	8.67	43.04
Total current liabilities		**600.69**	**518.94**
TOTAL LIABILITIES		**5,329.93**	**5,248.18**
TOTAL EQUITY AND LIABILITIES		**8,499.60**	**8,601.00**

Summary of significant accounting policies
The accompanying notes are an integral part of the financial statements. **01-34**
As per our report of even date

For M/s. Harish Arora & Associates
ICAI firm registration number: 015226C
Chartered Accountants

CA. Harish Arora
Partner

Membership no.: 407420
Place: Mumbai
Date : 25-05-2022
UDIN: 22407420AJPVXB8176

For and on behalf of the board of directors of
Prabhat Technologies (India) Limited

Rajendra Karanmal Bhuta
Resolution Professional

Parag Malde
CFO

Yash Jain
Company Secretary & Compliance Officer
(PAN : BSCPJ1207P)

Prabhat Technologies (India) Limited
CIN: L72100MH2007PLC169551

Consolidated Statement of Profit and Loss for the year ended March 31, 2022
(All amounts are ₹ in lacs unless stated otherwise)

Particulars	Notes	For the year ended March 31, 2022	For the year ended March 31, 2021
Revenue from operations	**24**	356.22	198.97
Other income	**25**	13.29	58.46
Total income		**369.51**	**257.43**
Expenses			
Cost of raw materials consumed	**26**	286.59	242.07
Changes in inventories of finished goods	**27**	(25.24)	(44.72)
Employee benefits expense	**28**	63.62	54.69
Finance cost	**29**	2.52	20.58
Depreciation and amortization expense	**3 & 4**	51.99	55.51
Other expenses	**30**	202.20	475.17
Total expenses		**581.68**	**803.30**
Profit before tax from continuing operations		**(212.17)**	**(545.87)**
Less:- Exceptional Items			
Liabilities for Claims admitted under CIRP	**31**	**-**	-
Event after Balance sheet Date - Trade Liability		**-**	-
Total Exceptional Items		**-**	**-**
Profit before tax from continuing operations after Exceptional Items		**(212.17)**	**(545.87)**
Income tax (expense) benefit			
Current tax		-	-
Deferred tax		35.07	51.28
Total tax (expense)		**35.07**	**51.28**
Profit for the year from continuing operations		**(177.10)**	**(494.59)**
Other comprehensive income (OCI)			
Other comprehensive income not to be reclassified to profit and loss in subsequent periods:			
Loss on actuarial valuation of post employment benefits		-	-
Less: Income tax expense		-	-
Other comprehensive income for the year, net of tax		**-**	**-**
Total comprehensive income for the year		**(177.10)**	**(494.59)**
Equity Share of par value Rs. 10 each			
Basic		(1.57)	(4.62)
Diluted		(1.57)	(4.62)

Summary of significant accounting policies
The accompanying notes are an integral part of the financial statements **01-34**
As per our report of even date

For M/s. Harish Arora & Associates
ICAI firm registration number: 015226C
Chartered Accountants

CA. Harish Arora
Partner
Membership no.: 407420

Place: Mumbai
Date : 25-05-2022
UDIN: 22407420AJPVXB8176

For and on behalf of the board of directors of
Prabhat Technologies (India) Limited

Rajendra Karanmal Bhuta
Resolution Professional

Parag Malde
CFO

Yash Jain
Company Secretary & Compliance Officer
(PAN : BSCPJ1207P)

Prabhat Technologies (India) Limited
CIN: L72100MH2007PLC169551

Consolidated Cash Flow Statement for the year ended March 31, 2022
(All amounts are in ₹ in lacs unless stated otherwise)

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
A. Cash flow from operating activities		
Profit before extraordinary items and tax	**(212.17)**	**(494.59)**
		-
Adjustments for:		
Depreciation and amortisation expense	51.99	55.51
Finance costs	2.52	20.58
M To M gain on fair valuation of investments	37.98	-
Profit & Loss on Sale of Shares	12.49	-
Rent received	-2.46	-12.00
Other Income	-0.10	-9.17
Exceptional Item	-	1557.00
Operating profit before working capital changes	**(109.75)**	**1,095.75**
Changes in working capital:		
Adjustments for (increase)/ decrease in operating assets:		
Inventories	-25.24	39.69
Other non-current assets	-	-51.28
Trade receivables	59.94	-282.31
Other non current financial assets	-0.25	2.57
Other current assets	-15.09	298.47
Other current financial assets	-	19.50
Cash Flow Before Prior Period & Extra Ordinary Items	**19.36**	**26.65**
Prior Period Items & Extra Ordinary Items	-6.73	-
Net Cash Flow from Operating Activities	**12.63**	
Adjustments for increase (decrease) in operating liabilities:		
Trade payables	63.00	-5.83
Other current financial liabilities	-6.22	11.80
Other current provisions	-6.16	2.72
Other current liabilities	-26.01	20.88
Other non-current liabilities	6.92	4.17
Other non-current financial liabilities	-	-
Other non-current provisions	-5.86	-
Current Tax Liabilities (Net)	-	-
	25.67	**33.74**
Cash generated from operations	**(71.45)**	**1156.13**
Net income tax paid	-	-
Net cash flow from operating activities (A)	**(71.45)**	**1,156.13**
B. Cash flow from investing activities		
Investment in shares	27.77	291.35
Rent received	2.46	12.00
Payment for purchase of property, plant and equipment	-10.24	-
Profit & Loss on Sale of Shares	-12.49	-
Loans to related parties	-	9.17
Other Income	0.10	-
Net cash flow used in investing activities (B)	**7.60**	**312.52**
C. Cash flow from financing activities		
Repayment of borrowings	65.50	-1605.66
Proceeds from short term borrowings	-	-
Finance cost	-2.52	-20.58
Net cash flow from/ (used in) financing activities (C)	**62.98**	**(1,626.25)**
Net increase/ (decrease) in Cash and cash equivalents (A+B+C)	**(0.87)**	**(157.59)**
Add: Cash and cash equivalents at the beginning of the year	23.59	108.58
Cash and cash equivalents at the end of the year *	**22.72**	**(49.01)**
Cash and cash equivalents at the end of the year*		
*Comprises of:		
(a) Cash on hand	1.19	0.58
(b) Balances with banks		
(i) In current accounts	21.53	23.01
Assets Acquire on account of Amalgamation	-	-
Current Investments	-	-
	22.72	**23.59**

Summary of significant accounting policies
The accompanying notes are an integral part of the financial statements.
As per our report of even date

For M/s. Harish Arora & Associates
ICAI firm registration number: 015226C
Chartered Accountants

CA. Harish Arora
Partner

Membership no.: 407420

Place: Mumbai
Date : 25-05-2022

For and on behalf of the board of directors of
Prabhat Technologies (India) Limited

Rajendra Karanmal Bhuta — Resolutional Professional
Parag Malde — CFO

Yash Jain
Company Secretary & Compliance Officer
(PAN : BSCPJ1207P)

Notes on Consolidated Financial Statements for the year ended 31 March, 2022

3 PROPERTY, PLANT AND EQUIPMENT

(Amount in lacs)

Particulars	Free Hold Land	Building	Plant and Machinery	Furniture and Fixtures	Vehicles	Office Equipment	Total
Gross Carrying Amount							
As on March 31, 2020	20.83	2,213.94	75.24	75.60	9.11	82.02	2,476.72
Additions	-	-	-	-	-	0.15	0.15
Adjustments/ disposals	-	-	-	-	-	-	-
Assets held for sale (Note 17)	-	-	-	-	-	-	-
As on March 31, 2021	**20.83**	**2,213.94**	**75.24**	**75.60**	**9.11**	**82.16**	**2,476.86**
Additions	-	10.16	-	-	-	-	10.16
Adjustments/ disposals	-	-	-	-	-	-	-
Assets held for sale (Note 17)	-	-	-	-	-	-	-
As on March 31, 2022	**20.83**	**2,224.10**	**75.24**	**75.60**	**9.11**	**82.16**	**2,487.02**
Accumulated depreciation							
As on March 31, 2020	-	179.87	59.58	51.04	9.11	36.07	331.66
Depreciation charge	-	35.86	-	8.57	-	11.08	55.51
Adjustments/ disposals	-	-	-	-	-	-	-
Assets held for sale (Note 17)	-	-	-	-	-	-	-
As on March 31, 2021	**-**	**215.73**	**59.58**	**59.61**	**9.11**	**47.15**	**387.17**
Depreciation charge	-	35.86	-	5.05	-	11.08	51.99
Adjustments/ disposals	-	-	-	-	-	-	-
Assets held for sale (Note 17)	-	-	-	-	-	-	-
As on March 31, 2022	**-**	**251.59**	**59.58**	**64.66**	**9.11**	**58.23**	**439.16**
Net Carrying Amount							
As on March 31, 2021	**20.83**	**1,998.20**	**15.70**	**15.99**	**0.00**	**35.31**	**2,086.03**
As on March 31, 2022	**20.83**	**1,972.50**	**15.70**	**10.94**	**0.00**	**23.93**	**2,043.90**

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Notes on Consolidated Financial Statements for the year ended 31 March, 2022

4 INTANGIBLE ASSETS

(Amount in lacs)

Particulars	Computer Software	Total
Gross Carrying Amount **Deemed Cost as on April 1, 2019**		
As on March 31, 2020	113.46	113.46
Additions	0.50	0.50
Adjustments/ disposals	0.00	0.00
As on March 31, 2021	**113.96**	**113.96**
Additions	0.50	0.50
Adjustments/ disposals	0.00	0.00
As on March 31, 2022	**114.46**	**114.46**
Accumulated depreciation		
As on March 31, 2020	112.96	112.96
Amortization charge	15.37	15.37
Adjustments/ disposals	-	-
As on March 31, 2021	**112.96**	**112.96**
Amortization charge	15.37	15.37
Adjustments/ disposals	-	-
As on March 31, 2022	**112.96**	**112.96**
Net Carrying Amount **As on March 31, 2021**	**0.50**	**0.50**
As on March 31, 2022	**0.50**	**0.50**

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Notes on Consolidated Financial Statements for the year ended 31 March, 2022

5 NON CURRENT INVESTMENTS

Particulars	As at March 31, 2022	As at March 31, 2021
Investments in Equity Instruments		
Quoted Investments		
Investment in Mutual Fund	5.60	4.23
Investment in Shares	61.74	128.86
(Schedule-5.1)		
Total	**67.34**	**133.09**

5.1 Quoted Investments

Particulars	As at March 31, 2022	As at March 31, 2021
Investment in Mutual Fund		
Motilal Oswal Midcap 30 Fund - Regular Growth	-	-
UNION KBC SMALL AND MIDCAP FUND	5.60	4.23
Total- A	5.60	4.23
Investment in Shares		
Shares- BCPL Railway Infrastructures Ltd	-	121.35
Shares - Centrum Capital Ltd.	30.24	-
Shares - Pro Fin Capital Serv	15.38	7.51
Shares- India Bulls Ventures	16.12	-
Total-B	61.74	128.86
Grand Total (A+B)	67.34	133.09

6 OTHER NON CURRENT FINANCIAL ASSET

Particulars	As at March 31, 2022	As at March 31, 2021
Security Deposit	2.44	2.19
Total	**2.44**	**2.19**

7 OTHER NON CURRENT ASSETS

Particulars	As at March 31, 2022	As at March 31, 2021
Advance against imports	-	-
Others	-	-
Total	**-**	**-**

8 INVENTORIES

Particulars	As at March 31, 2022	As at March 31, 2021
Raw Materials & Components	-	-
Work in Progress & Semi Finished	-	-
Work in Progress & Semi Finished	148.04	122.80
Stock In Transit	-	-
Total	**148.04**	**122.80**

9 TRADE RECEIVABLES

Particulars	As at March 31, 2022	As at March 31, 2021
Secured and considered good	-	-
Unsecured considered good	53.11	63.54
Outstanding for a period exceeding six months	2,750.67	2,800.18
from the date they are due for payment		
Less : Provision for doubtful debt	-	-
Others	-	-
Considered Good	-	-
Considered Doubtful	-	-
Total Receivables	**2,803.78**	**2,863.72**
Current	2,803.78	2,863.72
Non-current		

9.2 The trade receivables ageing schedule for the years ended as on March 31, 2022 are as follows :

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade receivables – considered good Undisputed trade receivables – credit impaired Disputed trade receivables – considered good Disputed trade receivables – credit impaired		53.11	17.97	11.90	524.18	2,196.62	2,803.78
Less : Allowance for credit loss							
Total trade receivables	-	53.11	17.97	-	524.18	2,196.62	2,803.78

The trade receivables ageing schedule for the years ended as on March 31, 2021 are as follows :

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade receivables – considered good	-	63.54	39.50	522.36	1,241.98	996.34	2,863.72

Undisputed trade receivables – credit impaired							
Disputed trade receivables – considered good							
Disputed trade receivables – credit impaired							
Less : Allowance for credit loss							
Total trade receivables	-	63.54	39.50	522.36	1,241.98	996.34	2,863.72

Notes on Consolidated Financial Statements for the year ended 31 March, 2022

10 CASH & CASH EQUIVALENT

Particulars	As at March 31, 2022	As at March 31, 2021
Cash and cash equivalents		
Balances with Bank		
- Current Accounts INR	21.53	23.01
Cash on Hand	1.19	0.58
Total	**22.72**	**23.59**

11 BANK BALANCES OTHER THAN ABOVE

Particulars	As at March 31, 2022	As at March 31, 2021
Fixed deposits with bank	-	-
LC margin money deposit	19.50	19.50
Total	**19.50**	**19.50**

12 CURRENT LOAN

Particulars	As at March 31, 2022	As at March 31, 2021
Others	-	-
Total	**-**	**-**

13 OTHER CURRENT FINANCIAL ASSETS

Particulars	As at March 31, 2022	As at March 31, 2021
Security deposits	-	-
Total	**-**	**-**

14 OTHER CURRENT ASSETS

Particulars	As at March 31, 2022	As at March 31, 2021
Advance to vendors	1.16	1.28
Balance with government authorities	244.89	234.36
Prepaid expenses	1.14	-
Other advances	403.90	400.36
Total	**651.09**	**636.00**

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Notes on Consolidated Financial Statements for the year ended 31 March, 2022

15 EQUITY SHARE CAPITAL

Particulars	Number	Amount
Authorised share capital		
At March 31, 2021	12,00,000.00	120.00
Increase (decrease) during the year	-	-
At March 31, 2022	12,00,000.00	120.00

Particulars	Number	Amount
Issued share capital		
At March 31, 2021	1,07,06,277.00	1,070.63
Increase (decrease) during the year		
At March 31, 2022	1,07,06,277.00	1,070.63

b) The Company has one class of shares referred to as equity shares having a 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 all preferential amounts (after due adjustments in case shares are not fully paid up). No member shall be entitled to receive any dividend or bonus until having paid all calls or instalments.

c) Details of Shareholding more than 5% shares in the Company :

Name of the shareholder	As at March 31, 2022	
	Number	% Holding
Equity shares		
Vishwamani Matamani Tiwari	55,16,545.00	52.46%
Vishwamani Tiwari HUF	10,00,000.00	9.34%
Vee Three Informatics Limited	6,66,429.00	6.22%
Esaar India Limited	9,19,352.00	8.59%

d) Details of Movement in Shareholding:

Particulars	Equity shares as at March 31, 2022	
	Number	Amount
Outstanding at the beginning of the year	1,07,06,277.00	1,070.63
Issued during the year	-	-
Bought back during the year	-	-
Outstanding at the end of the year	**1,07,06,277.00**	**1,070.63**

16 RESERVES AND SURPLUS

Particulars	As at March 31, 2022	As at March 31, 2021
Securities Premium		
Balance at the beginning of the year	2,710.37	2,710.37
Add: Additions during the year	-	-
Balance at the end of the year	**2,710.37**	**2,710.37**
Retained earnings		
Opening Balance	(428.18)	(1,490.59)
Add: Ind AS Adjustments impact on opening Balance		
Prior period interest charged by BOI	-	-
Prior Period Adjustments	(6.05)	-
Add: Profit for the year	(177.10)	(494.59)
Add: Ind AS Adjustments impact		
Non- Sustainable Debt pursuant to CIRP	-	1,557.00
Less: Transferred to Profit & Loss A/c	-	-
Closing Balance	**(611.33)**	**(428.18)**
Foreign exchange translation	**-**	**-**
Total	**2,099.04**	**2,282.19**

17 NON CURRENT BORROWINGS

Particulars	As at March 31, 2022	As at March 31, 2021
Borrowings from Banks	**4,000.00**	**4,000.00**
Secured borrowings	4,000.00	4,000.00
Operational Creditors	-	-
Employees	9.25	9.25
Operational Creditors	50.00	50.00
Other Unsecured Financial Creditors	634.99	634.99
Statutory Dues	35.00	35.00
Total	729.24	729.24
Total	**4,729.24**	**4,729.24**

18 DEFERRED TAX LIABILITIES (NET)

Particulars	As at March 31, 2022	As at March 31, 2021
Deferred tax liability		
On account of timing difference	-	-

Entries as per Ind AS	-	-
	-	**-**
Deferred tax asset		
Income Tax Losses for Earlier Years	2,713.58	2,662.30
Others	35.07	51.28
Ind AS adjustments	-	-
	2,740.29	**2,713.58**
Deferred Tax Assets Not Recognized	**-**	**-**
Deferred Tax Liability/(Asset)	**(2,740.29)**	**(2,713.58)**

Notes on Consolidated Financial Statements for the year ended 31 March, 2022

19 CURRENT BORROWINGS

Particulars	As at March 31, 2022	As at March 31, 2021
Secured		
Borrowings from banks	-	-
Unsecured		
Bank overdrafts	-	-
Others	71.97	6.47
Total	**71.97**	**6.47**

20 TRADE PAYABLES

Particulars	As at March 31, 2022	As at March 31, 2021
Micro, Small and Medium Enterprises	-	-
Others	156.12	93.12
Total	**156.12**	**93.12**

20.1 The details regarding the contractual maturities of significant financial liabilities as at March 31, 2022 are as follows :

Particulars	Less than 1 year	1-2 years	2-4 years	4-7 years	Total
Trade payables	154.94	-	1.18	-	156.12
Other financial liabilities (excluding liability towards contingent consideration) on an undiscounted basis				-	-
Total	154.94	-	1.18	-	156.12

The details regarding the contractual maturities of significant financial liabilities as at March 31, 2021 are as follows :

Particulars	Less than 1 year	1-2 years	2-4 years	4-7 years	Total
Trade payables					
Other financial liabilities (excluding liability towards contingent consideration) on an undiscounted basis	88.73		4.39	-	93.12
Total	88.73	-	4.39	-	93.12

21 OTHER FINANCIAL LIABILITIES

Particulars	As at March 31, 2022	As at March 31, 2021
Salary payable	13.83	20.85
Others	344.48	343.68
Total	**358.31**	**364.53**

22 CURRENT TAX LIABILITIES

Particulars	As at March 31, 2022	As at March 31, 2021
Opening balance	-	-
Add: Current tax payable for the current and prior period	-	-
Less: Taxes paid	-	-
Total	**-**	**-**

23 OTHER CURRENT LIABILITIES

Particulars	As at March 31, 2022	As at March 31, 2021
Statutory remittances	8.67	8.04
Statutory Dues	-	35.00
Total	**8.67**	**43.04**

Notes on Consolidated Financial Statements for the year ended 31 March, 2022

24 REVENUE FROM OPERATIONS

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Sale of services	-	-
Sale of products	356.22	198.97
Other Operating Revenues	-	-
Total revenue from operations	**356.22**	**198.97**

25 OTHER INCOME

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Other income	0.10	8.78
Dividend Income	-	0.39
Sundry Balances written back	10.73	35.00
Rent Received	2.46	12.00
Fair Value Gain/Loss	-	-
Total	**13.29**	**56.17**

26 COST OF RAW MATERIAL CONSUMED

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Inventories at the beginning of the year:	-	84.41
Add: Purchases	286.59	157.66
	286.59	242.07
Less: Inventories at the end of the year:	-	-
	-	-
Cost of Raw Material Consumed	**286.59**	**242.07**

DETAILS OF RAW MATERIAL CONSUMED

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Indigenous	286.55	197.79
Indigenous (% of consumption)	99.99%	81.71%
Imported	0.04	44.28
Imported (% of consumption)	0.01%	18.29%
Total	**286.59**	**242.07**

Notes on Consolidated Financial Statements for the year ended 31 March, 2022

27 CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK-IN-TARDE, SEMI FINISHED GOODS

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Inventories at the beginning of the year:	-	-
Work-in-progress	-	-
Semi finished and finished goods	122.80	78.08
Stock In Transit	-	-
	122.80	78.08
Inventories at the end of the year:		
Work-in-progress	-	-
Semi finished and finished goods	148.04	122.80
	148.04	122.80
Total changes in inventories of finished goods	**(25.24)**	**(44.72)**

28 EMPLOYEE BENEFITS EXPENSE

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Salaries, Wages & Bonus	61.79	53.34
Staff welfare expense	1.83	1.35
Total	**63.62**	**54.69**

29 FINANCE COSTS

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Interest expense on:		
-Borrowings and Terms Loans	2.46	0.67
-Promoters contribution	-	-
Other Borrowing Cost		
-Bank Charges & Processing Fees	0.06	0.03
Total	**2.52**	**0.70**

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Notes on Consolidated Financial Statements for the year ended 31 March, 2022

30 OTHER EXPENSES

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Consumption of Stores, Spares & Consumables	-	0.11
Power & Fuel	6.14	5.67
Computers & Software	0.64	-
Repairs & Maintenance	13.87	-
- Other Assets	1.32	3.62
Rent	-	0.98
Insurance	0.84	2.28
Rates & Taxes	6.84	11.09
Freight & Packing	1.89	0.86
Printing and Stationery	1.36	0.89
Telephone & Internet	1.52	2.18
Travelling & Conveyance	1.30	0.51
Annual Listing Fees	3.45	3.45
Auditors Remuneration		
- For Audit Services	1.75	1.75
Legal, Professional & Consultancy fees	53.50	45.02
Other Selling & Distribution Expenses	46.99	12.53
Profit & Loss on Sale of Shares	12.49	-
ROC Fees	0.14	-
Share Expenses	0.26	19.88
Other Expenses	9.92	9.15
Fair Value Loss	37.98	78.56
Loss on F & O	-	296.52
Total	**202.20**	**495.05**

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Prabhat Technologies (India) Limited
CIN: L72100MH2007PLC169551

Notes : Corporate Insolvency Resolution Process

32.1 CIRP Petition was filed with NCLT under insolvency and bankruptcy code 2016. The IRP was appointed vide NCLT order dated 10th Oct 2019. Pursuant to this order, as per the provisions of Insolvency and Bankruptcy code, the power of the board of directors were suspended. Mr. Rajendra Karanmal Bhuta, the IRP appointed by the NCLT, Mumbai. However the financial results have been signed by Chief Finanncial Officer of the Company, confirming completeness and accuracy of the results. The Financial results thereafter has been taken on record by RP on 25-05-2022 for filing with Stock exchange. The RP has relied upon the Statements and records maintained by the Chief Financial Officer and Corporate Debtors Staff in relation to these financial results.

The RP approved these financial results only to the limited extent of discharging powers of Board of Directors of the Company conffered upon him in terms of Section 17 of the Code. The Statutory Audit for the quarter and year ended on March 31, 2022 has been audited by the Statutory Auditors of the Corporate Debtor as required under regulation 33 of SEBI (Listing Obligation and Disclosure requirements) regulation 2015.

32.2 During the CIRP, a resolution plan was received from the Resolution Applicant for the consideration of Committee of Creditors (CoC). The resolutyion plan was put to vote in 9th COC meeting on 27th October 2020. The Resolution has been approved with 98.15% votes in favour of the resolution plan. The said resolution plan has been filed with National Company Law tribunal (NCLT), Mumbai Bench for its approval vide dated 07th November 2020. The hearing of the Resolution Plan is scheduled on 07th June, 2022.

32.3 *(Ind AS) 10 Events after the Reporting Period* The Impact of claims and payment proposed to Financial Creditor, Operational Creditor, Statutory Dues and Employees has been taken into consideration. The Amount payable to Financial Creditor, Operational Creditor, Statutory Dues and Employees has been reduced to the extent of amount proposed as per the resolution plan approved by the CoC. The Amount Written back is credited to Reserves & Surplus Account since the written back amount is in the nature of Capital receipt to the extent of Rs. 6199.24 Lakh. The summary is hereunder:

Sr. No.	Particulars	Total Claim amount	Amount as per Approved Resolution Plan	Amount considered as Liability	Amount Written Back as Events after reporting period
1	Continuing & Non-Continuing Employees	9,23,905	8,60,010	8,60,010	-
2	Secured Financial Creditors	1,23,48,88,160	40,00,00,000	40,00,00,000	-
3	Unsecured Financial Creditors	82,96,62,981	22,42,92,584	22,42,92,584	-
4	Operational Creditors	81,45,475	65,045	65,045	-
5	Statutory Dues	1,10,16,91,251	35,00,000	35,00,000	-
	Total	3,17,53,11,772	62,87,17,639	62,87,17,639	-

32.4 During the period under review, The Unsecured Financial Creditor, as stated in Para 3 above, were included creditors to the extent of Rs. 1606.80 Lakh arising out of invocation of Financial Guarantee. The Hon'ble National Company Law Tribunal vide its order dated 06.01.2021 has classified above Financial Creditor as Operational Creditor. As per Resolution Plan, being Operational Creditor above creditor are entitled to Rs. 49.35 Lakh. The Difference being Rs. Rs. 1557.45 Lakh is written back to Reserve & Surplus to follow the practice of Transferring the amount to Reserve and Surplus carried out in Previous Year 2019-20.

32.5 Balance of Receivable (Sundry Debtors) includes Rs. 1639.73 Lakh against which the IRP has filed Recovery petition at appropriate forum pursuant to approval of Committee of Creditors.

32.6 The Closing stock has been revalued at its net realisable value based on the valuation reports and internal workings.

32.7 The above Audited financial results for the Quarter and the year ended on March 31,2022 of Prabhat Technologies (India) Limited include the financial result of its Wholly owned Subsidiaries : -

1. M/s. Prabhat Telecoms Hongkong Limited (The said company is not in operation for the past three years)
2. M/s Prabhatech Global Electronics Private Limited for the period from 01st April 2021 to 31st March 2022.

M/s Prabhatech Global Electronics Private Limited

Sr. No.	Particulars	Amount
1	Assets reflecting in Balance Sheet	52.31 Lakh
2	Liabilities reflecting in Balance Sheet	52.31 Lakh
3	Profit reflecting in Balance Sheet	-
4	Loss reflecting in Balance Sheet	37.99 lakh

(Including Debit balance of P & L)

32.8 The Company is primarily engaged in one business segment namely - "Technology & related technique equipment." - as determined by the chief operating decision maker in accordance with Ind AS 108 - "Operating Segment".

32.9 In respect of these financial results, the figures for the quarter ended March 31,2022 and the corresponding quarter ended March 31, 2021 are the balancing figures between the audited in respect of the full Financial year and the published year to date figures up to the third quarter of the respective financial years ending on March 31, 2022 and March 31, 2021 respectively.

32.10 The Financial results are Audited standalone and Consolidated Financial statements which are prepared in accordance with Indian Accounting standards (Ind AS) as prescribed under section 133 of companies ACT 2013 read with relevant rules issued thereunder.

32.11 Figures of Corresponding periods are reclassified/ regrouped wherever necessary.

For M/s. Harish Arora & Associates
ICAI firm registration number: 015226C
Chartered Accountants

CA. Harish Arora
Partner
Membership no.: 407420

Place: Mumbai
Date : 25-05-2022
UDIN: 22407420AJPVXB8176

For and on behalf of the board of directors of
Prabhat Technologies (India) Limited

Rajendra Karanmal Bhuta
Resolution professional

Parag Malde
CFO

Yash Jain
Company Secretary & Compliance Officer
(PAN : BSCPJ1207P)

Prabhat Technologies (India) Limited
CIN: L72100MH2007PLC169551

Other Disclosures to Consolidated Financial Statements for the year ended 31 March, 2022
Contingent liability and capital commitments

Particulars	As at March 31, 2022 (in Lacs)	As at March 31, 2021 (in Lacs)
Capital Commitments		
- Estimated amount of Contracts remaining to be executed on capital account and not provided for (Net of Advances)	-	-
Contingent Liabilities		
- Claims against company not acknowledged as debts	-	-
- Tax Matters **(Refer Note)**	-	-

Note: Company is in proceeding of insolvency and Pursuant to that company recognised contingent liabilities as actual after balance sheet date and approved by CIRP and later on confirmed by COC.

Earnings and expenditure in foreign currency

Particulars	2021-22		2020-21	
	USD	Rupees	USD	Rupees
Foreign Exchange Earnings				
Rendering of services	-	-	-	-
Foreign Exchange Outgoings				
Purchase (Import)	0.00	0.06	0.51	38.89

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Prabhat Technologies (India) Limited
CIN: L72100MH2007PLC169551

Other Disclosures to Consolidated Financial Statements for the year ended 31 March, 2022

Earnings Per Share

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders by the weighted average number of equity shares outstanding at the end of the year.
Diluted EPS amounts are calculated by dividing the profit attributable to equity holders by the weighted average number of equity shares outstanding at the end the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.
The following reflects the income and share data used in the basic and diluted EPS computation:

Particulars	As at March 31, 2022	As at March 31, 2021
Profit after tax as per profit and loss account	(177.10)	(494.59)
Weighted average number of equity shares for basic EPS*	107.06	107.06
Weighted average number of equity shares adjusted for the effect of dilution*	107.06	107.06
Face value per share	10.00	10.00
Basic earning per share	(1.57)	(4.62)
Diluted earning per share	(1.57)	(4.62)

Leases

The company has not entered into any financial/operating lease contract during the reporting period

Related Parties Disclosures

Disclosures as required by Indian Accounting Standard 24 - "Related Party Disclosures" are given below
Name of the enterprises that directly, or indirectly through one or more intermediaries, control or are controlled by, or under common control with reporting entity or significantly influenced by Key Management Personnel and/or their relatives:
(With whom transaction have taken place during the year ended 31st March 2018 and previous year ended 31st March 2017 and as at April 01, 2016

Name of the Related Party	Relationship
Prabhatech Global Electronics Private Limited	Subsidiary
Prabhat Telecoms Hongkong Limited	Subsidiary

Director and Key Management Personnel and their relatives

Name of the Person	Relationship
Mr. Vishwamani Matamani Tiwari	Managing Director and Chairman (Suspended w.e.f 10.10.2019)
Mr. Parag Malde	Whole Time Director & Chief Financial Officer
Ms. Geeta Krishna Bhosle	Non-Executive Independent Director (Suspended w.e.f 10.10.2019)
Ms. Nidhi Prem Chand Dodhia	Non-Executive Independent Director (Suspended w.e.f 10.10.2019)
Mr. Alberto Agostino Mario Zummo	Non-Executive - Independent Director (Suspended w.e.f 10.10.2019)
Ms. Aastha Kochar	Company Secretary & Compliance Officer

Enterprise over which Key Managerial Personnel and the Relative of Key Managerial Personnel exercise control/significant influence (Other Related Concerns)

Name of Enterprise	Legal status of such entity
Prabhat Enterprises	Associated Enterprise
Vishwamani Tiwari HUF	Hindu Individual Family of Managing Director
Vee Three Informatics Limited	Public Limited Company
Prabhat Charter Infra Services Private Limited	Private Limited Company

Transactions with the above in the ordinary course of business:

(Amount in lacs)

Name of the Related Party	Nature	March 31, 2022	March 31, 2021
V. M. Tiwari	Loan taken	10.00	
Prabhat Charter Infra Services Private Limited	Sale of Goods	6.61	-
Prabhat Renewable Energy Private Limited	Sale of Goods	3.78	-
Vee Three Informatics Limited	Loan taken	-	7.35
	Loan Repaid	-	3.05
	Sale of Goods	17.74	0.26
	Purchase of Goods	-	0.06
Yash Jain	Remuneration	1.25	-
Aastha Kochar	Remuneration	1.09	-

Other Disclosures to Consolidated Financial Statements for the year ended 31 March, 2022

Disclosure of material balances with related parties.

(Amount in lacs)

Name of the Related Party	Relation	As at March 31, 2022	As at March 31, 2021
Prabhat Renewable Energy Private Limited	Other Related Concern	15.25	-
Prabhat Charter Infra Services Private Limited	Other Related Concern	(4.46)	-
V. M. Tiwari	Managing Director and Chairman	(6.19)	-
Yash Jain	Company Secretary	(0.23)	-
Vee Three Informatics Limited	Other Related Concern	10.02	4.30

Fair values

Fair value measurement includes both the significant financial instruments stated at amortised cost and at fair value in the statement of financial position. The carrying values of current financial instruments approximate their fair values due to the short-term maturity of these instruments and the disclosures of fair value are not made when the carrying amount of current financial instruments is a reasonable approximation of the fair value. The carrying values of the long-term financial instruments approximates the fair values as the management has considered the fair value measurement techniques using the observable data i.e. the discounting rate which was similar as to rates, tenure and the credit rating of the other instruments of the Company. The management has also considered the effect of time value of money with respect to other long term financial instruments by taking the Company's fixed deposit rate of the Company.

Financial risk management objectives and policies & Capital Management

The Company's activities expose it to a variety of financial risks: market risk, credit risk and liquidity risk. The Company's risk management assessment and policies and processes are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor such risks and compliance with the same

The Company has constituted a Risk Management Committee consisting of majority of directors and senior managerial personnel. The Company has a robust risk management policy to identify, evaluate business risks and opportunities. This policy seeks to create transparency, minimise adverse impact on the business objectives and enhance the Company's competitive advantage.

Carrying amount of financial assets and liabilities:

The following table summaries the carrying amount of financial assets and liabilities recorded at the end of the year by categories:

(Amount in lacs)

Particulars	As at March 31, 2022	As at March 31, 2021	As at March 31, 2020
Financial assets			
Cash and cash equivalents	22.72	23.59	108.51
Trade receivables	2,803.78	2,863.72	2,581.00
Other financial assets	-	-	0.28
At end of the year	**2,826.50**	**2,887.31**	**2,689.78**
Financial liabilities			
Borrowings	71.97	2,641.46	4,241.79
Trade payables	156.12	143.12	66.57
Other financial liabilities	358.31	399.53	402.71
At end of the year	**586.40**	**3,184.11**	**4,711.07**

The Company is exposed to market risk, credit risk and liquidity risk.

Credit risk

Company's receivables from customers, loans and investments. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of counterparty to which the Company grants credit terms in the normal course of business.

Other Disclosures to Consolidated Financial Statements for the year ended 31 March, 2022

Trade receivables

For trade receivables "Ind AS 109 Financial Instruments" permits the simplified approach, which requires expected lifetime losses to be recognized from initial recognition of the receivables. In order to determine the expected credit losses for the portfolio, company have to arrive at a provision matrix. This provision matrix is based on its historical observed default rates, adjusted for forward looking estimates. At every reporting date, the historical observed default rates are updated.

Ageing of trade receivable

Particulars	Days		
	0-180	180-365	Above 365
As on March 31, 2021	1,135.75	74.50	1,593.53
As on March 31, 2020	987.47	281.58	1,311.95

Liquidity risk

The Company's principle sources of liquidity are cash and cash equivalents, current investments and the cash flow that is generated from operations. The Company believes that working capital is sufficient to meet its current requirements. Accordingly, no liquidity risk is perceived. The Company closely monitors its liquidity position and maintains adequate sources of funding.

(Amount in lacs)

Particulars	Total	Less than 1 year	1 to 2 years	2- 5 years
	₹	₹	₹	₹
Year ended March 31, 2021				
Borrowings	71.97	71.97	-	-
Trade payables	156.12	156.12	-	-
Other financial liabilities	358.31	358.31	-	-
	586.40	**586.40**	**-**	**-**
Year ended March 31, 2020				
Borrowings	4,241.79	4,241.79		
Trade payables	66.57	66.57		
Other financial liabilities	402.71	402.71		
	4,711.07	**4,711.07**	**-**	**-**

Market risk

Market risk is the risk that the fair value of the future cash flows of the financials instruments will fluctuate because of changes in market prices. Market risk comprises three type of risk: Currency risk, interest risk, other price risk, such as equity price and commodity risk. The value of financial instrument may change as a result of changes in the interest rate, foreign currency exchange rates, equity price fluctuations, liquidity and other market changes. Financial instrument affected by market risk include loans and borrowing, deposits and investments.

Foreign currency risk

Foreign exchange risk arises on future commercial transactions and on all recognised monetary assets and liabilities, which are denominated in a currency other than the functional currency of the Company. The Company's management has set policy wherein exposure is identified, benchmark is set and monitored closely, and accordingly suitable hedges are undertaken. The Company's foreign currency exposure arises mainly from foreign exchange imports and exports, primarily with respect to USD.

a) The company has not entered into any derivatives transaction during the year presented under and has no derivatives outstanding as at the reporting date

Interest rate risk

Company's interest rate risk arises from borrowings. The Company adopts a policy of ensuring that maximum of its interest rate risk exposure is at a fixed rate. The interest rate profile of the Company's interest-bearing financial instruments as reported to the management of the Company is as follows:

The Company's interest-bearing financial instruments is reported as below:

Particulars	As at March 31, 2021	As at March 31, 2020	As at March 31, 2019
Fixed rate instruments			
Financial Assets	69.78	439.20	274.80
Financial liabilities	-	-	-
Variable rate instruments			

Financial Assets	2,826.50	2,709.00	4,900.66	
Financial liabilities	586.40	4,711.07	11,695.74	

Other Disclosures to Consolidated Financial Statements for the year ended 31 March, 2022

Interest rate sensitivity

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market rates. The Company's exposure to the risk of changes in market rates relates primarily to the Company's long-term debt obligations with floating interest rates.

Particulars	As at March 31, 2022	As at March 31, 2021	As at March 31, 2020
Long term variable interest rate borrowings	-	-	-
Short term variable interest rate borrowings	71.97	2,641.46	9,965.13
	71.97	**2,641.46**	**9,965.13**

Cash flow sensitivity analysis for variable-rate instruments:

A reasonably possible change of 100 basis points in interest rates at the reporting date would have increased (decreased) profit or loss before tax by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant:

Year ended	Increase/ (decrease) in basis points	Effect on profit before tax increase/ (decrease)
March 31, 2022	0.72	-
March 31, 2021	26.41	(461.46)
March 31, 2020	99.65	(8,752.03)
March 31, 2019	99.65	(1,066.11)
March 31, 2018	87.98	(2,007.52)

Capital management

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the value of shareholder.

Particulars	As at March 31, 2022	As at March 31, 2021	As at March 31, 2020
Loans and borrowings	71.97	2,641.46	4,241.79
Trade payables	156.12	143.12	66.57
Other payables	358.31	399.53	402.71
Less: Cash and cash equivalents	22.72	23.59	108.51
Net debt (A)	**563.68**	**3,160.52**	**4,602.57**
Equity	3,169.67	4,499.65	2,301.13
Capital and net debt (B)	**3,169.67**	**4,499.65**	**2,301.13**
Capital gearing ratio (A/B)	**0.18**	**0.70**	**2.00**

To achieve the overall objective, the Company's capital management aims to ensure that it meets the financial covenants attached to loans and borrowings. Breaches in meeting the covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any loans and borrowings in the current year.

Income tax

Income statement

Particulars	As at March 31, 2022	As at March 31, 2021
Current income tax:		
Current income tax charge	-	-
Adjustments in respect of current income tax of previous year	-	-
Deferred tax:		
Relating to origination and reversal of temporary differences	35.07	51.28
Relating to origination and reversal of temporary differences through OCI	-	-
Income tax expense reported in the income statement	**35.07**	**51.28**

Other Disclosures to Consolidated Financial Statements for the year ended 31 March, 2022

Estimates

Ind AS 109-Financial Instruments (Classification and measurement of financial assets)

Classification and measurement shall be made on the basis of facts and circumstances that exist at the date of transition to Ind AS. The Company has evaluated the facts and circumstances existing on the date of transition to Ind AS for the purpose of classification and measurement of financial assets and accordingly has classified and measured the financial assets on the date of transition.

Ind AS 16 Property, Plant and Equipment and Ind AS 38 Intangible Assets

If there is no change in the functional currency an entity may elect to measure an item of property, plant and equipment and intangible assets at the date of transition to Ind AS at its fair value and use that fair value as deemed cost at that date or may measure the items of property, plant and equipment and intangible assets by applying Ind AS retrospectively or use the carrying amount under previous GAAP on the date of transition as deemed cost.

The Company has elected to continue with the carrying amount for all of its property, plant and equipment and intangible assets, measured as per previous GAAP and use that as its deemed cost as at the date of transition to Ind AS .

Reconciliation of Equity as previously reported under IGAAP

Particulars	As at March 31, 2022	As at March 31, 2021	As at March 31, 2020
Equity capital	1,070.63	1,070.63	1,070.63
Reserves	2,099.04	3,429.02	1,230.50
As reported under IGAAP	**3,169.67**	**4,499.65**	**2,301.13**
Finance charges as per EIR calculation	-	-	-
Prior period Items	-	-	-
OCI	-	-	-
MTM Gain/(Loss)	-	-	-
Fair value of investment	-	-	-
Term Loans	-	-	-
Total	**-**	**-**	**-**
As reported under Ind AS	**3,169.67**	**4,499.65**	**2,301.13**

***Ind AS adjustments for the year ended March 31, 2019 and March 31, 2018 are cumulative(inclusive of Ind AS adjustments as at April 01, 2017)**

As per Ind AS

Particulars	As at March 31, 2022	As at March 31, 2021	As at March 31, 2020
Equity capital	1,070.63	1,070.63	1,070.63
Reserves	2,099.04	3,429.02	1,483.30
Share suspense account			
	3,169.67	**4,499.65**	**2,553.93**

Segmental information

As the Company's business activities fall within a single primary business segment, the disclosure requirements of Ind AS 108 in this regard are not applicable.

Classification and presentation of assets and liabilities

Under IGAAP, the Company was not required to present its assets and liabilities bifurcated between financial assets/ financial liabilities and non-financial assets/ non-financial liabilities. Under Ind AS, the Company is required to present its assets and liabilities bifurcated between financial assets/ financial liabilities and non-financial assets/ non-financial liabilities. Accordingly, the Company has classified and presented the assets and liabilities.

In the opinion of the management, the current assets, loans & advances have been stated at realizable value. Provision for all the known liabilities is adequate and not in excess of the amount reasonably necessary.

Additional Information as required by para 5 of General Instructions for preparation of Statement of Profit and Loss (other than already disclosed above) are either nil or not applicable to the company.

Balances of Sundry Debtors, Creditors and Loans and Advances and Advances received from customers are subject to confirmation and reconciliation and consequent adjustments, if any.

These financial statements have been prepared in the format prescribed by the revised schedule III to the Companies Act, 2013. Previous period figures are regrouped or rearranged wherever considered necessary.

Subsequent events

The Company evaluated all events and transactions that occurred after March 31, 2021, the date on which the financial statements are issued. Based on the evaluation, the Company has identified events or transactions that would require recognition or disclosure in the financial statements. The same has been disclosed in Note No. 31 & 32.3

Prabhat Technologies (India) Limited
CIN: L72100MH2007PLC169551

32 Financial Ratios

Ratio / Measure	March 31,2022	March 31,2021	Variances %	Explanation for variances exceeding 25%
Current Ratio	6.07	7.06	-14.09%	N.A.
Debt-Equity Ratio	1.68	1.57	7.43%	N.A.
Debt Service Coverage Ratio	(0.05)	(0.13)	-62.69%	See 32.2
Return on Equity Ratio %	-5.43%	-17.53%	-69.02%	See 32.3
Inventory turnover ratio	1.93	1.38	39.50%	See 32.4
Trade Receivables turnover ratio	6.11	3.13	95.04%	See 32.5
Trade payables turnover ratio	2.30	1.93	19.34%	N.A.
Net capital turnover ratio	0.11	0.06	89.37%	See 32.6
Net profit ratio %	-63.29%	-303.72%	-79.16%	See 32.7
Return on Capital employed %	-2.69%	-6.75%	-60.23%	See 32.8
Return on investment %	-56.40%	-58.74%	-3.98%	N.A.

32.1 Methodology of Ratio / Measure

Ratio / Measure	Methodology
Current Ratio	Current assets over current liabilities
Debt-Equity Ratio	Debt over total shareholders' equity
Debt Service Coverage Ratio	EBIT over current debt
Return on Equity Ratio %	PAT over total average equity
Inventory turnover ratio	Cost of Goods Sold over Average Value of Inventory
Trade Receivables turnover ratio	Revenue from operations over average trade receivables
Trade payables turnover ratio	Adjusted expenses over average trade payables
Net capital turnover ratio	Revenue from operations over total shareholders' equity
Net profit ratio %	Net profit over revenue
Return on Capital employed %	PBIT over average capital employed
Return on investment %	Dividend and net fair value gain over weighted average investments

32.2 The Variance in Debt Service Coverage Ratio is due to drastic change in Net Operating Income (Loss). The Management has implemented Strategies to minimise their Losses in comparison to Previous Year.

32.3 The Variance in Return on Equity Ratio is due to Minimisation of Losses incurred in Current year in comaprison to Previous year.

32.4 The Variance in Inventory Turnover ratio is due to Increase in Prices of Traded Goods in comparison to Previous year.

32.5 The Variance in Trade Receivable turnover ratio is due to Increase in Credit Sales in comaprison to Previous year.

32.6 The Variance in Trade Receivable turnover ratio is due to Increase in Sales in comaprison to Previous year.

32.7 The Variance in Net Profit Ratio is due to decrease in Loss booked by the entity in current year as comparison to Previous year.

32.8 The Variance in Return on Investment Ratio is due to decrease in Loss booked by the entity in current year as comparison to Previous year.

1. Corporate Information

Prabhat Technologies (India) Limited Formerly known as Prabhat Telecom (India) Limited ("the Company") {CIN: L72100MH2007PLC169551} was incorporated on 02nd April 2007 at Mumbai, India. The company is engaged in EMS, designing, development and distribution of mobile phones & accessories and solar Equipment's.

Reg. Address: Unit No. 402, Western Edge I, Kanakia Spaces, Western Express Highway, Borivali (East) Mumbai Mumbai City MH 400066

2. Significant accounting policies

2.01 Basis of preparation of financial statements:

Financial statements for the year ended March 31, 2022 are prepared in accordance with Indian Accounting Standards notified under the Companies (Indian Accounting Standards) Rules, 2015 together with comparative period data as at and for the year ended March 31, 2021.

For periods up to and including the year ended March 31, 2020 the Company prepared its financial statements in accordance with accounting standards notified under Section 133 of the Companies Act, 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 ('Indian GAAP')

2.02 Use of Estimates:

The preparation of financial statements is in conformity with Ind AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, the disclosures of contingent assets and contingent liabilities at the date of financial statements, and the income and expenses during the reporting period. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in future periods which are affected.

Application of accounting policies that require critical accounting estimates and assumption having the most significant effect on the amounts recognized in the financial statements are:

- Valuation of financial instruments
- Useful life of property, plant and equipment
- Useful life of intangible assets
- Provisions

2.03 Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current or non-current classification. An asset is treated as current when it is:
- Expected to be realized or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realized within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

Deferred tax asset is classified as non-current assets.
The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

2.04 Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.
The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2- Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 -Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Company's Management determines the policies and procedures for both; recurring fair value measurement, such as derivative instruments and unquoted financial assets measured at fair value, and for non-recurring measurement, such as assets held for distribution in discontinued operations.

At each reporting date, the Management analyses the movements in the values of assets

and liabilities which are required to be remeasured or re-assessed as per the Company's accounting policies. For this analysis, the Management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

The Management also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.
For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

2.05 Property, Plant and Equipment and Others:

I. Tangible Assets
Tangible assets are stated at cost of acquisition and construction less accumulated depreciation, amortization and where applicable accumulated impairment losses,.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Gains and losses on disposal with the carrying amount of property, plant and equipment and are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment and are recognized net within "other income/other expenses" in the statement of profit and loss.

II. Intangible Assets
Intangible assets are recognized only if it is probable that the future economic benefits attributable to asset will flow to the enterprise and the cost of asset can be measured reliably. Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are stated at cost of development or consideration paid for acquisition less accumulated amortization and accumulated impairment loss, if any. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition

III. Cost of fixed assets includes non - refundable taxes and duties, borrowing cost directly attributable to the qualifying asset and any directly attributable costs of bringing the asset to its working condition for its intended use.

IV. The cost of replacing part of an item of property, plant and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Company and its cost can be measured reliably. The carrying amount of the replaced part is de-recognized. The costs of the day-to-day servicing of property, plant and equipment are recognized in the statement of profit and loss.

V. Capital work-in-progress comprised of cost incurred on fixed assets under construction/development/acquisition that are not yet ready for their intended use at the balance sheet date.

a. Depreciation and amortization:

i. Tangible Assets

Depreciation is provided on straight-line basis as per the useful life prescribed in schedule

II to the Companies Act, 2013. Depreciation on assets acquired or purchased during the period is provided on pro- rata basis from the date of such addition. The Companies Act, 2013 prescribes that the asset should be written off over its useful life as estimated by the management and provides the indicative useful lives for different class of assets. Further, the management of the Company provides 100% depreciation on all assets costing Rs. 5,000 or less.

Leasehold premises and improvements to leased premises are depreciated over the period of lease or useful life whichever is lower.

The rates of depreciation used are those that have been calculated as per the method specified in Schedule II of the Companies Act, 2013. The Companies Act, 2013 prescribes that the asset should be written off over its useful life as estimated by the management and provides the indicative useful lives for different class of assets

Depreciation is provided on straight-line (SLM) basis at the rates mentioned below, based on the estimated useful life of the assets.

Asset Class	Estimated useful life in years
Buildings	60
Plant & Machinery	15
Computers	3-5
Furniture and fixtures	10
Vehicles	8
Office equipments	5
Leasehold improvements	Over the lease period

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

ii. Intangible Assets:

Intangible assets are amortized on a straight-line basis over the estimated useful economic life. The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit or loss when the asset is derecognised.

Intangible assets include only software which are amortized over a period of six years.

2.06 Inventories:

Stock in trade are valued at lower of cost or net realizable value. Cost Include cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on a weighted average basis. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

2.07 Revenue Recognition:

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

i. Revenue from the sale of goods is recognised on dispatch of appropriation of goods in accordance with the terms of sale and is net of excise duty, incentive on sales including commission, rebates and discounts. Exports sales are recognised on the basis of the date of bill of lading/airways bill.

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

iii. Dividend income on investment is accounted for in the year in which the right to receive the payment is established.

2.08 Foreign Currency Transactions:

Functional currency and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates ("the functional currency"). Indian Rupee is the functional currency of the Company.

The financial statements are presented in Indian Rupees which is the functional currency of the Company.

Transactions and balances

i. Transactions in foreign currency are translated into Indian rupees at the exchange rates at the date of the transaction.

ii. Monetary assets and liabilities denominated in foreign currency are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognized in the statement of profit or loss.

iii. Non-monetary items that are measured in terms of historical cost in foreign currency are translated using the exchange rates at the date of the initial transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation difference on items whose fair value gain or loss is recognized in the statement of OCI or the statement of profit or loss is also recognized in the statement of OCI or the statement

of profit or loss, respectively).

2.09 Employee Benefits:

i. Short term employee benefit

All employee benefits falling due wholly within twelve months of rendering the service are classified as short- term employee benefits and they are recognized as an expense at the undiscounted amount in the Statement of Profit and Loss in the period in which the employee renders the related service.

ii. Post-employment benefits

a. Defined Contribution Plan
The defined contribution plan is post-employment benefit plan under which Company contributes fixed contribution to a government administered fund and will have no obligation to pay further contribution. The Company's defined contribution plan comprises of Provident Fund. The Company's contribution to defined contribution plans are recognized in the Statement of Profit and Loss in the period in which the employee renders the related service.

b. Defined benefit plan and Other long-term benefits
The Company has defined benefit plans comprising of gratuity. Company's obligation towards gratuity liability is unfunded and is managed by Company itself. The present value of the defined benefit obligations is determined based on actuarial valuation using the projected unit credit method. The rate used to discount defined benefit obligation is determined by reference to market yields at the Balance Sheet date on Indian Government Bonds for the estimated term of obligations.

c. Actuarial gains or losses arising on account of experience adjustment and the effect of changes in actuarial assumptions are recognized immediately in the Statement of other comprehensive income and presented within equity.

2.10 Borrowing Cost

Borrowing costs that are directly attributable to the acquisition, construction or development of a qualifying asset are capitalized as part of the cost of the respective asset till such time the asset is ready for its intended use or sale. A qualifying asset is an asset which necessarily takes a substantial period of time to get ready for its intended use or sale. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest, exchange difference arising from foreign currency borrowings to the extent they are treated as an adjustment to the borrowing cost and other costs that an entity incurs in connection with the borrowing of funds. The company has not incurred any borrowing cost directly attributable to the qualifying asset during the reporting period.

2.11 Lease:

The company has not entered into any financial/operating lease contact during the reporting period.

2.12 Taxes on Income:

Tax expenses for the year comprises of current tax, deferred tax charge or credit and adjustments of taxes for earlier years.

Provision for current tax is made as per the provisions of Income Tax Act, 1961.

Deferred tax charge or credit reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years and are measured based on the tax rates and the tax laws enacted or substantively enacted at 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. In situations where the Company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and carry forward of unused tax credits and unused tax losses can be utilised, except:

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction. affects neither the accounting profit nor taxable profit or loss.

- The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

- Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

- Deferred tax relating to items recognised outside the statement of profit and loss is recognised either in other comprehensive income or in equity. Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same tax authority

2.13 Cash and Cash Equivalents:

Cash and cash equivalents include cash in hand, bank balances, deposits with banks (other than on lien) and all short term and highly liquid investments that are readily convertible into known amounts of cash and are subject to an insignificant risk of changes in value.

2.14 Provisions

A provision is recognized when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

Contingent liabilities

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

2.15 Segment Reporting:

The company's operation comprises of only one segment "development and distribution of mobile phones & accessories" as its Primary segment.

2.16 Earnings per Share

Basic earnings per share are calculated by dividing the net profit or loss (after tax) for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events of bonus issue and share split. Diluted earnings per share is calculated by dividing the net profit or loss (after tax) for the year attributable to equity shareholders with the weighted average number of equity shares outstanding during the year and are adjusted for the effects of all dilutive potential equity shares.

2.17 Impairment of Assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset unless the asset does not generate cash inflows that are largely independent of those from other assets or Company's assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

2.18 Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial asset

Initial recognition and measurement

All financial assets are recognized initially at fair value. Purchase or sale of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognized on the trade date, i.e., the date that the Company commits to purchase or sell the assets.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories;
- at amortised cost through profit or loss
- at amortised cost through other comprehensive income

- at fair value through other comprehensive income
- at fair value through profit or loss

Financial assets at amortized cost

A Financial asset is measured at the amortised cost if both the following conditions are met:
a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the most relevant to the Company. All the Loans and other receivables under financial assets (except investments) are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Trade receivables do not carry any interest and are stated at their nominal value as reduced by impairment amount.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the statement of profit and loss. The losses arising from impairment are recognised in the statement of profit and loss. This category generally applies to trade and other receivables.

Financial assets at fair value through the statement of profit and loss/other comprehensive income

Instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss.

If the Company decides to classify an instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the statement of OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Group of similar financial assets)
is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material lay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass- through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Impairment of financials assets

The Management has evaluated the impairment provision requirement under IND AS 109 and has listed below major facts for trade and other receivables impairment provisioning:

The Company does not have any purchased or originated credit-impaired (POCI) financial assets, i.e., financial assets which are credit impaired on purchase/ origination.

Expected Credit Loss (ECL) impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss. This amount is reflected under the head
'other expenses' in the P&L. The balance sheet presentation for various financial instruments is described below:

Financial assets measured as at amortized cost and other contractual revenue receivables- ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through the statement of profit or loss, loans and borrowings, trade payables and other payables.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. However, with respect to difference that arises between the transaction price and the fair value of interest free loan taken from members, the Company has an accounting policy choice to recognise this difference in the statement of profit and loss or treat it as equity (capital contribution).

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. However, the Company has borrowings at floating rates. Considering that the impact of restatement of effective interest rate, year on year due to reset of interest rate, is immaterial, the Company is amortising the transaction cost on a straight-line basis over the tenure of the loan. Gains and losses are recognised in the statement of profit and loss when the liabilities are derecognised as well as through the transaction cost amortisation process.

This category generally applies to borrowings.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged, cancelled or it expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective

carrying amounts is recognised in the statement of profit and loss.

Compound instruments

Reclassification of financial assets

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

The following table shows various reclassification and how they are accounted for:

Original classification	Revised classification	Accounting treatment
Amortised cost	FVTPL	Fair value is measured at reclassification date. Difference between previous amortized cost and fair value is recognised in P&L.
FVTPL	Amortised cost	Fair value at reclassification date becomes its new gross carrying amount. EIR is calculated based on the new gross carrying amount.
Amortised cost	FVTOCI	Fair value is measured at reclassification date. Difference between previous amortised cost and fair value is recognised in OCI. No change in EIR due to reclassification.
FVTOCI	Amortised cost	Fair value at reclassification date becomes its new amortised carrying amount. However, cumulative gain or loss in OCI is adjusted against fair value. Consequently, the asset is measured as if it had always been measured at amortised cost.
FVTPL	FVTOCI	Fair value at reclassification date becomes its new carrying amount. No other adjustment is
FVTOCI	FVTPL	Assets continue to be measured at fair value. Cumulative gain or loss previously recognized in OCI is reclassified to P&L at the reclassification date

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

Standalone Financial Statements

INDEPENDENT AUDITOR'S REPORT

To the Members of
PRABHAT TECHNOLOGIES (INDIA) LIMITED

Report on the Standalone Financial Statements

Qualified Opinion

We have audited the accompanying statement of standalone financial results of **PRABHAT TECHNOLOGIES (INDIA) LIMITED** formerly known as Prabhat Telecom (India) Limited which comprise the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss, Cash Flow Statement for the year ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us except for the possible effects of the matter described in the "Basis for Qualified Opinion", 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 Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, its loss, changes in equity and its cash flow for the year ended on that date.

Basis for Qualified Opinion

We conducted our audit of the standalone financial statements 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 standalone 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 qualified opinion on the standalone financial statements.

We draw attention to the following matter:

4. Note No. 17.1 of the accompanying Standalone Financial Results, stating therein that the Impairment of Assets/Liabilities has been worked out on the Basis of Valuation Report certified by registered valuer. We have relied upon the valuations of assets and impairment workings as per the Certificate provided to us by the RP pertaining to valuations of assets and its impairment as Certificate of Valuation Certificate could not be provided to us as per the terms of Insolvency regulation 35(2) and other relevant provisions of IBC, 2016. Also, calculation of Deferred Tax has been done accordingly on the basis of aforesaid mentioned values.
5. Note No. 17.2 of the accompanying Standalone Financial Results which states that the Company has recognized Non-Sustainable Debt pursuant to CIRP as part of Reserves on the basis of the decision taken as part of COC resolution meeting approved by 98.15% COC Members through vote. This adjustment considered to be event after balance sheet date, as per the COC Committee and is recognized in the financial results. However, such transactions are subject to NCLT

approval and should have been acknowledged on duly confirmation/acceptance from the NCLT court.

Key Audit Matters

Key audit matters are those matters that in our professional judgement were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have no matters to be reported as the key audit matters to be communicated in our report.

Emphasis of Matter Paragraph

We draw attention to

b. The Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT") admitted an insolvency and bankruptcy petition filed by a financial creditor against Prabhat Technologies (India) Limited ("the Company") and appointed Resolution Professional (RP) who has been vested with management of affairs and powers of the Board of Directors with direction to initiate appropriate action contemplated with extant provisions of the Insolvency and Bankruptcy Code, 2016 and other related rules.

Our opinion is not modified in respect of above matters

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's Management is responsible for the preparation of the other information. The other information comprises the information included in management analysis, company performance report butdoes not include the standalone 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 standalone 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

Management's Responsibilities for the Standalone Financial Results

The Management of the Company is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income and changes in equity (reserves) of the Company in accordance with the Ind AS and other accounting principles generally accepted in India.

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 standalone financial statements, Management of Company 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 Management of Company either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Management of Company are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility

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 standalone 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 financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our 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 made by management.

Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report.

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

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.
We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the 'Annexure A', a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

As required by Section 143 (3) of the Act, based on our audit we report that:

g. 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.

h. 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.

i. The Balance Sheet, the Statement of Profit and Loss including other comprehensive income and Statement of Changes in Equity (reserves)dealt with by this Report are in agreement with the books of account

j. In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules2014.

k. On the basis of the written representations received from the directors as on 31st March, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.

l. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B", and

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

n. 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:

v. The company does not have any pending litigation which would impact its financial position

vi. The company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.

vii. There has been no delay in transferring the amount, required to be transferred in accordance with the relevant provisions of the Companies Act, 2013 and the rules made thereunder, to the Investor Education and Protection Fund by the Company.

viii. (a) The management has represented that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, 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, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented, that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether,

directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on such audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material mis-statement.

v. No dividend have been declared or paid during the year by the company.

For Harish Arora& Associates
Chartered Accountants

CA Harish Arora
M.No. 407420
FRN 015226C

Date: 25.05.2022
Place: Mumbai
UDIN : 22407420AJPVW2251

Annexure 'A'

(Referred to in Paragraph 1 under the heading "Report on Other Legal and Regulatory Requirements" of our report of even date on the accounts of PRABHAT TECHNOLOGIES (INDIA) LIMITED ,for the year ended March 31, 2022)

We report that:

(i) (a) (A) The company has maintained proper records showing full particulars,

including quantitative details and situation of Property, PlantandEquipment;

(B)The Company does not have any intangible assets. Accordingly, clause 3(i)(a)(B) of the Order is not applicable to the Company.

(f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Property, Plant and Equipment have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification;

(g) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the titledeeds of all the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee)disclosed in the financial statements are held in the name of the company.

(h) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets during the year. Accordingly, the reporting under Clause 3(i)(d) of the Order is not applicable to the Company.

(i) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings 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.

(xii) (a) As explained to us & on the basis of the records examined by us, in our opinion, physical verification of inventory has been conducted at reasonable intervals by the management. In our opinion, the coverage and procedure of such verification by the management is appropriate. No discrepancy of 10% or more in the aggregate for each class of inventory were noticed on physical verification of stocks by the management as compared to book records.

(c) 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 during any point of time of the year, working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.

(xiii) 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 investments in, nor provided any 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 clause 3(iii)(a), 3(iii)(b), 3(iii)(c), 3(iii)(d), 3(iii)(e) and 3(iii)(f) of the Order are not applicable to the Company.

(xiv) According to the information and explanations given to us and on the basis of our

examination of the records, in respect of loans, investments, guarantees, and security, provisions of section 185 and 186 of the Companies Act, 2013 have been complied with.

(xv) The company has not accepted any deposits or amounts which are deemed to be deposits covered under sections 73 to 76 of the Companies Act, 2013. Accordingly, clause 3(v) of the Order is not applicable.

(xvi) As per information & explanation given by the management, maintenance of cost records has not been specified by the CentralGovernmentundersub-section(1)ofsection148oftheCompaniesAct.

(xvii) (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 is regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities. According to the information and explanation given to us there were no outstanding statutory dues as on 31st of March, 2022 for a period of more than six months from the date they became payable.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the company, following are the statutory dues referred to in sub-clause (a) that have not been deposited on account of any dispute:

Nature of Statute	Nature of dues	Forum where dispute is pending	Period to which the amount relates	Amount Disputed
Income Tax	Income Tax	CIT Appeals	AY10-11 AY 11-12 AY 12-13 AY 13-14 AY 16-17 AY 17-18	10,410,050 21,936,167 15,067,146 13,423,905 26,416,892 19,674,732
Sales Tax Act & VAT Laws	Value AddedTax	Deputy Commissioner (Appeal)	FY 10-11 FY 12-13 FY 13-14 FY 14-15	114,617,149 539,100,777 295,970,586 689,325,624
Sales Tax Act & VAT Laws	Central Sales Tax	Deputy Commissioner (Appeal)	FY 10-11 FY 11-12 FY 12-13 FY 13-14 FY 14-15	41,115,962 5,00,000 4,399,195 2,202,594 120,506,332

(xviii) 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.

(xix) (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 repayment of loans or other borrowings or in the payment of interest thereon to any lender.

(g) 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 other lender;

(h) According to the information and explanations given to us by the management, the Company has utilized the money obtained by way of term loans during the year for the purposes for which they were obtained.

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

(j) The Company does not hold any investment in any subsidiary, associate or joint venture (as defined under the Act) during the year ended 31 March 2022. Accordingly, clause 3(ix)(e) is not applicable.

(k) The Company does not hold any investment in any subsidiary, associate or joint venture (as defined under the Act) during the year ended 31 March 2022. Accordingly, clause 3(ix)(f) is not applicable.

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

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.Accordingly, clause 3(x)(b) of the Order is not applicable.

(xxi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us , no fraud by the company or any fraud on the company has been noticed or reported during the course of audit.

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

(e) According to the information and explanations given to us by the management, no whistle-blower complaints had been received by the company.

(xxii) The company is not a Nidhi Company. Accordingly, clause 3(xii)(a), 3(xii)(b) and 3(xii)(c) of the Order is not applicable.

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

(xxiv) (a) Based on information and explanations provided to us and our audit procedures, the company has an internal audit system commensurate with the size and nature of its business;

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

(xxv) In our opinion and according to the information and explanations given to us, the company has not entered into any non-cash transactions with directors or persons connected with him and hence, provisions of Section 192 of the Companies Act, 2013 are not applicable to the Company.

(xxvi) (a) In our Opinion and based on our examination, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934). Accordingly clause 3(xvi)(a) of the Order is nor applicable.

(e) In our Opinion and based on our examination, the Company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable. ,

(f) In our Opinion and based on our examination, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.

(g) According to the information and explanations given by the management, the Group does not have any CIC as part of the Group.

(xxvii) Based on our examination, the company has not incurred cash losses in the financial year and in the immediately preceding financial year.

(xxviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.

(xxix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that 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.

(xxx) Based on our examination, the provision of section 135 are not applicable on the company. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

(xxxi) There have been no qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports of the companies included in the consolidated financial statements except following:

For HARISH ARORA & ASSOCIATES
Chartered Accountants
FRN: 015226C

Place:-Mumbai
Date: 25.05.2022

HARISH ARORA
(PARTNER)
Membership No. 407420

"Annexure B" to the Independent Auditor's Report of even date on the Standalone Financial Statements of PRABHAT TECHNOLOGIES (INDIA) LIMITED

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

We have audited the internal financial controls over financial reporting of **Prabhat Technologies (India) Limited**asof March 31, 2022 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based onthe Internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India.

Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Basis for Qualified Opinion

The Company's internal financial controls relating to review of Impairment of Assets/Liabilities and Non-Sustainable Debt for appropriate valuation did not operate effectively which resulted in non-ascertainment of adequate provision pertaining to such impairment.

Qualified Opinion

In our opinion, except for the effects of the described in the Basis for Qualified Opinion paragraph above, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Harish Arora& Associates
Chartered Accountants

CA Harish Arora
M.No. 407420
FRN 015226C

Date: 25/05/2022
Place: Mumbai

Prabhat Technologies (India) Limited
CIN: L72100MH2007PLC169551

Financial statements as on March 31, 2022
(All amounts are ₹ in lacs unless stated otherwise)

Particulars	Notes	As at March 31, 2022	As at March 31, 2021
ASSETS			
(1) Non-current assets			
(a) Property, plant and equipment	**3**	2,040.50	2,080.57
(b) Capital work-in-progress		-	-
(c) Other Intangible assets	**4**	0.50	0.50
(d) Financial assets			
(i) Investments	**5**	67.34	143.09
(ii) Loans		-	-
(iii) Others	**6**	2.44	2.19
(e) Other non-current assets	**7**	-	-
(f) Deferred tax assets (Net)	**18**	2,740.29	2,705.22
Total non-current assets		**4,851.07**	**4,931.57**
(2) Current assets			
(a) Inventories	**8**	148.04	122.80
(b) Financial assets			
(i) Trade receivables	**9**	2,803.78	2,864.07
(ii) Cash and cash equivalents	**10**	22.70	23.99
(iii) Bank balances other than (iii) above	**11**	19.50	19.50
(iv) Loans	**12**	-	-
(v) Others	**13**	-	-
(c) Other current assets	**14**	646.89	635.36
Total current assets		**3,640.91**	**3,665.71**
TOTAL ASSETS		**8,491.97**	**8,597.28**
EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	**15**	1,070.63	1,070.63
(b) Other equity			
(i) Reserves and surplus	**16**	2,144.25	2,290.09
TOTAL EQUITY		**3,214.87**	**3,360.72**
Non-current liabilities			
Liabilites under resolution Plan			
(i) Financial Creditors	**17**	4,000.00	4,000.00
(ii) Other Unsecured Creditors		729.24	729.24
Total non-current liabilities		**4,729.24**	**4,729.24**
(2) Current liabilities			
(a) Financial liabilities			
(i) Borrowings	**19**	23.19	1.14
(ii) Trade payables	**20**	154.91	89.55
(iii) Other financial liabilities	**21**	357.03	362.43
(b) Provisions		4.37	11.30
(c) Current Tax Liabilities (Net)	**22**	-	-
(d) Other Current Liabilities	**23**	8.35	42.90
Total current liabilities		**547.86**	**507.31**
TOTAL LIABILITIES		**5,277.10**	**5,236.55**
TOTAL EQUITY AND LIABILITIES		**8,491.97**	**8,597.28**

Summary of significant accounting policies
The accompanying notes are an integral part of the financial statements. **01-34**
As per our report of even date

For M/s. Harish Arora & Associates
ICAI firm registration number: 015226C
Chartered Accountants

CA. Harish Arora
Partner
Membership no.: 407420

Place: Mumbai
Date: 25-05-2022
UDIN: 22407420AJPVWF2251

For and on behalf of the board of directors of
Prabhat Technologies India Limited

Rajendra Karanmal Bhuta
Resolution Professional
Reg. no. IBBI/IPA-001/IP-P00141/2017-18/10305

Parag Malde
CFO

Yash Jain
Company Secretary and Compliance Officer
(PAN:BSCPJ1207P)

Prabhat Technologies (India) Limited
CIN: L72100MH2007PLC169551

Statement of Profit and Loss for the year ended March 31, 2022
(All amounts are ₹ in lacs unless stated otherwise)

Particulars	Notes	For the year ended March 31, 2022	For the year ended March 31, 2021
Revenue from operations	**24**	356.22	198.97
Other income	**25**	13.13	49.70
Total income		**369.35**	**248.67**
Expenses			
Cost of raw materials consumed	**26**	286.59	242.07
Changes in inventories of finished goods	**27**	(25.24)	(44.72)
Employee benefits expense	**28**	41.01	43.02
Finance cost	**29**	-	-
Depreciation and amortization expense	**3 & 4**	50.31	53.81
Other expenses	**30**	190.87	494.30
Total expenses		**543.53**	**788.48**
Profit before tax from continuing operations		**(174.18)**	**(539.81)**
Less:- Exceptional Items			
Liabilities for Claims admitted under CIRP	**31**	-	-
Event after Balance sheet Date - Trade Liability		-	-
Total Exceptional Items		**-**	**-**
Profit before tax from continuing operations after Exceptional Items		**(174.18)**	**(539.81)**
Income tax (expense) benefit		**-**	**-**
Current tax		**-**	**-**
Deferred tax		35.07	42.42
Total tax (expense)		35.07	42.42
Profit for the year from continuing operations		**(139.11)**	**(497.39)**
Other comprehensive income (OCI)			
Other comprehensive income not to be reclassified to profit and loss in subsequent periods:		-	-
Loss on actuarial valuation of post employment benefits		-	-
Less: Income tax expense		-	-
Other comprehensive income for the year, net of tax		**-**	**-**
Total comprehensive income for the year		**(139.11)**	**(497.39)**
Equity Share of par value Rs. 10 each			
Basic		(1.30)	(4.65)
Diluted		(1.30)	(4.65)

Summary of significant accounting policies
The accompanying notes are an integral part of the financial statements. **01-34**
As per our report of even date

For M/s. Harish Arora & Associates
ICAI firm registration number: 015226C
Chartered Accountants

CA. Harish Arora
Partner
Membership no.: 407420

Place: Mumbai
Date: 25-05-2022
UDIN: 22407420AJPVWF2251

For and on behalf of the board of directors of
Prabhat Technologies India Limited

Rajendra Karanmal Bhuta
Resolution Professional
Reg. no. IBBI/IPA-001/IP-P00141/2017-18/10305

Parag Malde
CFO

Yash Jain
Company Secretary and Compliance Officer
(PAN:BSCPJ1207P)

Prabhat Technologies (India) Limited
CIN: L72100MH2007PLC169551

Cash Flow Statement for the year ended March 31, 2022

(All amounts are in ₹ in lacs unless stated otherwise)

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
A. Cash flow from operating activities		
Profit before extraordinary items and tax	**(174.18)**	**(539.83)**
Adjustments for:		
Depreciation and amortisation expense	50.31	53.81
Finance costs	0.00	19.90
Rent received	(2.46)	(12.00)
Fair Valuation on Shares	37.98	-
Profit & Loss on Sale of Shares	12.49	-
Other Income	(0.10)	(0.02)
Non Sustainable Debt	-	1,557.00
Operating profit before working capital changes	**(75.95)**	**1,121.29**
Changes in working capital:		
Adjustments for (increase)/ decrease in operating assets:		
Inventories	(25.24)	39.69
Trade receivables	60.29	(283.07)
Other non current financial assets	(0.25)	2.57
Other current assets	(11.54)	317.95
Other current financial assets		-
	23.26	**34.73**
Prior Period Items & Extra Ordinary Items	(6.73)	-
Operating Profit after Prior period, extraordinary items and tax	**16.53**	**34.73**
Adjustments for increase (decrease) in operating liabilities:		
Trade payables	65.36	72.97
Other current provisions	(6.41)	(5.28)
Other current liabilities	(34.55)	11.30
Other non-current liabilities	-	2.17
Other non-current financial liabilities	(5.94)	-
Current Tax Liabilities (Net)	-	-
	18.47	**81.16**
Cash generated from operations	**(40.95)**	**1,237.18**
Net income tax paid	-	-
Net cash flow from operating activities (A)	**(40.95)**	**1,237.18**
B. Cash flow from investing activities		
Investment in shares & Mutual fund	37.77	291.15
Rent received	2.46	12.00
Profit & Loss on Sale of Shares	(12.49)	-
Payment for purchase of property, plant and equipment	(10.24)	0.15
Other Income	0.10	0.02
		-
Net cash flow used in investing activities (B)	**17.59**	**303.32**
C. Cash flow from financing activities		
Repayment of borrowings	22.06	(1,605.66)

Prabhat Technologies (India) Limited
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Proceeds from short term borrowings	-	-
Finance cost	-	(19.90)
		-
Net cash flow from/ (used in) financing activities (C)	**22.06**	**(1,625.56)**
Net increase/ (decrease) in Cash and cash equivalents (A+B+C)	**(1.29)**	**(85.07)**
Add: Cash and cash equivalents at the beginning of the year	23.99	109.06
Cash and cash equivalents at the end of the year *	**22.70**	**23.99**
Cash and cash equivalents at the end of the year*		
*Comprises of:		
(a) Cash on hand	1.21	0.56
(b) Balances with banks		
(i) In current accounts	21.49	23.43
Assets Acquire on account of Amalgamation	-	-
Current Investments		
	22.70	**23.99**

Summary of significant accounting policies
The accompanying notes are an integral part of the financial statements. **01-34**
As per our report of even date

For M/s. Harish Arora & Associates
ICAI firm registration number: 015226C
Chartered Accountants

CA. Harish Arora
Partner
Membership no.: 407420

Place: Mumbai
Date: 25-05-2022
UDIN: 22407420AJPVWF2251

For and on behalf of the board of directors of
Prabhat Technologies India Limited

Rajendra Karanmal Bhuta
Resolution Professional
Reg. no. IBBI/IPA-001/IP-P00141/2017-18/10305

Parag Malde
CFO

Yash Jain
Company Secretary and Compliance Officer
(PAN:BSCPJ1207P)

Notes on Financial Statements for the year ended 31 March, 2022

3 PROPERTY, PLANT AND EQUIPMENT

(Amount in lacs)

Particulars	Free Hold Land	Building	Plant and Machinery	Furniture and Fixtures	Vehicles	Office Equipment	Total
Gross Carrying Amount							
As on March 31, 2020	**20.83**	**2,213.94**	**75.24**	**75.60**	**9.11**	**69.55**	**2,464.25**
Additions	-	-	-	-	-	0.15	**0.15**
Adjustments/ disposals	-	-	-	-	-	-	**-**
Assets held for sale (Note 17)	-	-	-	-	-	-	**-**
As on March 31, 2021	**20.83**	**2,213.94**	**75.24**	**75.60**	**9.11**	**69.69**	**2,464.39**
Additions	-	10.16	-	-	-	-	**10.16**
Adjustments/ disposals	-	-	-	-	-	-	**-**
Assets held for sale (Note 17)	-	-	-	-	-	-	**-**
As on March 31, 2022	**20.83**	**2,224.09**	**75.24**	**75.60**	**9.11**	**69.69**	**2,474.55**
Accumulated depreciation							
As on March 31, 2020	**-**	**179.87**	**59.58**	**51.04**	**9.11**	**28.42**	**328.01**
Depreciation charge	-	35.86	-	8.57	-	9.38	**53.81**
Adjustments/ disposals	-	-	-	-	-	-	**-**
Assets held for sale (Note 17)	-	-	-	-	-	-	**-**
As on March 31, 2021	**-**	**215.73**	**59.58**	**59.61**	**9.11**	**37.80**	**381.82**
Depreciation charge	-	35.86	-	5.05	-	9.40	**50.31**
Adjustments/ disposals	-	-	-	-	-	-	**-**
Assets held for sale (Note 17)	-	-	-	-	-	-	**-**
As on March 31, 2022	**-**	**251.60**	**59.58**	**64.66**	**9.11**	**47.19**	**434.05**
Net Carrying Amount							
As on March 31, 2021	**20.83**	**1,998.20**	**15.70**	**15.99**	**0.00**	**30.89**	**2,080.57**
As on March 31, 2022	**20.83**	**1,972.49**	**15.70**	**10.94**	**0.00**	**22.50**	**2,040.50**

4 INTANGIBLE ASSETS

(Amount in lacs)

Particulars	Computer Software	Total
Gross Carrying Amount		
Deemed Cost As on March 31, 2020	**113.46**	**113.46**
Additions	-	-
Adjustments/ disposals	-	-
As on March 31, 2021	**113.46**	**113.46**
Additions	-	-
Adjustments/ disposals	-	-
As on March 31, 2022	**113.46**	**113.46**
Accumulated depreciation		
As on March 31, 2020	**112.96**	**112.96**
Amortization charge	-	-
Adjustments/ disposals	-	-
As on March 31, 2021	**112.96**	**112.96**
Amortization charge	-	-
Adjustments/ disposals	-	-
As on March 31, 2022	**112.96**	**112.96**
Net Carrying Amount		
As on March 31, 2021	**0.50**	**0.50**
As on March 31, 2022	**0.50**	**0.50**

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Notes on Financial Statements for the year ended 31 March, 2022

5 NON CURRENT INVESTMENTS

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Investments in Equity Instruments		
Quoted Investments		
Investment in Mutual Fund (Schedule-5.1)	5.60	4.23
Investment in Shares (Schedule-5.1)	61.74	128.86
Investments in subsidiaries (Unquoted)		
Investment in Prabhat Global Technologies Private Limited (Being 99,999 shares acquired @Rs. 10 each)	-	10.00
Less : Provision for diminution in value of Investments	-	-
	-	10.00
Total	**67.34**	**143.09**

5.1 Quoted Investments

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Investment in Mutual Fund		
Union Small and Midcap Fund	5.60	4.23
Total- A	5.60	4.23
Investment in Shares		
Shares- BCPL Railway Infrastructures Limited	-	121.35
Shares - Centrum Capital Limited	30.24	-
Shares - Pro Fin Capital Services Limited	15.38	7.51
Shares-India Bulls Ventures Limited	16.12	-
Total-B	61.74	128.86
Grand Total (A+B)	67.34	133.09

6 OTHER NON CURRENT FINANCIAL ASSET

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Security Deposit	2.44	2.19
Total	**2.44**	**2.19**

7 OTHER NON CURRENT ASSETS

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Advance against imports	-	-
Others	-	-
Total	**-**	**-**

Notes on Financial Statements for the year ended 31 March, 2022

8 INVENTORIES

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Raw Materials & Components	-	-
Work in Progress & Semi Finished	-	-
Finished goods	148.04	122.80
Total	**148.04**	**122.80**

9 TRADE RECEIVABLES

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Secured and considered good	-	-
Unsecured considered good	53.11	63.54
Outstanding for a period exceeding six months	2,750.67	2,800.53
from the date they are due for payment	-	-
Less : Provision for doubtful debt	-	-
Considered Doubtful	-	-
Total Receivables	**2,803.78**	**2,864.07**
Current	2,803.78	2,864.07
Non-current	-	-

9.1 The trade receivables ageing schedule for the years ended as on March 31, 2022 are as follows :

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade receivables – considered good		53.11	17.97	11.90	524.18	2,196.62	2,803.78
Undisputed trade receivables – credit impaired							
Disputed trade receivables – considered good							
Disputed trade receivables – credit impaired							
Less : Allowance for credit loss							
Total trade receivables	-	53.11	17.97	-	524.18	2,196.62	2,803.78

The trade receivables ageing schedule for the years ended as on March 31, 2021 are as follows :

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade receivables – considered good	-	63.54	39.50	522.36	1,241.98	996.69	2,864.07
Undisputed trade receivables – credit impaired							
Disputed trade receivables – considered good							
Disputed trade receivables – credit impaired							
Less : Allowance for credit							
Total trade receivables	-	63.54	39.50	522.36	1,241.98	996.69	2,864.07

Notes on Financial Statements for the year ended 31 March, 2022

10 CASH & CASH EQUIVALENT

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Cash and cash equivalents		
Balances with Bank		
- Current Accounts INR	21.49	22.88
Cash on Hand	1.21	1.11
Total	**22.70**	**23.99**

11 BANK BALANCES OTHER THAN ABOVE

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Fixed deposits with bank	-	-
LC margin money deposit	19.50	19.50
Total	**19.50**	**19.50**

12 CURRENT LOAN

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Others	-	-
Total	**-**	**-**

13 OTHER CURRENT FINANCIAL ASSETS

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Security deposits	-	-
Total	**-**	**-**

14 OTHER CURRENT ASSETS

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Advance to vendors	1.17	1.28
Advance to employees	-	-
	-	-
Advance against fixed assets		
Balance with government authorities	244.23	233.70
Recoverable from creditors	-	-
Interest receivable	-	-
Prepaid expenses	1.14	-
Share Application Money - Pragat Akshay Urja	400.00	400.00
Other advances	0.36	0.36
Total	**646.89**	**635.34**

Notes on Financial Statements for the year ended 31 March, 2022

15 EQUITY SHARE CAPITAL

Particulars	**Number**
Authorised share capital	
At March 31, 2021	12,00,000.00
Increase (decrease) during the year	
At March 31, 2022	12,00,000.00

Particulars	**Number**
Issued share capital	
At March 31, 2021	1,07,06,278.00
Increase (decrease) during the year	-
At March 31, 2022	1,07,06,278.00

b) The Company has one class of shares referred to as equity shares having a 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 all preferential amounts (after due adjustments in case shares are not fully paid up). No member shall be entitled to receive any dividend or bonus until having paid all calls or instalments.

c) Details of Shareholding held by Promoter Group:

Name of the shareholder	**As at March 31, 2022**		**As at March 31, 2021**	
	Number	**% Holding**	**Number**	**% Holding**
Vishwamani Matamani Tiwari	56,16,486.00	52.46%	55,16,545.00	51.53%
Vishwamani Tiwari HUF	10,00,000.00	9.34%	10,00,000.00	9.34%
Vee Three Informatics Limited	6,66,429.00	6.22%	6,66,429.00	6.22%
Prabha V Tiwari	2,84,666.00	2.66%	2,84,796.00	2.66%
Gouri Kutty Amma Parameshwaram Pillai	1,20,360.00	1.12%	1,20,360.00	1.12%
Chandramani M Tiwari	7,260.00	0.07%	7,260.00	0.07%

d) Details of Shareholding more than 5% shares in the Company :

Name of the shareholder	**As at March 31, 2022**		**As at March 31, 2021**	
	Number	**% Holding**	**Number**	**% Holding**
Vishwamani Matamani Tiwari	56,16,486.00	52.46%	55,16,545.00	51.53%
Vishwamani Tiwari HUF	10,00,000.00	9.34%	10,00,000.00	9.34%
Vee Three Informatics Limited	6,66,429.00	6.22%	6,66,429.00	6.22%
Esaar India Limited	9,19,352.00	8.59%		

e) Details of Movement in

Particulars	**Equity shares as at March 31, 2022**		**Equity shares as at March 31, 2021**	
	Number	**Amount**	**Number**	**Amount**
Outstanding at the	1,07,06,277.00	1,070.63	1,07,06,277.00	1,070.63
Issued during the year	-		-	
Bought back during the	-		-	
Outstanding at the end of the year	**1,07,06,278.00**	**1,070.63**	**1,07,06,278.00**	**1,070.63**

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Notes on Financial Statements for the year ended 31 March, 2022

16 RESERVES AND SURPLUS

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Securities Premium		
Balance at the beginning of the year	2,710.37	2,710.37
Add: Additions during the year	-	-
Balance at the end of the year	**2,710.37**	**2,710.37**
Retained earnings		
Opening Balance	(420.28)	(1,479.88)
Add: Ind AS Adjustments impact on opening Balance		
Prior period Items	(6.73)	(1.17)
Add: Profit for the year	(139.11)	(496.24)
Add: Ind AS Adjustments impact for the year		
Non- Sustainable Debt pursuant to CIRP	-	1557.00
Less: Transferred to Profit & Loss A/c	-	-
Closing Balance	**(566.12)**	**(420.28)**
Total	**2,144.25**	**2,290.09**

17 AMOUNT PROVIDED IN THE RESOLUTION PLAN TOWARDS CLAIMS

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Borrowings from Banks	**4,000.00**	**4,000.00**
Financial Creditors		
Secured borrowings from Banks	4,000.00	4,000.00
Operational Creditors	-	-
Employees	9.25	9.25
Operational Creditors	50.00	50.00
Other Unsecured Financial Creditors	634.99	634.99
Statutory Dues	35.00	35.00
Total	**729.24**	**729.24**
Total	**4,729.24**	**4,729.24**

17.1 Under the CIRP, a resolution plan was submitted for the consideration of Committee of Creditors (CoC), e-voting has taken place after 9th CoC Meeting, the RP has placed on record the result of Evoting and informed the Member and Shareholder that Resolution has been approved with 98.15% votes in favour of the resolution plan. The said resolution plan filed for approval of National Company Law tribunal (NCLT), Mumbai Bench for its approval vide dated 08th November 2020.

17.2 During the period under review, The Unsecured Financial Creditor, as stated in Para 3 (Note No. 32.3), were included creditors to the extent of Rs. 1606.80 Lakh arising out of invocation of Financial Guarantee. The Hon'ble National Company Law Tribunal vide its order dated 06.01.2021 has classified above Financial Creditor as Operational Creditor. As per Resolution Plan, being Operational Creditor above creditor are entitled to Rs. 49.35 Lakh. The Difference being Rs. Rs. 1557.45 Lakh is written back to Reserve & Surplus to follow the practice of Transferring the amount to Reserve and Surplus carried out in Previous Year 2019-20.

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Notes on Financial Statements for the year ended 31 March, 2022

18 DEFERRED TAX LIABILITIES (NET)

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Deferred tax liability		
On account of timing difference	-	-
Entries as per Ind AS	-	-
	-	**-**
Deferred tax asset	-	-
On account of timing difference	-	-
Provision for doubtful debts	-	-
Employee Benefits	-	-
Income Tax Losses for Earlier Years	2,705.22	2,662.80
Current Year Provision	35.07	42.42
Ind AS adjustments	-	-
	2,740.29	**2,705.22**
Deferred Tax Assets Not Recognized	**-**	**-**
Deferred Tax Liability/(Asset)	**(2,740.29)**	**(2,705.22)**

19 CURRENT BORROWINGS

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Secured		
Borrowings from banks	-	-
Unsecured		
Bank overdrafts	-	-
Others	23.19	1.14
Total	**23.19**	**1.14**

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Notes on Financial Statements for the year ended 31 March, 2022

20 TRADE PAYABLES

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Micro, Small and Medium Enterprises	-	-
Others	154.91	89.55
Total	**154.91**	**89.55**

20.1 The details regarding the contractual maturities of significant financial liabilities as at March 31, 2022 are as follows :

Particulars	Less than 1 year	1-2 years	2-4 years	4-7 years	Total
Trade payables					
Other financial liabilities (excluding liability towards contingent consideration) on an undiscounted basis	153.73	-	1.18	-	154.91
Total	153.73	-	1.18	-	154.91

The details regarding the contractual maturities of significant financial liabilities as at March 31, 2021 are as follows :

Particulars	Less than 1 year	1-2 years	2-4 years	4-7 years	Total
Trade payables					
Other financial liabilities (excluding liability towards contingent consideration) on an undiscounted basis	85.16	-	4.39	-	89.55
Total	85.16	-	4.39	-	89.55

21 OTHER FINANCIAL LIABILITIES

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Salary payable	12.55	18.76
Others	344.48	343.67
Total	**357.03**	**362.43**

22 CURRENT TAX LIABILITIES

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Opening balance		
Add: Current tax payable for the current and prior period	-	-
Less: Taxes paid	-	-
Total	**-**	**-**

23 OTHER CURRENT LIABILITIES

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Statutory remittances	8.35	7.90
Statutory Dues	-	35.00
Total	**8.35**	**42.90**

Prabhat Technologies (India) Limited
CIN: L72100MH2007PLC169551

Notes on Financial Statements for the year ended 31 March, 2022

24 REVENUE FROM OPERATIONS

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Sale of products	356.22	198.97
Less: Inter Unit Transfer	-	-
Total revenue from operations	**356.22**	**198.97**

25 OTHER INCOME

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Other income	0.10	0.02
Dividend Income	-	0.39
Sundry Balances written back	10.57	35.00
Profit on Sale of Shares	-	2.29
Rent Received	2.46	12.00
Total	**13.13**	**49.70**

26 COST OF RAW MATERIAL CONSUMED

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Inventories at the beginning of the year:	-	84.41
Add: Purchases	286.59	157.66
Less: Inter Unit Transfer		-
	286.59	242.07
Less: Inventories at the end of the year:	-	-
	-	-
Cost of Raw Material Consumed	**286.59**	**242.07**

DETAILS OF RAW MATERIAL CONSUMED

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Indigenous	286.55	113.38
Indigenous (% of consumption)	99.99%	71.91%
Imported	0.04	44.28
Imported (% of consumption)	0.01%	28.09%
Total	**286.59**	**157.66**

Notes on Financial Statements for the year ended 31 March, 2022

27 CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK-IN-

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Inventories at the beginning of the year:		
Work-in-progress		
Semi finished and finished goods	122.80	78.08
Stock In Transit	-	-
	122.80	78.08
Inventories at the end of the year:		
Work-in-progress	-	-
Semi finished and finished goods	148.04	122.80
	148.04	122.80
Total changes in inventories of finished goods	**(25.24)**	**(44.72)**

28 EMPLOYEE BENEFITS EXPENSE

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Salaries, Wages & Bonus	39.22	41.67
Contribution to provident fund and other funds	-	-
Staff welfare expense	1.79	1.35
Total	**41.01**	**43.02**

29 FINANCE COSTS

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Interest expense on:		
-Borrowings and Terms Loans	-	-
Other Borrowing Cost		
-Bank Charges & Processing Fees		
Total	**-**	**-**

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Notes on Financial Statements for the year ended 31 March, 2022

30 OTHER EXPENSES

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Consumption of Stores, Spares & Consumables	-	0.11
Power & Fuel	6.14	5.67
Repairs & Maintenance	13.87	-
- Other Assets	1.32	3.62
Rent	-	0.96
Insurance	0.84	2.28
Rates & Taxes	6.84	11.12
Freight & Packing	1.89	0.86
Printing and Stationery	1.36	0.89
Computers & Software Expenses	0.64	-
Telephone & Internet Expenses	1.51	2.05
Travelling & Conveyance	1.00	0.51
Annual Listing Fees	3.45	3.45
Auditors Remuneration	-	-
- For Audit Services	1.50	1.50
Legal, Professional & Consultancy fees	42.92	45.02
Other Selling & Distribution Expenses	46.99	12.53
Share Expenses	0.32	19.88
Profit/Loss on Sale of Shares	12.49	-
ROC Expenses	0.13	-
Other Expenses	9.67	8.77
Fair Value Loss	37.98	78.56
Loss on F & O	-	296.52
Total	**190.86**	**494.30**

31 Events Occurring After Balance Sheet Date

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Employees Claim (under CIRP)	-	-
Financial Creditors (under CIRP)	-	-
Total	**-**	**-**

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Prabhat Technologies (India) Limited
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Other Disclosures to Financial Statements for the year ended 31 March, 2022
Contingent liability and capital commitments

Particulars	As at March 31, 2022 (in Lacs)	As at March 31, 2021 (in Lacs)
Capital Commitments		
- Estimated amount of Contracts remaining to be executed on capital account and not provided for (Net of Advances)	-	-
Contingent Liabilities		
- Claims against company not acknowledged as debts	-	-
- Tax Matters **(Refer Note)**	-	-

Note: Company is in proceeding of insolvency and Pursuant to that company recognised contingent liabilities as actual after balance sheet date and approved by CIRP and later on confirmed by COC.

Earnings and expenditure in foreign currency

Particulars	2021-22		2020-21	
	USD	Rupees	USD	Rupees
Foreign Exchange Earnings				
Rendering of services	-	-	-	-
Foreign Exchange Outgoings				
Purchase (Import)	0.00	0.06	0.51	38.89

Earnings Per Share

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders by the weighted average number of equity shares outstanding at the end of the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders by the weighted average number of equity shares outstanding at the end the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

The following reflects the income and share data used in the basic and diluted EPS computation:

Particulars	As at March 31, 2022	As at March 31, 2021
Profit after tax as per profit and loss account	(139.11)	(557.94)
Weighted average number of equity shares for basic EPS*	107.06	107.06
Weighted average number of equity shares adjusted for the effect of dilution*	107.06	107.06
Face value per share	10.00	10.00
Basic earning per share	(1.30)	(5.21)
Diluted earning per share	(1.30)	(5.21)

Leases
The company has not entered into any financial/operating lease contract during the reporting period

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Prabhat Technologies (India) Limited
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Other Disclosures to Financial Statements for the year ended 31 March, 2022

Related Parties Disclosures

Disclosures as required by Indian Accounting Standard 24 - "Related Party Disclosures" are given below

Name of the enterprises that directly, or indirectly through one or more intermediaries, control or are controlled by, or under common control with reporting entity or significantly influenced by Key Management Personnel and/or their relatives:

Name of the Related Party	Relationship
Prabhatech Global Electronics Private Limited	Subsidiary
Prabhat Telecoms Hongkong Limited	Subsidiary

Director and Key Management Personnel and their relatives

Name of the Person	Relationship
Mr. Vishwamani Matamani Tiwari	Managing Director and Chairman (Suspended w.e.f 10.10.2019)
Mr. Parag Malde	Whole Time Director & Chief Financial Officer
Ms. Geeta Krishna Bhosle	Non-Executive Independent Director (Suspended w.e.f 10.10.2019)
Ms. Nidhi Prem Chand Dodhia	Non-Executive Independent Director (Suspended w.e.f 10.10.2019)
Mr. Alberto Agostino Mario Zummo	Non-Executive - Independent Director (Suspended w.e.f 10.10.2019)
Ms. Aastha Kochar	Company Secretary & Compliance Officer

Enterprise over which Key Managerial Personnel and the Relative of Key Managerial Personnel exercise control/significant influence (Other Related Concerns)

Name of Enterprise	Legal status of such entity
Prabhat Enterprises	Associated Enterprise
Vishwamani Tiwari HUF	Hindi Individual Family of Managing Director
Prabhat Renewable Energy Private Limited	Private Limited Company
Vee Three Informatics Limited	Public Limited Company
Prabhat Charter Infra Services Private Limited	Private Limited Company

Transactions with the above in the ordinary course of business:

(Amount in lacs)

Name of the Related Party	Nature	March 31, 2022	March 31, 2021
Prabhat Renewable Energy Private Limited	Sale of Goods	3.78	
Prabhat Charter Infra Services Private Limited	Sale of Goods	6.61	-
V. M. Tiwari	Loan taken	10.00	-
Prabhatech Global Electronics Private Limited	Sale of Goods	0.01	-
	Loan Given	-	4.09
Vee Three Informatics Limited	Loan taken	-	7.35
	Loan Repaid	-	3.05
	Sale of Goods	17.74	0.26
	Purchase of Goods	-	0.06
Yash Jain	Remuneration	1.25	-
Aastha Kochar	Remuneration	1.09	-

Disclosure of material balances with related parties.

(Amount in lacs)

Name of the Related Party	Relation	As at March 31, 2022	As at March 31, 2021
Prabhat Renewable Energy Private Limited	Other Related Concern	15.25	-
Prabhat Charter Infra Services Private Limited	Other Related Concern	(4.46)	-
V. M. Tiwari	Managing Director and Chairman	(6.19)	-
Yash Jain	Company Secretary	(0.23)	-
Prabhatech Global Electronics Private Limited	Subsidiary	3.74	4.09
Vee Three Informatics Limited	Other Related Concern	10.02	4.30

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Other Disclosures to Financial Statements for the year ended 31 March, 2022

Fair values

Fair value measurement includes both the significant financial instruments stated at amortised cost and at fair value in the statement of financial position. The carrying values of current financial instruments approximate their fair values due to the short-term maturity of these instruments and the disclosures of fair value are not made when the carrying amount of current financial instruments is a reasonable approximation of the fair value. The carrying values of the long-term financial instruments approximates the fair values as the management has considered the fair value measurement techniques using the observable data i.e. the discounting rate which was similar as to rates, tenure and the credit rating of the other instruments of the Company. The management has also considered the effect of time value of money with respect to other long term financial instruments by taking the Company's fixed deposit rate of the Company.

Financial risk management objectives and policies & Capital Management

The Company's activities expose it to a variety of financial risks: market risk, credit risk and liquidity risk. The Company's risk management assessment and policies and processes are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor such risks and compliance with the same.

The Company has constituted a Risk Management Committee consisting of majority of directors and senior managerial personnel. The Company has a robust risk management policy to identify, evaluate business risks and opportunities. This policy seeks to create transparency, minimise adverse impact on the business objectives and enhance the Company's competitive advantage.

Carrying amount of financial assets and liabilities:

The following table summaries the carrying amount of financial assets and liabilities recorded at the end of the year by categories:

(Amount in lacs)

Particulars	As at March 31, 2022	As at March 31, 2021	As at March 31, 2020
Financial assets			
Investments	-	-	-
Cash and cash equivalents	22.70	23.99	108.51
Trade receivables	2,803.78	2,864.07	2,581.00
Loans	-	-	-
Other financial assets	-	-	-
At end of the year	**2,826.48**	**2,888.05**	**2,689.50**
Financial liabilities			
Borrowings	23.19	2,636.13	4,241.79
Trade payables	154.91	139.55	66.57
Other financial liabilities	357.03	397.43	402.71
At end of the year	**535.14**	**3,173.10**	**4,711.07**

The Company is exposed to market risk, credit risk and liquidity risk.

Credit risk

Credit risk arises from the possibility that customers may not be able to settle their obligations as agreed and arises principally from the Company's receivables from customers, loans and investments. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of counterparty to which the Company grants credit terms in the normal course of business.

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Prabhat Technologies (India) Limited
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Other Disclosures to Financial Statements for the year ended 31 March, 2022

Trade receivables

For trade receivables "Ind AS 109 Financial Instruments" permits the simplified approach, which requires expected lifetime losses to be recognized from initial recognition of the receivables. In order to determine the expected credit losses for the portfolio, company have to arrive at a provision matrix. This provision matrix is based on its historical observed default rates, adjusted for forward looking estimates. At every reporting date, the historical observed default rates are updated.
However, The company has not observed any such default rates in the past and as result a result it could not arrive at the provision matrix for the portfolio. Hence, The management has made an adhoc provision of 10% for the receivables outstanding more than 365 days on a prudence basis.

Ageing of trade receivable

Particulars	Days		
	0-180	180-365	Above 365
As on March 31, 2022	1,135.75	74.50	1,593.53
As on March 31, 2021	1,196.04	74.50	1,593.53

Foreign currency risk
Foreign exchange risk arises on future commercial transactions and on all recognised monetary assets and liabilities, which are denominated in a currency other than the functional currency of the Company. The Company's management has set policy wherein exposure is identified, benchmark is set and monitored closely, and accordingly suitable hedges are undertaken. The Company's foreign currency exposure arises mainly from foreign exchange imports and exports, primarily with respect to USD.

a) The company has not entered into any derivatives transaction during the year presented under and has no derivatives outstanding as at the reporting date.

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Other Disclosures to Financial Statements for the year ended 31 March, 2022

Liquidity risk

The Company's principle sources of liquidity are cash and cash equivalents, current investments and the cash flow that is generated from operations. The Company believes that working capital is sufficient to meet its current requirements. Accordingly, no liquidity risk is perceived. The Company closely monitors its liquidity position and maintains adequate sources of funding.

(Amount in lacs)

Particulars	Total	Less than 1 year	1 to 2 years	2- 5 years
	₹	₹	₹	₹
Year ended March 31, 2022				
Borrowings	23.19	-	23.19	-
Trade payables	154.91	139.55	-	-
Other financial liabilities	357.03	397.43	-	-
	535.14	**536.98**	**23.19**	**-**
Year ended March 31, 2021				
Borrowings	2,636.13	-	2,636.13	-
Trade payables	139.55	139.55	-	-
Other financial liabilities	397.43	397.43	-	-
	3,173.10	**536.98**	**2,636.13**	**-**

Market risk

Market risk is the risk that the fair value of the future cash flows of the financials instruments will fluctuate because of changes in market prices. Market risk comprises three type of risk: Currency risk, interest risk, other price risk, such as equity price and commodity risk. The value of financial instrument may change as a result of changes in the interest rate, foreign currency exchange rates, equity price fluctuations, liquidity and other market changes. Financial instrument affected by market risk include loans and borrowing, deposits and investments.

Interest rate risk

Company's interest rate risk arises from borrowings. The Company adopts a policy of ensuring that maximum of its interest rate risk exposure is at a fixed rate. The interest rate profile of the Company's interest-bearing financial instruments as reported to the management of the Company is as follows:

The Company's interest-bearing financial instruments is reported as below:

Particulars	As at March 31, 2022	As at March 31, 2021	As at March 31, 2020
Fixed rate instruments			
Financial Assets	69.78	145.28	439.20
Financial liabilities	-	-	-
Variable rate instruments			
Financial Assets	2,845.97	2,907.55	2,709.00
Financial liabilities	535.14	3,173.10	4,711.07

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Prabhat Technologies (India) Limited
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Other Disclosures to Financial Statements for the year ended 31 March, 2022

Interest rate sensitivity

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market rates. The Company's exposure to the risk of changes in market rates relates primarily to the Company's long-term debt obligations with floating interest rates.

Particulars	As at March 31, 2022	As at March 31, 2021	As at March 31, 2020
Long term variable interest rate borrowings	23.19	2,636	-
Short term variable interest rate borrowings	-	-	4,241.79
	23.19	**2,636.13**	**4,241.79**

Cash flow sensitivity analysis for variable-rate instruments:

A reasonably possible change of 100 basis points in interest rates at the reporting date would have increased (decreased) profit or loss before tax by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant:

Year ended	Increase/ (decrease) in basis points	Effect on profit before tax increase/ (decrease)
March 31, 2022	0.23	-
March 31, 2021	0.23	(174.18)

Capital management

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the value of shareholder.

Particulars	As at March 31, 2022	As at March 31, 2021	As at March 31, 2020
Loans and borrowings	4,023.19	4,636.13	4,241.79
Trade payables	154.91	139.55	66.57
Other payables	357.03	397.43	402.71
Less: Cash and cash equivalents	22.70	23.99	108.51
Net debt (A)	**4,512.44**	**5,149.12**	**4,602.56**
Equity	3,214.87	2,802.78	2,301.13
Capital and net debt (B)	**3,214.87**	**2,802.78**	**2,301.13**
Capital gearing ratio (A/B)	**1.40**	**1.84**	**2.00**

To achieve the overall objective, the Company's capital management aims to ensure that it meets the financial covenants attached to loans and borrowings. Breaches in meeting the covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any loans and borrowings in the current year.

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Other Disclosures to Financial Statements for the year ended 31 March, 2022

Income tax

Income statement

Particulars	As at March 31, 2022	As at March 31, 2021
Current income tax:		
Current income tax charge	-	-
Adjustments in respect of current income tax of previous year	-	-
Deferred tax:		
Relating to origination and reversal of temporary differences	35.07	63.42
Relating to origination and reversal of temporary differences through OCI		
Income tax expense reported in the income statement	**35.07**	**63.42**

Estimates

Ind AS 109-Financial Instruments (Classification and measurement of financial assets)

Classification and measurement shall be made on the basis of facts and circumstances that exist at the date of transition to Ind AS. The Company has evaluated the facts and circumstances existing on the date of transition to Ind AS for the purpose of classification and measurement of financial assets and accordingly has classified and measured the financial assets on the date of transition.

Ind AS 16 Property, Plant and Equipment and Ind AS 38 Intangible Assets

If there is no change in the functional currency an entity may elect to measure an item of property, plant and equipment and intangible assets at the date of transition to Ind AS at its fair value and use that fair value as deemed cost at that date or may measure the items of property, plant and equipment and intangible assets by applying Ind AS retrospectively or use the carrying amount under previous GAAP on the date of transition as deemed cost.

The Company has elected to continue with the carrying amount for all of its property, plant and equipment and intangible assets, measured as per previous GAAP and use that as its deemed cost as at the date of transition to Ind AS .

Reconciliation of Equity as previously reported under IGAAP

Particulars	As at March 31, 2022	As at March 31, 2021	As at March 31, 2020
Equity capital	1,070.63	1,070.63	1,070.63
Reserves	2,144.25	2,290.09	1,230.50
As reported under IGAAP	**3,214.87**	**3,360.71**	**2,301.13**
Finance charges as per EIR calculation	-	-	-
Prior period Items	-	-	-
OCI	-	-	-
MTM Gain/(Loss)	-	-	-
Fair value of investment	-	-	-
Term Loans	-	-	-
Total	**-**	**-**	**-**
As reported under Ind AS	**3,214.87**	**3,360.71**	**2,301.13**

***Ind AS adjustments for the year ended March 31, 2019 and March 31, 2018 are cumulative(inclusive of Ind AS adjustments as at April 01, 2017)**

As per Ind AS

Particulars	As at March 31, 2022	As at March 31, 2021	As at March 31, 2020
Equity capital	1,070.63	1,070.63	1,070.63
Reserves	2,144.25	2,290.09	1,230.50
	3,214.87	**3,360.71**	**2,301.13**

Prabhat Technologies (India) Limited
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Other Disclosures to Financial Statements for the year ended 31 March, 2022

Segmental information

As the Company's business activities fall within a single primary business segment, the disclosure requirements of Ind AS 108 in this regard are

Remeasurement of defined benefit plans

Both under Indian GAAP and Ind AS; the Company recognised costs related to its post-employment defined plan on an actuarial basis. Under

Classification and presentation of assets and liabilities

Under IGAAP, the Company was not required to present its assets and liabilities bifurcated between financial assets/ financial liabilities and non-financial assets/ non-financial liabilities. Under Ind AS, the Company is required to present its assets and liabilities bifurcated between financial assets/ financial liabilities and non-financial assets/ non-financial liabilities. Accordingly, the Company has classified and presented the assets and liabilities.

In the opinion of the management, the current assets, loans & advances have been stated at realizable value. Provision for all the known liabilities is adequate and not in excess of the amount reasonably necessary.

Additional Information as required by para 5 of General Instructions for preparation of Statement of Profit and Loss (other than already disclosed above) are either nil or not applicable to the company.

Balances of Sundry Debtors, Creditors and Loans and Advances and Advances received from customers are subject to confirmation and reconciliation and consequent adjustments, if any.

These financial statements have been prepared in the format prescribed by the revised schedule III to the Companies Act, 2013. Previous period figures are regrouped or rearranged wherever considered necessary.

Subsequent events

The Company evaluated all events and transactions that occurred after March 31, 2022, the date on which the financial statements are issued. Based on the evaluation, the Company has identified events or transactions that would require recognition or disclosure in the financial statements. The same has been disclosed in Note No. 31 & 32.3

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32 Financial Ratios

Ratio / Measure	March 31,2022	March 31,2021	Variances %	Explanation for variances exceeding 25%
Current Ratio	1.62	1.71	-4.72%	N.A.
Debt-Equity Ratio	1.64	1.56	5.35%	N.A.
Debt Service Coverage Ratio	(36.43)	(257.95)	-85.88%	See 32.2
Return on Equity Ratio %	(0.05)	(0.19)	-72.22%	See 32.3
Inventory turnover ratio	1.93	1.38	39.49%	See 32.4
Trade Receivables turnover ratio	0.13	0.07	71.99%	See 32.5
Trade payables turnover ratio	2.34	2.02	16.09%	N.A.
Net capital turnover ratio	0.11	0.06	87.15%	See 32.6
Net profit ratio %	(0.53)	(2.96)	-82.25%	See 32.7
Return on Capital employed %	(0.02)	(0.07)	-67.14%	See 32.8
Return on investment %	0.56	0.55	2.22%	N.A.

32.1 Methodology of Ratio / Measure

Ratio / Measure	Methodology
Current Ratio	Current assets over current liabilities
Debt-Equity Ratio	Debt over total shareholders' equity
Debt Service Coverage Ratio	EBIT over current debt
Return on Equity Ratio %	PAT over total average equity
Inventory turnover ratio	Cost of Goods Sold over Average Value of Inventory
Trade Receivables turnover ratio	Revenue from operations over average trade receivables
Trade payables turnover ratio	Adjusted expenses over average trade payables
Net capital turnover ratio	Revenue from operations over total shareholders' equity
Net profit ratio %	Net profit over revenue
Return on Capital employed %	PBIT over average capital employed
Return on investment %	Dividend and net fair value gain over weighted average investments

32.2 The Variance in Debt Service Coverage Ratio is due to drastic change in Net Operating Income (Loss). The Management has implemented Strategies to minimise their Losses in comparison to Previous Year.

32.3 The Variance in Return on Equity Ratio is due to Minimisation of Losses incurred in Current year in comaprison to Previous year.

32.4 The Variance in Inventory Turnover ratio is due to Increase in Prices of Traded Goods in comparison to Previous year.

32.5 The Variance in Trade Receivable turnover ratio is due to Increase in Credit Sales in comaprison to Previous year.

32.6 The Variance in Trade Receivable turnover ratio is due to Increase in Sales in comaprison to Previous year.

32.7 The Variance in Net Profit Ratio is due to decrease in Loss booked by the entity in current year as comparison to Previous year.

32.8 The Variance in Return on Investment Ratio is due to decrease in Loss booked by the entity in current year as comparison to Previous year.

Notes to financial statements
(All amounts in Indian Rupees, unless otherwise stated)

1. Corporate Information

Prabhat Technologies (India) Limited Formerly known as Prabhat Telecom (India) Limited ("the Company") {CIN: L72100MH2007PLC169551} was incorporated on 02nd April 2007 at Mumbai, India. The company is engaged in EMS, designing, development and distribution of mobile phones & accessories and solar Equipment's.

Reg. Address: Unit No. 402, Western Edge I, Kanakia Spaces, Western Express Highway, Borivali (East) Mumbai Mumbai City MH 400066

2. Significant accounting policies

2.01 Basis of preparation of financial statements:

Financial statements for the year ended March 31, 2020 are prepared in accordance with Indian Accounting Standards notified under the Companies (Indian Accounting Standards) Rules, 2015 together with comparative period data as at and for the year ended March 31, 2019.

For periods up to and including the year ended March 31, 2018 the Company prepared its financial statements in accordance with accounting standards notified under Section 133 of the Companies Act, 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 ('Indian GAAP')

2.02 Use of Estimates:

The preparation of financial statements is in conformity with Ind AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, the disclosures of contingent assets and contingent liabilities at the date of financial statements, and the income and expenses during the reporting period. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in future periods which are affected.

Application of accounting policies that require critical accounting estimates and assumption having the most significant effect on the amounts recognized in the financial statements are:

- Valuation of financial instruments
- Useful life of property, plant and equipment
- Useful life of intangible assets
- Provisions

2.03 Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current or non-current classification. An asset is treated as current when it is:
- Expected to be realized or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realized within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when
- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.
The Company classifies all other liabilities as non-current.

Deferred tax asset is classified as non-current assets.
The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

2.04 Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.
The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2- Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 -Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Company's Management determines the policies and procedures for both; recurring fair value measurement, such as derivative instruments and unquoted financial assets measured at fair value, and for non-recurring measurement, such as assets held for distribution in discontinued operations.

At each reporting date, the Management analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the Company's accounting policies. For this analysis, the Management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

The Management also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.
For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

2.05 Property, Plant and Equipment and Others:

I. Tangible Assets
Tangible assets are stated at cost of acquisition and construction less accumulated depreciation, amortization and where applicable accumulated impairment losses,.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Gains and losses on disposal with the carrying amount of property, plant and equipment and are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment and are recognized net within "other income/other expenses" in the statement of profit and loss.

II. Intangible Assets
Intangible assets are recognized only if it is probable that the future economic benefits attributable to asset will flow to the enterprise and the cost of asset can be measured reliably. Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are stated at cost of development or consideration paid for acquisition less accumulated amortization and accumulated impairment loss, if any. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition

III. Cost of fixed assets includes non - refundable taxes and duties, borrowing cost directly attributable to the qualifying asset and any directly attributable costs of bringing the asset to its working condition for its intended use.

IV. The cost of replacing part of an item of property, plant and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Company and its cost can be measured reliably. The carrying amount of the replaced part is de-recognized. The costs of the day-to-day servicing of property, plant and equipment are recognized in the statement of profit and loss.

V. Capital work-in-progress comprised of cost incurred on fixed assets under construction/development/acquisition that are not yet ready for their intended use

at the balance sheet date.

a. Depreciation and amortization:

i. Tangible Assets

Depreciation is provided on straight-line basis as per the useful life prescribed in schedule II to the Companies Act, 2013. Depreciation on assets acquired or purchased during the period is provided on pro- rata basis from the date of such addition. The Companies Act, 2013 prescribes that the asset should be written off over its useful life as estimated by the management and provides the indicative useful lives for different class of assets. Further, the management of the Company provides 100% depreciation on all assets costing Rs. 5,000 or less.

Leasehold premises and improvements to leased premises are depreciated over the period of lease or useful life whichever is lower.

The rates of depreciation used are those that have been calculated as per the method specified in Schedule II of the Companies Act, 2013. The Companies Act, 2013 prescribes that the asset should be written off over its useful life as estimated by the management and provides the indicative useful lives for different class of assets

Depreciation is provided on straight-line (SLM) basis at the rates mentioned below, based on the estimated useful life of the assets.

Asset Class	Estimated useful life in
Buildings	60
Plant & Machinery	15
Computers	3-5
Furniture and fixtures	10
Vehicles	8
Office equipments	5
Leasehold improvements	Over the lease period

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

ii. Intangible Assets:

Intangible assets are amortized on a straight-line basis over the estimated useful economic life. The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level. The

assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit or loss when the asset is derecognised.

Intangible assets include only software which are amortized over a period of six years.

2.06 Inventories:

Stock in trade are valued at lower of cost or net realizable value. Cost Include cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on a weighted average basis. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

2.07 Revenue Recognition:

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

i. Revenue from the sale of goods is recognised on dispatch of appropriation of goods in accordance with the terms of sale and is net of excise duty, incentive on sales including commission, rebates and discounts. Exports sales are recognised on the basis of the date of bill of lading/airways bill.

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

iii. Dividend income on investment is accounted for in the year in which the right to receive the payment is established.

2.08 Foreign Currency Transactions:

Functional currency and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates ("the functional currency"). Indian Rupee is the functional currency of the Company.

The financial statements are presented in Indian Rupees which is the functional currency of the Company.

Transactions and balances

i. Transactions in foreign currency are translated into Indian rupees at the exchange rates at the date of the transaction.

ii. Monetary assets and liabilities denominated in foreign currency are translated at the functional currency spot rates of exchange at the reporting date. Exchange

differences arising on settlement or translation of monetary items are recognized in the statement of profit or loss.

iii. Non-monetary items that are measured in terms of historical cost in foreign currency are translated using the exchange rates at the date of the initial transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation difference on items whose fair value gain or loss is recognized in the statement of OCI or the statement of profit or loss is also recognized in the statement of OCI or the statement of profit or loss, respectively).

2.09 Employee Benefits:

i. Short term employee benefit

All employee benefits falling due wholly within twelve months of rendering the service are classified as short- term employee benefits and they are recognized as an expense at the undiscounted amount in the Statement of Profit and Loss in the period in which the employee renders the related service.

ii. Post-employment benefits

a. Defined Contribution Plan
The defined contribution plan is post-employment benefit plan under which Company contributes fixed contribution to a government administered fund and will have no obligation to pay further contribution. The Company's defined contribution plan comprises of Provident Fund. The Company's contribution to defined contribution plans are recognized in the Statement of Profit and Loss in the period in which the employee renders the related service.

b. Defined benefit plan and Other long-term benefits
The Company has defined benefit plans comprising of gratuity. Company's obligation towards gratuity liability is unfunded and is managed by Company itself. The present value of the defined benefit obligations is determined based on actuarial valuation using the projected unit credit method. The rate used to discount defined benefit obligation is determined by reference to market yields at the Balance Sheet date on Indian Government Bonds for the estimated term of obligations.

c. Actuarial gains or losses arising on account of experience adjustment and the effect of changes in actuarial assumptions are recognized immediately in the Statement of other comprehensive income and presented within equity.

2.10 Borrowing Cost

Borrowing costs that are directly attributable to the acquisition, construction or development of a qualifying asset are capitalized as part of the cost of the respective asset till such time the asset is ready for its intended use or sale. A qualifying asset is an asset which necessarily takes a substantial period of time to get ready for its intended use or sale. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest, exchange difference arising from foreign currency borrowings to the extent they are treated as an adjustment to the borrowing cost and other costs that an entity incurs in connection with the borrowing of funds. The company has not incurred any borrowing cost directly attributable to the qualifying asset during the reporting period.

2.11 Lease:

The company has not entered into any financial/operating lease contact during the reporting period.

2.12 Taxes on Income:

Tax expenses for the year comprises of current tax, deferred tax charge or credit and adjustments of taxes for earlier years.

Provision for current tax is made as per the provisions of Income Tax Act, 1961.

Deferred tax charge or credit reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years and are measured based on the tax rates and the tax laws enacted or substantively enacted at 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. In situations where the Company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and carry forward of unused tax credits and unused tax losses can be utilised, except:

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction. affects neither the accounting profit nor taxable profit or loss.

- The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

- Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

- Deferred tax relating to items recognised outside the statement of profit and loss is recognised either in other comprehensive income or in equity. Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same tax authority

2.13 Cash and Cash Equivalents:

Cash and cash equivalents include cash in hand, bank balances, deposits with banks (other than on lien) and all short term and highly liquid investments that are

readily convertible into known amounts of cash and are subject to an insignificant risk of changes in value.

2.14 Provisions

A provision is recognized when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

Contingent liabilities

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

2.15 Segment Reporting:

The company’s operation comprises of only one segment “development and distribution of mobile phones & accessories” as its Primary segment.

2.16 Earnings per Share

Basic earnings per share are calculated by dividing the net profit or loss (after tax) for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events of bonus issue and share split. Diluted earnings per share is calculated by dividing the net profit or loss (after tax) for the year attributable to equity shareholders with the weighted average number of equity shares outstanding during the year and are adjusted for the effects of all dilutive potential equity shares.

2.17 Impairment of Assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset unless the asset does not generate cash inflows that are largely independent of those from other assets or Company's assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

2.18 Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial asset

Initial recognition and measurement

All financial assets are recognized initially at fair value. Purchase or sale of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognized on the trade date, i.e., the date that the Company commits to purchase or sell the assets.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories;
- at amortised cost through profit or loss
- at amortised cost through other comprehensive income
- at fair value through other comprehensive income
- at fair value through profit or loss

Financial assets at amortized cost

A Financial asset is measured at the amortised cost if both the following conditions are met:
a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the most relevant to the Company. All the Loans and other receivables under financial assets (except investments) are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Trade receivables do not carry any interest and are stated at their nominal value as reduced by impairment amount.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the statement of profit and loss. The losses arising from impairment are recognised in the statement of profit and loss. This category generally applies to trade and other receivables.

Financial assets at fair value through the statement of profit and loss/other comprehensive income

Instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss.

If the Company decides to classify an instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the statement of OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Group of similar financial assets)
is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material lay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass- through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Impairment of financials assets

The Management has evaluated the impairment provision requirement under IND AS 109 and has listed below major facts for trade and other receivables impairment provisioning:

The Company does not have any purchased or originated credit-impaired (POCI) financial assets, i.e., financial assets which are credit impaired on purchase/ origination.

Expected Credit Loss (ECL) impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss. This amount is reflected under the head
'other expenses' in the P&L. The balance sheet presentation for various financial instruments is described below:

Financial assets measured as at amortized cost and other contractual revenue receivables- ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through the statement of profit or loss, loans and borrowings, trade payables and other payables.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. However, with respect to difference that arises between the transaction price and the fair value of interest free loan taken from members, the Company has an accounting policy choice to recognise this difference in the statement of profit and loss or treat it as equity (capital contribution).

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. However, the Company has borrowings at floating rates. Considering that the impact of restatement of effective interest rate, year on year due to reset of interest rate, is immaterial, the Company is amortising the transaction cost on a straight-line basis over the tenure of the loan. Gains and losses are recognised in the statement of profit and loss when the liabilities are derecognised as well as through the transaction cost amortisation process.

This category generally applies to borrowings.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged, cancelled or it expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

Compound instruments

Reclassification of financial assets

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

The following table shows various reclassification and how they are accounted for:

Original classification	Revised classification	Accounting treatment
Amortised cost	FVTPL	Fair value is measured at reclassification date. Difference between previous amortized cost and fair value is recognised in P&L.
FVTPL	Amortised cost	Fair value at reclassification date becomes its new gross carrying amount. EIR is calculated based on the new gross carrying amount.
Amortised cost	FVTOCI	Fair value is measured at reclassification date. Difference between previous amortised cost and fair value is recognised in OCI. No change in EIR due to reclassification.
FVTOCI	Amortised cost	Fair value at reclassification date becomes its new amortised carrying amount. However, cumulative gain or loss in OCI is adjusted against fair value. Consequently, the asset is measured as if it had always been measured at amortised cost.
FVTPL	FVTOCI	Fair value at reclassification date becomes its new carrying amount. No other adjustment is required.
FVTOCI	FVTPL	Assets continue to be measured at fair value. Cumulative gain or loss previously recognized in OCI is reclassified to P&L at the reclassification date.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

Thanking You