

netripples®

27th Annual Report
Financial Year
2019-20

NETRIPPLES SOFTWARE LIMITED

www.netripples.com

BOARD OF DIRECTORS

SHRI MAZHAR PASHA
CHAIRMAN AND MANAGING DIRECTOR

SHRIMATHI JAMEELA AFREEEN
DIRECTOR

SHRI SAMEER SOHRAB
DIRECTOR

SHRI SAJID SALMAN
DIRECTOR

AUDITORS

BGS ASSOCIATES
CHARTERED ACCOUNTANTS
HYDERABAD

BANKERS

STATE BANK OF INDIA, HYDERABAD

REGISTERED OFFICE

STREET NO 4
KAKATEEYANAGAR
HABSIGUDA
HYDERABAD
TELANGANA STATE 500007

NOTICE

Notice is hereby given, calling for the 27th Annual General Meeting will be held on 30-9-2020 at 2.30 p.m. at Register Office, 1-2-36/2 Street no 4, Kakateeyanagar Habsiguda Hyderabad 500007 to consider and transact the following.

1. To consider and adopt the Audited Balance Sheet as at 31st March, 2020, Profit & Loss A/c. for the year ended on that date and the reports of the Board of Directors and Auditor's thereon.
2. To appoint auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration. M/s. BGS AND ASSOCIATES, Chartered Accountants, the retiring auditors are eligible for re appointment.

3. Any other subject.

BY ORDER OF THE
BOARD OF DIRECTORS
Sd/-

MAZHAR PASHA
Managing Director

Place: Hyderabad
Date: 02-09-2020

Notes:

1. A member of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy to attend the vote instead of himself and proxy need not be a member. The proxy form should be deposited at the Registered Office of the Company not less than 48 hours before the time for holding the meeting.

2. Members are requested to bring their copies of the Annual Report to the meeting, and handover the attendance slips at the entrance hall of the meeting.

DIRECTOR'S REPORT

To the members,

Your Directors have the pleasure in presenting the 27th Annual Report on the business and operations of your company with audited accounts for the year ended 31st March 2020.

Sustained Operations:

Your directors are pleased to present this year operation results, At the outset, it was an eventful year with sustaining the operations irrespective of the Covid-19(Corona) Pandemic creating a major business obstacles across the world leading to international business taking a major slide and further the non -availability of manpower at international sites and most of them with Work-from-Home Situation and similarly the customers and clients availability for completing the project milestones deliveries were effected. This led to austerity measures initiated across the Company towards reducing the cost of operations, marketing, reduced expenditure on Travelling and as well Marketing and Business Development efforts. We continue our growth trend with meeting the expenditure without any loss with minor profits, this year with a gross turnover crossing INR 140,000,520/- mark and the net operational profits will be Rs 98,499/-

We have close to 36 products ready and Software Products and services which are being marketed by Amazon.in, Amazon.com, Amazon.ca, Flipkart, Snapdeal, Shopclues and other prominent online stores. These are copyrighted and now available with copyright valid in 155 countries and other parts of the world. The revenue generation system has been improved from The ***Medical and Hospital suite of Applications*** where in Complimenting the Digital Growth in India, we have setup an online Store www.netripples.com where is as first time a health care product is available online for instant download, easy self-installed with installation guide and guarantees life time license with 12 months warranty online.
Your company will be the first company in the world to offer Health care software products online directly downloadable from any country and paid online with payment gateway in Indian rupees and as well US dollars.

Secondly your company is the one and only company with all of its products are available online in top online stores like Amazon India, Amazon Worldwide including USA and Canada and Flip Kart , Snapdeal, Shopclues and over 10 worldwide stores.

The prices of these products are so designed to cater to any Pharmacy Shop, Medical store, Diagnostic Labs, Small Hospitals. Large Hospitals. Dental Clinics, Pediatric Clinics, Children Hospital, Multi-Specialty Hospitals, Super specialty Hospitals, Maternity Nursing Homes, Women's Hospital, Homeopathy clinics. Homeopathy Hospitals and many more.

We have now automated with Artificial intelligence to automatically appoint Channel partners which includes Resellers, Dealers, Distributors etc. online and creates their login user id and password and they will get their margins directly credited to their bank account.

We are getting good response from both online customers, and also from channel partners across the world. We see tremendous growth in this segment with increasing demand for online purchases and healthcare segment has been one of the segments where Netripples has created a new market and many are still working on it.

Lastly with this development we have added another feather in the cap by setting the webstore to be mobile compatible which makes easier for any customer or healthcare segment partners to access their products easily on their mobile or tablets.

We have also added Videos for instant training for all the products along with screen shots for easier and self-analyzing of the product which reduces the requirement of demos physically or online and customers can get themselves trained in the respective product for their staff and themselves for easier operations.

At the outset we would like to thank all the board of directors, the Employees, The Bankers, Bombay Stock Exchange, Registrars, Depositaries and SEBI and other Govt agencies and authorities for their valuable support during the year.

Further Outlook:

Your company being the online company with online Store in healthcare segment we plan to explore further by adding lot of new products in the Webstore to cater to healthcare segment will continue to explore the possibilities of entering into new markets. We will also explore to add more channel partners worldwide including major cities in India.

DIRECTORS' RESPONSIBILITY STATEMENT:

Your Directors wish to confirm that:

i. in the preparation of annual accounts for the year ended 31st March, 2020, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same;
ii. such accounting policies have been selected and applied consistently and judgments and estimates are made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at 31st March, 2020 and of the profit of the company for the year ended on that date;
iii. proper and sufficient care has been taken for maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956/2013 for safe guarding the assets of the Company and for preventing and detecting fraud and other irregularities;
iv. accounts for the financial year ended on 31st March, 2019 are prepared on a going-concern basis.
v. internal financial controls to be followed by the Company has been laid down and such internal financial controls are adequate and are operating effectively; and
vi. proper systems have been devised to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

Management Discussions and Analysis

Pursuant to the provisions of clause 49 of the listing agreement, a report on management discussion and analysis is set in the annexure as addition to this report.

Constitution of committees:

It is brought to the notice of the members that the provisions of clause 49 of the listing agreement became applicable to the company by the end of March 2020. As required by the said clause your company has constituted two committees.

1. Shareholders/Investors Grievance Committee comprising of Mr.

   a. Sameer Sohrab
      Non-Executive Independent Director,

   b. Sajid Salman
      Non-Executive Director, Member.

   c. Jameela Afreen.
      Non-Executive Director, Member.

2. Audit Committee comprising of
   a. Sameer Sohrab
      Non-Executive Independent Director,

   b. Sajid Salman
      Non-Executive Director, Member.

   c. Jameela Afreen.
      Non-Executive Director, Member.

3. Nomination and Remuneration Committee
   .
   a. Sameer Sohrab
   Non-Executive Independent Director,

   b. Sajid Salman
   Non-Executive Director, Member.

   c. Jameela Afreen.
   Non-Executive Director, Member.

Auditors:

M/s. BGS AND ASSOCIATES, Hyderabad, the auditors of the company retire at the conclusion of the ensuring Annual General Meeting and being eligible, offer themselves for reappointment.

Particulars of Employees:

No employee of the company is in receipt of remuneration of 12 lakhs per annum no employee is in receipt of remuneration of Rs 1,00,000 /- per month for any part of the financial year the particulars of which require to be disclosed pursuant to section 217(2A) of the companies Act, 1956/2013 and the companies (particulars of Employees), Rules 1975 as amended.

Listing: Your Company is now listed in Bombay Stock Exchange and traded actively.

Conservation of Energy, Technology Absorption, exports and foreign exchange earnings and outings in accordance with the Companies (Disclosure of particulars in report of Board of Directors) Rules 1988 is set out in this report.

Corporate Governance:

Your Company is committed to achieve the best standards of corporate governance. Pursuant to the provisions of Clause 49 of the Listing Agreement, a report on the Corporate Governance is featuring as part of Annual Report. A Certificate obtained from the statutory auditors on the compliance of Corporate Governance is annexed to this report.

Secretarial Compliance Report

As a reflection of your Company's commitment to transparency The Board is pleased to enclose the Secretarial Report for the financial year 2019-2020 as part of the Director's Report.

Acknowledgements:

The Board wishes to express its deep sense of gratitude to the company's Bankers. The Board of Directors also thanks all the shareholders who have put their trust in the company.

The Board of Directors would like to place on record their appreciation to all the employees for their co-operation and valuable contribution.

Place: Hyderabad
Date: 02.09.2020

Sd/-
MAZHAR PASHA
CHAIRMAN

ANNEXURE TO THE DIRECTOR'S REPORT

Management Discussions and Analysis:

Netripples Management is confident to continue the path of Health care IT Segment which is now a market of the future. We have now prospects directly coming in to ask for Netripples Products with its performance.

Your Company will continue the growth trend this year irrespective of the global downtrend and rupee devaluation and well the economic slowdown. The profits have been lesser due to the company values its contribution to its customers and planned its strategic growth accordingly.

On the plus side, your company now has globally recognized Health care suit of applications, and which can generate revenue and other than segment of back end processing and support services.

At the outset, we would like to thank all the directors of the board, the employees, the Bankers, STPI, Stock Exchanges, SEBI, registrars and Govt. agencies and authorities for their valuable support during the year.

REPORT ON CORPORATE GOVERNANCE

1. COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE

Your Company has maintained its tradition of cordial relationship with the shareholders and is dedicated to the principle of creating wealth for the shareholders, Your Company firmly believes in its dealings and lays emphasis on regulatory compliance. Your Company considers good corporate governance enhance the confidence of investors and helps in meeting the needs and aspirations of its shareholders. The Annual Report has made substantial disclosures on the Board, Board Committee and on the financial and stock performance.

2. BOARD OF DIRECTORS

• Composition and category of Directors:

Name	Category	Designation	No of Meetings held During the year	No of Meetings Attended During the Year	Attendance of the Director at Last AGM
Mazhar Pasha	Promoter / Executive Director	Managing Director	6	6	Yes
Jameela Afreen	Non Executive Director	Director	6	6	Yes
Sameer Sohrab	Non Executive Director	Director	64	64	Yes
Sajid Salman	Non Executive	Director	6	6	Yes

Director

There has been no change in the composition of the Board of Directors since the last Annual General Meeting.

During the financial year 2019-20, 6 meetings of the Board of Directors were held. These meetings were held on 30.06.2018, 30.09.2019, 31.12.2019 and 30.03.2020

3. AUDIT COMMITTEE

- Terms of Reference

The Audit Committee has interalia the following terms of reference:

(a) Reviewing the adequacy of internal control systems
(b) Over see Company's financial reporting process and the disclosure of the financial information to ensure that, the financial statement is correct, sufficient, and credible.
(c) Recommend appointment of external auditor, fixation of audit fee and approve of payment of other services.
(d) Reviewing with the management, the Annual financial statements before submission to the Board.

• Composition

a) Sajid Salman -Non-Executive - Director
b) Jameela Afreen -Non Executive Independent Director
c) Sameer Sohrab- Non-Executive Director

The Manager (F&A), External Auditors as invitees attended the meetings of Audit committee.

• Meetings and attendance during the year

Members	Meetings held	Meetings attended
Sameer Sohrab	4	4
Jameela Afreen	4	4
Sajid Salman	4	4

REMUNERATION COMMITTEE

The Company has constituted Remuneration Committee during the financial year 2018-19

Members	Meetings held	Meetings attended
Sameer Sohrab	4	4
Jameela Afreen	4	4
Sajid Salman	4	4

Other Committees like Risk Management Committee, Social Responsibility Committee were also formed and respective directors participated and meeting was conducted during the year on quarterly basis on end of each quarter and all the directors of the committee attended the same.

4. INVESTORS' GRIEVANCE COMMITTEE

• Terms of Reference

Investors' Grievance Committee facilitates prompt and effective redressal of shareholders' complaints and the reporting of the same to the Board periodically.

• Composition

a) Jameela Afreen
   Non-Executive Director –Chairman
b) Mazhar Pasha
   Executive Director - Member
c) Sameer Sohrab
   Non Executive Director - Member

• Meetings and attendance during the year

Members	Meetings held	Meetings attended
Sameer Sohrab	6	6
Mazhar Pasha	6	6
Jameela Afreen	6	6
Sajid Salman	6	4

6. SHAREHOLDERS' MEETINGS

• Details of last three Annual General Meetings held:

Date	Venue	Time	No of Special Resolutions
Sept 28 2018	Registered Office 1-2-36/2 Street no 4 Kakateeyanagar Habsiguda, Hyderabad 7	10.30 am	Nil
Sept 30 2019	Registered Office 1-2-36/2 Street no 4 Kakateeyanagar Habsiguda, Hyderabad 7	2.30 pm	Nil
Sept 30 2020	Registered Office 1-2-36/2 Street no 4 Kakateeyanagar Habsiguda, Hyderabad 7	2.30 pm	Nil

Unaudited financial results on quarterly basis was upload in BSE Dashboard on regular basis on each quarter during the whole year.

• There were no special resolutions were put through postal ballot last year.

7. DISCLOSURES

• No major disclosure pertaining to the operations, Management and other Promoters covering Corporate Governance has been noted.

There were no penalties, strictures imposed on the company by stock exchange or SEBI or any statutory authority, on any matter related to capital markets during the last three years.

8. MEANS OF COMMUNICATION

• During the financial year 2019-20, the Company has been maintaining communication between Investors, Stock exchanges and all the enquires or information has desired were being furnished by the company.

• Management Discussion and Analysis forms part of this Annual Report and is provided elsewhere in this report.

9. GENERAL SHAREHOLDER INFORMATION

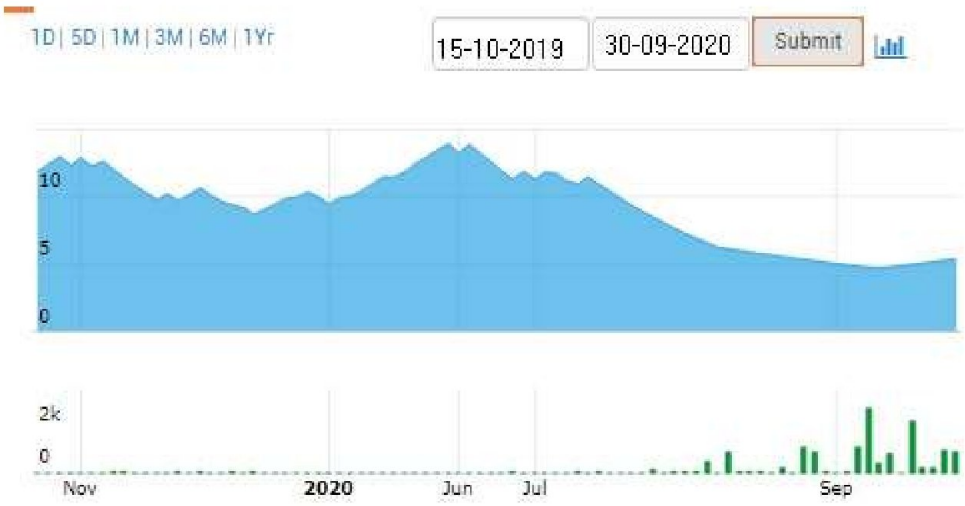
• The Annual General Meeting of the Company will be held on 30th September 2020 at 2:30 PM at registered office 1-2-36/2; Street no 4; Kakateeyanagar; Habsiguda; Hyderabad.

• Financial Calender (Subject to change):

First Quarter	April to June 2019
Second Quarter	July to September 2019
Third Quarter	October to December 2019
Fourth Quarter	January 2019 to March 2020

- Date of Book Closure from 25TH September 2020 to 30th September 2020 (both days inclusive)
- The shares of the Company are in listed in Bombay Stock Exchange vide Scrip Code NETRIPPLES with Scrip ID 542117,
- ISIN Code: INE 478B01018

• Monthly price data: Date of Listing 15th October 2019 to 30th September 2020.



• **Registrar and Transfer Agent:**

Hyderabad Office : Bigshare Services Pvt. Ltd.
306, Right Wing, Amrutha Ville,
Opp. Yasodha Hospital,
Somajiguda, Raj Bhavan Road,
Hyderabad - 500 082.
Tel : 91-40-2337 4967 | 2337 0295
email Id:bsshyd@bigshareonline.com

• **Share Transfer System**

Share transfers are registered and returned within 30 days from the date of receipt, if the documents are in order in all respects.
The shares of the Company were issued to public in Dematerialization form.
The Company has not issued any instruments, which are convertible into equity during the financial year 2019-20

• Address for Correspondence:

Netripples Software Limited
1-2-36/2 Street no 4, Kakateeyanagar
Habsiguda Hyderabad
e-mail:info@netripples.com
By Order of the Board
MAZHAR PASHA
Managing Director
Date: 02.09.2020, Place: Hyderabad

Annexure - I
Form NO. MR-3

SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2020

(Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014)

To,

The Members,
Netripples Software Limited

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Netripples Software Limited** (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.

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 covering the financial year ended on March 31st, 2019, complied with the statutory provisions listed here under 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, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31st, 2019, according to the provisions of:

i. The Companies Act, 2013 (the Act) and the Rules made there under:

ii. The Securities Contract (Regulation) Act, 1956('SCRA') and the Rules made there under:

iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under,

The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act')

iv. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings.

a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;(upto 14th may 2015) and Securities And Exchange Board Of India (Prohibition Of Insider Trading) Regulations, 2015 (Effective From 15th May 2015);

c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009**;[Not Applicable As The Company Has Not Issued Any Further Share Capital During The Period Under Review]**

d) The Securities and Exchange Board of India (share based employee benefits) Regulations, 2014; **[Not applicable to the Company during the period of audit];**

e) The Securities and Exchange Board of India (Issue and listing of Debt Securities) Regulations, 2008 **[Not applicable to the Company during the period of audit]**;

f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Company Act and dealing with client; **[Not applicable as the Company is not registered as the registrar to the issue and share transfer agent during the financial year under review of audit]**

g) The Securities and Exchange Board of India (Delisting of Equity Shares Regulations, 2009; (Not applicable to the Company during the period of audit); and

h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not applicable to the Company during the period of audit.

v. Other laws specifically applicable to the company as per the representations made by the management.

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

i. Secretarial Standards issued by The Institute of Company Secretaries of India was applicable and compiled.

ii. The Listing Agreement is entered into by the Company with BSE Limited.

iii. The Company has given information as required relating to Board Meetings, Annual General Meetings and unaudited financial results.

iv. Section 203 of the Companies Act, 2013 is complied. The company had appointed a company secretary and presently continuing with the company.

v. The website of the Company is updated as per the requirements.

vi. The company has appointed the internal auditor and met the compliance.

During the period under review the company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that The Board of Directors of the Company is duly 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. Decisions at the Board Meetings are carried out unanimously as recorded in the Minutes.

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 the shares of the company listed with BSE Limited. The report is to be read with our letter of even date which is annexed as **Annexure A** and forms an integral part of this report.

Sd/-
CS KODE HEMACHAND
Company Secretary

Mem. No. 35463
CP No. 13416

Place : VIJAYAWADA
Date : 02/09/2020

'ANNEXURE A'

To,

The Members,
Netripples Software Limited

Our Secretarial Audit Report of even Date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. We 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 basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed, provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. Where ever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.

5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards, is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

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

Place : VIJAYAWADA
Date : 02/09/2020

sd/-
CS KODE HEMACHAND
Company Secretary

Mem. No. 35463
CP No. 13416

CERTIFICATE ON CORPORATE GOVERNANCE

(April 2019 to March 2020)

To,
The Members of Netripples Software Limited.

1. We have examined the compliance of conditions of Corporate Governance by Netripples Software Limited ("the Company") for the year ended March 31, 2020, as stipulated in clause 49 of the Listing Agreement of the said Company with stock exchanges.

2. The compliance of condition of Corporate Governance is the responsibility of management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

3. In our opinion and to the best of our information and according to the explanations given, was satisfactory covering the minimum compliances of Corporate Governance.

We certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Agreement.

4. We state that in respect of investor grievances received during the year ended March 31, 2018, we are able to state that the investor grievances were not pending for a period exceeding one month against the Company.

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

For BGS & ASSOCIATES
Chartered Accountants

Sd/-
B.Govardhana Setty
Proprietor

Date : 26.08.2020,
Place : Hyderabad.

INDEPENDENT AUDITORS' REPORT

To the Members of NETRIPPLELS SOFTWARE LIMITED

Report on the Financial Statements

We have audited the accompanying standalone financial statements NETRIPPLELS SOFTWARE LIMITED as at March 31, 2020, the Statement of profit and loss for the year ended, the Statement of changes in the equity, the statement of changes in the cash flows and a summary of the significant accounting policies and other explanatory information.

Management's responsibility for the Financial Statements:

The Company's Board of directors is responsible for the matters stated in Section 134(5) of the Company Act, 2013 with respect to the preparation of these standalone financial statements to give a true and fair view of financial position, financial performance, changes in the equity and cash flows of the company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015 as amended.

This responsibility also includes maintenance of adequate accounting records in accordance with the previsions of the Act for safe guarding of 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 financial statements that give a true and fair view and are free from material misstatements, whether due to fraud or error.

Auditor's responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have considered the provisions of Act and the Rules made there under including the accounting standards and matters which are required to be included in the audit report and the Order issued under section 143(11) of the Act.

We conducted our audit in accordance with Standards on Auditing specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the institutes of Chartered Accountants of India. Those standards and pronouncements required that we comply with ethical requirements, plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatements.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risk of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the company's preparation of financial statements that give a true and fair view, in order to design the audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the company has in place an adequate internal financial control system over financial reporting and the operating effectiveness of such controls. An Audit also includes evaluating the appropriateness of the

accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the company as March 31, 2019, and its profit for the year ended on the date.

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern.

Report on other legal and regulatory requirements.

(1) As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "*Annexure* A" a statement on the matters specified in paragraphs 3 and 4 of the Order.

(2) As required by Sec 143(3) of the Act, we report that:

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.

c) The Balance Sheet and Statement of profit and loss and the Cash Flow Statement dealt with by this report are in agreement with the books of account.

d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

e) On the basis of confirmations received from the Directors and taken on record by the Board of Directors, none of the Directors is disqualified as on 31st March 2020 from being appointed as a director in terms of Section 164(2) of the Act.

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

g) With respect to the other matters to be included in the Auditor's Report in accordance with 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 litigations which would impact its financial position.

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

For BGS & ASSOCIATES,
Chartered Accountants.
FRN-0013021S

Sd/-

B. Govardhana Setty
Proprietor
Membership No :224317
Place: Hyderabad
Date: 26.08.2020.

"Annexure A" to the Independent Auditors' Report

Referred to in paragraph 1 under the heading 'Report on Other Legal & Regulatory Requirement' of our report of even date to the financial statements of the Company for the year ended March 31, 2019:

1) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;

(b) The Fixed Assets have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.

(c) The title deeds of immovable properties are held in the name of the company.

2) (a) The management has conducted the physical verification of inventory at reasonable intervals.

b) The discrepancies noticed on physical verification of the inventory as compared to books records which has been properly dealt with in the books of account were not material.

3) The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company and hence not commented upon.

4) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 In respect of loans, investments, guarantees, and security.

5) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.

6) As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on

by the company.

7) (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including 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 with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2020 for a period of more than six months from the date on when they become payable.

b) According to the information and explanation given to us, there are no dues of income tax, sales tax, outstanding on account of any dispute.

8) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks. The Company has not taken any loan either from financial institutions or from the government and has not issued any debentures.

9) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.

10) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.

11) Based upon the audit procedures performed and the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act;

12) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.

13) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.

14) Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.

15) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.

16) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

For and on behalf of

BGS& Associates
Chartered Accountants
Firm's registration number:013021S
Sd/-

B. Govardhana Setty
Proprietor
Membership number:224317
Place: Hyderabad,
Date: 26.08.2020.

Annexure – B to the Independent Auditors' Report

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

We have audited the internal financial controls over financial reporting of NETRIPPLELS SOFTWARE LIMITED as of March 31, 2020 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 on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, 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 issued by the Institute of Chartered Accountants of India and the Standards on Auditing deemed to be prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls over Financial Reporting:

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

1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company.
2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company.
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.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 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 BGS & ASSOCIATES,
Chartered Accountants.
Sd/-
Proprietor
Membership No :224317
Place: Hyderabad,
Date: 26.08.2020.

NETRIPPLELS SOFTWARE LIMITED
HYDERABAD

SIGNIFICANT ACCOUNTING POLICIES FORMING A PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Accounting convention

The Financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards prescribed under Section 133 of the Companies Act, 2013, and the relevant provisions of the Companies Act, 2013 ("the 2013 Act"), as applicable. The financial statements have been prepared on accrual basis under the historical cost convention except for certain categories of fixed assets that are carried at re-valued amounts.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the 2013 Act. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has determined its operating cycle as twelve months for the purpose of current, non-current classification of assets and liabilities.

A. Change in Accounting policy
There is no change in the accounting policy as compared to previous year.

B. Use of Estimates
The preparation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known / materialized.

C. Revenue Recognition:
a) Sale of goods

i) Revenue from sale of goods and services is recognized when all the significant risks and rewards of ownership transferred to the buyer and the company retains no effective control of the goods transferred to a degree usually associated with ownership.

ii) No significant uncertainty exists regarding the amount of the consideration that will be derived from the sale of goods.

iii) The company has collected the receivables through third party instead of directly from clients. Third part has collected and transferred from their account to company account on regular basis.

b) dividend from investment is recognized when the right to receive payment is established.

c) Revenue from interest is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

D. Tangible and Intangible Fixed Assets

All fixed assets are stated at cost of acquisition, less accumulated depreciation and accumulated impairment losses if any. Direct costs are capitalized until the assets are ready for use and includes freight, duties, taxes and expenses incidental to acquisition and installation.

Subsequent expenditures related to an item of fixed assets are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance

Tangible fixed assets and Intangible assets, that are not yet ready for their intended use, are carried at costs, comprising direct cost, and other incidental / attributable expenses and reflected under Capital work in progress / Intangible assets under development, respectively.

Losses arising from the retirement of and gains or losses arising from the disposal of fixed assets which are carried at cost are recognized in the statement of Profit and Loss.

Intangible assets are stated at acquisition cost, net of accumulated amortization and accumulated impairment losses, if any.

Gains or Losses arising from the retirement or disposal of intangible assets are determined as a difference between the new disposal proceeds and the carrying amount of the asset and are recognized as income or expense in the statement of Profit or Loss.

Depreciation

Depreciation is provided on a pro-rata basis on Written down Value method (WDV) over the useful lives of the assets specified in the schedule II of the Companies Act, 2013 from the month the assets are put to use during the financial year. In respect of assets sold or disposed of during the year, depreciation/ amortization is provided upto the month of sale or disposal of the assets.

The carrying values of assets/ cash generating units at each balance sheet date are reviewed for impairment. If any indication of impairment exists, the recoverable amount of such assets is estimated and impairment is recognized, if the carrying amount exceeds the recoverable amount.

E. Inventories

Items of inventories are measured at lower of cost or net realizable value after providing for obsolescence, if any. Cost of inventories comprises of cost of purchase, cost of conversion and other costs incurred in bringing them to their respective present location and condition. Cost of raw materials, stores and spares, packing materials, trading and other products are determined on weighted average basis. Cost of work-in-progress and finished stock is determined on absorption costing method.

F. Investments

Investments that are readily realizable and intended to be held for not more than a year from the date on which such investments are made are classified as current investments. All other investments are classified as long term investments.

Long term investments are stated at cost, except where there is a diminution in value (other than temporary), in which case the carrying value is reduced to recognize the decline. Current investments are carried at lower of cost and fair value, computed separately in respect of each category of investment.

G. Foreign Currency Transactions

Transactions made during the year in foreign currency are recorded at the exchange rate prevailing at the time of transactions. Exchange differences arising on actual payment/realization and year end reinstatement referred to above are recognized in the Statement of profit and loss.

Particulars	Amount in Rs.
Foreign exchange Loss during the Year:	Nil
Foreign exchange gain during the Year:	Nil
Net Effect (Loss)	Nil

H. Cash and Cash equivalents

In the cash flow statements, cash and cash equivalents include cash in hand, demand deposits with the bank and other short-term highly liquid investments with the original maturities of three months or less.

I. Lease

The assets acquired on lease wherein a significant portion of risks and rewards of ownership of an asset is retained by the lessor are classified as operating leases. Lease rentals paid for such leases are recognized as an expense on systematic basis over the terms of lease.

J. Borrowing Cost

Borrowing Cost that are directly attributable to acquisition or Construction of a qualifying asset capitalized as a part of cost of such asset. Qualifying asset is one that takes substantial period of time to get ready for its intended use. All other borrowing costs are recognized as expenditure in the period in which they are incurred.

K. Subsidy

Any government grants available to the company are recognized when there is a reasonable assurance of compliance with the conditions attached to such grants and when benefits in respect there off have been earned and it is reasonably certain that the ultimate collection will be made. Government subsidy related to specific fixed assets is deducted from the gross value of assets concerned.

Impairment of assets

At each balance date an assessment is made whether any indication exists that an asset has been impaired. If any such indication exists, an impairment loss i.e the amount by which the carrying amount of asset exceeds its recoverable amount is provided in the books of accounts.

L. Accounting for Taxes on Income

Provision for Taxation for the year comprises of current tax. Current tax is amount of income-tax determined to be payable in accordance with the provisions of income tax act 1961. Deferred tax is the tax effect of timing difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.

M. Provisions & Contingent liabilities

A provision is recognized when the Company has a present obligation as a result of past events 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 reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the notes.

Contingent assets are neither recognized nor disclosed in the financial statements.

N. Earnings Per Share.

Basic earnings per share is calculate by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity share holders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

O. Segment Reporting.

The Company's primary segment is identified as business segment based on nature of product, risks, returns and the internal business reporting system and secondary segment is identified based on geographical location of the customers as per Accounting Standard – 17. The Company is principally engaged in a single business segment.

P. Income taxes

Income tax expenses comprise current and deferred taxes. Current tax is determined on income for the year chargeable to tax in accordance with the applicable tax rates and the provisions of the Income Tax Act, 1961 and other applicable tax laws and after considering credit for Minimum Alternate Tax (MAT) available under the said Act. MAT paid in accordance with the tax laws which gives future economic benefits in the form of adjustments to future tax liability, is considered as an asset if there is convincing evidence that the future economic benefit associated with it will flow to the Company resulting in payment of normal income tax. The accounts of Sundry Debtors, Sundry Creditors and Advances are subject to confirmation. The figures have been rounded off to the nearest Rupee.

Q. There are no dues to Micro, Small and Medium Enterprises, that are reportable under Micro, Small and Medium Enterprises Development Act 2006.

R. The Previous year's figures have been reworked, regrouped, rearranged and reclassified wherever necessary. Amounts and other disclosures for the preceding year are included as an integral part of the

current year financial statements and are to be read in relation to the amounts and other disclosures relating to the current year.

For BGS & ASSOCIATES,
Chartered Accountants.
FRN-0013021S
Sd/-
B. Govardhana Setty
Proprietor,Membership No :224317
Place: Hyderabad,
Date: 26.08.2020

NETRIPPLES SOFTWARE LIMITED

FINANCIAL STATEMENTS

FINANCIAL YEAR 2019-20

26.08.2020

www.netripples.com

NETRIPPLES SOFTWARE LIMITED

BALANCE SHEET As on 31 March 2020

	Particulars	Note No.	As on 31 March 2020	As on 31 March 2019
			Rs.	Rs.
A	EQUITY AND LIABILITIES			
1	Shareholders' funds			
	(a) Share capital	1	68,169,000	68,169,000
	(b) Reserves and surplus	2	30,393,641	30,295,142
	(c) Money received against share warrants			
			98,562,641	98,464,142
2	Share application money pending allotment			
3	Non-current liabilities			
	(a) Long-term borrowings			
	(b) Deferred tax liabilities (net)	19	2,361,065	2,361,065
	(c) Other long-term liabilities			
	(d) Long-term provisions			
			2,361,065	2,361,065
4	Current liabilities			
	(a) Short-term borrowings		-	-
	(b) Trade payables	3	735,450	1,505,600
	(c) Other current liabilities	20	-	-
	(d) Short-term provisions	4	30,400	295,670
	TOTAL		101,689,556	102,626,477
B	ASSETS			
1	Non-current assets			
	(a) Fixed assets			
	(i) Tangible assets	8	6,376,492	2,008,963
	(b) Non-current investments			
	(c) Deferred tax assets (net)			
	(d) Long-term loans and advances	7	-	3,104,788
	(e) Other non-current assets		-	-
			-	3,104,788
2	Current assets			
	(a) Current investments			
	(b) Inventories	8	88,722,468	86,016,715
	(c) Trade receivables	9	5,912,685	10,558,366
	(d) Cash and cash equivalents	10	65,472	325,206
	(e) Short-term loans and advances		-	-
	(f) Other current assets	11	612,439	612,439
			95,313,064	97,512,726
	TOTAL		101,689,556	102,626,477
	See accompanying notes forming part of the financial statements			

In terms of our report attached.
For BGS & Associates
Chartered Accountants.
FRN- 0013021S

sd/-
B.Govardhana Setty
Proprietor
M No. : 224317

PLACE : Hyderabad
DATE : 26.08.2020

For and on behalf of the Board of Directors
Netripples Software Limited

sd/-
Mazhar Pasha
Managing Director
DIN: 00719970

sd/-
Sameer Sohrab
Director
DIN: 02423411

	CASH FLOW STATEMENT FOR COMPANIES OTHER THAN FINANCE COMPANIES		
	Cash Flow Statement for the year ended As on 31 March 2020		
		For the Year ended 31 March 2020	For the Year ended 31 March 2019
		Rs.	Rs
	A. Cash flow from operating activities		
	Net Profit / (Loss) before extraordinary items and tax	128,899	4,684,826
	Adjustments for:		
	Depreciation and amortization	721,842	2,770,915
	Provision for impairment of fixed assets and intangibles		
	Other R & T and Legal Expenses	99,000	159,956
	(Profit) / loss on sale / write off of assets		
	Expense on employee stock option scheme		
	Finance costs	-	146,085
	Operating profit / (loss) before working capital changes	949,740	7,761,782
	Adjustments for (increase) / decrease in operating assets:		
	Inventories	(2,705,753)	21,474,725
	Trade receivables	4,645,681	1,647,634
	Short-term loans and advances		
	Long-term loans and advances	3,104,788	-
	Other current assets	-	-
	Other non-current assets		
	Adjustments for increase / (decrease) in operating liabilities:		
	Trade payables	770,150	345,263
	Other current liabilities	-	
	Other long-term liabilities		
	Short-term provisions	265,426	
	Long-term provisions		
	Cash flow from extraordinary items		
	Cash generated from operations	1,854,092	
	Net income tax (paid) / refunds		
	Net cash flow from / (used in) operating activities (A)	1,854,092	

NETRIPPLES SOFTWARE LIMITED

netripples

PROFIT AND LOSS ACCOUNT (WITHOUT EBITDA) As on 31 March 2020

(Statement of Profit and Loss without stating EBITDA)

	Particulars	Note No.	For the Year ended 31 March 2020	For the Year ended 31 March 2019
A	CONTINUING OPERATIONS			
1	Revenue from operations (gross)			
	Exports	12	140,000,520	249,604,474
	Indigenous		-	260,526
	Less: Excise duty		-	-
	Revenue from operations (net)		-	-
2	Other income			156
3	Total revenue (1+2)		140,000,520	249,865,156
4	Expenses			
	(c) Changes in inventories of finished goods,	13	7,785,725	-7,081,755
	(d) Employee benefits expense	14	2,791,600	4,985,000
	(e) Finance costs	15	-	1,940,519
	(f) Depreciation and amortisation expense	6	721,842	2,770,915
	(g) Other expenses	16	128,572,455	242,565,651
	Total expenses		139,871,621	245,180,330
5	Profit / (Loss) before product Upgrade /Exceptional items and tax (3 - 4)		128,899	4,684,826
6	Product Compatibility Upgrades /Exceptional			
7	Profit / (Loss) before extraordinary items and		128,899	4,684,826
8	Extraordinary items (under evaluation)			
9	Profit / (Loss) before tax (7 ± 8)		128,899	4,684,826
10	Tax expense:			
	(a) Current tax expense for current year	4	30,400	295,826
	(b) (Less): MAT credit (where applicable)			
	(c) Current tax expense relating to prior years			
	(d) Net current tax expense		30,400	295,826
	(e) Deferred tax			-
11	Profit / (Loss) from continuing operations (9		98,499	4,389,000
B	DISCONTINUING OPERATIONS			
13	Profit / (Loss) from discontinuing operations			
C	TOTAL OPERATIONS			
14	Profit / (Loss) for the year (11 ± 13)		98,499	4,389,000

In terms of our report attached.
FOR BGS & ASSOCIATES
Chartered Accountants.
Firm Regn. No. 0013021S

sd/-
B.GOVARDHAN SETTY
Proprietor
Membership No. : 224317

PLACE : Hyderabad
DATE : 26.08.2020

For and on behalf of the Board of Directors
Netripples Software Limited

sd/-
Mazhar Pasha
Managing Director

sd/-
Sameer Sohrab
Director

NETRIPPLES SOFTWARE LIMITED
PROFIT AND LOSS ACCOUNT (WITH EBITDA) As on 31 March 2020

(Statement of Profit and Loss stating EBITDA)

		Particulars	Note No.	For the Year ended 31 March 2020	For the Year ended 31 March 2019
	A	**CONTINUING OPERATIONS**			
	1	Revenue from operations (gross)		140,000,520	249,604,474
		Domestic Income		-	260,526
		Revenue from operations (net)	12	140,000,520	249,865,000
	2	Expenses			
		(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	13	7,785,725	-7,081,755
		(d) Employee benefits expense	14	2,791,600	4,985,000
		(e) Other expenses	16	128,572,455	242,565,651
		Total		139,149,780	240,468,896
	3	Earnings before exceptional items, extraordinary		850,740	9,396,104
	4	Finance costs	15	-	1,940,519
	5	Depreciation and amortization expense	6	721,842	2,770,915
	6	Other income			
	7	Profit / (Loss) before exceptional and		128,899	4,684,826
	8	Exceptional items			
	9	Profit / (Loss) before extraordinary items and tax		128,899	4,684,826
	10	Extraordinary items		0	0
	11	Profit / (Loss) before tax (9 ± 10)		128,899	4,684,826
	12	Tax expense:			
		(a) Current tax expense for current year	4	30,400	295,826
		(b) (Less): MAT credit (where applicable)			
		(c) Current tax expense relating to prior years			
		(d) Net current tax expense		30,400	295,826
GN 9.8.2		(e) Deferred tax			
				30,400	295,826
	13	Profit / (Loss) from continuing operations (11 ±		98,499	4,389,000
	B	DISCONTINUING OPERATIONS			
GN 9.9.2	14.i	Profit / (Loss) from discontinuing operations			
GN 9.9.3	14.ii	Gain / (Loss) on disposal of assets / settlement			
GN 9.10	14.iii	Add / (Less): Tax expense of discontinuing operations		-	-
AS 24.32(a)		(a) on ordinary activities attributable to the discontinuing operations		-	-
AS 24.23(a)		(b) on gain / (loss) on disposal of assets / settlement of liabilities		-	-
GN 6.5 GN 6.6 GN 9.9	15	Profit / (Loss) from discontinuing operations (14.i ± 14.ii ± 14.iii)			
	C	TOTAL OPERATIONS		98,499	4,389,000
	16	Profit / (Loss) for the year (13 ± 15)		98,499	4,389,000

In terms of our report attached.
FOR BGS & ASSOCIATES
Chartered Accountants.
Firm Regn. No. 0013021S

sd/-
B.GOVARDHAN SETTY
Proprietor
Membership No. : 224317

PLACE : Hyderabad
DATE : 26.08.2020

For and on behalf of the Board of Directors
Netripples Software Limited

sd/-
Mazhar Pasha
Managing Director
DIN: 00719970

sd/-
Sameer Sohrab
Director
DIN: 02423411

NETRIPPLES SOFTWARE LIMITED
Notes forming part of the financial statements Financial Year As on 31 March 2020
Note 1 Share capital @

Particulars	As on 31 March 2020		As on 31 March 2019	
	No of Shares	Amount	No of Shares	Amount
(a) Authorised Equity shares of Rs.10 each with voting rights	7,860,000	78,600,000	7,860,000	78,600,000
(b) Issued # Equity shares of Rs.10 each with voting rights	6,816,900	68,169,000	6,816,900	68,169,000
Equity shares of ` 10/- each with differential voting rights	-		-	
(c) Subscribed and fully paid up Equity shares of Rs.10 each with voting rights	6,816,900	68,169,000	6,816,900	68,169,000
Total	6,816,900	68,169,000	6,816,900	68,169,000

NETRIPPLES SOFTWARE LIMITED

Notes forming part of the financial statements Financial Year As on 31 March 2020

Note 2 Reserves and surplus

Closing balance	For the year ended 31 March 2020	For the year ended 31 March 2019
(g) General reserve		
Opening balance	30,295,142	25,906,142
Add: Transferred from surplus in Statement of Profit	98,499	4,389,000
Less: Utilized / transferred during the year for:		
Issuing bonus shares		
Others (give details)		
Closing balance	30,393,641	30,295,142

NETRIPPLES SOFTWARE LIMITED netripples

Notes forming part of the financial statements Financial Years on 31 March 2020

Note 3 Trade payables *

Particulars	As at 31 March 2020	As at 31 March 2019
Trade payables: Acceptances Other than Acceptances	735,450	1,505,600
Total	735,450	1,505,600

* Trade payables are dues in respect of goods purchased or services received (including from employees, professionals and others under contract) in the normal course of business.

Notes forming part of the financial statements
Financial Year As on 31 March 2020

netripples

Note 4 Short-term provisions

Particulars	For the year ended 31 March, 2020	For the year ended 31 March, 2019
(b) Provision - Others:		
(i) Provision for tax - Current Year	30400	295,826
(ii) Provisions for taxes up to last year		
	30400	295,826
Total	30,400	295,826

NETRIPPLES SOFTWARE LIMITED

Notes forming part of the financial statements As on 31 March 2020

netripples

Note 5.0 Fixed assets

A.	Tangible assets	Gross block									
		Balance as at 1 April, 2019	Additions	Disposals	Acquisitions through business combinations	Reclassified as held for sale	Revaluation increase	Effect of foreign currency exchange differences	Borrowing cost capitalized	Other adjustments (Difference deducted as per Present Value)	Balance as at 31 March, 2020
	(a) Plant and Equipment	16512397	1545600	345250							17712747
	(b) Furniture and Fixtures	5872394	892650	245650							6519394
	(c) Electrical Installations	5006797	745670	235450							5517017
	(d) Vehicles	2259860	0	0							2259860
	(e) Office equipment	6313905	1905450	1235450							6983905
	Total	35965353	5089370	2061800							38992923
	Previous year										

Note 8 Fixed assets (contd.)

A	Tangible assets	Accumulated depreciation and impairment								Net block	
		Balance as at 1 April, 2019	Depreciation / amortization expense for the year 2019-20	Eliminated on disposal of assets	Eliminated on reclassification as held for sale	Impairment losses recognized in statement of profit and loss	Reversal of impairment losses recognized in Statement of Profit and Loss	Other adjustments	Balance as at 31 March, 2019	Balance as at 31 March, 2020	Balance as at 31 March, 2019
	(a) Plant and Equipment	15833261	281923	345250					15769934	1942813	679136
	(b) Furniture and Fixtures	5846626	67277	245650					5668252	851142	25768
	(c) Electrical Installations	4946378	85596	235450					4796524	720493	60419
	(d) Vehicles	1048770	181664	0					1230433	1029427	1211090
	(e) Office equipment	6281356	105382	1235450					5151288	1832617	32549
	Total	33956390	721842	2,061,800					32616431	6376492	2008963

NETRIPPLES SOFTWARE LIMITED

Notes forming part of the financial statements Financial Year As on 31 March 2020

Note 6 Depreciation

C. Depreciation and amortization relating to continuing operations:

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Depreciation and amortization for the year on tangible assets as per Note	721,842	2,770,915
Depreciation and amortization for the year on intangible assets as per Note		
Less: Utilized from revaluation reserve		
Depreciation and amortization relating to discontinuing operations		
Depreciation and amortization relating to continuing operations	721,842	2,770,915

Notes:

(I) Details of amounts written off on reduction of capital or revaluation of assets or sums added to assets on revaluation during the preceding 5 years:

NETRIPPLES SOFTWARE LIMITED

Notes forming part of the financial statements Financial Year As on 31 March 2020

Note 7 Long-term loans and advances

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
(b) Security deposits		
Secured, considered good	0	99,788
Less: Provision for doubtful deposits		
Secured and Considered Good (ESOP)	0	3,005,000
Total	0	3,104,788

NETRIPPLES SOFTWARE LIMITED

Notes forming part of the financial statements Financial Year As on 31 March 2020

netripples

Note 8 Inventories

(At lower of cost and net realizable value)

Particulars	For the year ended 31 March, 2020	For the year ended 31 March, 2019
(b) Work-in-progress @ (Refer Note below)	19,734,500	21,479,572
Goods-in-transit		
	19,734,500	21,479,572
(c) Finished goods (other than those	68,987,968	64,537,143
	68,987,968	64,537,143
Total	88,722,468	86,016,715

NETRIPPLES SOFTWARE LIMITED

Notes forming part of the financial statements Financial Year As on 31 March 2020

Note 9 Trade receivables

Particulars	For the year ended 31 March, 2020	For the year ended 31 March, 2019
Other Trade receivables		
Secured, considered good	5,912,685	10,558,366
Doubtful		
Less: Provision for doubtful trade		
Total	5,912,685	10,558,366

	NETRIPPLES SOFTWARE LIMITED		netripples
	Notes forming part of the financial statements Financial Year As on 31 March 2020		
	Note 10 Cash and cash equivalents		
	Particulars	For the year ended 31 March, 2020	For the year ended 31 March, 2019
	(a) Cash on hand	35,450	15,460
	(b) Cheques, drafts on hand (c) Balances with banks (i) In current accounts (ii) In EEFC accounts (iii) In deposit accounts (Refer Note (i) below) (d) Others (specify nature)	30,022	309,745
	Total	65,472	325,205
	Of the above, the balances that meet the definition of Cash and cash equivalents as per AS 3 *Cash Flow Statements* is		

	NETRIPPLES SOFTWARE LIMITED		netripples
	Notes forming part of the financial statements Financial Years on 31 March 2020		
	Note 11 Other Current Assets *		
16.00	Particulars	As at 31 March 2020	As at 31 March 2019
16.1	GST refund claim for FY 2017-18	13,931	13,931
16.2	GST refund claim for FY 2018-19	566,720	566,720
16.3	GST credits as on 31 March 2019	31,788	31,788
16.4	Total	612,439	612,439
	*Current Assets are dues in respect of receivables from Statutory Organizations like GST Income Tax, other Govt Agencies or Private agencies where an amount as on 31st March of that financial year is accumulated and shown here.		

Notes forming part of the financial statements Financial Years on 31 March 2020

Note 12 Revenue from operations

	Particulars	As on 31 March, 2020	As on 31 March, 2019
(a)	Sale of products @ (Refer Note (I) below)		
	Exports	140,000,520	249,604,474
	Domestic Sales		260,526
(b)	Sale of services @ (Refer Note (ii) below)		
(c)	Other operating revenues # (Refer Note (iii) below)		
		140,000,520	249,865,000
	Less:		
(d)	duties		
	Total	140,000,520	249,865,000

NETRIPPLES SOFTWARE LIMITED

Notes forming part of the financial statements Financial Year As on 31 March 2020

netripples

Note 13 Changes in inventories of finished goods, work-in-progress and stock-in-trade @

Ref. No.	Particulars	As on 31 March, 2020	As on 31 March, 2019	As on 31 March, 2018
	Inventories at the end of the year:			
	Finished goods	68,987,968	64,537,143	73,372,977
	Work-in-progress	19,734,500	21,479,572	34,118,463
	Stock-in-trade			
		88,722,468	86,016,715	107,491,440
	Inventories at the beginning of the year:			
	Finished goods	64,537,143	73,372,977	73,007,938
	Work-in-progress	21,479,572	34,118,463	33,948,719
		86,016,715	107,491,440	106,956,657
	Add Stock-in-trade/Milestone Under Acceptance	-10,491,478	14,392,970	
	Net (increase) / decrease	7,785,725	(7,081,755)	534,783

NETRIPPLES SOFTWARE LIMITED

Notes forming part of the financial statements Financial Year As on 31 March 2020

Note 14 Employee benefits expense

Particulars	As on 31 March 2020	As on 31 March,2019
Salaries and wages #	2,737,012	4,887,522
Contributions to provident and other funds (Refer Note 30.4) @	54,587	97,478
Staff welfare expenses **	2,791,600	4,985,000
Total		

NETRIPPLES SOFTWARE LIMITED

Notes forming part of the financial statements Financial Year As on 31 March 2020

Note 15 Finance costs

Particulars	As on 31 March, 2020	As on 31 March, 2019
(a) Interest expense on: Borrowings	0	1,794,434
(b) Bank Charges	0	146,085
Total	-	1,940,519

NETRIPPLES SOFTWARE LIMITED		netripples
Notes forming part of the financial statements Financial Year As on 31 March 2020		
Note 16 Other expenses		
Particulars	For the year ended 31 March, 2020	For the year ended 31 March, 2019
Travelling and conveyance *	326,275	239,139
Communication *	63,532	95,926
Computer Peripherals and Consumables	154,911	136,419
Insurance A/c	162,205	157,055
Rates and Taxes	454,617	3,422,568
Project Infrastructure & Networking Services	31,232,357	63,432,778
Printing & Stationary and Books	101,282	76,635
Power and Fuel	183,571	128,274
Project Operating Software Tools and SW Services	24,324,259	56,430,257
Business Promotions	854,523	128,892
Repairs and maintenance - Others *	59,007	60,530
Office Maintenance	93,026	81,188
General Expenses	243,876	202,358
Project Consulting Charges	16,271,995	35,236,906
Directors Sitting Fee	17,302	17,302
Project Third party SW Integration & Config Services	28,449,998	46,466,927
Preliminary & Pre-Operative expenses written off	-	1,308,561
Public issue expenses written off	-	716,143
R & T ,Legal and Professional Charges	99,000	159,956
Subscriptions & Seminars Membership Fees	64,997	272,124
Vehicle Maintenance	80,743	140,127
Project Medical Equipment & Device Integration	25,234,979	33,555,586
Auditors Remuneration	100,000	100,000
Total	128,572,455	242,565,651

Note 17 Revenue Segment Information as on 31.03.2020

netripples

Ref. No.	Note	Particulars

Segment information

There is Single Segment of Application Software and Services from this year compared to previous years where we divided them into two

Particulars	For the year ended 31 March 2020			For the year ended 31 March 2019			
	Single Segment			Business Segments			
	Application Software and Services	Eliminations	Total	Healthcare Application Software	Software Products & Services	Eliminations	Total
Revenue	140,000,520	-	140,000,520	149,919,000	99,946,000	-	249,865,000
				149,919,000	99,946,000		249,865,000

NETRIPPLES SOFTWARE LIMITED

Notes forming part of the financial statements Financial Year As on 31.03.2020

Note 18 Earnings Per Share

Note	Particulars	For the year ended on 31 March 2020	For the Year ended on 31st March 2019
	Earnings per share		
	Basic		
	Continuing operations		
	Net profit / (loss) for the year from continuing operations	98,499	4,389,000
	Less: Preference dividend and tax thereon		-
	Net profit / (loss) for the year from continuing operations attributable to	98,499	4,389,000
	Weighted average number of equity shares	6,816,900	6,816,900
	Par value per share	10	10
	Earnings per share from continuing operations - Basic	0.0144	0.6438
	Total operations		
	Net profit / (loss) for the year	98,499	4,389,000
	Less: Preference dividend and tax thereon		-
	Net profit / (loss) for the year attributable to the equity shareholders	98,499	4,389,000
	Weighted average number of equity shares	6,816,900	6,816,900
	Par value per share	10	10
	Earnings per share - Basic	0.0144	0.6438
	Continuing operations	0	0
	Net profit / (loss) for the year from continuing operations	98,499	4,389,000
	Net profit / (loss) for the year from continuing operations attributable to	98,499	4,389,000
	Weighted average number of equity shares	6,816,900	6,816,900
	Par value per share	10	10
	Earnings per share from continuing operations, excluding extraordinary	0.0144	0.6438
	Total operations		
	Net profit / (loss) for the year	98,499	4,389,000
	Net profit / (loss) for the year attributable to the equity shareholders,	98,499	4,389,000
	Weighted average number of equity shares	6,816,900	6,816,900
	Par value per share	10	10
	Earnings per share, excluding extraordinary items - Basic	0.0144	0.6438

NETRIPPLES SOFTWARE LIMITED
Notes forming part of the financial statements Financial Year 2019-20

GN 6.13 Note 19 Deferred Tax Liabilities

Ref. No.	Note	Particulars	As at 31 March 2020	As at 31 March 2019
		Deferred tax (liability) / asset		
		Tax effect of items constituting deferred tax liability		
		On difference between book balance and tax balance of fixed		
		On expenditure deferred in the books but allowable for tax	2,361,065	2,361,065
		On items included in Reserves and surplus pending		
		Others		
		Tax effect of items constituting deferred tax liability	2,361,065	2,361,065
		Net deferred tax (liability) / asset	2,361,065	2,361,065
		The Company has recognized deferred tax asset on unabsorbed depreciation to the extent of the corresponding deferred tax liability on the difference between the book balance and the written down value of fixed assets under Income Tax (or) The Company has recognized deferred tax asset on unabsorbed depreciation and brought forward business losses based on the Management's estimates of future profits considering the non-cancellable customer orders received by the Company.		
		The net deferred tax liability / asset should always be classified as non-current and disclosed on the face of the Balance Sheet.		

NETRIPPLES SOFTWARE LIMITED

Notes forming part of the financial statements Financial Year 2019-20

Note 20 Current Liabilities

Ref. No.	Note	Particulars	As at 31 March 2020	As at 31 March 2019
		Current Liabilities which include as below - A supply purchase from A vendor but have yet to receive an invoice to pay it '- Warranty on A service or product but has yet to be fully paid '- Proposed Dividends from company to their shareholders as A reward for investing in their stock '- Accumulated employee wages, bonuses, and commissions for A period that might be paid at A later date '- Short Term Debt to be converted into Equity/Shares/Debt Payable which is yet to be redeemed.	-	-
		Net deferred tax (liability) / asset	-	-