SORAB S. ENGINEER & CO. (Regd.)
CHARTERED ACCOUNTANTS

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INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF ARYA OMNITALK WIRELESS SOLUTIONS PRIVATE LIMITED

Report on the Audit of the Ind AS financial statements

Opinion

We have audited the accompanying financial statements of Arya Omnitalk Wireless Solutions Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2020, 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 ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the Ind AS financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the 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, 2020, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Emphasis of Matter

We draw attention to note no. 31 of the financial statements, which describes that based on current indicators of future economic conditions, the Company expects to recover the carrying amount of all its assets and revenue recognised. The impact of the COVlD-19 pandemic may be different from that estimated as at the date of approval of these financial statements and the Company will continue to closely monitor any material changes to future economic conditions. Our opinion is not modified in respect of this matter.

Information Other than the Ind AS financial statements and Auditor's Report Thereon

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

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

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

Management's Responsibility for the Ind AS financial statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows 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 financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Ind AS financial statements

Our objectives are to obtain reasonable assurance about whether the Ind AS 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 Ind AS 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 Ind AS 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 from one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate 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 Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

Materiality is the magnitude of misstatements in the Ind AS financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Ind AS 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 Ind AS 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.

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, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.

d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Amendment Rules, 2018.

e) On the basis of the written representations received from the directors as on March 31, 2020 and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 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 A”. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company’s internal financial controls over financial reporting.

g) The provisions of section 197 read with Schedule V of the Act are not applicable to the Company for the year ended March 31, 2020.

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

i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements. (Refer Note No. 26)

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

iii. There have been no amounts required to be transferred to the Investor Education and Protection Fund by the Company.

2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For **Sorab S. Engineer & Co.**
Chartered Accountants
Firm Registration No. 110417W

NAUSHIR DARA ANKLESARIA

Digitally signed by NAUSHIR DARA ANKLESARIA
Date: 2020.06.15 17:42:43 +05'30'

CA. N.D. Anklesaria
Partner
Membership No. 10250

UDIN : 20010250AAAAAY5472

Place : Mumbai
Date : June 10, 2020

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT
(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Arya Omnitalk Wireless Solutions Private Limited of even date)

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

We have audited the internal financial controls over financial reporting of Arya Omnitalk Wireless Solutions Private Limited("the Company") as of March 31, 2020 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Board of Directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective 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.

Auditor's Responsibility

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

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

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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the Ind AS financial statements.

Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may 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 **Sorab S. Engineer & Co.**
Chartered Accountants
Firm Registration No. 110417W

NAUSHIR DARA ANKLESARIA
Digitally signed by NAUSHIR DARA ANKLESARIA
Date: 2020.06.15 17:43:14 +05'30'

CA. N.D. Anklesaria
Partner
Membership No. 10250

UDIN : 20010250AAAAAY5472
Place : Mumbai
Date : June 10, 2020

ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT
(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Arya Omnitalk Wireless Solutions Private Limited of even date)

i. In respect of the Company's Property, Plant and Equipment:

(a) The Company has generally maintained proper records showing full particulars, including quantitative details and situation of its Property, Plant and Equipment.

(b) As explained to us, the Property, Plant and Equipment have been physically verified by the management during the year in accordance with a phased programme of verification, which in our opinion provides for physical verification of all the fixed assets at reasonable intervals. We are informed that no material discrepancies were noticed on such verification.

(c) The Company does not hold any immovable properties and thus disclosure under clause (i)-(c) of paragraph 3 of the order are not applicable.

ii. As explained to us, Inventory, except stocks lying with third parties and stock pertaining to HTMS business, has been physically verified by the Management during the year at reasonable intervals and the discrepancies noticed on verification between the physical stocks and the book records were not material having regard to the size of the Company, and the same have been properly dealt with in the books of account.

iii. According to information and explanations given to us, the Company has not granted any secured / unsecured loans to Companies, Firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Act. Consequently, requirements of clause (iii) of paragraph 3 of the order are not applicable.

iv. In our opinion and according to the information and explanations given to us, the Company has not advanced any loan or given any guarantee or provided any security or made any investment covered under section 185 and section 186 of the Act hence, the requirements of clause (iv) of paragraph 3 of the order are not applicable.

v. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of Sections 73 to 76 or any other relevant provisions of the Act and Rules framed thereunder. No order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal and hence, the requirements of clause (v) of paragraph 3 of the order are not applicable.

vi. To the best of our knowledge and belief, the Central Government has not prescribed maintenance of cost records under section 148 (1) of the Act in respect of the Company's product. Consequently, requirements of clause (vi) of paragraph 3 of the order are not applicable.

vii. (a) According to the records of the Company, the Company is generally regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Wealth Tax, Goods and Service Tax, Sales Tax, Duty of Custom, Duty of Excise, Value added tax, Cess and other material statutory dues applicable to it. According to the information and explanations given to us, no undisputed amounts payable in respect of outstanding statutory dues were in arrears as at March 31, 2020 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 as per the records of the Company there are no disputed statutory liabilities payable by the Company.

viii. In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to Financial Institutions, Banks, Government or Debenture holders.

ix. To the best of our knowledge and belief and according to the information and explanations given to us, the Company has not raised money by way of initial public offer/further public offer/debt instrument and term loans hence, reporting under clause 3 (ix) of the Order is not applicable to the Company.

x. To the best of our knowledge and belief and according to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.

xi. According to the information and explanations given by the management, the provisions of section 197 of the Act read with Schedule V of the Act are not applicable to the Company and hence reporting under clause 3(xi) is not applicable to the Company.

xii. The Company is not a Nidhi Company and hence reporting under clause 3 (xii) of the Order is not applicable to the Company.

xiii. According to the information and explanations given by the management, transactions with the related parties are in compliance with section 188 of the Act where applicable and the details have been disclosed in the notes to the Ind AS financial statements, as required by the applicable accounting standards. The provisions of section 177 the Act are not applicable to the Company and accordingly reporting under clause 3(xiii) in so far as it relates to section 177 of the Act is not applicable to the Company.

xiv. To the best of our knowledge and belief and according to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Consequently, requirements of clause (xiv) of paragraph 3 of the order are not applicable.

xv. To the best of our knowledge and belief and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected to its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

xvi. According to the nature of the business, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **Sorab S. Engineer & Co.**
Chartered Accountants
Firm Registration No. 110417W

NAUSHIR DARA ANKLESARIA
Digitally signed by NAUSHIR DARA ANKLESARIA
Date: 2020.06.15 17:43:37 +05'30'

CA. N.D. Anklesaria
Partner
Membership No. 10250

UDIN : 20010250AAAAAY5472

Place : Mumbai
Date : June 10, 2020

Arya Omnitalk Wireless Solutions Pvt. Ltd.
Balance Sheet as on 31st March 2020

Rs. In Lacs

Particulars	Notes	As at March 31 2020	As at March 31 2019
ASSETS			
I. Non-Current Assets			
(a) Property, Plant and Equipment	5	297.69	361.44
(b) Capital Work in Progress	5	-	12.47
(c) Intangible Assets	6	2.31	2.12
(d) Right of Use Assets	5.1	667.60	
(e) Financial Assets			
(i) Other Financial Assets	8.5	484.84	135.81
(f) Deferred Tax Assets (net)	7.2	343.07	281.03
(g) Other Non-Current Assets	9.1	8.60	11.56
Total Non-Current Assets		**1,804.11**	**804.43**
II.Current Assets			
(a) Inventories	10	2,616.38	2,152.64
(b) Financial Assets			
(i) Trade Receivables	8.1	5,136.86	3,841.66
(ii) Cash and Cash Equivalents	8.2	32.70	84.75
(iii) Bank Balance other than (ii) above	8.3	931.33	1.05
(iv) Loans	8.4	-	826.66
(v) Investment	8.5	-	-
(v) Other Financial Assets	8.5	50.27	123.98
(c) Current Tax Assets (Net)	9	44.04	
(d) Other Current Assets	9.1	432.51	284.95
Total Current Assets		**9,244.10**	**7,315.69**
Total Assets		**11,048.21**	**8,120.12**
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	11	200.25	200.25
Other Equity	12	5,697.97	4,801.10
Total Equity		**5,898.22**	**5,001.35**
LIABILITIES			
I. Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	13.1	9.77	11.12
(ii) Lease Liability	5.1	618.04	
(iii) Other Financial Liabilities	13.3	44.90	25.42
(b) Long-Term Provisions	14	198.78	177.20
(c) Other Non-Current Liabilities	15	205.55	6.61
Total Non-Current Liabilities		**1,077.04**	**220.35**
II.Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	13.1	9.63	203.86
(ii) Trade Payables			
Total outstanding Dues of Micro Enterprises and Small Enterprises	13.2	76.12	1.38
Total outstanding Dues other than Micro Enterprises and Small Enterprises	13.2	1,468.98	985.71
(iii) Lease Liability	5.1	168.13	
(iv) Other Financial Liabilities	13.3	863.20	824.72
(b) Other Current Liabilities	15	1,266.52	499.00
(c) Short-Term Provisions	14	220.38	260.39
(d) Current Tax Liabilities (net)	16	-	123.36
Total Current Liabilities		**4,072.95**	**2,898.42**
Total Equity and Liabilities		**11,048.21**	**8,120.12**
Summary of Significant Accounting Policies	3		

The accompanying notes are an integral part of the financial statements.

As per our report of even date attached
For Sorab S. Engineer and Co.
Chartered Accountants
Firm Registration No.110417W

NAUSHIR DARA ANKLESARIA
Digitally signed by NAUSHIR DARA ANKLESARIA
Date: 2020.06.15 18:19:26 +05'30'

CA N.D. Anklesaria
Partner
Membership No.10250

Place : Mumbai
Date : 10th June, 2020

For and on behalf of the board of directors of
Arya Omnitalk Wireless Solutions Pvt. Ltd.

MAYANK JAYANTILAL SHAH
Digitally signed by MAYANK JAYANTILAL SHAH
Date: 2020.06.12 12:19:33 +05'30'

SANJEEV KANUBHAI PARIKH

Mayank Shah
Director
DIN: 00076380

S K Parikh
Director
DIN: 00030568

Shyam Sundar Agarwal
Digitally signed by Shyam Sundar Agarwal
Date: 2020.06.11 16:43:03 +05'30'

Shyam Sundar Agarwal
Chief Financial Officer & Company Secretary
Place : Mumbai
Date : 10th June, 2020

Arya Omnitalk Wireless Solutions Pvt. Ltd.
Statement of Profit and Loss for the Year 1st April 2019 to 31st March 2020

Rs. In Lacs

Particulars	Notes	Year ended March 31 2020	Year ended March 31 2019
Income			
Revenue from Operations	17	12,197.26	9,652.71
Other Income	18	250.23	236.60
Total Income (I)		**12,447.49**	**9,889.31**
Expenses			
Purchase of Stock-In-Trade	19	5,065.10	2,817.59
Changes in Inventories of Finished Goods, Work-In-Progress and Stock-In-Trade	20	(463.74)	112.09
Employee Benefits Expenses	21	2,726.84	2,467.19
Finance Costs	22	89.97	10.73
Depreciation and Amortisation Expenses	23	287.83	96.99
Other Expenses	24	2,661.39	2,509.31
Total Expenses (II)		**10,367.39**	**8,013.90**
Profit Before Exceptional items and Tax (III)=(I-II)		2,080.10	1,875.41
Exceptional Items (IV)	-	-	-
Profit Before Tax (V) = (III-IV)		**2,080.10**	**1,875.41**
Tax Expenses			
Current Tax	7	571.23	645.58
(Excess)/Short Provision Related to Earlier Years		-	(19.99)
Deferred Tax	7	(37.50)	(52.92)
Total Tax Expenses (VI)		**533.73**	**572.67**
Profit for the Period (VII) = (V-VI)		**1,546.37**	**1,302.74**
Other Comprehensive Income			
Other Comprehensive Income not to be Reclassified to Profit or loss in Subsequent years:			
Re-Measurement Gains / (Losses) on Defined Benefit Plans	25	(44.61)	(19.15)
Income Tax Effect		11.23	5.58
Net Other Comprehensive Income not to be Reclassified to Profit or Loss in Subsequent years		**(33.38)**	**(13.57)**
Total Other Comprehensive Income for the Period, Net of Tax (VIII)		**(33.38)**	**(13.57)**
Total Comprehensive Income for the Period, Net of Tax (VII+VIII)		**1,512.99**	**1,289.17**
Earning Per Equity Share [Nominal Value Per Share Rs.10/- (March 31, 2020: Rs.10/-)]			
Basic	32	77.22	65.06
Diluted	32	77.22	65.06
Summary of Significant Accounting Policies	3		

The accompanying notes are an integral part of the financial statements.

As per our report of even date attached
For Sorab S. Engineer and Co.
Chartered Accountants
Firm Registration No.110417W

NAUSHIR DARA ANKLESARIA
Digitally signed by NAUSHIR DARA ANKLESARIA
Date: 2020.06.15 18:20:30 +05'30'

CA N.D. Anklesaria
Partner
Membership No.10250

Place : Mumbai
Date : 10th June, 2020

For and on behalf of the board of directors of
Arya Omnitalk Wireless Solutions Pvt. Ltd.

MAYANK JAYANTILAL SHAH
Digitally signed by MAYANK JAYANTILAL SHAH
Date: 2020.06.12 12:21:21 +05'30'

Mayank Shah
Director
DIN: 00076380

SANJEEV KANUBHAI PARIKH
Digitally signed by SANJEEV KANUBHAI PARIKH

S K Parikh
Director
DIN: 00030568

Shyam Sundar Agarwal
Digitally signed by Shyam Sundar Agarwal
Date: 2020.06.11 16:45:01 +05'30'

Shyam Sundar Agarwal
Chief Financial Officer & Company Secretary
Place : Mumbai
Date : 10th June, 2020

Arya Omnitalk Wireless Solutions Pvt. Ltd.
Statement of Cash Flows for the year Ended 31st March, 2020

Rs. In lacs

	Particulars	**Year ended March 31 2020**		**Year ended March 31 2019**	
A	**Operating Activities**				
	Profit Before Taxation		**2,080.10**		**1,875.41**
	Interest portion of Lease Liability u/Ind AS 116	71.40			
	Depreciation on ROU Assets	171.67			
	Lease Rent Paid	-220.70			
	Gain on Reassessment of Right of Use Assets -IND AS 116	-1.30			
	OCI Effect	-33.38			
	Depreciation /Amortization	116.15		96.99	
	Interest Income	-59.19		-69.67	
	Misc Income	-189.74		-166.93	
	Interest and Other Borrowing Cost	18.57		10.73	
	(Profit)/Loss on Sale of Tangible/Intangible assets	2.28		-	
			-124.24		-128.88
	Operating Profit before Working Capital Changes		**1,955.86**		**1,746.53**
	Working Capital Changes:				
	Changes in Inventories	-463.74		112.09	
	Changes in Trade receivables	-1,295.20		-7.67	
	Changes in Other Financial Assets	-275.32		-14.65	
	Changes in Other Current Assets	-144.61		-4.08	
	Change in Borrowings	-195.58		-143.07	
	Changes in Trade Payables	558.01		-228.07	
	Changes in other Financial Liabilities	57.97		-82.92	
	Changes in Other Current Liabilities	926.45		-30.01	
	Change in Long-term provisions	21.59		-189.74	
	Net Changes in Working Capital		**-810.43**		**-588.12**
	Cash Generated from Operations		**1,145.43**		**1,158.41**
	Direct Taxes Paid (Net of Income Tax Refund)		-738.63		-781.05
	Net Cash from Operating Activities		**406.79**		**377.36**
B	**Cash Flow from Investing Activities**				
	Purchase of Tangible/Intangible Assets	-51.09		-109.31	
	Changes in Loans	826.66		24.34	
	Sale of Tangible Assets	8.69		6.76	
	Interest and Misc. Income	248.93		236.60	
	Net Cash Flow from Investing Activities		**1,033.19**		**158.39**
C	**Cash Flow from Financing Activities**				
	Dividend and Dividend Distribution Tax Paid	-543.17		-482.82	
	Interest and Other Borrowing Cost	-18.57		-10.73	
	Net Cash flow from Financing Activities		**-561.74**		**-493.55**
	Net Increase/(Decrease) in Cash & Cash Equivalents		**878.24**		**42.20**
	Cash & Cash equivalent at the beginning of the period		85.80		43.60
	Cash & Cash equivalent at the end of the period		**964.04**		**85.80**

Particulars	**Year ended March 31 2020**		**Year ended March 31 2019**
Cash and Cash Equivalents Comprise of: (Note 8.2)			
Cash on Hand	1.90		1.64
Cheques on Hand	-		-
Balances with Banks	962.13		84.16
Cash and cash equivalents	**964.04**		**85.80**
Effect of Exchange Rate Changes	-		-
Cash and cash equivalents as restated	**964.04**		**85.80**

As per our report of even date attached
For Sorab S. Engineer and Co.
Chartered Accountants
Firm Registration No.110417W

NAUSHIR DARA ANKLESARIA
Digitally signed by NAUSHIR DARA ANKLESARIA
Date: 2020.06.15 18:21:26 +05'30'

CA N.D. Anklesaria
Partner
Membership No.10250

Place : Mumbai
Date : 10th June, 2020

For and on behalf of the board of directors of
Arya Omnitalk Wireless Solutions Pvt. Ltd.

MAYANK JAYANTILAL SHAH
Digitally signed by MAYANK JAYANTILAL SHAH
Date: 2020.06.12 12:22:52 +05'30'

Mayank Shah
Director
DIN: 00076380

SANJEEV KANUBHAI PARIKH
Digitally signed by SANJEEV KANUBHAI PARIKH
Date: 2020.06.15 12:46:53 +05'30'

S K Parikh
Director
DIN: 00030568

Shyam Sundar Agarwal
Digitally signed by Shyam Sundar Agarwal
Date: 2020.06.11 16:45:40 +05'30'

Shyam Sundar Agarwal
Chief Financial Officer & Company Secretary
Place : Mumbai
Date : 10th June, 2020

Arya Omnitalk Wireless Solutions Pvt. Ltd.
Statement of changes in Equity for the year ended March 31, 2020

A. Equity share capital

Rs. In Lacs

Particulars	Note 11
As at March 31, 2019	**200.25**
Issue of Equity Share capital	-
As at March 31, 2020	200.25

B. Other equity

Rs. in Lacs

Particulars	Reserves and Surplus					Total other equity
	Capital Reserve	Securities premium	General Reserve	Retained Earnings	Equity Portion of 9% Unsecured OCD	
	Note 12	Note 12	Note 12	Note 12	Note 12	
Balance as at April 1, 2019	-	10.50	-	4,790.51	0.09	4,801.10
Add / (Less): IND AS 116 Lease adjustment				(72.95)		-72.95
Profit for the year	-	-	-	1,546.37	-	1,546.37
Other comprehensive income for the year	-	-	-	-33.38	-	-33.38
Total comprehensive income for the year	-	10.50	-	6,230.55	0.09	6,241.14
Dividend	-	-	-	(450.56)	-	(450.56)
Dividend distribution tax	-	-	-	(92.61)	-	(92.61)
Transfer from Retained earnings	-	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-	-
Balance as at March 31, 2020	**-**	**10.50**	**-**	**5,687.38**	**0.09**	**5,697.97**

-

The accompanying notes are an integral part of the financial statements.

As per our report of even date attached

For Sorab S. Engineer & Co.
Chartered Accountants
FRN : 110417W

NAUSHIR DARA ANKLESARIA Digitally signed by NAUSHIR DARA ANKLESARIA Date: 2020.06.15 18:22:17 +05'30'

CA N.D. Anklesaria
Partner
Membership No. 10250
Place : Mumbai
Date : 10th June, 2020

For and on behalf of the board of directors of
Arya Omnitalk Wireless Solutions Pvt. Ltd.

MAYANK JAYANTILAL SHAH Digitally signed by MAYANK JAYANTILAL SHAH Date: 2020.06.12 12:24:25 +05'30'

Mayank Shah
Director
DIN: 00076380

SANJEEV KANUBHAI PARIKH

S K Parikh
Director
DIN: 00030568

Shyam Sundar Agarwal Digitally signed by Shyam Sundar Agarwal Date: 2020.06.11 16:47:46 +05'30'

Shyam Sundar Agarwal
Chief Financial Officer & Company Secretary
Place : Mumbai
Date : 10th June, 2020

Arya Omnitalk Wireless Solutions Pvt. Ltd.
Notes to and Forming Part of the Financial Statements as at 31 March 2020

Note	Particulars
1	**Corporate Information**
	Arya Omnitalk Wireless Solutions Pvt. Ltd. ('AOWSPL' or 'the Company') is a private limited company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India on 13 February 1995 as 'Arvind Cellular Services Limited'. The name of the Company was subsequently changed to 'Telelink Cellular Limited' on 3 April 1995, 'Omnitalk Wireless Solutions' on 23 February 2000, 'AryaOmnitalk Wireless Solutions Limited' on 23 July 2002 and finally to 'AryaOmnitalk Wireless Solutions PrivateLimited' on 29 June 2005. The registered office of the Company is at Ahmedabad. The Company is engaged in dealing in Walkie Talkie Radios , providing Fleet Tracking Management Solutions and Auto Routing Solutions under its Mobile Data Application (MDA) and Highway Traffic Management Solution (HTMS) Business. The financial statements were authorised for issue in accordance with a resolution of the directors on 10 June, 2020.
2	**Basis of Preparation** The financial statements have been prepared in accordance with Indian Accounting Standards ("Ind AS") as issued under the Companies (Indian Accounting Standards) Rules, 2015. The financial statements have been prepared on a historical cost basis, except for the following : • Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments), • Defined benefit plans – plan assets measured at fair value The financial statements are presented in INR. All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs as per the requirement of Schedule III, unless otherwise stated.
3	**Summary of Significant Accounting Policies** The following are the significant accounting policies applied by the company in preparing its financial statements.
3.1	**Current Versus Non-Current Classification** The Company presents assets and liabilities in the Balance Sheet based on current/non-current classification. An asset is current when it is: • Expected to be realised or intended to be sold or consumed in the normal operating cycle; • Held primarily for the purpose of trading; • Expected to be realised 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 the 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 assets and liabilities are classified as non-current assets and liabilities.

Operating Cycle
Operating cycle of the Company is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. As the Company’s normal operating cycle is not clearly identifiable, it is assumed to be twelve months.

3.2 Fair Value Measurement
The company measures financial instruments at fair value at each balance sheet date.

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, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised 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 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.

3.3 Inventory
Inventories comprising of Stock in Trade are valued at lower of cost and net realisable value. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale. Cost of traded goods is determined on the basis of weighted average cost method and comprises purchase cost, duties and other direct expenses incurred in bringing the inventory to the present location and condition.

Inventory of new radio sets and old radio sets used for demonstration/ rental purposes is amortised over its economic useful life of five years and four years respectively from the date of purchase as estimated by the management, the unamortised carrying value being the net realisable value. Spares individually costing up to Rs. 2,000 are expensed on purchase. Spares individually costing greater than Rs. 2,000 are inventorised and expensed on consumption.

All other inventories of stores, consumables, project material at site are valued at cost.

3.4 Property, Plant and Equipment

Property, plant and equipment stated at cost of acquisition less accumulated depreciation. Cost includes purchase price, freight, duties, taxes and other incidental expenses related to acquisition and installation of the assets. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of Property, plant and equipment are required to be replaced at intervals, the Company recognises such parts as individual assets with specific useful lives and depreciates them accordingly. All other repair and maintenance costs are recognised in profit or loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

De-Recognition

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the Statement of Profit and Loss when the asset is derecognised

Depreciation

Depreciation on property, plant and equipment is provided on the straight line method over useful lives of the assets as prescribed under Part C of Schedule II to the Companies Act 2013.
The management estimates the useful lives as follows:

Asset Head	Useful Life
Furniture and fixtures	10 years
Plant and machinery	15 years
Office equipments	5 years
Computers	3 Years
Electrical installations	10 years
Vehicle	8 years

Assets costing individually Rs. 5,000 or less are depreciated at the rate of 100%.

Assets purchased before 16th of each month are depreciated for the entire month. Assets purchased after 16th of each month are depreciated from the next month.
The residual values and useful lives of each property, plant and equipment are reviewed at each financial year end and adjusted, if appropriate at the end of the reporting period.

Transition to Ind AS

On transition to Ind AS, the Company has elected to continue with the carrying value of all its property, plant and equipment at fair value as at April 1, 2015 measured as per the previous GAAP and used that fair value as deemed cost of the property, plant and equipment.

3.5 Lease

Lease in which significant portion of the risk and rewards of ownership are not transferred to the company as lessee are classified as operating leases.
Payments made under operating leases are recognised in the Statement of Profit and Loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with excepted general inflation to compensate for the lessor's expected inflationary cost increases

Refer to Note 5.1 for IND AS 116 - Leases

3.6 **Intangible Assets**

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, Intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses, if any.

The useful lives of intangible assets are assessed as either finite or indefinite.
Intangible assets with finite lives are amortised over their useful economic lives 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.

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 and Losswhen the asset is derecognised.

Amortisation

Software is amortized over management estimate of its useful life of 5 years or License Period whichever is lower

3.7 **Borrowing Cost**

All borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that the Company incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

3.8 **Revenue Recognition**

Revenue is recognised 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. The Company has concluded that it is the principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements as it has pricing latitude and is also exposed to credit risks.

Sale of Goods

Revenue from the sale of goods (including sale on instalment basis) is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer, which generally coincides with dispatch. Revenue from the sale of goods is measured at the fair value of the consideration received or receivable net of returns and allowances, trade discounts and volume rebates. Sales are recorded net of GST.

Revenue From Services

Revenue from AMC is recognised proportionately over the period of the contract as per terms of the contract entered into with the customer. Income is recorded net of GST.

Management fees are recognized on an accrual basis in accordance with the respective agreements with the Principals/ Shareholders.

Income from service operations is recognised over the period of the contract as per the terms of the contract. Income is recorded net of service tax

Interest Income

For all financial instruments measured at amortised cost and interest-bearing financial assets classified as fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). The EIR is the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset.

Rental Income

Rental income from radio sets is recognised on a pro-rata basis over the period of contract entered into with the customer.

3.9 Construction Contracts

Revenue from fixed price contracts is recognised when the outcome of the contract can be estimated reliably by reference to the percentage of completion of the contract on the Balance sheet date. Percentage of completion is determined as a proportion of costs incurred-to-date to the total estimated contract costs. In respect of contracts related to Highway Toll Management Systems, percentage of completion is measured with reference to the milestones specified in the contract, which in the view of the management reflects the work performed and to the extent it is reasonably certain of recovery.

Contract costs include costs that relate directly to the specific contract and costs that are attributable to contract activity and allocable to the contract. Costs that cannot be attributed to contract activity are expensed when incurred.

When the final outcome of a contract cannot be reliably estimated, contract revenue is recognised only to the extent of costs incurred that are expected to be recoverable. Provision for expected loss is recognised immediately when it is probable that the total estimated contract costs will exceed total contract revenue.

Variations, claims and incentives are recognised as a part of contract revenue to the extent it is probable that they will result in revenue and are capable of being reliably measured.

3.10 Financial Instruments – Initial Recognition and Subsequent Measurement

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.

a) Financial Assets

i. Initial Recognition and Measurement of Financial Assets

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial assets.

ii. Subsequent Measurement of Financial Assets

For purposes of subsequent measurement, financial assets are classified in three categories:

• Financial assets at amortised cost
• Financial assets at fair value through other comprehensive income (FVTOCI)
• Financial assets at fair value through profit or loss (FVTPL)

• Financial Assets at Amortised Cost :

A financial asset is measured at amortised cost if:

- the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows, and

- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

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 profit or loss. The losses arising from impairment are recognised in the profit or loss. This category generally applies to trade and other receivables.

• Financial Assets at Fair Value through Other Comprehensive Income
A financial asset is measured at fair value through other comprehensive income if:
- the financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets, and

- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

Financial assets included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI). However, the Company recognizes interest income, impairment losses & reversals and foreign exchange gain or loss in the P&L. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to P&L. Interest earned whilst holding FVTOCI financial asset is reported as interest income using the EIR method.

• Financial Assets at Fair Value through Profit or Loss
FVTPL is a residual category for financial assets. Any financial asset, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.
After initial measurement, such financial assets are subsequently measured at fair value with all changes recognised in Statement of profit and loss.

iii. Derecognition of Financial Assets
A financial asset is derecognised when:
- the contractual rights to the cash flows from the financial asset expire,
or
- The Company has transferred its contractual rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay 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.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

iv.Impairment of Financial Assets
In accordance with Ind-AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

• Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, deposits and bank balance

• Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 18

The Company follows 'simplified approach' for recognition of impairment loss allowance on Trade receivables resulting from transactions within the scope of Ind AS 18, if they do not contain a significant financing component

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events on a financial instrument that are possible within 12 months after the reporting date.

b) Financial Liabilities

i.Initial Recognition and Measurement of Financial Liabilities

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, as appropriate.

All financial liabilities are recognised initially at fair value minus, in the case of financial liabilities not recorded at fair value through profit or loss, transaction costs that are attributable to the issue of the financial liabilities.

The Company's financial liabilities include trade and other payables and borrowings including bank overdrafts.

ii.Subsequent Measurement of Financial Liabilities

The measurement of financial liabilities depends on their classification, as described below:

• Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. Gains or losses on liabilities held for trading are recognised in the profit or loss.

• Borrowings

After initial recognition, interest-bearing borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

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 as finance costs in the statement of profit and loss.

This category generally applies to borrowings.

iii. Derecognition of Financial Liabilities

A financial liability (or a part of a financial liability) is derecognised from its balance sheet when, and only when, it is extinguished i.e. when the obligation specified in the contract is discharged or cancelled or expired.

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 or loss.

3.11 Cash and Cash Equivalent

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with a maturity of three months or less, which are subject to an insignificant risk of changes in value.

3.12 Taxes

Tax expense comprises of current income tax and deferred tax.

Current Income Tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting date.

Current income tax relating to items recognised outside Statement of profit and loss is recognised outside Statement of profit and loss. Current incometax are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred Tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. 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 the carry forward of unused tax credits and unused tax losses can be utilised

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.

3.13 Employee Benefits

a)Short Term Employee Benefits

All employee benefits payable within twelve months of rendering the service are classified as short term benefits. Such benefits include salaries, wages, bonus, short term compensated absences, awards, exgratia, performance pay etc. and the same are recognised in the period in which the employee renders the related service.

b)Post Employement Benefits

(i) Defined Contribution Plan

The Company’s contribution to provident fund, super annuation fund scheme, employees’ state insurance fund scheme and Employees’ pension scheme are defined contribution plans. The Company has no obligation, other than the contribution paid/payable under such schemes. The contribution paid/payable under the schemes is recognised during the period in which the employee renders the related service.

(ii) Defined Benefit Plan

The employee’s gratuity fund isCompany’s defined benefit plans. The present value of the obligation under such defined benefit plans is determined based on the actuarial valuation using the Projected Unit Credit Method as at the date of the Balance sheet. In case of funded plans, the fair value of plan asset is reduced from the gross obligation under the defined benefit plans, to recognise the obligation on the net basis.

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the Balance Sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to Statement of Profit and Loss in subsequent periods.

Past service costs are recognised in profit or loss on the earlier of:
• The date of the plan amendment or curtailment, and
• The date that the Company recognises related restructuring costs

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the Statement of profit and loss:

• Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
• Net interest expense or income

c) Other Long Term Employment Benefits:
The employee's long term compensated absences are Company's defined benefit plans. The present value of the obligation is determined based on the actuarial valuation using the Projected Unit Credit Method as at the date of the Balance sheet. In case of funded plans, the fair value of plan asset is reduced from the gross obligation, to recognise the obligation on the net basis.

3.14 Segment Reporting
Operating segment are reported in a manner consistent with the internal reporting provided to the Chief operating decision maker. The board of director of the company has appointed the group of person which assesses the financial performance and position of the group, and makes strategic decision.

3.15 Foreign Currencies Transactions and Balances
Transactions in foreign currencies are initially recorded by the company's functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Differences arising on settlement of such transaction and on translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rate are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items that are 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 differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

3.16 Earnings Per Share
Basic EPS is calculated by dividing the profit / loss for the year attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares outstanding during the year.

Diluted EPS is calculated by dividing the profit / Loss attributable to ordinary equity share holders of the parent by the weighted average number of ordinary shares outstanding during the year plus the weighted average number of ordinary shares that would be issued on conversion of all the dilutive potential ordinary shares into ordinary shares

3.17 Provisions
General
Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Companyexpects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain.

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 recognised as a finance cost.

3.18 Impairment of Assets of Non-Financial Assets

The carrying amounts of the Company's assets are reviewed on each Balance sheet date to determine whether there is any indication of impairment. If any such indications exist, the asset's recoverable amount is estimated as the higher of the net selling price and the value in use. An impairment loss is recognised whenever the carrying amount of an asset or its cash generating unit exceeds its recoverable amount. If at the Balance sheet date, there is an indication that a previously assessed impairment loss no longer exists, the recoverable is reassessed and the asset is reinstated at the recoverable amount subject to a maximum of depreciable historical cost.

4 Significant Accounting Judgements, Estimates and Assumptions

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

4.1 <u>Estimates and Assumption</u>

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

4.2 <u>Defined Benefit Plans</u>

The cost of the defined benefit plans and other post-employment benefits and the present value of the obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and future pension increases. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate, management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation and extrapolated as needed along the yield curve to correspond with the expected term of the defined benefit obligation. The underlying bonds are further reviewed for quality. Those having excessive credit spreads are excluded from the analysis of bonds on which the discount rate is based, on the basis that they do not represent high quality corporate bonds.

The mortality rate is based on publicly available mortality tables.Those mortality tables tend to change only at intervals in response to demographic changes. Future salary increases are based on expected future inflation rates for the country.

Further details about defined benefit obligations are provided in Note 28

4.3 <u>Allowance for Uncollectible Trade Receivables</u>

Trade receivables do not carry any interest and are stated at their nominal value as reduced by appropriate allowances for estimated irrecoverable amounts. Estimated irrecoverable amounts are based on the ageing of the receivable balance and historical experience.. The carrying amount of allowance for doubtful debts is Rs. 705.85 Lakhs (March 31, 2019 : Rs. 643.66 lakhs)

Arya Omnitalk Wireless Solutions Pvt. Ltd.
Notes to and Forming Part of the Financial Statements as at 31st March 2020

Note 5 : Property, Plant and Equipment

Rs. In Lacs

Fixed Assets	Plant & Machinery	Electrical Installations	Furniture & Fixture	Vehicles	Office Equipment	Computer, Server & Network	Total
Net Block							
As at March 31, 2019	**55.26**	**2.79**	**55.62**	**134.95**	**96.24**	**352.20**	**697.06**
Additions/Transfer	14.35	-	0.23	-	2.54	46.45	**63.57**
Transfer/Sale/Deductions	-26.32	8.79	-1.65	-17.90	-30.52	33.95	**-33.64**
As at March 31, 2020	**43.29**	**11.58**	**54.19**	**117.05**	**68.26**	**432.60**	**726.98**
Depreciation and Impairment							
As at March 31, 2019	**34.51**	**0.59**	**11.84**	**42.46**	**49.95**	**196.27**	**335.62**
Depreciation for the year	1.51	0.47	5.09	15.01	13.53	77.28	112.89
Transfer/Sale/Deductions	-18.07	6.91	-0.10	-6.92	-19.29	18.27	-19.21
As at March 31, 2020	**17.95**	**7.97**	**16.83**	**50.55**	**44.18**	**291.82**	**429.30**
Net Block							
As at March 31, 2020	**25.34**	**3.62**	**37.37**	**66.50**	**24.08**	**140.78**	**297.69**
As at March 31, 2019	**20.75**	**2.20**	**43.78**	**92.49**	**46.29**	**155.93**	**361.44**
CWIP							
Plant & Machinery	12.47						**12.47**
Add/Deletion	**-12.47**						**-12.47**
As at March 31, 2020	-	-	-	-	-	-	-

Arya Omnital Wireless Solutions Pvt. Ltd.
Notes to and Forming Part of the Financial Statements as at 31st March 2020

Note 5.1 : Leases

A	For transition, The Company has elected not to apply the requirements of Ind AS 116 to leases which are expiring within 12 months from the date of transition by class of asset and leases for which the underlying asset is of low value on a lease-by-lease basis. The Company has also used the practical expedient provided by the standard when applying Ind AS 116 to leases previously classified as operating leases under Ind AS 17 and therefore, has not reassessed whether a contract, is or contains a lease, at the date of initial application, relied on its assessment of whether leases are onerous, applying Ind AS 37 immediately before the date of initial application as an alternative to performing an impairment review, excluded initial direct costs from measuring the right of use asset at the date of initial application and used hindsight when determining the lease term if the contract contains options to extend or terminate the lease. The Company has used a single discount rate to a portfolio of leases with similar characteristics. On transition, The Company recognised a lease liability measured at the present value of the remaining lease payments. The right-of-use asset is recognised at its carrying amount as if the standard had been applied since the commencement of the lease, but discounted using the lessee's incremental borrowing rate as at April 1, 2019. The weighted average incremental borrowing rate of 9% has been applied to lease liabilities recognised in the balance sheet at the date of initial application. On application of Ind AS 116, the nature of expenses has changed from lease rent in previous periods to depreciation cost for the right-to-use asset, and finance cost for interest accrued on lease liability. The difference between the future minimum lease rental commitments towards non-cancellable operating leases reported as at March 31, 2019 compared to the lease liability as accounted as at April 1, 2019 is primarily due to inclusion of present value of the lease payments for the cancellable term of the leases, reduction due to discounting of the lease liabilities as per the requirement of Ind AS 116 and exclusion of the commitments for the leases to which The Company has chosen to apply the practical expedient as per the standard. The Company has adopted modified retrospective approach as per para C8 (C) (i) of IND-AS 116, Leases to its leases effective from accounting period beginning from April 01, 2019 and recognised Right of Use assets and Lease Liability as on April 01, 2019 and difference between Right of Use Assets and Lease Liability, net of deferred tax amounting to Rs. 72.95 Lacs (Deferred Tax Rs. 24.54 Lacs) has been adjusted in retained earnings.
B	The Company has taken offices and other facilities on lease period of 1 to 10 years with option of renewal. Disclosures as per Ind AS 116 - Leases are as follows:

C **Changes in the carrying value of right of use assets (Offices)**

Particulars	Rs. In Lacs
Recognition of ROU Asset on account of adoption of Ind AS 116	749.51
Regrouping on account of adoption of Ind AS 116	-
Additions	94.30
Deletions	(4.53)
Depreciation	(171.67)
Balance at the end of the year	**667.60**

D **Movement in lease liabilities**

Particulars	Rs. In Lacs
Recognition of Lease Liability on account of adoption of Ind AS 116	847.00
Additions	94.30
Deletions	(5.83)
Finance cost accrued during the year	71.40
Payment of lease labilities	(220.70)
Balance at the end of the year	**786.17**
Current	168.13
Non Current	618.04
Total	**786.17**

E **Contractual maturities of lease liabilities**

Particulars	Rs. In Lacs
Less than one year	15.22
One to five years	695.78
More than five years	75.17
Total	**786.17**

F The Company does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

G The Company incurred Rs. 3.70 Lacs for the year ended March 31, 2020 towards expenses relating to short-term leases and leases of low-value assets.

Arya Omnitalk Wireless Solutions Pvt. Ltd.
Notes to and Forming Part of the Financial Statements as at 31st March 2020

Note 6 : Intangible Assets

Rs. In Lacs

Intangible Assets	**Trade Mark**	**Computer Software**	**Total**
Cost			
As at March 31, 2019	**0.32**	**21.81**	**22.13**
Additions / Transfer		15.74	15.74
Deductions			-
As at March 31, 2020	**0.32**	**37.55**	**37.87**
Amortisation and Impairment			
As at March 31, 2019	**-**	**20.01**	**20.01**
Amortisation for the Year		3.26	3.26
Additions / Transfer		12.29	12.29
As at March 31, 2020	**-**	**35.56**	**35.56**
Net Block			
As at March 31, 2020	**0.32**	**1.99**	**2.31**
As at March 31, 2019	0.32	1.80	2.12

Arya Omnitalk Wireless Solutions Pvt. Ltd.
Notes to and Forming Part of the Financial Statements for the year ended 31st March 2020

Note 7 : Income Tax

The Major Component of Income Tax Expense for the Year ended 31 March 2020 and March 31 2019 :

Particulars	Year ended March 31 2020	Year ended March 31 2019
Statement of Profit and Loss (Including OCI)		
Current Tax		
Current Income Tax	560.00	640.00
(Excess)/Short Provision Related to Earlier Years		(19.99)
Deferred Tax		
Deferred Tax Expense	(37.50)	(52.92)
Deferred Tax Expense on OCI		
Income Tax Expense Reported in the Statement of Profit and Loss (Including OCI)	**522.50**	**567.09**

7.1 Reconciliation of Tax Expense and the Accounting Profit multiplied by domestic tax rate for year ended 31st March 2020 and March 31 2019

Current Tax

Particulars	Year ended March 31 2020	Year ended March 31 2019
Profit Before Income Taxes	2,080.10	1,875.41
Enacted Tax Rates in India	25.168%	29.12%
Computed Income Tax Expense	523.52	546.12
Effect of Non-Deductible Expenses		40.00
(Excess)/Short Provision Related to Earlier Years	-	(19.99)
Others	(1.02)	0.96
At the Effective Income Tax Rate of 25.168% (March 31, 2019 29.120%)	**522.50**	**567.09**

7.2 Deferred Tax

Particulars	Year ended March 31 2020	Year ended March 31 2019
Accelerated Depreciation for Tax Purposes	7.00	1.33
Provision for Doubtful Debt (Allowance for ECL)	15.65	42.12
Provision for Gratuity and Leave	9.22	9.47
Others- Impact of IND AS 116 Lease	5.63	-
Net Deferred Tax Assets/(Liabilities)	**37.50**	**52.92**
Reflected in the Balance Sheet as follows		
Deferred Tax Assets	343.07	281.03
Deferred Tax Liabilities	-	-
Net Deferred Tax Assets/(Liabilities)	**343.07**	**281.03**

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Arya Omnital Wireless Solutions Pvt. Ltd.
Notes to and Forming Part of the Financial Statements as at 31st March 2020

Note 8 Financial Assets

Note 8.1 Trade Receivables — **Rs. In Lacs**

Particulars	As at March 31 2020	As at March 31 2019
Current		
Unsecured, Considered Good	5,136.86	3,841.66
Doubtful	705.85	643.66
Less : Allowance for Doubtful Debts	(705.85)	(643.66)
Total Trade and Other Receivables	**5,136.86**	**3,841.66**

Note: Trade receivables include debts due from:

Particulars	As at March 31 2020	As at March 31 2019
Private companies which are related parties (having common Key Managerial Person exercising significant influnce) - Arya Omnitalk Radio Trunking Services Pvt Ltd	18.69	13.51
Holding Company - Arvind Limited	5.33	7.14

Movement in Allowance for Doubtful Debt :

Particulars	As at March 31 2020	As at March 31 2019
Balance at the Beginning of the year	643.66	499.02
Add : Allowance for the Year	62.19	144.64
Less : Write off of Bad Debts (net of recovery)		0.00
Balance at the end of the Year	**705.85**	**643.66**

Note 8.2 Cash and Cash equivalent

Particulars	As at March 31 2020	As at March 31 2019
Balance with Bank		
In Current Accounts	30.80	83.11
Cash on Hand	1.90	1.64
Total Cash and Cash Equivalents	**32.70**	**84.75**

Note 8.3 Other Bank Balance

Particulars	As at March 31 2020	As at March 31 2019
Deposits with original maturity of more than three months but less than 12 months (Refer note below)	931.33	1.05
Total Other Bank Balances	**931.33**	**1.05**

Note
Rs. 236 Lacs Held as Margin Money or Security against Borrowings

Note 8.4 Loans

Particulars	As at March 31 2020	As at March 31 2019
Current		
Unsecured Considered Good		
Deposits to Vendors	-	826.66
Total Loans	**-**	**826.66**

Note 8.5 Other Financial Assets

Particulars	As at March 31 2020	As at March 31 2019
Non-Current		
Security Deposits(Unsecured, Considered Good)	104.83	59.88
Other Bank Balances	380.01	75.93
Total	**484.84**	**135.81**
Current		
Security Deposits (Unsecured, Considered Good) - EMD	50.27	123.98
Total	**50.27**	**123.98**

Financial Assets (At Amortised Cost)	As at March 31 2020	As at March 31 2019
Trade Receivables	5,136.86	3,841.66
Loans & Advances	-	826.66
Cash & Cash Equivalents	32.70	84.75
Other Bank Balances	931.33	1.05
Other Financial Assets	535.11	259.79
Total Financial Assets	**6,636.00**	**5,013.91**

Fair Value Disclosures for Financial Assets and Liabilities are in Note 34 and Fair Value Hierarchy are Disclosed in Note 35.

For Financial Instruments Risk Management Objectives and Policies, refer Note 36

Note 9 Current Tax Assets (Net)

Particulars	As at March 31 2020	As at March 31 2019
Advance Tax / TDS (Net of Provision)	44.04	0
Total	**44.04**	**-**

Note 9.1 Other Assets

Particulars	As at March 31 2020	As at March 31 2019
Non-Current (Unsecured Considered Good)		
Prepaid Expenses	8.60	11.56
Total	**8.60**	**11.56**
Current (Unsecured Considered Good)		
Advance to Suppliers	340.23	114.33
Prepaid Expenses	36.52	144.88
Advance to Employees	54.04	24.09
Other Current Asset	1.73	1.65
Total	**432.51**	**284.95**

Note 10 : Inventories (At lower of cost and net realisable value)

Particulars	As at March 31 2020	As at March 31 2019
Stock-In-Trade	2,616.38	2,152.64
Total	**2,616.38**	**2,152.64**

Arya Omnitalk Wireless Solutions Pvt. Ltd.
Notes to and Forming Part of the Financial Statements as at 31st March 2020

Note 11 : Equity Share Capital

Particulars	No. of Shares	Rs. In Lacs	No. of Shares	Rs. In Lacs
Authorised Share Capital				
Equity Shares of Rs.10 each	1,00,00,000	1,000.00	1,00,00,000	1,000.00
Issued and Subscribed Share Capital				
Equity Shares of Rs.10 each	20,02,500	200.25	20,02,500	200.25
Subscribed and fully Paid Up				
Equity Shares of Rs.10 each	20,02,500	200.25	20,02,500	200.25
Total	**20,02,500**	**200.25**	**20,02,500**	**200.25**

11.1. Reconciliation of Shares Outstanding at the beginning and at the end of the Reporting period

Particulars	As at March 31 2020		As at March 31 2019	
	No. of Shares	Rs. (in Lacs)	No. of Shares	Rs. (in Lacs)
At the Beginning of the Year	20,02,500	200.25	20,02,500	200.25
Outstanding at the end of the Year	**20,02,500**	**200.25**	**20,02,500**	**200.25**

11.2. Terms/Rights attached to the Equity Shares

The Company has one class of shares referred to as equity shares having a par value of Rs.10 each. Each shareholder is entitled to one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

11.3 Shares held by the Holding Company and Subsidiaries of Holding Company in Aggregate

Name of the Shareholder	As at March 31 2020		As at March 31 2019	
	No. of Shares	% of Shareholding	No. of Shares	% of Shareholding
Arvind Limited	10,02,500	50.06%	10,02,500	50.06%

11.4 Number of Shares held by each Shareholder Holding more than 5% Shares in the Company

Name of the Shareholder	As at March 31 2020		As at March 31 2019	
	No. of Shares	% of Shareholding	No. of Shares	% of Shareholding
Aryadoot Transport Private Limited	8,33,300	41.61%	8,33,300	41.61%
Arvind Limited	10,02,500	50.06%	10,02,500	50.06%
International Cargo Teminals and Infrastructure Pvt. Ltd.	1,66,700	8.33%	1,66,700	8.33%

11.5

No shares have been bought back during the last 5 years

During the last 5 years, the Company has neither issued any bonus shares nor alloted any shares pursuant to a contract without payment being received in Cash.

11.6

As per the records of the Company, no shares have been forfeited by the Company during the year.

11.7

As per the records of the Company, no calls remain unpaid by the Directors and Officers of the Company as on March 31, 2020.

11.8

Shares reserved for issue under Options and contracts

a Option for Conversion of Optionally Convertible Debenture (OCD's) shall vest with the Member. Member can exercise option of conversion at any time fully or otherwise within 5 years from the date of allotment i.e. till 24th July 2022.

b Each Member shall be entitled to get 1 (one) equity share per Debenture

c Such OCD's do not carry any voting rights.

d These OCD's are not secured and do not create any charge on the Company.

Arya Omnitalk Wireless Solutions Pvt. Ltd.
Notes to and Forming Part of the Financial Statements as at 31st March 2020

Note 12 : Other Equity — **Rs. in Lacs**

Particulars	**As at March 31 2020**	As at **March 31 2019**
Reserves & Surplus		
Surplus in Statement of Profit and Loss		
Balance as per last Financial Statements	4,790.51	3,984.16
Add / (Less): IND AS 116 Lease adjustment (Refer Note No. 5.1)	(72.95)	
Add / (Less) : Profit / (Loss) for the Year	1,546.37	1,302.74
Add / (Less): OCI for the Year	(33.38)	(13.57)
	6,230.55	**5,273.33**
Less: Appropriation		
Dividend on Equity Shares	450.56	400.50
Dividend Distribution Tax	92.61	82.32
Balance at the end of the Year	**5,687.38**	**4,790.51**
Securities Premium Reserve A/c	10.50	10.50
Total Reserves & Surplus	**5,697.88**	**4,801.01**
Equity Portion of 9% Unsecured Optionally Convertible Debentures	0.09	0.09
Total Other Equity	**5,697.97**	**4,801.10**

Note 13 : Financial Liabilities

13.1 Borrowings — **Rs. in Lacs**

Particulars	**As at March 31 2020**	**As at March 31 2019**
Long-Term Borrowings (refer note (a) below)		
Secured		
Term Loan from Banks	9.61	10.96
Unsecured		
5,000 9% Unsecured Optionally Convertible Debentures of FV of Rs. 10 each (Refer Note a-i)	0.16	0.16
Total Long-Term Borrowings	**9.77**	**11.12**
Short-Term Borrowings (refer note (b) below)		
Secured		
Working Capital Loans Repayable on Demand from Banks	9.63	203.86
Total Short-Term Borrowings	**9.63**	**203.86**
Total	**19.40**	**214.98**

(a) Nature of Security:
Term loans are Secured against Vehicles. Term loan carries interest rate between 10.02% p.a. to 10.25% p.a. (Previous Year - 10.02% to 10.25%)

(a-i) 9% Unsecured Optionally Convertible Debentures
5,000 Debentures of FV Rs. 10 were issued at a premium of Rs. 210 per Debenture to the 2 shareholders of the Company. 2,500 Debentures have been converted into shares by one of the debentureholders in the Financial year 2017 2018.

(b) Nature of Security:
Working Capital and loan repayable on demand are Secured against hypothication of book debts and other current assets (present and future)
Interest rate on the above loans is in the range of MCLR (1 Year) plus 260 to 290 basis points

13.2 Trade Payables **Rs. in Lacs**

Particulars	As at March 31 2020	As at March 31 2019
Current		
Trade and Other Payables		
Dues payable to MSME	76.12	1.38
	76.12	**1.38**
Dues other than payable to MSME		
Others	1,061.10	697.96
Related Parties	407.88	287.75
	1,468.98	**985.71**
Total	**1,545.10**	**987.09**

Note

Trade and other payables are not interest bearing and are normally settled on 30-90 days terms

Disclosures as required under Section 22 of The Micro, Small and Medium Enterprise Development (MSMED) Act, 2006 are provided as under for the year 2019 2020 to the extent the Company has received intimation from the "Suppliers" regarding their status under the Act

(Rs. In Lacs)

Particulars	As at March 31, 2020	As at March 31, 2019
Principal amount and the interest due thereon remaining unpaid to each supplier at the end of each accounting year (but within due date as per the MSMED Act):		
Principal amount due to micro and small enterprise	76.12	1.38
Interest due on above	-	-
Interest paid by the Company in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along-with the amount of the payment made to the supplier beyond the appointed day during the period	-	-
Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding interest specified under the Micro, Small and Medium Enterprises Act, 2006	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
Interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises	-	-

Dues to Micro, Small and Medium Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

For amounts payable to related parties, refer Note 30

13.3 Other Financial Liabilities **Rs. in Lacs**

Particulars	As at March 31 2020	As at March 31 2019
Non-current		
Deposits from Customers and Others	44.90	25.42
	44.90	**25.42**
Current		
Current Maturity of Long Term Borrowings	1.35	13.66
Provision for Expenses	503.31	403.52
Provision for employee benefits		
Provision for Bonus	58.20	54.56
Provision for Other Employee Benefits (Salary & Incentive)	286.80	352.98
Deposits from Vendor (Related Party)	13.54	-
	863.20	**824.72**
Total	**908.11**	**850.14**

Particulars	As at March 31 2020	As at March 31 2019
Borrowings	19.40	214.98
Trade Payable	1,545.10	987.09
Other Financial Liabilities	908.11	850.14
Total Financial Liabilities	**2,472.61**	**2,052.21**
Non- Current	54.67	36.54
Current	2,417.94	2,015.67

Fair value disclosures for financial assets and liabilities are in Note 34 and fair value hierarchy are disclosed in Note 35.

For Financial instruments risk management objectives and policies, refer Note 36

Note 14 : Provisions **Rs. in Lacs**

Particulars	As at March 31 2020	As at March 31 2019
Long Term (Refer note 28)		
Provision for Compensated Absenses	198.78	177.20
Provision for Gratuity	-	-
Provision for Warranties (Refer note below)		-
	198.78	**177.20**
Short-Term(Refer note 28)		
Provision for Compensated Absenses	40.24	25.20
Provision for Gratuity	73.77	42.86
Provision for Warranties (Refer Note below)	106.37	192.33
	220.38	**260.39**
Total Provisions	**419.16**	**437.59**

Movement of Provision for Warranties

Particulars	As at March 31 2020	As at March 31 2019
Carrying Amount as at April 1	192.33	239.52
Provision made / Increase in Provision		
Provision amount used during the year	85.96	47.19
Unused Provision amount reversed during the year		
Carrying Amount as at March 31 2020	**106.37**	**192.33**

Note 15 : Other Liabilities **Rs. in Lacs**

Particulars	As at March 31 2020	As at March 31 2019
Non-Current		
Income Received in Advance (Unearned Revenue)	205.55	6.61
	205.55	**6.61**
Current		
Advance from Customers	132.62	81.60
Statutory dues including GST, Provident Fund and Tax Deducted at Source	143.29	217.11
Income Received in Advance (Unearned Revenue)	990.61	200.29
	1,266.52	**499.00**
Total	**1,472.07**	**505.61**

Note 16 : Current Tax Liabilities **Rs. in Lacs**

Particulars	As at March 31 2020	As at March 31 2019
Provision for Income Tax (Net of Advance Tax and TDS Receivable)	-	123.36
Total	**-**	**123.36**

Arya Omnitalk Wireless Solutions Pvt Ltd
Notes to and Forming Part of the Financial Statements for the year ended March 31, 2020

Note 17 : Revenue from operations (Refer note (i) below)

Rs. In Lacs

Particulars	Year ended March 31 2020	Year ended March 31 2019
Sale of products	9,285.19	6,767.61
Sale of services	2,912.07	2,885.10
Other Operating income		
Waste sale	-	-
Gain on forward contracts	-	-
Export incentives	-	-
Foreign exchange fluctuation on vendors and customers	-	0.84
Liabilities no longer required written back	-	4.85
Others	250.23	230.91
Total	**12,447.49**	**9,889.31**

Disaggregation of Revenue from contracts with customers

Revenue based on Geography

Particulars	Year ended March 31 2020	Year ended March 31, 2019
Domestic	12,197.26	9,652.71
Export	-	-
Revenue from Operations	**12,197.26**	**9,652.71**

Revenue based on business segment

Particulars	Year ended March 31 2020	Year ended March 31, 2019
Voice	4,253.17	4,612.11
HTMS	3,742.52	519.03
MDA	4,201.57	4,521.57
Revenue from Operations	**12,197.26**	**9,652.71**

Reconciliation of revenue from operation with contract price

Particulars	Year ended March 31 2020	Year ended March 31, 2019
Revenue from contract with customers as per the contract price	12,711.16	9,806.76
Adjustment made to contract price on account of:		
a) Discounts and Rebates	-	-
b) Excise duty on sale of goods	-	-
c) Sales Return	(513.90)	(154.05)
d) Bonus / incentive	-	-
e) Customer loyalty programme	-	-
Revenue from Operations	**12,197.26**	**9,652.71**

17.1 Sale of Products (Gross)

Particulars	Year ended March 31 2020	Year Ended March 31 2019
Sale of Products Comprises:		
(a) Traded Goods		
Radios	1,153.52	1,484.58
Autotracking Devices	359.88	539.78
Accessories and Spares	4,261.87	1,307.74
(b) Sale of 'Right to Use' i.e. Deemed Sale	3,509.92	3,435.51
Total	**9,285.19**	**6,767.61**

17.2 Sale of Services

Particulars	Year ended March 31 2020	Year Ended March 31 2019
Sale of Services Comprises:		
Revenue From AMC	653.03	712.34
Installation and Commissioning	182.65	82.44
Web / Access Service	1,815.06	2,008.14
CMR Services	70.41	53.33
Total	**2,721.16**	**2,856.25**

17.3 Other Operating Revenues Comprise:

Rs. In Lacs

Particulars	Year ended March 31 2020	Year Ended March 31 2019
Revenue From Long-Term Contracts	190.91	28.85
Total	**190.91**	**28.85**

Note 18 : Other Income

Particulars	Year ended March 31 2020	Year Ended March 31 2019
Interest Income (Refer Note 18.1)	59.19	69.67
Other Non-Operating Income (Refer Note 18.2)	191.04	166.93
Total	**250.23**	**236.60**

18.1 Interest Income

Particulars	Year ended March 31 2020	Year Ended March 31 2019
Interest From Banks	7.11	4.81
Interest From Others	52.08	64.86
Total	**59.19**	**69.67**

18.2 Other Non-Operating Income

Particulars	Year ended March 31 2020	Year Ended March 31 2019
Income From Shared Services From Group Companies (Net)	88.49	89.54
Other Miscellaneous Income	94.55	63.87
Sundry Credit balances Written back / Other Income	1.94	4.85
Notice Pay Recovered	4.76	7.83
Exchange Gain/Loss	-	0.84
Gain on Reassessment of Right of Use Assets -IND AS 116 (Refer Note No. 5.1)	1.30	-
Total	**191.04**	**166.93**

Note 19 : Purchases of Stock-In-Trade

Particulars	Year ended March 31 2020	Year Ended March 31 2019
Radios	755.01	1,240.21
Autotracking Devices	158.97	503.72
Accessories	3,687.38	1,185.75
Total	**4,601.36**	**2,929.68**

Note 20 : Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade

Particulars	Year ended March 31 2020	Year Ended March 31 2019
Stock at the End of the Year		
Stock-in-Trade		
(i) Radios	833.46	903.50
(ii) Autotracking Devices	802.42	709.80
(iii) Accessories and Spares	980.50	539.34
	2,616.38	**2,152.64**
Stock at the Beginning of the Year		
Stock-in-Trade		
(i) Radios	903.50	1,176.89
(ii) Autotracking Devices (including Goods-in-transit)	709.80	671.03
(iii) Accessories and Spares	539.34	416.81
	2,152.64	**2,264.73**
(Increase) / Decrease in Stocks	**(463.74)**	**112.09**
Total	**(463.74)**	**112.09**

Note 21 : Employee Benefits Expense

Particulars	Year ended March 31 2020	Year Ended March 31 2019
Salaries, Wages, Bonus, Commission, etc.	2,507.13	2,288.41
Contribution to Provident and Other Funds	165.94	126.24
Staff Welfare and Training Expenses	53.77	52.54
Total	**2,726.84**	**2,467.19**

Note 22 : Finance Costs Rs. In Lacs

Particulars	Year ended March 31 2020	Year Ended March 31 2019
Interest Expense - Loans	10.59	5.16
Interest Expense -Cash Credit	7.98	5.57
Other Interest - Lease Liability - IND AS 116 (Refer Note No. 5.1)	71.40	-
Total	**89.97**	**10.73**

Note 23 : Depreciation and Amortization Expense

Particulars	Year ended March 31 2020	Year Ended March 31 2019
Depreciation on Tangible Assets (Refer Note 5)	112.89	94.21
Amortization on Intangible Assets (Refer Note 6)	3.26	2.78
Depreciation on Right of Use Assets - IND AS 116 (Refer Note No. 5.1)	171.67	-
Total	**287.83**	**96.99**

Note 24 : Other Expenses

Particulars	Year ended March 31 2020	Year Ended March 31 2019
Sales Promotion Expenses	36.62	43.37
Airtime Expenses	470.42	447.26
Brokerage and Commission	108.12	58.39
Corporate Social Responsibility (Refer Note No. 33)	35.05	31.78
Freight and Forwarding	0.51	0.20
Installation Charges	163.26	26.41
Insurance	12.12	5.87
Legal and Professional	95.41	141.30
Loss on Sale of Property, Plant & Equipment	2.28	0.57
Network Operating Cost	539.91	637.80
Office Expenses	104.14	74.55
Audit Fees (Refer note (a) below)	13.00	13.00
Power and Fuel	59.89	28.62
Printing and Stationery	15.33	14.92
Provision for Doubtful Trade and Other Receivables, Loans and Advances (net)	62.19	144.64
Rates and Taxes	13.43	24.41
Recruitment & Training Exp.	8.16	7.25
Rent Including Lease Rentals (Refer Note No. 5.1)	3.70	204.49
Repairs and Maintenance - Machinery	61.92	28.21
Repairs and Maintenance - Others	12.07	11.54
Bad Debts / Sundry balances w/off	196.83	127.01
Telephone and Courier Expenses	44.43	37.95
Travelling and Conveyance	202.47	167.84
Director Sitting Fees	2.00	2.00
Bank Charges	18.25	14.16
Manpower Charges	183.13	170.07
Exchange Rate Diff./Misc w/off	1.81	-
Seminar and Conference Expenses	9.91	35.13
Software Expenses - SAP	168.03	-
Services Expenses to Group Companies	17.02	10.57
Total	**2,661.39**	**2,509.31**

Payment to Auditors

Particulars	Year ended March 31 2020	Year Ended March 31 2019
Payment to Auditors as		
Audit Fees	10.00	10.00
Quarterly Limited Review	3.00	3.00
Reimbursement of Expenses	-	-
Total	**13.00**	**13.00**

Note 25: Other Comprehensive Income

Particulars	Year ended March 31 2020	Year Ended March 31 2019
Re-Measurement Gains / (Losses) on Defined Benefit Plans	(44.61)	(19.15)
Total	**(44.61)**	**(19.15)**

Arya Omnitalk Wireless Solutions Pvt. Ltd.

Notes to and Forming Part of the Financial Statements as at 31 March 2020

Note 26 : Contingent Liabilities **Rs. In Lacs**

Particulars	As At March 31 2020	As At March 31, 2019
Contingent Liabilities not Provided for		
a. Claims Against Company not Acknowledged as Debts	Nil	Nil
b. Guarantees given by bank on behalf of the Company	2,118.59	1,579.17
Total Contingent Liabilities	**2,118.59**	**1,579.17**

Note 27 : C. I. F. Value of Imports, Expenditure and Earnings in Foreign Currencies and Commitments

Particulars	As At March 31 2020	As At March 31, 2019
A. CIF Value of Imports:		
i. Radios	56.44	-
ii. Other Traded Goods and Accessories & Spares	200.08	85.20
Total	**256.52**	**85.20**

B. Expenditure in Foreign Currency

Particulars	As At March 31 2020	As At March 31, 2019
i. Travelling	35.08	-
Total	**35.08**	**-**

Details on Foreign Currency Exposures

I. The Company does not have any hedged positions open as at 31 March, 2020

C. Commitments

a. Capital and other commitments

Particulars	As At March 31 2020	As At March 31, 2019
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances):	Nil	Nil

Arya Omnitalk Wireless Solutions Pvt. Ltd.
Notes to and Forming Part of the Financial Statements for the year ended 31 March 2020

Note 28 : Disclosure Pursuant to Employee Benefits

A. Defined Contribution Plans:

Rs. In lacs

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Provident Fund	102.12	68.62
National Pension Scheme	12.55	11.23
ESIC	14.62	17.47
	129.29	**97.32**

The Company makes Provident Fund contributions to defined contribution plans for qualifying employees. Under the schemes, the company is required to contribute a specified percentage of the payroll costs to fund the benefits.

The Company makes Contributions to National Pension Scheme (NPS) for employees who have acquired Permanent Retirement Account Number (PRAN) Under the Schemes, the company is required to contribute a specified percentage of the payroll costs to the Scheme.

B. Defined Benefit Plans:

This is funded defined benefit plan for qualifying employees. The company makes contributions to the Arya Omnitalk Radio Trunking Services Trust Fund. Gratuity shall be payable to an employee on terminaton of employment due to superannuation, retirement or resignation after successful completion of vesting period. The completion of vesting period is not applicable in the case where termination of employee is due to death.

(a) Gratuity

March 31, 2020 : Changes in Defined Benefit Obligation and Plan Assets Rs. In lacs

		Gratuity Cost Charged to Statement of Profit and Loss					Remeasurement Gains/(Losses) in Other Comprehensive Income						
	1-Apr-19	Service Cost	Net Interest Expense	**Sub-total included in statement of profit and loss (Note 21)**	**Liability Transferred in**	**Benefit paid**	**Return on plan assets (excluding amounts included in net interest expense)**	**Actuarial changes arising from changes in demographic assumptions**	**Actuarial changes arising from changes in financial assumptions**	**Experience adjustments**	**Sub-total included in OCI**	**Contributions by employer**	**March 31, 2020**
Gratuity													
Defined Benefit Obligation	214.65	25.82	16.72	42.54	0.00	(17.55)	0.00	(6.57)	(4.72)	56.30	45.01	0.00	284.66
Fair Value of Plan Assets	171.79	0.00	13.38	13.38	0.00	(17.55)	(0.40)	0.00	0.00	0.00	(0.40)	42.86	210.88
Benefit Liability	386.44	25.82	30.10	55.93	0.00	(35.10)	(0.40)	(6.57)	(4.72)	56.30	44.61	42.86	495.54

March 31, 2019 : Changes in Defined Benefit Obligation and Plan Assets Rs. In lacs

		Gratuity Cost Charged to Statement of Profit and Loss					Remeasurement Gains/(Losses) in Other Comprehensive Income						
	1-Apr-18	Service Cost	Net Interest Expense	**Sub-total included in statement of profit and loss (Note 21)**	**Liability Transferred in**	**Benefit paid**	Return on plan assets (excluding amounts included in net interest expense)	Actuarial changes arising from changes in demographic assumptions	Actuarial changes arising from changes in financial assumptions	Experience adjustments	**Sub-total included in OCI**	**Contributions by employer**	**March 31, 2019**
Gratuity													
Defined Benefit Obligation	173.25	21.23	13.96	35.20	0.00	(11.93)	0.00	0.00	6.09	12.04	18.13	0.00	214.65
Fair Value of Plan Assets	142.42	0.00	11.48	11.48	0.00	(11.93)	1.02	0.00	0.00	0.00	1.02	30.83	171.79
Benefit Liability	315.67	21.23	25.44	46.67	0.00	(23.85)	1.02	0.00	6.09	12.04	19.15	30.83	386.44

The Major Categories of Plan Assets of the Fair Value of the Total Plan Assets of Gratuity are as follows:

Particulars	Year ended March 31, 2020 (%) of Total Plan Assets	Year ended March 31, 2019 (%) of Total Plan Assets
Insurance Fund	100%	100%
(%) of total plan assets	**100%**	**100%**

The Principal Assumptions used in Determining above Defined Benefit Obligations for the Company's plans are shown below:

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Discount Rate	6.84%	7.79%
Future Salary Increase	8.50%	8.50%
Expected rate of return on Plan Assets	6.84%	7.79%
Attrition Rate	18.00%	17.00%
Rate of Employee Turnover	For service 4 years and below : 18.00% p.a. For service 5 years and above : 5.00%p.a.	For service 4 years and below : 17.00% p.a. For
Morality Rate during Employment	Indian Assured Lives Mortality (2006-08)	Indian Assured Lives Mortality
Morality Rate after Employment	N.A.	N.A.

A Quantitative Sensitivity Analysis for Significant Assumption is as shown below:

Gratuity **Rs. In lacs**

Particulars	Sensitivity level	(Increase) / Decrease in Defined Benefit Obligation (Impact) Year ended March 31, 2020	Year ended March 31, 2019
Gratuity			
Discount Rate	1% increase	(24.67)	(21.19)
	1% decrease	29.28	25.34
Salary Increase	1% increase	28.82	24.91
	1% decrease	(24.78)	(21.25)
Change in rate of Employee	1% increase	(3.75)	(1.85)
Turnover	1% decrease	4.31	2.08

The followings are the expected future Benefit payments for the Defined Benefit Plan : **Rs. In lacs**

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Gratuity		
Within the next 12 months (next annual reporting period)	28.98	12.79
Between 2 and 5 years	78.43	58.66
Beyond 5 years	554.74	579.07
Total Expected Payments	**662.15**	**650.52**

Weighted Average duration of Defined Plan Obligation (based on discounted cash flows) **Rs. In lacs**

Particulars	Year ended March 31, 2020 Years	Year ended March 31, 2019 Years
Gratuity	11.00	13.00

The followings are the expected contributions to Planned Assets for the next year: **Rs. In lacs**

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Gratuity	76.38	51.83

C. Other Long Term Employee Benefit Plans

Leave Encashment

Salaries, Wages and Bonus include Rs. 55.05 Lacs (Previous Year Rs. 41.24 Lacs) towards provision made as per actuarial valuation in respect of accumulated leave encashment/compensated absences.

Arya Omnitalk Wireless Solutions Pvt. Ltd.

Notes to and Forming Part of the Financial Statements as at and for the year ended 31 March 2020

Note 29 : Segment Information

The Company's CODM has identified operating segments which are primarily Voice, Mobile Data Application (MDA) & Highway Toll Management Systems (HTMS). Revenues and expenses directly attributable to segments are reported under each reportable segment. Expenses which are not directly identifiable to each reportable segment have been allocated on the basis of associated revenues of the segment and manpower efforts. All other expenses which are not attributable or allocable to segments have been disclosed as unallocable expenses. Assets and liabilities that are directly attributable or allocable to segments are disclosed under each reportable segment. All other assets and liabilities are disclosed as unallocable.

Rs. In lacs

Particulars	Voice		HTMS		MDA		Year ended March 31, 2020	Year ended March 31, 2019
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019	Total	
Segment Revenue								
External Customers	4,253.17	4,612.11	3,742.52	519.04	4,201.57	4,521.56	12,197.26	9,652.71
Inter Segment Revenue		-	-	-	-	-	-	-
Total	**4,253.17**	**4,612.11**	**3,742.52**	**519.04**	**4,201.57**	**4,521.56**	**12,197.26**	**9,652.71**
Expenses	2,628.62	1,960.38	2,915.23	237.50	3,483.08	731.80	9,026.93	2,929.68
Segment Profit	1,624.55	2,651.73	827.29	281.54	718.49	3,789.76	3,170.33	6,723.03
Unallocated Expenses							1,340.46	5,084.22
Interest Income							59.19	69.67
Unallocated Income							191.04	166.93
Profit Before Tax							2,080.10	1,875.41
Tax Expense							(533.73)	(572.67)
Profit After Tax							1,546.37	1,302.74
Other Comprehensive Income							(33.38)	(13.57)
Total Comprehensive Income for the Period, Net of Tax (VII+VIII)							1,512.99	1,289.17

Rs. In lacs

Particulars	Voice		HTMS		MDA		As at Total	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Segment Assets	1,727.71	2,519.91	3,175.86	503.42	2,995.35	3,335.25	7,898.92	6,358.58
Unallocated Assets							3,149.29	1,761.54
Total Assets							**11,048.21**	**8,120.12**
Capital Expenditure								
Segment Liabilities	791.85	946.70	1,435.76	69.15	662.33	7.94	2,889.94	1,023.79
Unallocated Liabilities							2,260.04	2,094.98
Share Capital & Reserves							5,898.22	5,001.35
Total Liabilities							**11,048.21**	**8,120.12**

Arya Omnitalk Wireless Solutions Private Limited

Notes to and Forming Part of the Financial Statements for the year ended March 31, 2020

Note 30 Related Party Disclosures

30.1	**Details of Related Parties:**	Names of Related Parties
	Holding Company	Arvind Limited
	Entities in which Company is an Associate	Aryadoot Transport Pvt. Ltd
	Key Management Personnel (KMP)	Mr. Mayank Shah (Director) Mr. S.K. Parikh (Director) Mr. Vipen Malhotra (President) Mr. Shyam Sunder Agarwal (CFO & CS)
	Company in which KMP / Relatives of KMP can exercise Significant Influence	Arya Omnitalk Radio Trunking Services Pvt Ltd
	Note: Related Parties have been identified by the Management and relied upon by the Auditors.	

		Rs. In lacs	
30.2	**Details of Related Party Transactions during the Year ended 31st March 2020**		
	Nature of Transactions	Year ended March 31 2020	Year ended March 31 2019
	Arya Omnitalk Radio Trunking Services Pvt Ltd		
	Receiving of Services (Airtime)	220.90	209.84
	Receiving of Services (Reimbursement of Expenses)	17.02	11.32
	Rendering of Services (Reimbursement of Expenses, Rent Recovery)	88.49	89.54
	Arvind Limited (Telecom Division)		
	Purchase of Goods	546.28	390.92
	Sale of Goods	7.28	11.80
	Receiving of Services (Management Fees)	231.57	208.05
	Receiving of Services (Reimbursement of Expenses)	2.79	21.35
	Rendering of Services (Reimbursement of Expenses)	2.58	3.68
	Arvind Limited		
	Purchases of Goods/Services		
	Arvind Limited	163.38	
	Sale of Goods		
	Arvind Limited	-	2.97
	Sale of Services		
	Arvind Ltd Garment Technical Products	-	0.04
	Arvind Limited Textile Park Denim	-	0.04
	Arvind PD Composites Private Limited	-	0.04
	Arvind Limited	5.86	5.90
	Directors		
	Directors Siting Fees	2.00	2.00
	Mr. Shyam Sundar Agarwal		
	Remuneration	44.16	40.06

		Rs. In lacs	
30.03	**Details of related party Balances as at 31st March 2020**		
	Balances as at year end	March 31 2020	March 31 2019
	Arya Omnitalk Radio Trunking Services Pvt Ltd		
	Net Payable	51.57	82.24
	Arvind Limited (Telecom Division)		
	Net Payable	158.01	190.00
	Arvind Limited		
	Net Payable	174.28	
	Net Receivable		5.14
	Mr. Shyam Sundar Agarwal		
	Other Payable	-	0.07
	Mr. Vipen Malhotra		
	Net Payable	-	0.02

1 **Terms and Conditions of Transactions with Related Parties:**
Transaction entered into with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured, interest free and settlement occurs in cash.

2 **Commitments with Related Parties**
The Company has not provided any commitment to the related parties as at March 31, 2020 (March 31, 2019: Rs. NIL)

3 **Key Management Personnel**

Rs. In lacs

Nature of Transactions	Year ended March 31 2020	Year ended March 31 2019
Short-Term Employment Benefits	40.12	36.02
Post Employment Benefits	4.04	4.04
Other Long-Term Employment Benefits		-
Total	44.16	40.06

Arya Omnitalk Wireless Solutions Pvt. Ltd.

Notes to and Forming Part of the Financial Statements for the year ended March 31, 2020

Note 31 : Note on COVID 19 Pandemic

The spread of COVID-19 has severely impacted businesses around the globe including India following lockdowns, causing extended shut down of businesses offering non-essential goods & services, disruptions in public transportation and local/domestic travel, supply chain, travel plans, and other emergency measures.

The Company is engaged in the business of selling ,renting and offering of Walkie Talkies ,GPS units , providing GPS based fleet tracking services and Highway Traffic management solutions. The business of the Company has also been affected by this disruption. Shut down of E Commerce, BPOs , Malls, Hospitality , Airlines, Manufacturing industries etc. for extended periods of time are expected to have continuing effect at least for the next two quarters based on current assessment.

The Company has made detailed assessment of the liquidity position for the next one year and of the recoverability and carrying value of its assets comprising Property, Plant and Equipment, Right of Use Assets, Intangible Assets, Trade Receivables, Inventory as at balance sheet date and has made appropriate adjustments along with adjustment to revenue recognition and actuarial assumptions. In assessing the recoverability of its assets including receivables and inventories, the Company has considered internal and external information up to the date of approval of these financial statements including economic forecasts. The Company has performed sensitivity analysis on the assumptions used and based on current indicators of future economic conditions, the Company expects to recover the carrying amount of these assets. The impact of the global health pandemic may be different from that estimated as at the date of approval of these financial statements. However, the impact assessment of COVID-19 is a continuing process given the uncertainties associated with its nature and duration. The Company will continue to closely monitor any material changes to future economic conditions.

Note: 32 Earnings Per Share

Particulars	As At	As At
	March 31 2020	March 31 2019
Earning Per Share (Basic and Diluted)		
Profit attributable to ordinary equity holders (Rs. In Lacs)	1,546.37	1,302.74
Total no. of Equity Shares at the end of the period	20,02,500	20,02,500
Weighted average number of Equity Shares		
For Basic EPS	20,02,500	20,02,500
For Diluted EPS	20,02,500	20,02,500
Nominal value of Equity Shares (in Rs.)	10	10
Earning per Equity Share (in Rs.)		
Basic	77.22	65.06
Diluted	77.22	65.06

Arya Omnitalk Wireless Solutions Pvt. Ltd.

Notes to and Forming Part of the Financial Statements as at 31 March 2020

Note 33 : Corporate Social Responsibility (CSR) Activities

a. The Company is required to Spend Rs. 35.05 Lacs in March 2020; (March 31, 2019 : Rs. 31.78 Lacs) on CSR activities.
Amount spent during the year towards CSR activities are as follows:

Rs. In lacs

	Particulars	March 31, 2020			March 31, 2019		
		In cash	Yet to be paid in cash	Total	In cash	Yet to be paid in cash	Total
(i)	Construction/Acquisition of any Asset			-			-
(ii)	Contribution to various Trusts / NGOs / Societies / Agencies and utilization thereon	-	35.05	35.05	11.97	19.81	31.78
(iii)	Expenditure on Administrative Overheads for CSR			-			-

34. Fair Value Disclosures for Financial Assets and Financial Liabilities

Set out below is a comparison, by class, of the carrying amounts and fair value of the Company's financial instruments, other than those with carrying amounts that are reasonable approximations of fair values:

Rs. In lacs

Particulars	**Carrying Amount**		**Fair Value**	
	As at March 31 2020	**As at March 31 2019**	**As at March 31 2020**	**As at March 31 2019**
Financial Assets				
Loans	-	826.66	-	826.66
Total	**-**	**826.66**	**-**	**826.66**
Financial Liabilities				
Borrowings *	20.75	228.64	20.75	228.64
Total	**20.75**	**228.64**	**20.75**	**228.64**

* Borrowings includes current maturities of long term loan classified under other financial liabilities

The management assessed that the fair values of cash and cash equivalents, other bank balances, trade receivables, other current financial assets, trade payables and other current financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values.

The fair value of borrowings is calculated by discounting future cash flows using rates currently available for debts on similar terms, credit risk and remaining maturities.

The discount for lack of marketability represents the amounts that the Company has determined that market participants would take into account when pricing the investments.

Note 35 : Fair Value Hierarchy
The following table provides the fair value measurement hierarchy of the Company's assets and liabilities.

Quantitative Disclosures Fair Value Measurement Hierarchy for Financial Assets as at March 31, 2020 and March 31, 2019

Rs. In lacs

	Date of Valuation	**Fair Value Measurement using**			
		Total	**Quoted prices in active markets (Level 1)**	**Significant observable inputs (Level 2)**	**Significant unobservable inputs (Level 3)**
As at March 31 2020					
Assets Measured at Fair Value					
Assets for which Fair Values are Disclosed					
Loans	**March 31 2020**	-	-	-	-
As at March 31 2019					
Assets for which Fair Values are Disclosed					
Loans	**March 31 2019**	826.66		-	826.66

Quantitative Disclosures Fair Value Measurement Hierarchy for Financial Liabilities as at March 31 2020 and March 31 2019

Rs. In lacs

	Date of Valuation	**Fair Value Measurement using**			
		Total	**Quoted prices in active markets (Level 1)**	**Significant observable inputs (Level 2)**	**Significant unobservable inputs (Level 3)**
As at March 31 2020					
Liabilities Disclosed at Fair Value					
Borrowings*	**March 31 2020**	20.75	-		20.75
As at March 31, 2019					
Liabilities Disclosed at Fair Value					
Borrowings*	**March 31 2019**	228.64	-		228.64

* Borrowings includes current maturities of long term loan classified under other financial liabilities

Note 36 : Financial Instruments Risk Management Objectives and Policies

The Company's principal financial liabilities, comprise borrowings and trade & other payables. The main purpose of these financial liabilities is to finance the Company's operations and to support its operations. The Company's principal financial assets include loans given, trade and other receivables and cash & short-term deposits that derive directly from its operations.

The Company's activities expose it to market risk, credit risk and liquidity risk. In order to minimise any adverse effects on the financial performance of the Company,the risk management is carried out by the Company's management. Company's management identifies and evaluates financial risks in close co-operation with the Company's operating units. The Board of Directors provides written principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk and investment of excess liquidity.

(a) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk. Financial instruments affected by market risk include deposits, trade and other receivables and trade and other payables. However, exposure to various market risk is not material and hence, Market risk is assessed by the company at low level.

(b) Credit Risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks, and other financial instruments.

Trade Receivables

Customer credit risk is managed by each business unit subject to the Company's established policy, procedures and control relating to customer credit risk management. Credit limits are established for all customers based on internal rating criteria. Outstanding customer receivables are regularly monitored and any shipments to major customers are generally covered by letters of credit. The Company has no concentration of credit risk as the customer base is widely distributed both economically and geographically.

An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The calculation is based on actual incurred historical data. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Note 8.1. The Company does not hold collateral as security. The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets.

Financial Instruments and Cash Deposits

Credit risk from balances with banks is managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties who meet the minimum threshold requirements under the counterparty risk assessment process. The Company monitors the ratings, credit spreads and financial strength of its counterparties. Based on its on-going assessment of counterparty risk, the group adjusts its exposure to various counterparties. The Company's maximum exposure to credit risk for the components of the Balance sheet as of March 31, 2020 and March 31, 2019 is the carrying amount as disclosed in Note 8.2 & Note 8.3.

(c) Liquidity Risk

Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Company's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The Company closely monitors its liquidity position and deploys a robust cash management system. It maintains adequate sources of financing including loans, debt and overdraft from domestic banks at an optimised cost. It also enjoys strong access to domestic capital markets.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments:

Rs. In lacs

Particulars	**Due in Year 0 to 1**	**Due in Year 1 to 2**	**Due in Above 2 to 5**	**Due after Year 5**	**Total**
As at March 31, 2020					
Interest Bearing Borrowings*	18.05	1.35			19.40
Trade Payables	1,172.29	163.00	209.73	0.09	1,545.11
Other Financial Liabilities	908.10				908.10
	2,098.44	**164.35**	**209.73**	**0.09**	**2,472.61**
As at March 31, 2019					
Interest Bearing Borrowings*	204.02	8.14	2.82	-	214.98
Trade Payables	1,576.62	221.44	-	0.09	1,798.15
Other Financial Liabilities	39.08	-	-	-	39.08
	1,819.72	**229.58**	**2.82**	**0.09**	**2,052.21**

* Includes contractual interest payment based on interest rate prevailing at the end of the reporting period over the tenor of the borrowings.

Note 37 : Capital Management

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to ensure that it maintains an efficient capital structure and healthy capital ratios in order to support its business and maximise shareholder value.

The Company manages its capital structure and makes adjustments to it in light of changes in economic conditions or its business requirements. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a debt equity ratio, which is net debt divided by total equity and debt. The Company includes within net debt, interest bearing loans and borrowings .

Rs. In lacs

Particulars	**Year ended March 31 2020**	**Year ended March 31 2019**
Interest-Bearing Loans and Borrowings (Notes 13.1 and 15)	20.75	228.64
Less : Cash and Bank Balances	(964.04)	(85.80)
Net debt	**(943.28)**	**142.84**
Equity Share Capital (Note 11)	200.25	200.25
Other Equity (Note 12)	5,697.97	4,801.10
Total Capital	**5,898.22**	**5,001.35**
Capital and Net Debt	**4,954.94**	**5,144.18**
Gearing Ratio	**-19.04%**	**2.78%**

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31 2020 and March 31 2019

Arya Omnitalk Wireless Solutions Pvt. Ltd.
Notes to and Forming Part of the Financial Statements as at 31st March 2020

Note: 38 Additional Disclosures to Financial Statements

38.1 Advances, Deposits and Accounts Payable

The Balances in respect of amounts receivable, deposits and payable are subject to confirmation and reconciliation thereof from respective parties. However, in the opinion of Management the Current Assets, Loans and Advances have a value on realization in the ordinary course of business, at least equal to the amount at which they are stated in the accounts unless otherwise stated and adequate provisions/write-offs for all the known liabilities and unconfirmed balances of the parties have been made.

38.2 Previous Years Figures

Previous year's figures have been regrouped / reclassified wherever necessary to make them comparable to those of the Current Year.

The accompanying notes are an integral part of the financial statements.

As per our report of even date attached
For Sorab S. Engineer and Co.
Chartered Accountants
Firm Registration No.110417W

NAUSHIR DARA ANKLESARIA
Digitally signed by NAUSHIR DARA ANKLESARIA
Date: 2020.06.15 18:23:27 +05'30'

CA N.D. Anklesaria
Partner
Membership No.10250
Place : Mumbai
Date : 10th June, 2020

For and on behalf of the board of directors of
Arya Omnitalk Wireless Solutions Pvt. Ltd.

MAYANK JAYANTILAL SHAH
Digitally signed by MAYANK JAYANTILAL SHAH
Date: 2020.06.12 12:25:45 +05'30'

Mayank Shah
Director
DIN: 00076380

SANJEEV KANUBHAI PARIKH
Digitally signed by SANJEEV KANUBHAI PARIKH
DN: cn=SANJEEV KANUBHAI PARIKH, c=IN, st=Maharashtra, o=Personal, serialNumber=e551d583d3c6b3a30474cc963850b802e1902360b2de734928ff8f170380e653
Date: 2020.06.15 12:48:10 +05'30'

S K Parikh
Director
DIN: 00030568

Shyam Sundar Agarwal
Digitally signed by Shyam Sundar Agarwal
Date: 2020.06.11 16:48:45 +05'30'

Shyam Sundar Agarwal
Chief Financial Officer & Company Secretary
Place : Mumbai
Date : 10th June, 2020