PCS
TECHNOLOGY

PCS Technology Limited

42nd
Annual Report
2022-23

PCS TECHNOLOGY LIMITED

CIN - L74200MH1981PLC024279

BOARD OF DIRECTORS

Mr. G. K. Patni (DIN - 00014163)	Chairman
Mr. A. K. Patni (DIN - 00014194)	Vice Chairman
Mr. H. C. Tandon (DIN - 00037611)	Director
Mr. Satish Ajmera (DIN - 00208919)	Director
Mr. K. K. Barjatya (DIN - 00107064)	Director
Mrs. Mona Bhide (DIN - 05203026)	Woman Director

Mr. M.P Jain
Chief Financial Officer

Mr. Bhaskar Patel
Chief Executive Officer

Mr. Mehul Monani
Company Secretary

AUDITORS

Vinod K Mehta & Co.
Chartered Accountants, Mumbai

REGISTERED OFFICE

82/6/1, Solar Park, Shop no.6,
Pune-Alandi Road, Dattanagar,
Dighi- Pune- 411015

REGISTRAR & SHARE TRANSFER AGENT

Bigshare Services Pvt. Ltd
Office No S6-2, 6th floor Pinnacle Business Park,
Next to Ahura Centre, Mahakali Caves Road,
Andheri (East) Mumbai – 400093,
Tel.- 022-62638295

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42nd ANNUAL GENERAL MEETING

Day, Date & Time : Wednesday, 13th September, 2023 at 12:30 p.m.

Through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

FORTY SECOND ANNUAL REPORT 2022-2023

NOTICE TO MEMBERS

NOTICE is hereby given that the **42nd ANNUAL GENERAL MEETING of PCS TECHNOLOGY LIMITED** will be held on Wednesday, the 13th day of September, 2023 at 12:30 p.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), to transact the following business:

ORDINARY BUSINESS:

1. **TO RECEIVE, CONSIDER AND ADOPT THE AUDITED STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH,2023 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON.**
2. **TO APPOINT A DIRECTOR IN PLACE OF MR. ASHOKKUMAR PATNI (DIN - 00014194) WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.**

SPECIAL BUSINESS:

3. **SHIFTING OF REGISTERED OFFICE OF THE COMPANY**

   To consider and, if thought fit to pass with or without modification the following resolution as a Special Resolution:

   "**RESOLVED THAT** pursuant to the provisions of Section 12 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force), consent of the members of the Company be and is hereby accorded for shifting of the registered office of the Company from "82/6/1, Solar Park, Shop no.6, Pune-Alandi Road, Dattanagar, Dighi Pune-411015" to **"S. NO. 1A, F-1, IRANI MARKET COMPOUND, YERAWADA, PUNE - 411006"** within the same city, state and registrar and that the communication address of the Company be changed to the said new address, with immediate effect.

   RESOLVED FURTHER THAT any Director or Company Secretary of the Company be and is hereby authorized to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and submit all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of E-form –INC-22 as notice for Change in address of registered office with the Registrar of Companies."

4. **TO APPROVE RELATED PARTY TRANSACTIONS**

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

   "RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 ("Act") and other applicable provisions, if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended till date, Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and the Company's policy on materiality of Related Party Transaction(s), and all applicable provisions of the Companies Act, 2013 (hereinafter called "the Act") and Rules made there under, (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to the consent of the Audit Committee and Board of Directors of the Company vide resolutions passed in their respective meetings held on 23rd May, 2023, and subject to such other approvals, consents, permissions and sanctions of any authorities, as may be necessary, the consent and approval of the Members be and is hereby accorded to the Board of Directors ("the Board" which term shall be deemed to include a Committee of the Board) to enter into arrangements/ transactions/contracts with Kalpavruksh Systems Private Limited, being a Related Party as defined in SEBI Listing Regulations, relating to transactions as detailed in the explanatory statement, which are in the ordinary course of business of the Company and all the terms and conditions including pricing are at arm's length basis, on such terms and conditions as the Board in its absolute discretion may deem fit.

   RESOLVED FURTHER THAT the aggregate amount/value of all such arrangements/transactions/contracts that may be entered into by the Company with Kalpavruksh Systems Private Limited and remaining outstanding at any one point in time shall not exceed the limit as prescribed in the table provided in the Explanatory statement below, wherein fresh approval of the shareholders shall be obtained in this regard.

   RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things, to finalise the terms and conditions of the transactions with the aforesaid parties, and to execute or authorize any person to execute all such documents, instruments and writings as may be considered necessary, relevant, usual, customary, proper and/or expedient for giving effect to this resolution."

Registered Office
82/6/1, Solar Park, Shop no.6,
Pune-Alandi Road, Dattanagar,
Dighi- Pune- 411015
CIN - L74200MH1981PLC024279

Mumbai
Date: 23rd May, 2023

By Order of the Board
For PCS Technology Ltd.

Mehul Monani
Company Secretary & Compliance Officer

NOTES :

1. The Ministry of Corporate Affairs ("MCA") inter-alia vide its General Circular Nos. 14/ 2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, followed by General Circular Nos. 20/2020 dated May 5, 2020, and subsequent circulars issued in this regard, the latest being 10/2022 date December 28, 2022 (collectively referred to as "MCA Circulars") has permitted the holding of the annual general meeting through Video Conferencing ("VC") or through other audio-visual means ("OAVM"), without the physical presence of the Members at a common venue.

2. As the AGM shall be conducted through VC / OAVM, the facility for appointment of Proxy by the Members is not available for this AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

3. Institutional / Corporate Members are requested to send a scanned copy (PDF / JPEG format) of the Board Resolution authorising its representatives to attend and vote at the AGM, pursuant to Section 113 of the Act, at investorsgreivances@pcstech.com.

4. The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, 6th September, 2023 till Tuesday, the 12th day of September, 2023.

Information on Directors recommended for appointment/ re-appointment at the Annual General Meeting as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015.

Re-appointment of Mr. Ashokkumar Patni (DIN : 00014194) (Item no. 2)

Ashokkumar Patni

Mr. Ashokkumar Patni serves as Non-Executive Chairman of PCS Technology Limited and has been its Director since April 22, 1981. He is a Mechanical Engineer from IIT, Mumbai. He has over 22 years of experience in computer hardware and systems software. Mr. Ashok Kumar Patni was also Co-founder of Patni Computer Systems Ltd. Mr. Patni served as Joint Managing Director of PCS Technology Limited in year, 2005. Mr. Patni has contributed significantly in the past to the growth of the hardware and Software business of the Company.

Listed Companies (other than PCS Technology Limited) in which Mr. Ashokkumar Patni holds the directorship and Committees membership:

Directorship in Companies: Nil

Chairperson of Board Committees: Nil

Member of Board Committee: Nil

Shareholding in the Company: 5,75,995 shares

Disclosure of relationships between directors inter-se- - Brother of Mr. Gajendra Kumar Patni, Promoter Director of the Company.

3. Voting through electronic means

Pursuant to the provisions of section 108 of the Companies Act, 2013 and amended Rule 20 of Companies (Management and Administration) Rules, 2014, and also pursuant to Regulation 44(1) of SEBI (LODR) Regulation, 2015, the Company is pleased to provide members facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting services provided by Central Depository Services (India) Limited (CDSL). It is hereby clarified that it is not mandatory for a member to vote using the e-voting facility, and a member may avail this facility at his/her/it discretion, subject to compliance with the instructions prescribed below:

The Members who have cast their vote by remote e-voting prior to the AGM may also attend/participate in the AGM through VC/ OAVM but shall not be entitled to cast their vote again.

The instructions for members for voting electronically are as under:-

The remote e-voting period begins on Sunday, 10th September, 2023 at 10:00 a.m and ends on Tuesday, 12th September, 2023 at 5:00 p.m. during this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 6th September,2023, may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.

CDSL e-Voting System – For Remote e-voting and e-voting during AGM/EGM

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM/EGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM/EGM through VC/OAVM.

2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM/EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM/AGM will be provided by CDSL.

3. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the AGM/EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-voting.

   In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM/EGM has been uploaded on the website of the Company at www.pcstech.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. The AGM/EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM/EGM) i.e. www.evotingindia.com.

6. The AGM/EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

   In continuation of this Ministry's General Circular No. 20/2020, dated 05th May, 2020 and General Circular No. 02/2022 dated 05.05.2022 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2023, to conduct their AGMs on or before 30th September, 2023 in accordance with the requirements laid down in para 3 and 4 of the General Circular No. 20/2020 dated 05.05.2020.

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM/EGM AND JOINING MEETING THROUGH VC/ OAVM ARE AS UNDER:

I) The remote e-voting period begins Sunday, 10th September, 2023 at 10:00 a.m and ends on Tuesday, 12th September, 2023 at 5:00 p.m. during this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 6th September,2023, may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.

(i) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(ii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020,** under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

   Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

   In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders**, **by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**.

   Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

(iii) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

   Pursuant to abovesaid SEBI Circular**,** Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL**	Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

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

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at HYPERLINK "mailto:helpdesk.evoting@cdslindia.com"helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

1) The shareholders should log on to the e-voting website www.evotingindia.com.

2) Click on "Shareholders" module.

3) Now enter your User ID

   a. For CDSL: 16 digits beneficiary ID,

   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:'

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(ii) After entering these details appropriately, click on "SUBMIT" tab.

(iii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(iv) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(v) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(vi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(vii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(viii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(ix) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(x) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xiii) **Additional Facility for Non – Individual Shareholders and Custodians –Remote Voting**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; investorsgrievances@pcstech.com , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Videoloss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request from 3rd September, 2023 (9.00 a.m. IST) to 5th September, 2023 (5.00 p.m IST) mentioning their name, demat account number/folio number, email id, mobile number at (investorsgrievances@pcstech.com). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **10 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (investorsgrievances@pcstech.com). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM/AGM.

10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

General:

a. Members holding shares in Physical or dematerialized form, as on the cut-off date of 6th September, 2023, shall only be entitled to avail the facility of Remote E-voting or voting through polling paper at the AGM. .

b. The voting rights of the shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of 6th September, 2023.

c. M/s A. M. Sheth & Associates failing her M/s. M. M. Sheth & Co. , Practicing Company Secretary, Mumbai, has been appointed as Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner.

d. The scrutinizer shall within a period of not exceeding three working days from the conclusion of the e-voting period unblock the votes in the presence of at least two witnesses not in employment of the Company and make a scrutinizer's report of the votes cast in favor or against, if any,Forth with to the Chairman of the Company.

e The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.pcstech.com and on the website of CDSL www.evotingindia.com immediately. The Company shall simultaneously forward the results to BSE Limited.

f. All correspondence regarding shares of the Company should be addressed to the Company's Registrar and Transfer Agent, Bigshare Services Pvt ltd at Office No S6-2, 6th floor Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai – 400093, Maharashtra, India, Tel No. 62638200

g. All the documents referred to in the accompanying Notice shall be available for inspection through electronic mode, on the website of the Company at www.pcstech.com.

h. During the AGM, the Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, shall be available for inspection upon login at CDSL e-voting system at www.evotingindia.com. The same would also be available on the website of the Company at www.pcstech.com.

i. The Securities and Exchange Board of India (SEBI) vide its circular dated 20th April, 2018 has mandated registration of Permanent Account Number (PAN) and Bank Account Details for all securities holders. Members holding shares in physical form are therefore, requested to submit their PAN and Bank Account Details and Contact Details to Bigshare services Pvt Ltd by sending a duly signed letter along with self-attested copy of PAN Card and original cancelled cheque. The original cancelled cheque should bear the name of the Member. In the alternative Members are requested to submit a copy of bank passbook / statement attested by the bank. Members holding shares in demat form are requested to submit the aforesaid information to their respective Depository Participant.

j. The Members are requested to register their e-mail ID or new e-mail ID (if there is any change in email ID which has already been registered) with the Depository Participant, for shares held in demat form or for shares held in physical form.

k. SEBI vide its Notification dated June 8, 2018 and further amendment vide its Notification dated November 30, 2018, prescribed that the requests for effecting transfer of securities (except in case of transmission or transposition of securities) shall not be processed from April 1, 2019 unless the securities are held in the dematerialised form with the depositories. Therefore, the Members holding shares in physical form are requested to take action to dematerialise the equity shares of the Company promptly

ANNEXURE TO NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item no. 3

SHIFTING OF REGISTERED OFFICE OF THE COMPANY

The Registered office of the company is presently situated at 82/6/1, Solar Park, Shop no.6, Pune-Alandi Road, Dattanagar, Dighi- Pune- 411015. The Board of Directors of the Company, at its meeting held on 23rd May, 2023, proposed to shift the registered office of the company to S. NO. 1A, F-1, Irani Market Compound, Yerawada, Pune MH 411006 IN which is a well furnished premises in superior locality and which would also help for better administrative purpose.

And as required under section 12(5) of the Companies Act, 2013 read with rules made thereafter, shifting of registered office within the city but having different postal limit requires approval of members by way of special resolution.

Therefore, Board recommends the resolution to the members for their consideration and approval.

None of the Directors and Key Managerial Personnel of the Company or their relatives in any way concerned or interested financial or otherwise, in the resolution set out at item No. 3 of the accompanying notice.

Item no. 4

TO APPROVE RELATED PARTY TRANSACTIONS

Section 188 of the Companies Act, 2013 ("the Act") read with the Companies (Meetings of Board and its Powers) Rules, 2014 states that no company shall enter into transactions with a Related Party except with the consent of the Board and members of the Company, where such transactions are either not (a) in Ordinary Course of Business or (b) on arm's length basis. The transactions with the related parties are at arm's length and in the ordinary course of business of the Company. Further, pursuant to Regulation 23 of the SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 ("Listing Regulations"), all related party transactions shall require prior approval of the Audit Committee and all material transactions with related parties require approval of the members of the Company through ordinary resolution.

Material Related Party Transaction means transactions to be entered into individually or taken together with previous transactions during a financial year, exceeds 10 % of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity. The Company proposes to enter into transaction with related parties as provided below, from time to time, at the agreed terms of the transactions between the parties

The brief details of which are provided herein below.

CONTRACT OR ARRANGEMENT WITH A RELATED PARTY

ARRANGEMENT WITH A RELATED PARTY	
1. The name of the related party and nature of relationship.	Kalpavruksh Systems Private Ltd., (KSPL) Mr. Ashok Kumar Patni is a Director of the Company as well as director of the KSPL Mr. Mir Prakash Jain is also a Director of KSPL
2. The Nature, Duration of the Contract and particulars of the Contract or arrangement.	Proposed arrangement is for a period of two years ie. 2024-25 and 2025-26
3. The material terms of Contract or arrangement including the value, if any.	Arrangement would cover for manpower supply and other IT support services. Total estimated value of the contract not exceeding Rs. 50 lakh for a year.

Except Mr. Ashok Kumar Patni, Director of the Company and Mr. Mir Prakash Jain, Chief Financial Officer (CFO) of the Company, None of the Directors or Key Managerial Personnel of the company and their respective relatives is in any way, concerned or interested, in this item of business.

The Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the shareholders.

Registered Office
82/6/1, Solar Park, Shop no.6,
Pune-Alandi Road, Dattanagar,
Dighi- Pune- 411015
CIN - L74200MH1981PLC024279

By Order of the Board
For PCS Technology Ltd.

Mumbai
Date: 23rd May, 2023

Mehul Monani
Company Secretary & Compliance Officer

DIRECTOR'S REPORT

The Members,

PCS TECHNOLOGY LIMITED

Your Directors of the Company are pleased to present you the 42nd Annual Report of the Company along with the statement of Standalone Audited Financial Statements for the financial year ended 31st March 2023.

FINANCIAL RESULTS

Key highlights of standalone Audited Financial Results of the Company for the financial year 2022-23 are tabulated below:

(Rs. In lakhs)

Particulars	Financial Year ended 31.03.2023	Financial Year ended 31.03.2022
Revenue from operations	31.85	28.22
Other income (net)	268.48	238.00
TOTAL INCOME	300.33	266.21
Employee benefit expenses	82.89	78.30
Finance costs	40.04	39.81
Impairement / (Gain) on financial instruments and Exceptional Items	5.08	-55.66
Depreciation and amortisation expenses	18.86	23.84
Other expenses	80.22	77.72
TOTAL EXPENSES	227.09	164.01
PROFIT BEFORE TAX	73.24	102.20
Tax Expense	36.29	18.58
PROFIT OF THE YEAR	36.95	83.63

OPERATIONS

Looking at the prevailing scenario, the company did not enter in its existing line of business. The Company however, preferred to preserve its financials and with this view, had parked funds with the Banks in term deposits to derive income. The Company, in the current year earned revenue amounting to Rs 300.33 lacs (Previous year Rs 266.21) and Profit before tax amounting to Rs 73.24 Lacs (Previous year Rs 102.20 Lacs). . The Company has maintained positive level of profitability by cutting down various costs and by proper utilization of funds.

EXTRACTS OF ANNUAL RETURN

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, the Annual Return as on March 31, 2023 is available on the Company's website at www.pcstech.com.

DIVIDEND

In order to conserve the resources of the Company, your Directors express their inability to recommend any dividend for Equity Shares for the financial year ended 31st March, 2023.

During the year under review, the Company has paid Dividend to the Preference shareholders of Rs. 35,77,500 on 3975000- 9% Redeemable, Non-Convertible, Non-Cumulative Preference Shares (Preference Shares) of Rs. 10/- each fully paid up and net amount of dividend was distributed after deducting the TDS.

RESERVES

Since the Company do not recommend any dividend, it is not required to transfer any amount to the General Reserve of the Company for the year under review.

MATERIAL CHANGES & COMMITMENTS AFFECTING THE FINANCIAL POSITIONS OF THE COMPANY

There have been no material changes and commitments, affecting the financial position of the Company which occurred during the financial year to which the financial statements relate.

ANNUAL PERFORMANCE EVALUATIONS

The Board evaluated the effectiveness of its functioning and that of the Committees and of the individual Directors by seeking their inputs on various aspects of Board/Committee Governance.

Further, the Independent Directors at their meeting, reviewed the performance of Board as a whole and performance of Chairman of the Company and also of Non-Executive Directors.

The criteria for performance evaluation as laid down by the Nomination Committee are mentioned in Corporate Governance attached to the Directors' Report of the Company.

Appointment

Mr. Harish Chandra Tandon was appointed as Additional Non- Executive Independent Director at the Board Meeting held on 14th March, 2022 and regularized his appointment as Non- Executive Independent Director on 29th April, 2022 by passing a resolution through postal ballot conducted by Company and;

Mrs. Mona Bhide was appointed as Additional Non- Executive Woman Director at the Board Meeting held on 14th March, 2022 and her appointment was regularized as Non- Executive Woman Director on 29th April, 2022 by passing a resolution through postal ballot conducted by the Company.

Cessation

No Director has resigned during the year under review.

Retirement by Rotation

As per Article 135, of the Articles of Association of the Company, Mr. Ashokkumar Patni (Din- 00014194), Director of the Company retire by rotation at the ensuing Annual General Meeting and being eligible offer himself for re-appointment on the Board of your company.

Declaration given by Independent Director

The Company has received necessary declaration from each independent director under Section 149 (7) of the Companies Act, 2013, that he/she meets criteria of independence laid down in Section 149 (6) of the Companies Act, 2013 and Regulation 25 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations,2015.

Board and Audit Meetings

During the year under review, 4 (Four) Board Meetings and 4 (Four) Audit Committee Meetings were convened and held. The details of which are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

Remuneration Policy

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy on Directors' Appointment and Key Managerial personnel and Remuneration including criteria for determining qualifications, positive attributes including independence of a directors of the Company.

The Remuneration Policy is stated in the Corporate Governance Report.

COMMITTEES OF THE BOARD

Currently, the Board has four Committees namely: Audit Committee, Stakeholders' Relationship Committee (SRC), Nomination and Remuneration Committee (NRC) and Corporate Social Responsibility Committee (CSR Committee).

The Composition of each of the committee is mentioned in the **Annexure 1** of the Boards' Report.

STATUTORY AUDITOR

Mr. Divyesh Mehta of M/s. Vinod K Mehta & Co., Chartered Accountant (Firm Registration No.111508W) was re-appointed as Statutory Auditors of the Company at the 41st AGM held on 21st September, 2022 to hold office till the conclusion of the 46th AGM to be held in the year 2027.

SECRETARIAL AUDITOR

Mr. Kaushal Doshi of M/s. Kaushal Doshi & Associates, Practicing Company Secretary, having Membership No. F 10609 and C.P. No. 13143 was appointed to conduct the secretarial audit of the Company for the financial year 2022-23 as required under Section 204 of the Companies Act, 2013 and Rules thereunder. The Secretarial Audit report for FY 2022-23 forms part of the Annual report as **Annexure 2** to the Board's Report.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There have been no significant and material orders passed by the regulators or courts or tribunals impacting the ongoing concern status and Company's operations.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to sub-section (3C) of Section 134 of the Companies Act, 2013, the Board of Directors of the Company hereby confirms that:

1. In the preparation of the Annual Accounts, the applicable Accounting Standards have been followed along with proper explanation relating to material departures;
2. Appropriate accounting policies have been selected and applied consistently and have made judgments and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2023 and of the profit of the Company for the said year;
3. Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
4. Annual Accounts have been prepared on a going concern basis.
5. Internal Financial controls are followed by the Company in adequate manner and are operating effectively.
6. The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

In view of the provisions relating to CSR contained in Companies Act, 2013, the Board of Directors of your Company has set up a CSR Committee comprising four Directors of the Company namely:

Mr. Gajendra Kumar Patni - Non – Executive Director;

Mr. Ashok kumar Patni - Non – Executive Director;

Mrs. Mona Bhide - Non- Executive Woman Director; and

Mr. Harish Chandra Tandon - Non- Executive Independent Director

The Committee will oversee and monitor its CSR activities in line with the CSR policy of the Company in compliance with the provisions of the Companies Act, 2013. CRS has been integral part of the Company. The CSR policy on the Company is displayed on Company's website www.pcstech.com.

During the year under review, the Company has not made any provision for the CSR expenditure as it is not covered under the conditions as prescribed under Section 135 (1) of the Companies Act, 2013.

CORPORATE GOVERNANCE

A report on Corporate Governance and Management Discussion Analysis is included as a part of the Annual Report along with a Certificate from the Statutory Auditors of the Company regarding compliance of conditions of Corporate Governance as stipulated under the provisions of SEBI (LODR) Regulation, 2015. Corporate Governance report annexed herewith and marked as **Annexure 3.**

MANAGEMENT DISCUSSION AND ANALYSIS

Pursuant to Regulation 34 of the Listing Regulations, a separate section on Management Discussion and Analysis Report forms an integral part of the Integrated Annual Report.

SECRETARIAL STANDARDS

The Institute of Company Secretaries of India has currently mandated compliance with the Secretarial Standards on board meetings and general meetings. During the year under review, the Company has complied with the applicable Secretarial Standards.

VIGIL MECHANISM

The Company's vigil mechanism allows the Directors and employees to report their concerns about unethical behaviour, actual or suspected fraud, or violation of the code of conduct /business ethics as well as to report any instance of leak of Unpublished Price Sensitive Information. The vigil mechanism provides for adequate safeguards against victimization of the Director(s) and employee(s) who avail of this mechanism. No person has been denied access to the Chairman of the Audit Committee.

The Whistle-Blower Policy of the Company can be accessed on the Company's website at the link: https://www.pcstech.com/policies.htm

SUBSIDIARY COMPANY

In accordance with Section 129(3) of the Companies Act, 2013, a statement containing salient features of the financial statements of the subsidiary companies for the financial year ended 31st March 2023 namely, PCS Positioning Systems (India) Limited and PCS Infotech Limited are attached in Form AOC-1 and is annexed and marked as **Annexure-4(A)** of the Annual Report. In accordance with fifth proviso to Section 136(1) of the Companies Act, 2013, the Annual Report of these companies containing therein its audited financial statements together with related information and other reports of each of the subsidiary companies, have also been placed on the website of the Company at www.pcstech.com.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES REFERRED TO IN SUB-SECTION (1) OF SECTION 188 IN THE PRESCRIBED FORM

The particulars of arrangements with related parties referred to in Section 188(1) of Companies Act, 2013 as prescribed in Form AOC-2 of the rules prescribed under Chapter IX relating to Accounts of Companies under the Companies Act, 2013 is annexed and marked as **Annexure- 4(B)**.

DISCLOSURE AS PER THE SEXUAL HARASSMENT OF Woman AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has put in place a Policy on Prevention of Sexual Harassment in line with the provisions of The Sexual Harassment of Woman at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made thereunder.

Internal Complaints Committee (ICC) has been set up to redress complaints, if any, received regarding sexual harassment. All employees whether permanent, contractual, temporary, etc have been covered under this Policy.

The Policy is gender neutral. During the year under review, no complaints alleging sexual harassment were received by the Company.

RELATED PARTY TRANSACTIONS

The Company had passed a resolution on 29th April, 2022 through postal ballot conducted by the Company by approving the Related Party Transactions between the Company and Kalpavruksh Systems Private limited for period of 2 (two) years and pursuant to Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 during the financial year the transaction with Related Party Transactions were in compliance to the provisions of Section 188 of the Companies Act, 2013. Suitable disclosure as required by the Accounting Standards (AS18) has been made in the notes to the Financial Statements.

DEPOSITS

Your Company has neither invited nor accepted any deposits from the public so far.

CODE OF CONDUCT

The Board of Directors has approved a Code of Business Conduct which is applicable to the Members of the Board and all employees. The Code has been posted on the Company's website www.pcstech.com. The Code lays down the standard of conduct which is expected to be followed by the Directors and the designated employees in their business dealings and in particular on matters relating to integrity in the work place, in business practices and in dealing with stakeholders. The Code gives guidance through examples on the expected behavior from an employee in a given situation and the reporting structure. All the Board Members and the Senior Management personnel have confirmed compliance with the Code.

CONSOLIDATED FINANCIAL STATEMENT

The consolidated Financial Statements have been prepared in accordance with the provisions of Section 129 of the Companies Act, 2013, applicable Accounting Standards and the provisions of the regulations of SEBI (LODR), Regulation 2015 and forms part of this Annual Report.

PARTICULARS OF EMPLOYEES

The table containing the names and other particulars of employees in accordance with the provisions of Section 197 (12) of the Companies Act, 2013 read with Rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is appended as **Annexure 5** to the Board's Report.

During the financial year, there were no employees drawing remuneration in excess of the monetary ceiling prescribed under Section 197 read with Rule 5 (2) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS/OUTGO

The Information required under the above heads in accordance with the provision of section 134(3) (m) of the Companies Act, 2013 read with the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988, are given in **Annexure 6** to this report.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The particulars of loans, guarantees given and Investments made during the year under review under Section 186 of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are annexed to this report and marked as **Annexure 7**.

ACKNOWLEDGEMENTS

Your Directors express their warm appreciation to all the employees at various units for their diligence and contribution made towards the growth of the Company. The Board of Directors place on record their appreciation for the un-stinted support by the Bankers and Financial Institutions and confidence given by the Customers, Suppliers and Shareholders at all levels towards the growth and development of the Company.

On behalf of the Board of Directors

G.K. Patni
Chairman
DIN: 00014163

Mumbai, 23rd May, 2023

Annexure 1

COMPOSITION OF THE COMMITTEE

Audit Committee

Name of the Members	Status
Mr. Satish Ajmera	Non-executive- Independent Director- Chairman
Mr. Kamal kumar Barjatya	Non-executive- Independent Director
Mr. Harish Chandra Tandon	Non-executive - Independent Director

Stakeholders Relationship Committee

Name of the Members	Status
Mr. Gajendra kumar Patni	Non-Executive-Promoter Director
Mr. Ashok Kumar Patni	Non-Executive - Promoter Director
Mr. Satish Ajmera	Non-executive- Independent Director-Chairman
Mr. Kamal Kumar Barjatya	Non-executive- Independent Director

Nomination and Remuneration Committee

Name of the Members	Status
Mr. Kamal kumar Barjatya	Non-executive- Independent Director- Chairman
Mr. Satish Ajmera	Non-executive- Independent Director
Mr. Ashok kumar Patni	Non-Executive -Promoter Director
Mr. Harish Chandra Tandon	Non-Executive - Independent Director

Corporate Social Responsibility Committee (CSR Committee)

Name of the Members	Status
Mr. Gajendra kumar Patni	Non-Executive-Promoter Director-Chairman
Mr. Ashok Kumar Patni	Non-Executive- Promoter Director
Mrs. Mona Bhide	Non-Executive –Woman Director
Mr. Harish Chandra Tandon	Non-Executive- Independent Director

Annexure-2

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023

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

To,

The Members,

PCS TECHNOLOGY LIMITED,
82/6/1, Solar Park, Shop no.6,
Pune-Alandi Road, Dattanagar,
Dighi, Pune - 411015, Maharashtra, India

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practice by **PCS Technology Limited** (hereinafter called the "Company"). The Secretarial Audit of the company was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2023 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by **PCS Technology Limited** ("the Company") as given for the financial year ended on **March 31, 2023** according to the provisions of:

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

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

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

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial borrowings;

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

- **a.** The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- **b.** The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992/ SEBI (Prohibition of Insider Trading) Regulations, 2015;
- **c.** Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not applicable to the Company during the Review Period)**
- **d.** The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999. Now known as SEBI (Share based Employees Benefits) Regulation, 2014; **(The Company has not introduced any such scheme);**
- **e.** The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(The Company has not issued any Debt Securities during the financial year under review);**
- **f.** The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- **g.** The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(The Company has not delisted/propose to delist its Equity Shares from any Stock Exchange during the financial year under review)**;
- **h.** The Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998; **(The Company has not bought back / propose to buy-back any of its securities during the financial year under review)**;
- **i.** Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not applicable to the Company during the Review Period);**
- **j.** Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations,2013; **(Not applicable to the Company during the Review Period);**
- **k.** The Securities and Exchange Board of India (Listing Obligation and Disclosure requirement) Regulations, 2015;

(vi) Other Laws specifically applicable to the Company during the relevant period ended March 31, 2023:

1. The Income Tax Act & Rules;
2. Laws relating to Professional Tax, Wealth Tax, Service Tax, Central and State Sales Tax & Rules;
3. Bombay Shops & Establishment Act;
4. Sale of Goods Act, 1930;
5. The Payment of Bonus Act;
6. The Payment of Gratuity Act;
7. The Employees State Insurance Act, 1948;
8. The Trade Marks Act, 1999;

9. All Environmental Related Acts & Rules;

10. Copyright Act, 1957;

11. Information Technology Act, 2000;

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

a) Secretarial Standards in respect of Meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India.

a) The Listing Agreement entered into by the Company with Bombay Stock Exchange Limited (BSE) read with the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except to the extent as mentioned below:

1. *The Company has deleyed by two days in filing of form MGT-7 as required to be submitted with the Registrar of Companies;*

2. The Company has filed with delay following forms/returns required to be submitted with the Stock Exchanges;

Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	*Submission of disclosure of outcome of Board meeting within 30 minutes of the closure of meeting to Stock Exchange as per Regulation 30 of The SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015*
Date of Board Meeting	November 11, 2022
Time of Conclusion of meeting	12.39 p.m.
Time of submission of Outcome	1.16 p.m.
Deviation	Delay of 7 Minutes
Observation/remarks of Practicing Company Secretary	*The Management of the Company explained that the delay in submission was inadvertent.*

We further report that–

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

However, company did not have any executive Directors on its Board, as per the Regulation 17 of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and notes on agenda were also provided to Directors for meaningful participation at the meeting. Decisions at the meetings of Board of Directors of the Company were carried through on the basis of majority.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations, standards and guidelines. All the notices and orders received by the company pursuant to the abovementioned laws have been adequately dealt with/ duly replied/ complied with.

We have relied on the representation made by the Company and its officers and for systems and mechanism framed by the Company for Compliances under other Acts, Laws and Regulations applicable to the Company as Listed above.

We further report that during the audit period company has co-operated with me and have produced before me all the required forms information, clarifications, returns and other documents as required for the purpose of our audit.

Thanking you.

Yours faithfully,

For Kaushal Doshi & Associates,
Practising Company Secretaries

Kaushal Doshi
Proprietor
FCS: F10609/COP No: 13143
UDIN: F010609E000356251

Date:23rd May, 2023
Place: Mumbai

This report is to be read with our letter which is annexed as **Annexure A** and forms an integral Part of the Report.

Annexure A

To,
The Members,

PCS TECHNOLOGY LIMITED,
82/6/1, Solar Park, Shop no.6,
Pune-Alandi Road, Dattanagar,
Dighi, Pune - 411015, Maharashtra, India

Our report of even date is to be read along with this letter ;

1. Maintenance of Secretarial records is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we follow provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provision of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the company nor the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Kaushal Doshi & Associates,
Practising Company Secretaries

Kaushal Doshi
Proprietor
FCS: F10609/COP No: 13143
UDIN: F010609E000356251

Date:23rd May, 2023
Place: Mumbai

Annexure-3

REPORT ON CORPORATE GOVERNANCE

Pursuant to Regulation 27 of SEBI (Listing Obligation Disclosure Regulation), Regulation, 2015

The following is a report on the ongoing implementation of the Code by your Company.

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

The Company firmly believes in good Corporate Governance and has endeavored to practice and improve its focus on it by increasing transparency and accountability to its shareholders in particular and other stakeholders in general.

2. BOARD OF DIRECTOR (BOARD)

The Board of Directors has 6 (Six) members on Board having 3 (Three) Non- Executive Directors, 3 (three) Non – Executive Independent Directors on the Board, which is in conformity with the Regulation 17 (1) (b) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations,2015.

The Non-Executive Directors bring independent judgment in the Board's deliberations and decisions. Independent Directors are Directors, who apart from receiving Director's Sitting Fees, do not have any other material pecuniary relationship or transactions with the Company, its promoters, its management or its subsidiaries, which may affect the independence of the judgment of the Director.

- **Board Meetings held, through video conference, during the Financial Year 2022-2023**

4 (Four) Board meeting were held, through video conferencing, in financial year 2022- 2023 on the following dates:

24.05.2022, 10.08.2022, 11.11.2022 and 10.02.2023

- **Details of attendance at the Board meetings, Annual General meeting and shareholding of each Director are as follows:**

Name of the Director	Category	No. of board meetings attended	Attendance at last AGM held on 21.09.2022	No. of Equity shares held in the Company **
Mr. Gajendra Kumar Patni - Chairman	Promoter - Non-Executive	1	No	579685
Mr. Ashok Kumar Patni Vice Chairman	Promoter - Non-Executive	3	Yes	575995
Mr. Satish Ajmera	Non – Executive & Independent	4	Yes	Nil
Mr. Kamal Kumar Barjatya	Non – Executive & Independent	4	Yes	316
Mr. Harish Chandra Tandon	Non – Executive & Independent	3	Yes	432
Mrs. Mona Bhide- Woman Director	Non- Executive Woman Director	3	Yes	Nil

**The above shareholding as at 31st March, 2023 is in respect of shares which are held by Directors as first holder and in which shares they have beneficial interest.

- **Number of other Companies or Committees of which the Director is a Director/Member/Chairman (excluding the Company):**

Name of Directors	No. of public Companies in which he/she is a Director*	No. of Board Committees in which he is**	
		Member	Chairman
Mr. Gajendra Kumar Patni - Chairman	1	1	0
Mr. Ashok Kumar Patni Vice Chairman	2	2	0
Mr. Harish Chandra Tandon	0	0	0
Mr. Satish Ajmera	2	2	2
Mr. Kamal Kumar Barjatya	0	0	0
Mrs. Mona Bhide	3	2	0

** Exclude Directorships in Indian Private Limited Companies, membership of Managing Committees of various bodies.*

***Board Committees include Chairmanship/Membership of Audit Committees and Stakeholder Relationship Committee of public limited Companies whether listed or not.*

- **Code of Conduct**

In compliance with the Regulation 17 (5) (a) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has adopted the Code of Conduct and Ethics ('the Code'). The Code is applicable to the Members of the Board and senior Management. The code is available on the Company's website www.pcstech.com.

All the members of the Board, and senior management have affirmed compliance to the code as on March 31, 2023. A declaration to this effect, signed by CEO and CFO is annexed to the Director's Report.

AUDIT COMMITTEE

The Audit Committee comprises of

Mr. Satish Ajmera, Non- Executive Independent Director -Chairman,

Mr. Kamal Kumar Barjatya, Non- Executive Independent Director and

Mr. Harish Chandra Tandon, Non- Executive Independent Director

Terms of Reference

The Terms of Reference of this Committee covers the matters specified for Audit Committee under Regulation 18 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as well as the applicable provisions of Section 177 of the Companies Act, 2013 effective from 1st April,2014.

Meetings and attendance, through video conference, during the Financial Year ended 31st March, 2023

During the financial year 4 (Four) Audit Committee Meetings were held, through video conference, on 24.05.2022, 10.08.2022, 11.11.2022 and 10.02.2023 respectively. The attendance of the Members at these Meetings during the Financial Year 2022-23 is as follows:

Name of Director	Status	No. of Meetings attended
Mr. Satish Ajmera	Non-executive/ Independent Director	4
Mr. Kamal Kumar Barjatya	Non-executive/ Independent Director	4
Mr. Harish Chandra Tandon	Non-executive/ Independent Director	3

4. NOMINATION AND REMUNERATION COMMITTEE

The Committee comprises of the following Directors namely:

Mr. Satish Ajmera – Non- Executive Independent Director

Mr. Kamal Kumar Barjatya - Non- Executive Independent Director

Mr. Harish Chandra Tandon- Non- Executive Independent Director

Mr. Ashok kumar Patni – Non - Executive Director

During the year under review, the Company has held 1 (One) meeting of Nomination and Remuneration Committee through video conference on 29.03.2023.

Objectives of the Nomination & Remuneration Committee:

The Committee is empowered -

- To guide the Board in relation to appointment and removal of Directors, Key Managerial Personnel and Senior Management.
- To evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board.
- To recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.
- To provide to Key Managerial Personnel and Senior Management reward linked directly to their effort, performance, dedication and achievement relating to the Company's operations.
- To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.
- To devise a policy on Board diversity
- To develop a succession plan for the Board and to regularly review the plan

REMUNERATION POLICY

The Company follows a policy on remuneration of Directors and Senior Management Employees.

Remuneration to Whole-time / Executive / KMP and Senior Management Personnel:

a) Fixed pay: KMP and Senior Management Personnel shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee. The breakup of the pay scale and quantum of perquisites including, employer's contribution to P.F pension scheme, medical expenses, etc. shall be decided and approved by the Board.

Remuneration to Non- Executive / Independent Director:

a) Non-Executive Independent Directors are only paid sitting fees for attending the Board and Committee meetings, under the relevant provision of the Companies Act, 2013.

Details of payments made to Non-Executive Independent Directors and Non-Executive Directors for the financial year 2022-2023 are as under:

Name of the Director	Sitting fees Paid (Rs)	Commission paid (Rs)
Mr. Satish Ajmera	1,10,000	Nil
Mr. Harish Chandra Tandon	70,000	Nil
Mr. Kamal Kumar Barjatya	1,00,000	Nil
Mrs. Mona Bhide	30,000	Nil

5. Stakeholders Relationship Committee

This committee comprising of 4 (four) members, 2 (Two) Non Executive (Director) and 2 (Two) Non-Executive- Independent Directors. Mr. Satish Ajmera, Non-Executive and Independent Director is the Chairman of this Committee. The names of the members of the Committee are as under:

Mr. Satish Ajmera, Non- Executive Independent Director - Chairman

Mr. Kamal Kumar Barjatya, Non- Executive Independent Director

Mr. Gajendrakumar Patni – Non-Executive Director,

Mr. Ashokkumar Patni - Non-Executive Director

Mr. Mehul Monani, Company Secretary is the Compliance Officer of the Company.

During the year under review, the Company has held 1 (one) Stakeholder Relationship Committee Meeting, through video conference, on 10.02.2023, to update the status of the committee and review the compliances by the company.

During the year, 23 (Twenty Three) investor complaints/queries were received. There were NIL complaints/queries pending as on March 31, 2023. There were no share transfers pending for more than 30 days as on the said date.

6. Independent Directors

The Independent Directors of the Company fully meet the requirement laid down under Regulation 25 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Apart from receiving sitting fees, the Independent Directors of the Company do not have any material pecuniary relationships with the Company, its holding or associate company, or their Promoters, or Directors, during the two immediately preceding financial years or during the current financial year;

None of the relatives of the Independent Directors has or has had pecuniary relationship or transactions with the Company, its holding or associate company, or their Promoters, or Directors, amounting to two per cent. or more of its gross turnover or total income or fifty lakh rupees or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year

Neither the Independent Directors themselves nor any of their relatives -

(i) holds or have held the position of a key managerial personnel or have been employee of the company or its holding or associate company in any of the three financial years immediately preceding the financial year in which they are proposed to be appointed;

(ii) is or have been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year in which they are proposed to be appointed, of -

(A) a firm of auditors or company secretaries in practice or cost auditors of the company or its holding or associate company; or

(B) any legal or a consulting firm that has or had any transaction with the company, its holding or associate company amounting to ten per cent or more of the gross turnover of such firm;

(iii) holds together with their relatives two per cent or more of the total voting power of the company; or

(iv) is a Chief Executive or director, by whatever name called, of any non-profit organization that receives twenty-five per cent or more of its receipts from the Company, any of its Promoters, Directors or its holding or associate company or that holds two per cent or more of the total voting power of the Company;

(v) is a material supplier, service provider or customer or a lessor or lessee of the Company;

(vi) the Independent Directors of the Company are not less than 21 years of age.

Separate meetings of the Independent Directors

The Independent Directors held a Meeting, through video conference, on 21st March, 2023, to review the following matters:

At the Meeting, they –

i. reviewed the performance of non-independent directors and the Board as a whole;

ii. reviewed the performance of the Chairperson of the Company, taking into account the views of other Non-Executive Directors;

iii. assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties

7. PERFORMANCE EVALUATION

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit, Nomination and Remuneration and Compliance Committees. A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance. A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgment safeguarding the interest of the Company and its minority shareholders etc. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors who also reviewed the performance of the Secretarial Department. The Directors expressed their satisfaction with the evaluation process.

8. VIGIL MECHANISM / WHISTLE BLOWER POLICY

In line with the best Corporate Governance practices, PCS Technology Limited, has put in place a system through which the Directors, employees and business associates may report concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct & Ethics without fear of reprisal. The Company has put in place a process by which employees and business associates have direct access to the Audit Committee Chairman, Chairman of the Board and Compliance Officer.

The Whistle-blower Policy is placed on its website www.pcstech.com/corporate-governance.htm under Code of Business Conduct & Ethics (Whistle Blower Policy) For Board Members And Senior Management. Moreover, it is also carried in this Annual Report.

9. RELATED PARTY TRANSACTIONS

Pursuant to section 188 of the Companies Act, 2013, There were no materially significant related party transactions with the Company's Promoters, Directors, Management or their relatives, which could have had a potential conflict with the interests of the Company.

Transactions with related parties entered into by the Company in the normal course of business are periodically placed before the Audit Committee for review.

Members may refer to the notes to the accounts for details of related party transactions. The Board of Directors of the Company has, on the recommendation of the Audit Committee, adopted a policy to regulate transactions between the Company and its Related Parties, in compliance with the applicable provisions of the Companies Act 2013, the Rules thereunder and the Listing Agreement.

The policy has also been uploaded on the website of the Company at www.pcstech.com.

Transactions between the Company and Related Parties shall be entered into in the manner that is compliant with the applicable provisions of the Companies Act, 2013 and of Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

A transaction with the Related Party shall be treated as "material" if the transaction / transactions to be entered into individually or taken together with previous transaction(s) during a financial year with such Related Party exceed 10% of the annual consolidated turnover of the Company as per the last audited financial statements of the Company.

10. MATERIAL SUBSIDIARY POLICY

Material Subsidiary Policy of the Company has been uploaded on the website of the Company at www. pcstech.com and it contains following details for considering a subsidiary to be material if The investment of the Company, whether current or prospective, in the subsidiary exceeds 20 per cent of it consolidated net worth as per the audited balance sheet of the previous financial year or,

a. if the subsidiary has generated 20 per cent of the consolidated income of the company during the previous financial year.

b. Material non-listed Indian subsidiary shall mean an unlisted subsidiary, incorporated in India, whose income or net worth (i.e. paid up capital and free reserves) exceeds 20 per cent of the consolidated income or net worth respectively, of the listed holding company and its subsidiaries in the immediately preceding financial year.

11. MANAGEMENT OF BUSINESS ETHICS

PCS Technology Limited has adopted the PCS Code of Conduct. The Code of Conduct upholds the highest standards of corporate and personal conduct and is the guiding force on the ethical conduct behind the Company.

Whistle Blower Policy has been established to provide a mechanism for employees of the Company.

12. GENERAL BODY MEETINGS

A. The details of Annual General Meetings held in the last three years are asunder:

AGM for the F.Y. ended	Date & time ofAGM	Place of AGM	Special Resolutions Passed
31-03-2020	23.09.2020 12:30p.m.	This AGM was held through video conferencing/other audio visual means on a digital platform provided by CDSL.	- No special resolution was passed.
31-03-2021	22.09.2021 12:30p.m.	This AGM was held through video conferencing/other audio visual means on a digital platform provided by CDSL.	- To alter the Articles of Association of the Company by adopting new set of Articles of Association in alignment with the Companies Act, 2013.
31-03-2022	21.09.2022 12:30p.m.	This AGM was held through video conferencing/other audio visual means on a digital platform provided by CDSL.	- No special resolution was passed.

All the resolutions including special resolutions set out in the respective notices calling the AGM were passed by the shareholders. No postal ballots were used for voting at the AGM meeting mentioned above.

However the Company had conducted postal ballot from 29th March, 2022 till 27th April, 2022 for the following resolutions by way of e-voting:

(1) Re-designation of Mr. Harish Chandra Tandon from Non- Executive Non- Independent Director to Non- Executive Independent Director of the Company.

(2) Appointment of Mrs. Mona Bhide (din: 05203026) as Non- Executive Woman Director on the Board of the Company .

(3) Related Party Transactions

The result of the said postal ballot was declared on 29th April, 2022 and all the above resolution were passed with requisite majority.

13. Disclosures

- Disclosure on materially significant related party transactions that may have potential conflict with the interest of the Company at large. None, Transactions with the related parties are disclosed in the notes to the accounts forming part of the Annual Report.
- Details of non-compliance by the Company, penalties and strictures imposed on the Company by SEBI, ROC, Stock Exchanges or any other statutory authorities on any matter related to capital market during the last 3 financial years.- None
- The CEO/CFO certification forms part of this Annual Report.

14. Means of Communication

- The quarterly and annual results are forthwith communicated to all the Stock Exchanges with whom the Company has listing arrangements as soon as they are approved and taken on record by the Board of Directors of the Company. Further the results are published in the leading newspapers in compliance with the LODR, Regulation,2015.
- Management discussion and Analysis forms part of the Annual Report.

The Company also issues financial results about the Company would be available on its website www.pcstech.com and contact address: Email Id: Investorsgrievances@pcstech.com.

15. GENERAL SHAREHOLDER INFORMATION

Date, time & venue of the Annual General Meeting to be held in financial year 2023-24			
Financial Calendar 2023 – 24			
I	Financial Year	:	April to March
Ii	First Quarterly Results	:	On or before 14th August 2023
Iii	Half Yearly Results	:	On or before 14th November 2023
iv	Third Quarter Results	:	On or before 14th February 2023
v	Audited results	:	On or before 30th May, 2024
Dividend Payment Date		:	Not Applicable
Listing at Stock Exchanges(Stock Code)		:	The Bombay Stock Exchange Limited, Mumbai (517119) (BSE Ltd.)
ISIN Number for CDSL		:	INE 834B01012

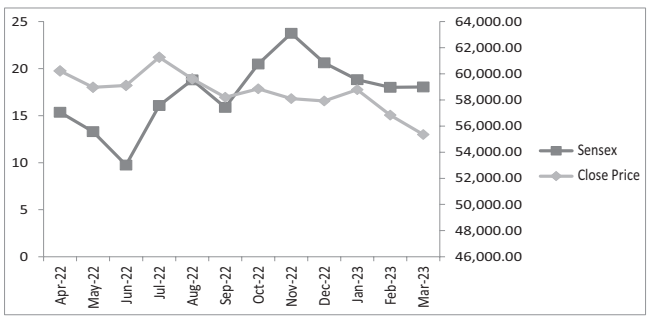
Annual Listing Fees have been paid to Bombay stock Exchange for the financial year 2023-2024.

Market Price Data:

High/Low of Market price of the Company's shares traded on Bombay Stock Exchange (BSE) during the financial Year 2022-23 furnished below:

Year	Month	Highest (Rs.)	Lowest (Rs.)
2022	April	22.80	17.50
	May	20.25	15.80
	June	20.20	16.00
	July	25.90	17.25
	August	22.20	17.70
	September	19.65	16.30
	October	18.95	16.10
	November	18.05	16.10
	December	18.20	13.75
2023	January	21.30	14.25
	February	18.25	14.50
	March	16.45	12.01

Graph of Share Price/ BSE Sensex : Annexure A



REGISTRARS AND TRANSFER AGENT FOR SHARES HELD IN DEMAT AS WELL AS PHYSICAL FORM	M/s. Bigshare Services Private Limited, Office No S6-2, 6th floor Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai – 400093, Maharashtra, India.
Share Transfer system	All share transfers, subject to correctness and completion of all documents would normally be registered and returned within 2 weeks from the date of receipt.

The distribution of shareholding as on March 31, 2023 is as follows :

No. of equity shares held			No. of shareholders	%	No. of Shares	%
1	to	5000	26664	96.4619	20931440	9.9908
5001	to	10000	493	1.7835	3852880	1.8390
10001	to	20000	219	0.7923	3292630	1.5716
20001	to	30000	76	0.2749	1915590	0.9143
30001	to	40000	45	0.1628	1589300	0.7586
40001	to	50000	40	0.1447	1867490	0.8914
50001	to	100000	49	0.1773	3660140	1.7470
100001	to	9999999999	56	0.2026	172397300	82.2872
Grand Total			**27642**	**100.00**	**20950677**	**100.00**
No. of shareholders in Physical Mode			-	-	1302585	06.22
No. of shareholders in Electronic Mode			-	-	19648092	93.78

Shareholding pattern as on March 31, 2023 is as follows :

Category	No. of shareholders	No. of shares	% holding
Indian Promoters	22	14699939	70.17
Banks, FIs and Insurance Companies	10	190985	00.91
UTI and Mutual Funds	7	131583	00.63
FIIs, NRIs and OBC & NBFC, IEPF and HUF	222	407652	1.94
Bodies Corporate	108	83736	00.40
Resident Individuals	26830	5418868	25.83
Clearing Member	16	25358	0.12
Directors/ Director Relatives	3	748	0.00
KMPs	3	122	0.00
Total	**27221**	**20950677**	**100.00**

Dematerialization of shares and liquidity:

As on 31st March, 2023, 93.78% of the paid-up share capital was held in dematerialized form. Outstanding GDRs/ADRs/warrants/ convertible instruments etc: Not applicable since none of the said instruments are ever issued.

Address for Correspondence:

Shareholders may correspond on all matters relating to transfer/dematerialization of shares and any other query relating to shares of the Company at the below mentioned address:

M/s. Bigshare Services Private Limited

Office No S6-2, 6th floor Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai – 400093, Maharashtra, India.

GREEN INITIATIVE IN CORPORATE GOVERNANCE- SERVICE OF DOCUMENTS IN ELECTRONIC FORM

As you are aware, Ministry of Corporate Affairs (MCA), Government of India vide its Circular Nos.17 and 18 dated 21st April, 2011 and 29th April, 2011 respectively, has now allowed the companies henceforth to send Notices of General Meetings/ other Notices, Audited Financial Statements, Directors' Report, Auditors' Report etc., to their shareholders electronically as a part of its Green Initiative in Corporate Governance

Keeping in view the aforesaid green initiative of MCA, your Company shall send the Annual Report and other documents to its shareholders in electronic form at the email-address provided by them and made available to us by the Depository.

DECLARATION BY THE CHIEF EXECUTIVE OFFICER (CEO) UNDER SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To,

The Members of,
PCS Technology limited

I, Bhaskar Patel, Chief Executive Officer of PCS Technology Limited confirmed that as provided in Regulation 26(3) Securities and Exchange Board Of India (Listing Obligations And Disclosure Requirements) Regulations, 2015, the Board members and the Senior Management personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the financial year ended on 31st March, 2023.

For PCS Technology Limited

Bhaskar Patel
Chief Executive Officer

Place :Mumbai
Date : 23.05.2023

AUDITOR'S CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE AS STIPULATED IN SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To the Members of

PCS TECHNOLOGY LIMITED

Pune

We have examined the compliance of conditions of Corporate Governance by PCS Technology Limited ('the Company') for the year ended on March 31, 2023, as stipulated in Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) read with Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 of the said Company with stock exchanges in India (as applicable).

The compliance of conditions of Corporate Governance is the responsibility of the Management of the Company. Our examination was carried out in accordance with the Guidance Note on Certification of Corporate Governance and Guidance Note on Audit Report and Certificates for Special Purpose (as applicable), issued by the Institute of Chartered Accountants of India and was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

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

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

For Vinod K Mehta & Co.,
Chartered Accountants
(Firm Registration No. : 111508W)

Divyesh V Mehta
Partner
Membership No.:044293

Mumbai, 23th May, 2023

CERTIFICATION BY THE CHIEF EXECUTIVE OFFICER (CEO) AND CHIEF FINANCIAL OFFICER (CFO) ON THE FINANCIAL STATEMENTS OF THE COMPANY

We, Bhaskar Patel, Chief Executive officer and Mir Prakash Jain, Chief Financial Officer, of PCS Technology Limited, certify that:

a) We have reviewed financial statements and the cash flow statement for the financial year ended on 31st March, 2023 and that to the best of our knowledge these financial statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

i. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

b) There are, to the best of our knowledge and belief, no transaction is entered into by the company during the year which is fraudulent, illegal or violative of the Company's code of conduct.

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

d) We have indicated to the Auditors and the Audit Committee : significant changes in internal control during the year;

i. significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

ii. instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For PCS Technology Limited

Bhaskar Patel — CEO

Mir Prakash Jain — CFO

Mumbai, 23th May, 2023

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,

The Members of
PCS TECHNOLOGY LIMITED,
82/6/1, Solar Park, Shop no.6,
Pune-Alandi Road, Dattanagar,
Dighi, Pune - 411015, Maharashtra, India

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **PCS Technology Limited** having CIN L74200MH1981PLC024279 and having registered office at 82/6/1, Solar Park, Shop no.6, Pune-Alandi Road, Dattanagar, Dighi, Pune - 411015, Maharashtra, India (hereinafter referred to as 'the Company'), produced before me/us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on **31st March, 2023** have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, any such other Statutory Authority.

Sr. No	Name of Director	DIN	Date of appointment in Company
1	Mr. Gajendrakumar Sobhagmal Patni	00014163	22/04/1981
2	Mr. Ashokkumar Sobhagmal Patni	00014194	22/04/1981
3	Mr. Satish Ajmera	00208919	25/06/1990
4	Mr. Kamal Kumar Barjatya	00107064	30/10/1995
5	Mr. Harish Chandra Tandon	00037611	25/11/1992
6	Mrs. Mona Mukund Bhide	05203026	14/03/2022

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

For Kaushal Doshi & Associates,
Practising Company Secretaries

Kaushal Doshi
Proprietor
FCS: F10609/COP No: 13143
UDIN: F010609E000356185

Date: 23rd May, 2023
Place: Mumbai

MANAGEMENT DISCUSSIONS AND ANALYSIS

Business Background

The earlier business operation of the Company included in the field of domestic IT services by providing maintenance of desk top computers and peripherals like printers, networking equipment, etc. and to some extent has provided facility management services in the IT segment.

The rapid technological changes in the IT hardware equipment and extended after sales warranty offered by original equipment suppliers had resulted in reduced opportunities in the company's line of computer hardware maintenance business. In the situation, the Management had no way but to discontinue the line of business to protect finance.

Performance & Review of existing business

IT and FMS Services

Looking at the prevailing situation, the company did not enter in its line of business. The Company however, preferred to preserve its financials and with this view, had parked funds with the Banks in Term Deposits to derive income. The Company, in the current year earned overall revenue amounting to Rs 300.33 (Previous year Rs 266.22 Lacs) and Profit before Exceptional Items amounting to Rs 73.24 Lacs (Previous year Rs 102.21 Lacs). The falling Bank Deposits rates has impacted interest income. The Company has maintained positive level of profitability by cutting down various costs and proper utilization of funds.

Opportunities, Threats & Risks

The Company at an opportune time will look into new plans, till then the present scenario may not see changes.

Future Outlook

The Management will put in efforts to look for new opportunities which can add into its

Financials. Till the Management arrives at a conclusion, the Company proposes to continue to generate income by investing its surplus funds in safer manner to serve its stake holders. Your Company is taking all measures to remain financially stable and cost efficient.

Indian Subsidiary

PCS Positioning Systems (India) Limited

The subsidiary did not involve in business.

PCS Infotech Limited

The subsidiary did not involve in business.

The management is evaluating various options to restructure the base in the best interest of the Company.

Internal Control and Adequacy

The Company has an appropriate internal control system commensurate to the size of business process and operations, financial reporting and compliance with applicable regulations and laws and to ensure that all the assets are safeguarded, protected against loss from unauthorised use or disposition and those transactions are authorised, recorded and reported correctly.

The internal audit & financial reports are reviewed for corrective actions wherever required. The views of statutory auditors are also considered to ascertain the adequacy of the internal control system in the Company.

Human Resources

The Company has retained requisite resources to safeguard company's assets and to adhere legal compliances as per requirement. Your Directors acknowledge and thank employees for their continued contribution.

Cautionary Statement: *In this Management Discussions and Analysis describing company's objective and predictions may be "forward looking statement" within the meaning of applicable laws and regulations. Actual results may differ from those expressed herein. Important factors that could make difference to the operations include Government regulations, tax structures, and country's economic development, availability of input and their prices and other incidental factors.*

Annexure -4 (A)

Form AOC-I

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries as on 31st March, 2023

Part "A": Subsidiaries

(Information with respect to each subsidiary are mentioned as follows)

		Name of the Subsidiaries companies	
Sr. No.	**Particulars**	**PCS Positioning Systems (India) Ltd.**	**PCS Infotech Limited**
1	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Same as holding company's reporting period	Same as holding company's reporting period
2	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	Rupees	Rupees
3	Share capital	1,76,00,000	50,00,000
4	Reserves & surplus	(5,33,66,199)	46,24,153
5	Total assets	10,46,501	97,68,721
6	Total Liabilities	368,12,700	1,44,568
7	Investments	-	-
8	Turnover	-	-
9	Profit before taxation	(22,264)	4,07,573
10	Provision for taxation	-	1,10,655
11	Profit after taxation	(22,264)	2,96,918
12	Proposed Dividend	0	0
13	% of shareholding	100%	100%

Notes:

1. Names of subsidiaries which are yet to commence operations: Not Applicable

2. Names of subsidiaries which have been liquidated or sold during the year: Not Applicable

Annexure -4 (B)

FORM AOC-2

Particulars of contracts/arrangements made with related parties

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

This Form pertains to disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013

Name of related party	Nature of Relationship	Duration of arrangement	Salient terms (1)	Amount (Rupees)
Kalpavruksh Systems Pvt Limited Rendering sales and services like Facility Management Services etc..	Group Company	April 2014 –Ongoing	1. Arrangement is for manpower supply and other IT support services. Total value of the contract not exceeding Rs. 0 lakh for a year. 2. No advance amount is being paid. 3. Amount is paid after the invoice is raised by the Party	Rs. 27,97,632/-

(1) Appropriate approvals have been taken for related party transactions.

Annexure 5

Particulars of employees

DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF CHAPTER XIII THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

i. The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2022-23, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2022-23 and the comparison of remuneration

Sr. No,	Name of Director/KMP and Designation	Remuneration of Director/ KMP for financial year 2022-23 (Rs. in Lacs)	% increase in Remuneration in the Financial Year 2022-23	Ratio of remuneration of each Director/ to median remuneration of employees
1	Gajendrakumar Patni Chairman & Non-Executive Director	-	-	-
2	Ashokkumar Patni Vice-Chairman & Non-Executive Director	-	-	-
3	Harish Chandra Tandon Non-Executive Independent Director	-	-	-
4	Mr. K. K. Barjatya Non-Executive Independent Director	-	-	-
5	Mr. Satish Ajmera Non-Executive Independent Director	-	-	-
6	Mrs. Mona Bhide Non-Executive Woman Director	-	-	-
7	Mr. M. P. Jain-CFO	13.23	-	N. A
8	Mr. Bhaskar Patel -CEO	13.13	-	N. A.
9	Mr. Mehul Monani Company Secretary	5.54	-	N. A.

Independent Directors are paid only sitting fees and not considered as part of remuneration Non-Executive Directors are neither paid any remuneration or sitting fees

i. The median remuneration of employees of the Company during the financial year was Rs. 12,20,639 as compared to previous year of Rs. 12,18,463

ii. There were 10 permanent employees on the rolls of the Company as on March 31, 2023.

iii. No Average percentage increase was made in the salaries of employees other than the managerial personnel in the financial year i.e. 2022-23.

iv. It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

ANNEXURE 6

Particulars required under the Companies (Accounts) Rules, 2014.

(A) Conservation of Energy

Your Company consumes electricity only for in-house operations of Computers. Though the consumption of electricity is negligible as compared to the total turnover of the Company, your Company has taken effective steps at every stage to reduce consumption of electricity.

(B) Technology Absorption

Not applicable

(C) Foreign Exchange Earnings/Outgo

Your Company has not earned any foreign exchange and has not spent any foreign exchange under the following heads.

Particulars:		(Rs. **in Lacs)**
(i)	Stores & Spares	-
(ii)	Capital Goods	-
(iii)	Other Expenses	-
	Total	-

On behalf of the Board of Directors

G.K. Patni
Chairman
DIN: 00014163

Mumbai, 23rd May, 2023

Annexure 7

Particulars of Loans, Guarantee or Investments pursuant to Section 134(g) of the Companies Act, 2013

A. **Amount outstanding as on March 31, 2023:**

Particulars	**Amount (Rs.)**
Loans given	Nil
Guarantee given	Nil
Investments Made	3,65,83,280

B. **Loans, Guarantee and Investments made during financial year 2022-23:**

Name of entity	**Relation**	**Amount (in Rs.)**	**Particulars of Loans, guarantees given or Investments made**	**Purpose for which loans, guarantees and Investments are proposed to be utilized**
-	-	-	-	-
-	-	-	-	-

On behalf of the Board of Directors

G.K. Patni
Chairman
DIN: 00014163

Mumbai, 23rd May, 2023

PCS TECHNOLOGY LIMITED

INDEPENDENT AUDITORS' REPORT

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF PCS TECHNOLOGY LIMITED

Report on the Audit of the Standalone Financial Statements of PCS Technology Ltd ("the Company") for the year ended as on March 31, 2023

Opinion:

We have audited the accompanying Standalone financial statements of **PCS TECHNOLOGY LIMITED ("the Company")** which comprise the standalone Balance Sheet as at March 31, 2023, the Standalone Statement of Profit and Loss (Including Other Comprehensive Income), the Standalone Statement of Changes in Equity and the Standalone Cash Flow Statement for the year then ended, and notes to the standalone financial statements, including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013, as amended, ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2023, and profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion:

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

Key Audit Matters:

Key audit matters ('KAM') are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined the matters described below to be thekey audit matters to be communicated in our report

SR NO	KEY AUDIT MATTER	AUDIT PROCEDURE
1	IND AS 115- REVENUE FROM CONTRACTS WITH CUSTOMERS	
	The application of the new revenue accounting standard involves certain key judgements relating to identification of distinct performance obligations, determination of transaction price of the identified performance obligations, the appropriateness of the basis used to measure revenue recognised over a period. Additionally, new revenue accounting standard contains disclosures which involve collation of information in respect of disaggregated revenue and periods over which the remaining performance obligations will be satisfied subsequent to the balance sheet date. Refer Note 2.(D) to the Standalone Financial Statements	We assessed the Company's process to identify the impact of adoption of the revenue accounting standard. Our audit approach consisted testing of the design and operating effectiveness of the internal controls and substantive testing as follows: 1. Evaluated the design of internal controls relating to implementation of the new revenue accounting standard. 2. Tested the operating effectiveness of the internal control, relating to identification of the distinct performance obligations and determination of transaction price. 3. Tested the relevant information technology systems' access and change management controls relating to contracts and related information used in recording and disclosing revenue in accordance with the new revenue accounting standard. 4. On selected samples of contracts, we tested that the revenue recognized is in accordance with the accounting standard by – a) Evaluating the identification of performance obligation; b) Testing management's calculation of the estimation of contract cost and onerous obligation, if any
		We: • Observed that the estimates of cost to complete were reviewed and approved by appropriate levels of management; • Performed a retrospective review of costs incurred with estimated costs to identify significant variations and verify whether those variations have been considered in estimating the remaining costs to complete the contract; • Assessed the appropriateness of work in progress (contract assets), if any, on balance sheet by evaluating the underlying documentation to identify possible delays in achieving milestones which may require change in estimated costs to complete the remaining performance obligations; and • Performed test of details including analytics to determine reasonableness of contract costs • The operations for IT and IT enabled Services is much lower as compared to previous years due to the management decisions. • The operational income from these IT and ITeS is not exceeding the Interest Income that is generated from Investment in Bonds and Other Securities.

SR NO	KEY AUDIT MATTER	AUDIT PROCEDURE
	IND AS 109- FINANCIAL INSTRUMENTS	
	The application of this Accounting Standard involves identification, valuation and reporting of financial assets and financial liabilities that will present relevant and useful information to users of financial statements The most significant areas are: 1. Preference Share Capital 2. Impairment of Bonds	Our audit procedures included: 1. Evaluation of the appropriateness of procedure of the identification and classification by the Company 2. Assessed the measurement and valuation done by the company of the above identified assets and liability 3. Evaluated the appropriateness of the impairment principles and its reversal based on the requirements of Ind AS 109 4. We obtained an understanding of the management's processes, systems and controls implemented in relation to impairment allowance process. 5. Assessed the design and implementation of key internal financial controls over loan impairment process used to determine the impairment charge. 6. We used our internal specialist to test the model methodology and reasonableness of assumptions used. 7. We tested the management review controls over measurement of impairment allowances and disclosures in financial statements.

Information Other than the Financial Statements and Auditors' Report Thereon:

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the standalone financial statements and our auditors' report thereon.

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

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

If, based on 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 Standalone Financial Statements

The Company's management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs, profit/loss (including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management and Board of Directors are 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 is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone 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 user taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

1. Identify and assess the risks of material misstatement of the Standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. 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 with reference to standalone financial statements in place and the operating effectiveness of such controls.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. 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 Standalone 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.
5. Evaluate the overall presentation, structure and content of the Standalone IND AS financial statements, including the disclosures, and whether the Standalone 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 standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone 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 standalone financial statements

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

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

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

Report on Other Legal and Regulatory Requirements

1) As required by the Companies (Auditors' Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

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

   c) The Standalone Balance Sheet, the Standalone Statement of Profit and Loss (including other comprehensive income), the Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

   d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.

   e) On the basis of written representations received from the directors as on 31st March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023, from being appointed as a director in terms of Section 164(2) of the Act.

   f) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

(B) With respect to the other matters to be included in the Auditors' 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 as at 31 March 2023 on its financial position in its standalone financial statements - Refer Note 26 to the standalone financial statements.

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

   iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company, and

(C) With respect to the matter to be included in the Auditors' Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For Vinod K Mehta & Co.,
Chartered Accountants
(Firm Registration No. : 111508W)

Divyesh V Mehta
Partner
Membership No.:044293

Mumbai
Date: 23rdMay, 2023
UDIN: 23044293BGPOLL3305

Annexure A to the Independent Auditors' Report

With reference to the Annexure A referred to in the Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31 March 2023, to the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that

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

(a) i. The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant details of right-of-use assets

ii. The Company has maintained proper records showing full particulars of intangible assets (if any).

(b) The Company has a regular programme of physical verification of its Property, Plant and Equipment and right-of-use assets, by which all assets are verified in a phased manner over a period of three years. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, certain Property, Plant and Equipment and right-of-use assetswere physically verified during the year and no material discrepancies were noticed on such verification

(c) Based on our examination of the property tax receipts and lease agreement for land on which building is constructed, registered sale deed / transfer deed / conveyance deed provided to us, we report that, the title in respect of self-constructed buildings and title deeds of all other immovable properties (if any) (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee), if disclosed in the financial statements included under Property, Plant and Equipment are held in the name of the Company as at the balance sheet date.

(d) The company has not revalued its Property, Plant and Equipment(including right of use asset or intangible asset or both , if any during the year.

(e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder

ii. (a) The Company does not have any inventory and hence reporting under clause 3(ii)(a) of the Order is not applicable

(b) The Company has not been sanctioned working capital limits in excess of Rs 5 crore, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable

iii. (a) The company, during the year, has not made any investments in, given any guarantee or security or granted any loans or advances which are characterised as loans, unsecured or secured, to LLPs, firms or companies or any other person. Hence reporting under clause 3 (iii)(a), (b), (c), (d), (e) and (f) of the order is not applicable

iv. The Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, if any.

v. The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.

vi. The maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 for the business activities carried out by the Company. Hence, reporting under clause (vi) of the Order is not applicable to the Company

vii. In respect of Statutory dues :

(a) In our opinion, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities

(b) According to the information and explanations given to us, no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dueswere in arrears as at 31 March 2023, for a period of more than six months from the date they became payable.

(c) According to the information and explanations given to us, there are no statutory dues as referred to in sub-clause (a) which have not been deposited by the Company on account of disputes, except for the following

viii. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961). Accordingly, reporting as per clause 3(viii) of the Order is not applicable to the Company

ix. (a) To the best of knowledge and according to information and explanations given to us, The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender, if any.

(b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) The Company has not taken any term loan during the year and there are no outstanding term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.

(d) On an overall examination of the financial statements of the Company, the Company has not raised any funds on short term basis and hence, reporting under clause 3(ix)(d) of the Order is not applicable.

(e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.

(f) The Company has not raised any loans on the pledge of securities held in its subsidiaries, joint ventures or associate companies during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable

x. (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.

(b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.

xi. (a) To the best of knowledge and according to information and explanations given to us, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) To the best of knowledge and according to information and explanations given to us, No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report

(c) To the best of knowledge and according to information and explanations given to us, there were no whistle-blower complaints reported to the company and hence reporting under clause 3(xi)(c) of the Order is not applicable

xii. The Company is not a Nidhi Company as prescribed under Section 406 of the Act. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.

xiii. According to the information and explanations given to us and based on our examination of the records of the Company, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and details of such transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

xiv. (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.

(b) We have considered the internal audit reports for the year under audit,

issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures

xv. In our opinion during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors. and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company

xvi. (a) To the best of our knowledge and as explained, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934

(b) The company has not conducted any Non-Banking Financial or housing-Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per The Reserve Bank of India Act, 1934

(c) The company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India and hence, reporting under clause 3(xvi)(c) of the Order is not applicable to the Company

(d) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable

xvii. The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year

xviii. There has been no resignation of the statutory auditors of the Company during the year.

xix. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx. The provisions of section 135 of the Companies Act, 2013 is not applicable to the company. Hence, reporting under clause 3(xx)(a)and (b) of the Order are not applicable

xxi. There have been no qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports of the companies included in the Consolidated Financial Statements.

For Vinod K Mehta & Co.,
Chartered Accountants
(Firm Registration No. : 111508W)

Divyesh V Mehta
Partner
Membership No.:044293

Place : Mumbai
Date: 23rd May, 2023
UDIN: 23044293BGPOLL3305

Annexure B to the Independent Auditors' Report on the standalone financial statements of PCS TECHNOLOGY LIMITED

Report on the Internal Financial Controls with reference to the aforesaid standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013

(Referred to in paragraph 1(A)(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

We have audited the Internal Financial Controls over financial reporting of PCS TECHNOLOGY LIMITED ("the Company") as of 31st March, 2023 in conjunction with our audit of the Standalone financial statements of the Company for the year ended as at on that date.

Management Responsibility for the Internal Financial Controls

The Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. 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 the 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 (hereinafter referred to as "the Act").

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to standalone financial statements. 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 with reference to standalone financial statements were established and maintained and whether 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 with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of such Financial Controls, assessing the risk that material weakness exits, and the testing and evaluating the design and operating effectiveness of internal control based on assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of risks of material misstatement of standalone financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls with Reference to Standalone Financial Statements

A company's internal financial controls with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to standalone financial statements include 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 standalone 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 standalone financial statements

Inherent Limitations of Internal Financial Controls with Reference to Standalone Financial Statements

Because of the inherent limitations of internal financial controls with reference to standalone financial statements, 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 with reference to standalone financial statements to future periods are subject to the risk that internal financial controls with reference to standalone financial statements 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, adequate internal financial controls with reference to standalone financial statements and such internal financial controls were operating effectively as at 31 March 2023, based on the internal financial controls with reference to standalone financial statements 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 (the "Guidance Note").

For Vinod K Mehta & Co.,
Chartered Accountants
(Firm Registration No. : 111508W)

Divyesh V Mehta
Partner
Membership No.:044293

Mumbai
Date: May 23, 2023
UDIN:23044293BGPOLL3305

PCS TECHNOLOGY LIMITED

STANDALONE BALANCE SHEET AS AT 31ST MARCH, 2023

(₹ in Lakhs)

Particulars			Note	As at 31-Mar-2023	As at 31-Mar-2022
I.	**ASSETS**				
1	**Non-Current Assets**				
	(a)	Property, plant and equipment	3	**862.07**	882.08
	(b)	Financial assets			
		(i) Non-Current Investments	4	**50.10**	50.10
	(c)	Other assets	5	**107.64**	110.86
	Total non-current assets			**1,019.80**	1,043.04
2	**Current assets**				
	(a)	Financial assets			
		(i) Current Investments	6	**315.73**	324.39
		(ii) Trade receivables	7	**1.82**	-
		(iii) Cash and cash equivalents	8	**3,316.46**	3,242.71
		(iv) Loans		**-**	-
	(b)	Current income tax assets (net)	9	**-**	0.52
	(c)	Other assets	10	**41.77**	34.17
	Total current assets			**3,675.79**	3,601.79
	TOTAL ASSETS			**4,695.60**	4,644.83
II.	**EQUITY AND LIABILITIES**				
1	**Equity**				
	(a)	Share capital	11	**2,095.07**	2,095.07
	(b)	Other equity	12	**2,164.51**	2,127.24
	Total Equity			**4,259.57**	4,222.30
2	**Liabilities**				
	Non-current liabilities				
	(a)	Financial liabilities			
		(i) Long-term borrowings	13	**384.85**	380.59
	(b)	Provisions	14	**3.14**	3.15
	Total non- current liabilities			**387.99**	383.73
3	**Current Liabilities**				
	(a)	Financial liabilities			
		(i) Trade and other payables	15	**5.52**	5.72
	(b)	Current income tax liabilities (net)	16	**8.04**	-
	(c)	Provisions	17	**5.31**	5.23
	(d)	Other liabilities	18	**29.16**	27.84
	Total current liabilities			**48.03**	38.79
	TOTAL EQUITY AND LIABILITIES			**4,695.60**	4,644.83

As per my report of even date attached

For Vinod K Mehta & Co
Chartered Accountants
(FRN-111508W)

Divyesh V Mehta
(Partner)
Membership No. 044293

Place: Mumbai
Date : 23rd May, 2023

For and on behalf of the Board of Directors

G. K. Patni
(Chairman)

A. K. Patni
(Vice Chairman)

Bhaskar Patel
(CEO)

Mehul Monani
(CS)

M P Jain
(CFO)

Place: Mumbai
Date : 23rd May, 2023

STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in Lakhs)

	Particulars	Note No.	Year ended 31-Mar-2023	Year ended 31-Mar-2022
I.	Revenue from operations	19	**31.85**	28.22
II.	Other income (net)	20	**268.48**	238.00
III.	**TOTAL INCOME**		**300.33**	266.21
IV.	**Expenses:**			
	Employee benefit expenses	21	**82.89**	78.30
	Finance costs	22	**40.04**	39.81
	Impairment / (Gain) on financial instruments and Exceptional Items	23	**5.08**	(55.66)
	Depreciation and amortization expenses	24	**18.86**	23.84
	Other expenses	25	**80.22**	77.72
	TOTAL EXPENSES		**227.09**	164.01
V.	**PROFIT BEFORE TAX (III-IV)**		**73.25**	102.20
VI.	**Tax expense:**			
	(a) Current tax		**33.50**	17.66
	(b) Deferred tax		**-**	-
	(c) Taxation pertaining to earlier years		**2.79**	0.92
	TOTAL TAX EXPENSE		**36.29**	18.58
VII.	**PROFIT FOR THE YEAR (V-VI)**		**36.96**	83.63
VIII.	**OTHER COMPREHENSIVE INCOME / (LOSSES)**			
(A)	(i) Items that will be reclassified subsequently to the statement of profit and loss:		**-**	-
	(ii) Income tax on items that will be reclassified subsequently to statement of profit and loss		-	-
(B)	(i) Items that will not be reclassified subsequently to the statement of profit and loss:			
	(a) Net changes in fair values of financial liabilities carried at fair value through OCI		**0.38**	5.82
	(ii) Income tax on items that will not be reclassified subsequently to statement of profit and loss		**(0.07)**	(1.45)
	TOTAL OTHER COMPREHENSIVE INCOME / (LOSSES) (i-ii)		**0.31**	4.36
IX.	**TOTAL COMPREHENSIVE INCOME FOR THE YEAR (VII+VIII)**		**37.27**	87.99
X.	**Earning per equity share of face value of Rs.10 each**			
	I) For Continuing operation			
	Basic (in Rs.)		**0.18**	0.40
	Diluted (in Rs.)		**0.18**	0.40
	II) For Discontinued Operations			
	Basic (in Rs.)			
	Diluted (in Rs.)			
	II) For Discontinued & Continuing Operations			
	Basic (in Rs.)		**0.18**	0.40
	Diluted (in Rs.)		**0.18**	0.40
XI.	**Notes forming part of the Financial Statements**			

As per my report of even date attached

For Vinod K Mehta & Co
Chartered Accountants
(FRN-111508W)

Divyesh V Mehta
(Partner)
Membership No. 044293

Place: Mumbai
Date : 23rd May, 2023

For and on behalf of the Board of Directors

G. K. Patni
(Chairman)

A. K. Patni
(Vice Chairman)

Bhaskar Patel
(CEO)

Mehul Monani
(CS)

M P Jain
(CFO)

Place: Mumbai
Date : 23rd May, 2023

PCS TECHNOLOGY LIMITED

STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH, 2023

(₹ in Lakhs)

	Particulars	Year ended 31-Mar-2023	Year ended 31-Mar-2022
A.	**Cash flow from operating activities**		
	Net profit after tax	**36.96**	83.63
	Adjustments for:		
	Tax Provision	**36.29**	18.58
	OCI	**0.31**	4.36
	CSR Provision	**-**	-
	CSR Paid	**-**	-
	Depreciation	**18.86**	23.84
	Finance cost	**40.04**	39.81
	Gain / Loss / Impairment on investments and sundry balances	**5.08**	(55.66)
	Fixed assets written off / Profit or Loss of Sale of Fixed Assets	**(0.40)**	-
	Interest received	**(202.96)**	(182.07)
	Operating profit before working capital changes	**(65.83)**	(67.51)
	Decrease/ (increase) in trade and others receivables	**(2.97)**	0.27
	Decrease/ (increase) in inventories	**-**	-
	(Decrease)/ increase in trade and other payables	**13.49**	0.31
	Cash generated from operations	**(55.30)**	(66.94)
	Income tax paid (net of refunds)	**(31.23)**	(4.96)
	Net cash flow from/ (used in) operating activities	**(86.53)**	(71.90)
B.	**Cash flow from investing activities**		
	Purchase of fixed assets	**-**	-
	(Purchase)/ sale of current investments	**3.58**	61.42
	Bank Fixed Deposits	**-**	-
	Proceeds from sale of fixed assets	**1.55**	-
	Interest received	**195.19**	171.27
	Net cash from/ (used in) investing activities	**200.32**	232.70
C.	**Cash from financing activities**		
	Repayment of borrowings (net)	**(4.26)**	(3.86)
	Finance cost	**(35.78)**	(35.95)
	Net cash from/ (used in) financing activities	**(40.04)**	(39.81)
	Net increase/ (decrease) in cash and cash equivalents	**73.75**	120.99
	Cash and cash equivalents at beginning of the year	**3,242.71**	3,121.72
	Cash and cash equivalents at end of the year	**3,316.46**	3,242.71

Particulars	Year ended 31-Mar-2023	Year ended 31-Mar-2022
COMPONENTS OF CASH AND CASH EQUIVALENTS AS AT		
Cash on hand	0.17	0.20
Balance with banks	59.74	66.69
Cheques on hand	-	-
Fixed deposits with banks, having original maturity of three months or less	3,256.56	3,175.82
Cash and cash equivalents at the end of the year	**3,316.46**	3,242.71

RECONCILIATION STATEMENT OF CASH AND BANK BALANCE (₹ in Lakhs)

Particulars	Year ended 31-Mar-2023	Year ended 31-Mar-2022
Cash and cash equivalents at the end of the year as per above	**59.90**	66.89
Add: Balance with bank in dividend / unclaimed dividend accounts	**-**	-
Add: Fixed deposits with banks, having remaining maturity for less than twelve months	**3,256.56**	3,175.82
Add: Fixed deposits with banks (lien marked)	**-**	-
Less: Fixed deposit with banks, having remaining maturity for more than twelve months	**-**	-
Cash and bank balance as per balance sheet (refer note 8)	**3,316.46**	3,242.71

DISCLOSURE AS REQUIRED BY IND AS 7

Reconciliation of liabilities arising from financing activities

31 March 2023	Opening balance	Cash flows	Non cash changes	Closing balance
Short term secured borrowings	-	-	-	-
Long term secured borrowings	380.59	-	4.26	384.85
Total liabilities from financing activities	**380.59**	**-**	**4.26**	**384.85**

As per my report of even date attached

For Vinod K Mehta & Co
Chartered Accountants
(FRN-111508W)

Divyesh V Mehta
(Partner)
Membership No. 044293

Place: Mumbai
Date : 23rd May, 2023

For and on behalf of the Board of Directors

G. K. Patni
(Chairman)

A. K. Patni
(Vice Chairman)

Bhaskar Patel
(CEO)

Mehul Monani
(CS)

M P Jain
(CFO)

Place: Mumbai
Date : 23rd May, 2023

PCS TECHNOLOGY LIMITED

STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH, 2023

A Equity Share Capital

Particulars	(₹ in Lakhs)
As at April 01, 2021	2,095.07
Changes in Equity share capital during the year	-
As at March 31, 2022	**2,095.07**
Changes in Equity share capital during the year	-
As at March 31, 2023	**2,095.07**

Name of the Promoter	**31-Mar-2023**		**31-Mar-2022**		**Percentage change during the year**
	Number of shares held	**% of Total Shares**	**Number of shares held**	**% of Total Shares**	
The Executor Of Kanchanbai S Patni Deceased	61,286	0.290%	61,286	0.290%	-
Gajendrakumar S Patni	5,79,685	2.770%	5,79,685	2.770%	-
Ashokkumar S Patni	5,75,995	2.750%	5,75,995	2.750%	-
Apoorva Ashokkumar Patni	5,00,745	2.390%	5,00,745	2.390%	-
Ashoka Computer Systems Private Limited	19,01,560	9.080%	19,01,560	9.080%	-
Pcs Cullinet Private Limited	19,01,559	9.080%	19,01,559	9.080%	-
Pcs Finance Limited	19,01,560	9.080%	19,01,560	9.080%	-
Rajkumar Barjatya	0.00	0.000%	760	0.004%	(0.004)
Pankaj Patni	86	0.000%	86	0.000%	-
Ruchi Amit Kumar Patni	1,52,540	0.730%	1,52,540	0.730%	-
Anirudh Narendrakumar Patni	5,59,270	2.670%	5,59,270	2.670%	-
Poonam Narendrakumar Patni	6,95,626	3.320%	6,95,626	3.320%	-
Rajnikanta G Patni	24,56,549	11.730%	24,56,549	11.730%	-
Sadhana A Patni	17,60,404	8.400%	17,60,404	8.400%	-
Amit Kumar Patni	2,61,899	1.250%	2,61,899	1.250%	-
Munish Kumar Gangwal	56	0.000%	56	0.000%	-
Rajrani Gangwal	184	0.000%	184	0.000%	-
Sooraj Barjatya	905	0.004%	145	0.000%	0.004
Vasundhara Apoorva Patni	10,00,000	4.710%	10,00,000	4.710%	-
Arihant Gajendrakumar Patni	3,84,186	1.830%	3,84,186	1.830%	-
Meeta Devi Gangwal	184	0.000%	184	0.000%	-
Aakriti Amitkumar Patni	2,830	0.010%	2,830	0.010%	-
Ayushi Amitkumar Patni	2,830	0.010%	2,830	0.010%	-
TOTAL	1,46,99,939	70.16%	1,46,99,939	70.16%	-

B Other Equity (₹ in Lakhs)

Particulars	Reserves and Surplus						Total Other Equity
	Securities Premium Reserve	General Reserve	Capital reserve	Capital redemption reserve	Retained Earnings	Revaluation Reserve	
As at April 01, 2020	**-**	**-**	**-**	**-**	1,999.87	-	1,999.87
Profit for the year	-	-	-	-	42.70	-	42.70
Other Comprehensive Income	-	-	-	-	(3.32)	-	(3.32)
Total comprehensive income for the year	**-**	**-**	**-**	**-**	**39.38**	**-**	**39.38**
Dividend paid (including dividend distribution tax)	-	-	-	-	-	-	-
As at March 31, 2021	-	-	-	-	2,039.25	-	2,039.25
Profit for the year	-	-	-	-	83.63	-	83.63
Other Comprehensive Income	**-**	**-**	**-**	**-**	**4.36**	**-**	**4.36**
Total comprehensive income for the year	-	-	-	-	87.99	-	87.99
Dividend paid (including dividend distribution tax)	-	-	-	-	-	-	-
As at March 31, 2022	**-**	**-**	**-**	**-**	**2,127.24**	**-**	**2,127.24**
Profit for the year	-	-	-	-	36.96	-	36.96
Other Comprehensive Income	-	-	-	-	0.31	-	0.31
Total comprehensive income for the year	**-**	**-**	**-**	**-**	**37.27**	**-**	**37.27**
Dividend paid (including dividend distribution tax)	-	-	-	-	-	-	-
Reserve Withdrawn	-	-	-	-	-	-	-
As at March 31, 2023	**-**	**-**	**-**	**-**	**2,164.51**	**-**	**2,164.51**

Significant Accounting Policies and Notes to Financial Statements

As per my report of even date attached

For Vinod K Mehta & Co
Chartered Accountants
(FRN-111508W)

Divyesh V Mehta
(Partner)
Membership No. 044293

Place: Mumbai
Date : 23rd May, 2023

For and on behalf of the Board of Directors

G. K. Patni
(Chairman)

A. K. Patni
(Vice Chairman)

Bhaskar Patel
(CEO)

Mehul Monani
(CS)

M P Jain
(CFO)

Place: Mumbai
Date : 23rd May, 2023

1. CORPORATE INFORMATION

The Company is incorporated as at 22nd April 1981. The Company is engaged mainly in IT and related FMS services. The Company is a public limited company incorporated and domiciled in India. The address of the office is 82/6/1, Solar Park, Shop no.6, Pune-Alandi Road, Dattanagar, Dighi- Pune- 411015. The financial statements of the Company for the year ended 31st March 2023 are approved by the Board of Directors in Board Meeting.

2. SIGNIFICANT ACCOUNTING POLICIES

(A) Statement of Compliance

(i) In accordance with the notification issued by the Ministry of Corporate Affairs, the Company has adopted Indian Accounting Standards (referred to as "IndAS") notified under the Companies (Indian Accounting Standards) Rules, 2015 with effect from 1 April, 2017. Previous periods have been restated to IndAS. The standalone financial statements as at and for the year ended 31 March 2023 are approved and authorized for issue by the Board of Directors on 24th May 2023. The standalone financial statements of the Company are prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis except for certain financial assets and financial liabilities that have been measured at fair value. These standalone financial statements are presented in lakhs of Indian rupees which is also the Company's functional currency, except per share data and as otherwise stated. Figures for the previous years have been regrouped/rearranged wherever considered necessary to conform to the figures presented in the current year.

These financial statements have been prepared in accordance with IndAS as notified under the Companies (Indian Accounting Standards) Rule, 2015 read with Section 133 of the Companies Act, 2013.

(B) Basis of preparation

These financial statements have been prepared on the historical cost basis, except for

(i) certain financial instruments which are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

(ii) Defined benefit plans - plan assets measured at fair value.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. 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.

(C) Use of estimates and judgments

The preparation of these financial statements in conformity with the recognition and measurement principles of IndAS requires the management of the Company to make estimates and assumptions that affect the reported amounts of income and expense for the periods presented.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and future periods are affected.

Key sources of estimation of uncertainty at the date of the financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of impairment of investments, useful lives of property, plant and equipment, valuation of deferred tax assets, provisions and contingent liabilities.

Dividend Declaration

Dividend on Preference Shares has been declared by the company on the basis of sec 123 of the companies act 2013.

Impairment of investments

The Company reviews its carrying value of investments carried at amortized cost annually, or more frequently when there is indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for.

The company in total has invested in bonds in the earlier years However, due to external factors arising subsequent to this period there is variation in the market price / realizable value of some of its investments. On the grounds of such external factors , the excess/reduction of carrying value over recoverable amount is accounted every year as "Impairment Loss / (Gain) on financial instruments and Exceptional Items ".

Useful lives of property, plant and equipment

The Company reviews the useful life of property, plant and equipment at the end fo each reporting period. This reassessment may result in change in depreciation expense in future periods.

Valuation of deferred tax assets

The Company reviews the carrying amount of deferred tax assets at the end of each reporting period. A deferred tax asset shall be recognized for all deductible temporary differences and unused losses to the extent that it is probable that taxable profit will be available against which the deductible temporary difference and unused losses can be utilized.

Provisions and contingent liabilities

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

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Contingent liabilities are not recognized in the financial statements. A contingent asset is neither recognized nor disclosed in the financial statements.

The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognized as interest expense.

CSR Provisions

The company is not required to make CSR provision for the year ended 31st March 2023 as per the provisions of the sec 135(5) of the companies act 2013.

(D) Revenue recognition

The Company earns revenue primarily from providing information technology and consultancy services, including services under contracts for software development, implementation and other related services, licensing and sale of its own software, business process services and maintenance of equipment. The Company also sales the products ancillary to supply of above services.

The Company recognizes revenue as follows:

Revenue from sale of services is recognized for the work completed in terms of the contract. Income from maintenance contracts is recognized on a time proportionate basis.

Revenue from sale of products is recognized when risk and reward are passed on to the customer which is generally on dispatch of goods.

Revenues is reported net of discounts, indirect and service taxes.

(E) Dividend income is recorded when the right to receive payment is established. Interest income is recognized using the effective interest method.

(F) Leases

No assets are taken on lease by the Company.

(G) Cost recognition

Costs and expenses are recognized when incurred and have been classified according to their nature.

The costs of the Company are broadly categorized in employee benefit expenses, depreciation and amortization and other operating expenses. Employee benefit expenses include employee compensation, allowances paid, contribution to various funds and staff welfare expenses. Other operating expenses mainly include fees to external consultants, cost of running its facilities, travel expenses, cost of equipment and software licenses, communication costs, allowances for delinquent receivables and advances and other expenses. Other expenses is an aggregation of costs which are individually not material such commission and brokerage, recruitment and training, entertainment etc.

(H) Foreign currency

The functional currency of the Company is Indian Rupee (INR).

Income and expenses in foreign currencies are recorded at exchange rates prevailing on the date of transaction. Foreign currency denominated monetary assets and liabilities are translated at the exchange rate prevailing on the Balance Sheet date and exchange gains and losses arising on settlement and restatement are recognized in the Statement of Profit & Loss.

Non-monetary assets and liabilities that are measured in terms of historical cost in foreign currencies are not retranslated.

(I) Income taxes

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and Deferred taxes are recognized in Statement of Profit & Loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity, respectively.

Current income taxes

The current income tax expense includes income taxes payable by the Company and its branches in India and overseas. The current tax payable by the Company in India is Indian income tax payable on worldwide income.

Advance taxes and provisions for current income taxes are presented in the Balance Sheet after off-setting advance tax paid and income tax provision arising in the same jurisdiction and where the relevant tax paying units intends to settle the asset and liability on a net basis.

Deferred income taxes

Deferred income tax is recognized using the Balance Sheet approach. Deferred income tax assets and liabilities are recognized for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount, except when the deferred income tax arises from the initial recognition of an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred income tax asset are recognized 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 utilized.

The carrying amount of deferred income 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 income tax asset to be utilized.

Deferred tax assets and liabilities are measured using substantively enacted tax rates expected to apply to taxable income in the years in which the temporary differences are expected to be received or settled.

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the relevant entity intends to settle its current tax assets and liabilities on a net basis.

(J) Financial instruments

Financial assets and liabilities are recognized when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

Cash and cash equivalents

The Company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

Financial assets at amortized cost

Financial assets are subsequently measured at amortized cost if these financial assets are held within a business whose objective is to hold these assets to collect contractual cash flows and the contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows on specified dates that are solely payments of principal and interest on the principal amount outstanding and selling financial assets.

Financial liabilities

Financial liabilities are measured at amortized cost using the effective interest method.

Equity instruments

An equity instrument is a contract that evidences residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments recognized by the Company are recognized at the proceeds received net off direct issue cost.

(K) Investment in subsidiaries

Investment in subsidiaries are measured at cost less impairment.

(L) Property, plant and equipment

Pursuant to Para D5 of Ind AS 101, the company has exercised option to consider fair value on the date of transition as deemed cost for buildings. Rest all other assets are accounted as per Ind AS.

Depreciation is provided for property, plant and equipment so as to expense the cost over their estimated useful lives based on a technical evaluation. The estimated useful lives and residual value are reviewed at the end of each reporting period, with the effect of any change in estimate accounted for on a prospective basis.

SN	Type of asset	Method	Useful lives
1	Buildings	Straight line	60 years
2	Leasehold improvements	Straight line	38 years
3	Plant and equipment	Straight line	15 years
4	Computer equipment	Straight line	03 years
5	Vehicles	Straight line	08 years
6	Office equipments	Straight line	05 years
7	Electrical installations	Straight line	10 years
8	Furniture and fixtures	Straight line	10 years

Assets held under finance lease are depreciated over the shorter of the lease term and their useful lives.

(M) Intangible assets

Intangible assets purchased are measured at cost as of the date of acquisition, as applicable, less accumulated amortization and accumulated impairment, if any.

(N) Impairment

Financial assets (other than at fair value)

The Company assesses at each date of Balance Sheet whether a financial asset or a group of financial assets is impaired. IndAS 109 requires expected credit losses to be measured through a loss allowance. The Company recognizes lifetime expected losses for all contract assets and/or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the 12 month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

Financial assets (other than at fair value)

Tangible and intangible assets

Property, plant and equipment and intangible assets with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs.

If the recoverable amount of an asset (of CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (of CGU) is reduced to its recoverable amount. An impairment loss is recognized in the statement of profit and loss.

(O) Employee benefits

Defined benefit plans

For defined benefit plans, the cost of providing benefits is determined using the Projected Unit Credit Method, with actuarial valuations being carried out at each Balance Sheet date. Actuarial gains and losses are recognized in full in the Statement of Profit & Loss for the period in which they occur. Past service cost both vested and unvested is recognized as an expense at the earlier of (a) when the plan amendment or curtailment occurs; and (b) when the entity recognizes related restructuring costs or termination benefits.

The retirement benefit obligations recognized in the Balance Sheet represents the present value of the defined obligations reduced by the fair value of scheme assets. Any asset resulting from this calculation is limited to the present value of available refunds and reductions in future contributions to the scheme.

Defined contribution plans

Contributions to defined contribution plans are recognized as expense when employees have rendered services entitling them to such benefits.

Compensated absences

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognized as an actuarially determined liability at the present value of the defined benefit obligation at the Balance Sheet date.

(P) Inventories

In view of nature of business of the company, it does not have any inventory of stock & spares as on year ended 31st March 2023 hence provision of clause 3(II) of the order are not applicable.

(R) Borrowing costs:

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized as part of cost of such asset till such time as the asset is ready for its intended use or sale. All other borrowing costs are recognized as an expense in the period in which they are incurred.

(S) Foreign currency transactions:

Functional and presentation currency: The standalone financial statements are presented in Indian Rupees, which is also the functional currency of the Company. **Foreign currency transactions and balances:** Foreign currency transactions are translated into the functional currency of the Company, using the exchange rates prevailing at the dates of the transactions, duly approximated. Foreign exchange gains and losses resulting from the settlement of such transactions and from the measurement of monetary items denominated in foreign currency at year-end exchange rates are recognized as other income in statement of profit and loss. Non-monetary items are not re-translated at yearend and are measured at historical cost (translated using the exchange rates at the transaction date), except for non-monetary items measured at fair value which are translated using the exchange rates at the date when fair value was determined

(T) Earnings per share

Basic earnings per share are computed by dividing profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the year. The Company did not have any potentially dilutive securities in any of the years' presented.

Diluted earnings per share are computed by dividing net profit net profit attributable to the equity holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares unless the results would be anti - dilutive. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares). Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

Contributed equity:

Equity shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds

(U) Exceptional Items

Certain occasions, the size, type or incidence of an item of income or expense, pertaining to the ordinary activities of the company is such that its disclosure improves the understanding of the performance of the company, such income or expense is classified as an exceptional item and accordingly, disclosed in the notes accompanying to the financial statements.

(V) Additional Regulatory Charges

As per the website of the Ministry of Corporate affairs, certain charges aggregating on properties of the Company are pending for satisfaction due to some procedural issues, although related loan amounts have already been paid in full details are shown as below :

Sr No.	Asset under charges	Charge Amount in Lakhs	Date of Creation	Date of Modification
1	Immovable property or any interest therein	1000.00	11-10-1999	12-03-2004
2	Immovable property or any interest therein	300.00	01-03-1999	12-10-2000

(X) Additional Regulatory Requirement

FY 2022-23

Ratios

Sr. No.	Particulars	Standalone					
		Numerator	Denominator	Financial Year Ended		Variation in (%)	Reason for variance
				31.03.2023	31.03.2022		
1	Current Ratio (in times)	Current Assets	Current Liabilities	76.53%	92.84%	-17.6%	Not Applicable
2	Debt Equity Ratio (in times)	Total Debt	Shareholder's Equity	0.09%	0.09%	0.2%	Not Applicable
3	Debt Service Coverage Ratio (in times)	Earnings available for Debt Service	Interest/ Dividend & Repayments made	3.43%	2.77%	23.8%	Not Applicable
4	Return on equity (%)	Net Profit after tax	Average Shareholder's Equity	0.87%	2.00%	-56.5%	Decrease in ratio as the company has earned notional impairment reversal gain for previous year as compared to net profit for the year.
5	Net capital turnover ratio (in times)	Net Sales	Average Working Capital	0.0089%	0.0080%	10.7%	Not Applicable
6	Net profit margin (%)	Net Profit after tax	Net Sales	116.01%	296.35%	-60.9%	Decrease in ratio as compared to current year due to Impairment gain (restricted to reversal of previously booked impairment loss) of Rs.55.66 Lacs in previous year
7	Return on capital employed (%)	Earnings before Interest and Tax	Capital Employed (Total Debt + Total equity)	2.41%	3.06%	-21.1%	Not Applicable
8	Return on investment(%)	Income generated from investments	Average Investments	5.74%	5.29%	8.5%	Not Applicable

PCS TECHNOLOGY LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

3 PROPERTY, PLANT & EQUIPMENT AND INTANGIBLE ASSETS (₹ in Lakhs)

Description	Tangible Assets							Intangible Assets	Total
	Buildings	Leasehold improvements	Plant and equipment	Computer equipment	Vehicles	Office equipments	Furiture and fixtures	Software	
Cost as at 1-Apr-2021	**947.43**	**-**	**-**	**5.97**	**40.49**	**163.89**	**51.28**	**-**	**1,209.07**
Additions									-
Disposals	-	-	-	-	-	-	-	-	-
Cost as at 31-Mar-2022	**947.43**	**-**	**-**	**5.97**	**40.49**	**163.89**	**51.28**	**-**	**1,209.07**
Additions									-
Disposals	-	-	-	-	(23.09)	-	-	-	(23.09)
Cost as at 31-Mar-2023	**947.43**	**-**	**-**	**5.97**	**17.40**	**163.89**	**51.28**	**-**	**1,185.98**
Accumulated depreciation as at 1-Apr-2021	**62.86**	**-**	**-**	**3.64**	**38.47**	**155.70**	**42.49**	**-**	**303.16**
Depreciation for the year	18.18	-	-	0.63	-	-	5.03	-	23.84
Disposals	-	-	-	-	-	-	-	-	-
Accumulated depreciation as at 31-Mar-2022	**81.04**	**-**	**-**	**4.26**	**38.47**	**155.70**	**47.53**	**-**	**326.99**
Depreciation for the year	18.18	-	-	0.45	-	-	0.23	-	18.86
Disposals	-	-	-	-	(21.94)	-	-	-	(21.94)
Accumulated depreciation as at 31-Mar-2023	**99.21**	**-**	**-**	**4.72**	**16.53**	**155.70**	**47.75**	**-**	**323.91**
Net carrying amount as at 31-Mar-2021	884.58	-	-	2.33	2.02	8.19	8.79	-	905.91
Net carrying amount as at 31-Mar-2022	866.40	-	-	1.71	2.02	8.19	3.75	-	882.08
Net carrying amount as at 30-Mar-2023	**848.22**	**-**	**-**	**1.25**	**0.87**	**8.19**	**3.53**	**-**	**862.07**

i. **Pursuant to Para D5 of Ind AS 101, the company has exercised option to consider fair value on the date of transition as deemed cost for buildings.**

Rest all other assets are accounted as per Ind AS.

* Only if change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment/ intangible assets

ii. **As per the website of the Ministry of Corporate affairs, certain charges aggregating on properties of the Company are pending for satisfaction due to some procedural issues, although related loan amounts have already been paid.**

(₹ in Lakhs)

Particulars				As at 31-Mar-2023	As at 31-Mar-2022
4	**NON-CURRENT INVESTMENTS**				
	I) Investment carried at cost				
		Number	**Face Value p.u.**		
	a) Investments in equity instruments				
	In subsidiary companies (Unquoted)				
	PCS Infotech Limited	500,000	INR 10	**50.00**	50.00
	PCS Positioning Systems (India) Limited	1,760,000	INR 10	**175.10**	175.10
				225.10	225.10
	Less: Provision for diminution in value of investments			**175.10**	175.10
	Net investment in subsidiaries			**50.00**	50.00
	II) Investment carried at fair value through profit or loss				
	a) In Other Companies (Quoted)			**-**	-
	b) In Others (Unquoted)			**-**	-
				-	-
	Total of investments in equity instruments			**50.00**	50.00
	c) Investment in Share Certificates				
	Membership of Technocity Co-operative Society			**0.10**	0.10
				0.10	0.10
	Net investments			**50.10**	50.10
	Aggregate amount of quoted Investments			**-**	-
	(Market value Rs.Nil previous year Rs.Nil)				
	Aggregate amount of Unquoted Investments			**225.20**	225.20
	Aggregate provision for diminution in value of investments			**175.10**	175.10

(₹ in Lakhs)

	Particulars	As at 31-Mar-2023	As at 31-Mar-2022
5	**OTHER ASSETS**		
	Deposits (under Protest) with Excise & Customs Authorities & Others	**51.48**	51.48
	Advances recoverable in cash or in kind	**0.50**	1.68
	Income tax paid (Net of provisions)	**-**	4.02
	Non Current Bank Balances	**3.44**	3.44
	Other Non Current Assets	**52.22**	50.24
		107.64	110.86
	b) Unsecured, Considered doubtful		
	Advances - Related Parties (refer note no.40.5)	**250.00**	250.00
		357.64	360.86
	Less: Provision for doubtful loans and advances	**250.00**	250.00
		107.64	110.86
6	**CURRENT INVESTMENTS**		
	Corporate Bonds & Debentures	**525.63**	529.20
	Less : Provision for dimulation in value of investments *	**209.89**	204.81
		315.73	324.39
7	**TRADE RECEIVABLES**		

	Less Than 1 year	More Than 3 years		
i) MSME	-	-	-	-
ii) Unsecured, Considered good	1.82	-	**1.82**	-
iii) Unsecured, Considered doubtful	-	117.33	**117.33**	117.33
			119.15	117.33
Less: Provision for doubtful trade receivables			**117.33**	117.33
Total trade receivables			**1.82**	-

8	**CASH AND CASH EQUIVALENTS**		
	Cash & Cash Equivalents		
	Cash in hand	**0.17**	0.20
	Balances with Banks	**-**	-
	In Current account	**59.74**	66.69
	Deposits with Original maturity of more than 3 months but less than 12 months	**3,256.56**	3,175.82
	Total Cash & Bank Balances	**3,316.46**	3,242.71
9	**CURRENT INCOME TAX ASSETS - NET**		
	Income tax paid (Net of provisions)	**-**	0.52
		-	0.52
10	**OTHER CURRENT ASSETS**		
	Prepaid Expenses	**1.66**	1.83
	Interest Accrued	**40.11**	32.34
		41.77	34.17

* Considering the current market valuations, the Company has made provision for impairement and/or reversal of impairment of investments during the current year and previous financial year.

PCS TECHNOLOGY LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in Lakhs)

	Particulars	As at 31-Mar-2023	As at 31-Mar-2022
11	**SHARE CAPITAL**		
	Authorised:		
	2,10,25,000 Equity share of Rs.10 each	**2,102.50**	2,102.50
	39,75,000 Preference Shares of Rs.10 each	**397.50**	397.50
	(Redeemable, Non-Convertible & Non-Cumulative)		
		2,500.00	2,500.00
	Issued, Subscribed and paid up:		
	2,09,50,677 (Previous Year - 2,09,50,677) Equity Share of Rs.10 each	**2,095.07**	2,095.07
		2,095.07	2,095.07

a) Terms/ Rights attached to Equity Shares:

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

b) Reconciliation of the shares outstanding at the beginning and end of the year 31-03-2022 & 31-03-2023: (₹ in Lakhs)

Particulars	Equity Shares	
	Number	₹ in Lakhs
Shares outstanding at the beginning of the year	20,950,677	2,095.07
Shares outstanding at the end of the year	20,950,677	2,095.07

c) Details of shareholding more than 5% Equity Shares of total Equity Shares in the company:

Name of Shareholder	**As at 31-Mar-2023**		**As at 31-Mar-2022**	
	No.of shares	**% holding**	No.of shares	% holding
Mrs. Rajnikanta Patni	**2,456,549**	**11.73**	2,456,549	11.73
PCS Finance Private Limited	**1,901,560**	**9.08**	1,901,560	9.08
Ashoka Computer Systems Pvt. Ltd.	**1,901,560**	**9.08**	1,901,560	9.08
PCS Cullinet Private Limited	**1,901,559**	**9.08**	1,901,559	9.08
Mrs. Sadhana A. Patni	**1,760,404**	**8.40**	1,760,404	8.40

(₹ in Lakhs)

	Particulars	As at 31-Mar-2023	As at 31-Mar-2022
12	**OTHER EQUITY**		
	Retained Earnings		
	Opening balance	**2,127.24**	2,039.25
	Add: OCI Reserves	**-**	-
	Add: Profit for the year	**36.96**	83.63
	Add: Remeasurement gain | (loss) on defined benefit plans	**0.31**	4.36
	Closing balance	**2,164.51**	2,127.24

(₹ in Lakhs)

	Particulars	As at 31-Mar-2023	As at 31-Mar-2022
13	**LONG TERM BORROWINGS**		
	(carried at amortised value)		
	Unsecured		
	Loan from Related Parties/Financial Liablities		
	a) Preference Shares	**384.85**	380.59
	Total financial liabilities	**384.85**	380.59

The above Long term borrowings include:

a) 39,75,000 (Previous Year - 39,75,000) 9% Preference Share of Rs.10 each (Redeemable, Non-Convertible & Non-Cumulative) carried at amortised cost

b) **Terms/ Rights attached to Preference Shares:**

The Company has only one class of preference shares having a par value of Rs.10 per share, alloted on 31st January 2013 and redeemable in the 12th and 13th year from the date of allotment or earlier, shall be redeemable at such redemption price including premium not exceeding Rs. 125/- per share (i.e total repayment of max of Rs 4,968.75) having regard to the financial conditions of the Company, at the time of redemption , as the Board of Directors may decide. Each holder of preference share is entitled to one vote per share. In the event of liquidation of the company, before any entitlement of assets to holders of equity shares, the holders of preference shares will be entitled to receive remaining assets of the company, after distribution of all other preferential amounts. The distribution will be in proportion to the number of preferencial shares held by the shareholders.

c) **Details of shareholding more than 5% Preference Shares of total Preference Shares in the company:**

Name of Shareholder	**As at 31/03/2023**		As at 31/03/2022	
	No.of shares	**% holding**	No.of shares	% holding
Ashok Patni Family Trust	**1,965,000**	**49.43**	1,965,000	49.43
Mr. Gajendra Kumar Patni	**1,480,000**	**37.23**	1,480,000	37.23

d) Board of Directors of the Company vide a circular resolution dated 13-March-2023 has approved the payment of 9% dividend aggregating to the value of Rs. 35.78 lakhs on 3975000- 9% Redeemable, Non-Convertible, Non-Cumulative Preference Shares (Preference Shares) of Rupees 10/- each fully paid up to the Preference Shareholders of the Company. The dividend on preference shares amounting to Rs.35.78 lakhs (dividend distribution tax is not applicable) has been paid on 13-March-2023 as per sec 123 of the Companies Act, 2013.

Particulars				**As at 31-Mar-2023**	**As at 31-Mar-2022**
14	**PROVISIONS**				
	Long-term provision for leave benefits			**3.14**	3.15
				3.14	3.15
15	**TRADE AND OTHER PAYABLES**				
		Less than 1 year	1-2 years		
	i) MSME ((Refer note 28 for details of dues to MSME)	-	-	**-**	-
	ii) Others	5.36	0.16	**5.52**	5.72
		5.36	**0.16**	**5.52**	5.72
16	**CURRENT INCOME TAX LIABILITIES - NET**				
	Income tax paid (Net of provisions)			**8.04**	**-**
				8.04	-
17	**PROVISIONS**				
	Short-term provision for leave benefits			**5.31**	5.23
				5.31	5.23
18	**OTHER CURRENT LIABILITIES**				
	Deferred Rental Deposits			**-**	-
	Deposits received on rented premises			**26.00**	24.00
	Statutory dues and taxes payable			**1.36**	2.04
	Trade advances			**1.80**	1.80
				29.16	27.84

PCS TECHNOLOGY LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in Lakhs)

	Particulars	Year ended 31-Mar-2023	Year ended 31-Mar-2022
19	**REVENUE FROM OPERATIONS**		
	Sales / Services: IT & related FMS services	**31.85**	28.22
	Net Sales	**31.85**	28.22
20	**OTHER INCOME**		
	i) Interest income from Financial Assets measured at amortized cost : Interest income from NCD & Bonds	**31.15**	30.68
	ii) Interest on Bank Deposits	**171.71**	151.17
	iii) Rent income	**60.50**	55.85
	iv) Other non-operating income	**5.12**	0.30
		268.48	238.00
21	**EMPLOYEE BENEFIT EXPENSES**		
	Salaries & Wages	**77.54**	73.15
	Contribution to Provident fund etc	**5.33**	5.15
	Staff Welfare expenses	**0.03**	0.00
		82.89	78.30
22	**FINANCE COST**		
	Interest expense	**-**	0.18
	Dividend on Preference Shares	**35.78**	35.78
	Interest on financial liabilities carried at amortized cost	**4.26**	3.86
		40.04	39.81
23	**IMPAIREMENT / (GAIN) ON FINANCIAL INSTRUMENTS AND EXCEPTIONAL ITEMS**		
	Net (Gain)/ loss on impairment on Investments	**5.08**	(55.66)
	Interest Receivable Written-Off	**-**	-
	Settlement Expenses (Service Tax)	**-**	-
		5.08	(55.66)
24	**DEPRECIATION AND AMORTISATION EXPENSES**		
	Depreciation and amortization expenses	**18.86**	23.84
		18.86	23.84
25	**OTHER EXPENSES**		
	Power & fuel	**1.44**	1.37
	Rent	**11.79**	11.53
	Rates & taxes	**3.26**	3.30
	Insurance	**2.32**	1.71
	Advertisement & sales promotion	**2.39**	2.46
	Travelling and conveyance expenses	**1.78**	0.81
	Consumable, stores and spares	**0.20**	0.60
	Office maintenance	**2.58**	3.23
	Printing & stationery	**0.57**	1.04
	Communication expenses	**0.46**	1.14
	Auditor's remuneration	-	-
	as Auditors	**5.00**	5.00
	for Tax audit	**-**	-
	Legal, professional & consultancy charges	**28.15**	17.21
	Freight & forwarding	**1.83**	0.01
	Directors sitting fees	**3.10**	3.70
	Bad debts and remissions	**-**	10.19
	Sales & Work contract tax paid	**-**	-
	Loss on Sale of Fixed Assets	**-**	-
	Net Loss disposal of Investments	**-**	-
	Contribution to CSR	**-**	-
	Miscellaneous expenses	**15.35**	14.44
		80.22	77.72

26. (a) Contingent Liability (in the current year as well as in previous year)

On Account of Custom Duty:

The Company has received a Show Cause Notice from Director of Revenue Intelligence demanding Rs. 215.41 lakhs u/s 28 of Custom Act 1962 on account of Custom Duty on import of OPK from Microsoft during the period of Apr2006 - Mar2007.

Status:

The proceedings are pending before Commissioner of Customs, Delhi. On the basis of the legal opinion obtained, the matter has merits in favor of the Company. The Company has deposited Rs. 50 lakhs as pre-deposit under protest.

On Account of Redemption of Preference Shares:

With reference to note no 13(a) wherein a liability on account of payment of premium on redemption of 39,75,000 Redeemable Non-cumulative Preference shares has been stated. In terms of Letter of Offer for the preference shares ,the premium on redemption would not exceed Rs.125 per preference shares totalling to maximum Liability on account of redemption not exceeding Rs.4968.75 lakhs. The Board of Directors may decide at the time of redemption having regards to the Financial resources of the company.. The Company's management is of the opinion that liability in respect of these premium on preferernce shares (if any payable) shall be provided in books of account at the time of redemption , as the same will be dependent upon Financial ability of the company at the time of redemption.

(b) In respect of R&T activities undertaken by the Company in earlier years, the Company has been advised that the Company has good, valid and substantial defence in Suit No.1494 of 1997 filed by State Bank of India in the City Civil Court in Ahmedabad against the Company and IDBI (issuer of Incentive warrants) for the recovery of Rs.503.38 lakhs with interest @21.50% p.a. This case was dismissed in the year 2009 by the said Court. SBI has filed condonation of delay application in the year 2010 which has been granted by the court and is being perused in the said Court at Ahmedabad. In view of the this the Company has not made any provision in respect of this litigation against the Company.

27. i. Pursuant to Para D5 of Ind AS 101, the company has exercised option to consider fair value on the date of transition as deemed cost for buildings. Rest all other assets are accounted as per Ind AS.

28. Particulars of dues to Micro, Small and Medium Enterprises under Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act):

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Principle amount due to suppliers under MSMED Act at the year end	-	-
Interest accrued & due to suppliers under MSMED Act on the above amount, unpaid at the year end	-	-
Payment made to suppliers (other than interest) beyond the appointed day during the year	-	-
Interest paid to suppliers under MSMED Act during the year	-	-
Interest due & payable to suppliers under MSMED Act for payments already made	-	-
Interest accrued & remaining unpaid at the end of the year to supplier under MSMED Act.	-	-

Dues to Micro and Small enterprises have been determined to the extent such parties have been identified on the basis of information collected by the management, if any.

29. (A) Value of imported and indigenous Computer and Peripherals Accessories consumed and percentage there of:

Particulars	31-Mar-2023		31-Mar-2022	
	Value	%	Value	%
Imported	-	**0.00%**	-	0.00%
Indigenous	-	**0.00%**	-	0.00%
	-	**0.00%**	-	**0.00%**

(B) Value of imports on CIF basis in respect of:

Particulars	31-Mar-2023	31-Mar-2022
Raw Material, Store & spares and Computer Peripherals	-	-

(C) Expenditure in foreign currency:

Particulars	31-Mar-2023	31-Mar-2022
Traveling	-	-

(D) Earning in foreign currency:

Particulars	31-Mar-2023	31-Mar-2022
Export sales and services	-	-

30. Particulars of Earnings per Shares:

Particulars		31-Mar-2023	31-Mar-2022
a)	Net Profit for the year	**36.96**	83.63
b)	Number of equity shares outstanding at the beginning and at the end of the year	**20,950,677**	20,950,677
c)	Nominal Value of the shares (Rs.)	**10**	10
d)	Basic and diluted Earning per share (Rs.) (a/b)	**0.18**	0.40

31 CURRENT AND DEFERRED TAX

The major components of income tax expense for the years ended March 31, 2023 and March 31, 2022 are:

a) Income tax expense

Particulars	31-Mar-2023	31-Mar-2022
i) Current tax		
Current tax on profits for the year	**33.50**	17.66
Adjustments for current tax of prior period	**2.79**	0.92
Total current tax expense	**36.29**	18.58
ii) Deferred tax		
(Decrease) | Increase in deferred tax liabilities	**-**	-
Decrease | (Increase) in deferred tax assets	**-**	-
Trfd to OCI on actuarial gain or loss	**-**	-
Total deferred tax expense|(benefit)	**-**	-
Income tax expense	**36.29**	18.58

b) The reconciliation between the Statutory income tax rate applicable to the Company and the effective income tax rate of the Company is as follows

Particulars	31-Mar-2023	31-Mar-2022
a) Statutory income tax rate (old regime)	**26.00%**	26.00%
b) Differences due to:		
i) Expenses not deductible for tax purposes	**194.62%**	114.79%
ii) Income exempt from income tax	**0.00%**	0.00%
iii) Income tax incentives	**0.00%**	0.00%
iv) Others	**-209.97%**	-113.16%
Effective income tax rate	**10.65%**	27.63%

c) No aggregate amounts of current and deferred tax have arisen in the reporting periods which have been recognized in equity and not in Statement of Profit and Loss or other comprehensive income.

d) Current tax assets (net)

Particulars	31-Mar-2023	31-Mar-2022
Add: Tax paid in advance, net of provisions during the year	**(25.53)**	(19.63)
Less: Current tax payable for the year	**33.57**	19.11
Closing balance	**8.04**	(0.52)

e) Unrecognized temporary differences

The Company has not recognized deferred tax liability associated with fair value gains on equity share measured at OCI as based on Management projection of future taxable income and existing plan it is not probable that such difference will reverse in the foreseeable future.

32 EMPLOYEE BENEFIT OBLIGATIONS

Funded Scheme

a) Defined Benefit Plans:

Gratuity

The Company operates a gratuity plan through the 'PCS TECHNOLOGY LIMITED Employees Gratuity Trust'. Every Employee is entitled to a benefit equivalent to fifteen days salary last drawn for each completed year of service in line with the Payment of Gratuity Act, 1972 or Company scheme whichever is beneficial. The same is payable at the time of separation from the Company or retirement, whichever is earlier. The benefits vest after five years of continuous service.

Balance sheet amount (Gratuity Liability)

Particulars	(₹ in Lakhs)
March 31, 2021	**34.11**
Current service cost	1.79
Interest expense|(income)	1.49
Total amount recognised in profit and loss	**3.28**
Remeasurements	-
Return on plan assets, excluding amount included in interest expense|(income)	-
(Gain) | Loss from change in financial assumptions	(0.57)
Experience (gains)|losses	
Total amount recognised in other comprehensive income	**(0.57)**
Employer contributions	-
Benefit payments	-
March 31, 2022	**36.82**
Current service cost	1.84
Interest expense|(income)	1.51
Total amount recognised in profit and loss	**3.35**
Remeasurements	
Return on plan assets, excluding amount included in interest expense|(income)	-
(Gain) | Loss from change in financial assumptions	(0.88)
Experience (gains)|losses	-
Total amount recognised in other comprehensive income	**(0.88)**
Employer contributions	-
Benefit payments	-
March 31, 2023	**39.29**

Balance sheet amount (Gratuity Asset)

Particulars	(₹ in Lakhs)
March 31, 2021	**74.85**
Interest income/ (Expense)	4.28
Contribution by Employer	-
Total amount recognised in profit and loss	**4.28**
Remeasurements	
Benefits paid	-
Return on plan assets, excluding amount included in interest expense|(income)	7.93
Experience (gains)|losses	-
Total amount recognised in other comprehensive income	**7.93**
Employer contributions	-
Benefit payments	-
March 31, 2022	**87.06**
Interest income/ (Expense)	4.87
Contribution by Employer	-
Total amount recognised in profit and loss	**4.87**
Remeasurements	-
Benefits paid	-
Return on plan assets, excluding amount included in interest expense|(income)	(0.42)
Experience (gains)|losses	
Total amount recognised in other comprehensive income	**(0.42)**
Employer contributions	-
Benefit payments	-
March 31, 2023	**91.51**

The net liability disclosed above relates to funded and unfunded plans are as follows: (₹ in Lakhs)

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Present value of funded obligations	**39.29**	36.82
Fair value of plan assets	**91.51**	87.06
Deficit of Gratuity plan	**(52.22)**	**(50.24)**

Significant estimates: Actuarial assumptions and sensitivity

The significant actuarial assumptions were as follows:

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Discount rate	**7.33%**	6.33%
Attrition rate	**1.00%**	1.00%
Rate of return on plan assets	**12.00%**	12.00%
Salary escalation rate	**5.00%**	5.00%

Major category of plan assets are as follows: (₹ in Lakhs)

Particulars	31-Mar-2023			
	Quoted	Unquoted	Total	in %
Government of India assets				
Debt instruments				
Corporate bonds	-	-	-	-
Investment funds				
Fixed Deposit	-	91.51	91.51	100%
Others				
Special deposit scheme	-	-	-	-
	-	**91.51**	**91.51**	**100%**

Major category of plan assets are as follows: (₹ in Lakhs)

Particulars	31-Mar-2022			
	Quoted	Unquoted	Total	in %
Government of India assets				
Debt instruments				
Corporate bonds	-	-	-	-
Investment funds				
Fixed Deposit	-	87.06	87.06	100%
Others				
Special deposit scheme	-	-	-	-
	-	**87.06**	**87.06**	**100%**

Risk exposure

Through its defined benefit plans, the Company is exposed to a number of risks, the most significant of which are detailed below:

i) Asset volatility

The plan liabilities are calculated using a discount rate set with reference to bond yields; if plan assets underperform this yield, this will create a deficit. Most of the plan asset investments is in fixed income securities with high grades and in government securities. These are subject to interest rate risk. The Company has a risk management strategy where the aggregate amount of risk exposure on a portfolio level is maintained at a fixed range. Any deviations from the range are corrected by rebalancing the portfolio. The Company intends to maintain the above investment mix in the continuing years.

Expected contributions to post-employment benefit plans for the year ending March 31, 2023 is NIL'

The weighted average duration of the defined benefit obligation is 5 years (2015-16: 5 years). The expected maturity analysis of gratuity is as follows:

Particulars	Total
Defined benefit obligation (gratuity)	
As at March 31, 2023	39.29
As at March 31, 2022	36.82

b) Defined contribution plans:

Amount of Rs.1.52 lakhs (March 31, 2022: Rs.1.00 lakhs) is recognized as expense and included in the Note 21 'Salary and Wages'.

c) Provident fund:

The Company makes monthly contribution to Government approved Provident Fund.

d) Compensated absences amount of Rs.0.08 lakhs (March 31, 2022: Rs.0.51 lakhs) is recognized as expense and included in the Note 21 "Salaries & Wages"

33 Fair Value Measurement

Particulars	31-Mar-23			31-Mar-22		
	FVPL	FVOCI	Amortised cost	FVPL	FVOCI	Amortised cost
Financial assets						
Investments:						
Equity instruments	0.10	-	-	0.10	-	-
Trade receivables	-	-	1.82	-	-	-
Cash and bank balances	-	-	3,316.46	-	-	3,242.71
Other receivables	-	-	-	-	-	-
Total Financial assets	0.10	-	3,318.29	0.10	-	3,242.71
Financial liabilities						
Trade payables	-	-	5.52	-	-	5.72
Security deposits	-	-	-	-	-	-
Directors Loan	-	-	-	-	-	-
Preference Shares	-	-	384.85	-	-	380.59
Total financial liabilities	-	-	390.37	-	-	386.31

Fair Value Heirarchy

This section explains the judgement and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the Financial Statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

i) Financial assets and liabilties which are measured at amortised cost for which fair values are disclosed at March 31, 2023

Particulars	Notes	Level 1	Level 2	Level 3	Total
Financial liabilities					
Directors Loan		-	-	-	-
Preference Shares		-	-	384.85	384.85
Security deposits		-	-	-	-
Total financial liabilities		**-**	**-**	**384.85**	**384.85**

ii) Financial assets and liabilties which are measured at amortised cost for which fair values are disclosed at March 31, 2022

Particulars	Notes	Level 1	Level 2	Level 3	Total
Financial liabilities					
Directors Loan		-	-	-	-
Preference Shares		-	-	380.59	380.59
Security deposits		-	-	-	-
Total financial liabilities		**-**	**-**	**380.59**	**380.59**

There were no transfers between any levels during the year:

Level 1:

Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments and mutual funds that have a quoted price. The fair value of all equity instruments which are traded in the stock exchanges is valued using the closing price as at the reporting period. The mutual funds are valued using the closing net assets value (NAV).

Level 2:

The fair value of financial instruments that are not traded in an active market (for example over-the-counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3:

If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

b) Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

i) the use of quoted market prices or dealer quotes for similar instruments

ii) the fair value of interest rate swaps is calculated as the present value of the estimated future cash flows based on observable yield curves.

iii) the fair value of forward foreign exchange contracts are determined using forward exchange rates at the Balance Sheet date

iv) the fair value of foreign currency option contracts is determined using the Black Scholes valuation model.

v) the fair value of the remaining financial instruments is determined using discounted cash flow analysis.

All of the resulting fair value estimates are included in level 1 and 2.

c) Valuation processes

The finance department of the Company includes a team that performs the valuations of financial assets and liabilities required for financial reporting purposes, including level 3 fair values. This team reports directly to the Chief Financial Officer (CFO).

d) Fair value of financial assets and liabilities measured at amortized cost (₹ in Lakhs)

Particulars	As at March 31, 2023		As at March 31, 2022	
	Carrying amount	Fair value	Carrying amount	Fair value
Financial assets:				
Loans to subsidiary companies	-	-	-	-
Loans to Employees	-	-	-	-
Total financial assets	**-**	**-**	**-**	**-**
Financial liabilities				
Security deposits	26.00	26.00	24.00	24.00
Directors Loan	-	-	-	-
Preference Shares	397.50	384.85	397.50	380.59
Total financial liabilities	**423.50**	**410.85**	**421.50**	**404.59**

The carrying amounts of trade receivables, trade payables, other receivables, short-term security deposits, bank deposits with more than 12 months maturity, capital creditors and cash and cash equivalents including bank balances other than cash and cash equivalents are considered to be the same as their fair values due to the current and short-term nature of such balances.

The fair values of non-current borrowings are based on discounted cash flows using a current borrowing rate. They are classified as level 3 fair values in the fair value hierarchy due to the use of unobservable inputs, including own credit risk.

For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

34 CAPITAL MANAGEMENT

Risk management

The primary objective of the Company's Capital Management is to maximise shareholder value. The Company monitors capital using Debt-Equity ratio, which is total debt divided by total capital plus total debt.

For the purposes of the Company's capital management, the Company considers the following components of its Balance Sheet to be managed capital:

Total equity as shown in the Balance Sheet includes General reserve, Retained earnings, Share capital, Security premium. Total debt includes current debt plus non-current debt.

(₹ in Lakhs)

Particulars	31-Mar-23	31-Mar-22
Total Debt	**384.85**	380.59
Total Equity	**4,259.57**	4,222.30
Debt-Equity ratio	**0.09**	0.09

35 **EXPENDITURE ON CORPORATE SOCIAL RESPONSIBILITY INITIATIVES**

a) Gross amount spent by the Company for the period from FY 2014-15 to FY 2018-19 is Rs.63.10 lakhs. The provisions of CSR are not applicable in FY 2020-21 FY 2021-22 and FY 2022-23.

36 Transaction with Companies Stuck off by ROC u/s 248 of the Companies Act during the year - NIL

37 **REGROUPED | RECAST | RECLASSIFIED**

Figures of the earlier year have been reclassified to conform to Ind AS presentation requirements.

38 **ROUNDING OFF**

All figures are rounded off to the nearest lakhs.

39. Segment Reporting:

The Company is engaged mainly in IT & related FMS services, as such it is the only reportable business segment. The export sales of the company are NIL and hence there is single reportable geographical segment.

40.1 Related parties disclosures:

A Names of the related parties (where control exists) - Subsidiary Companies

1. PCS Positioning Systems (India) Limited
2. PCS Infotech Limited

B Other Related parties with whom there are transactions during the year.

a) Key Management Personnel

1. Mr. G.K.Patni (Chairman)\
2. Mr. A.K.Patni (Vice Chairman)

b) Relatives of key management personnel

1. Mrs. Rajnikanta Patni
   (Wife of Mr. G.K. Patni)
2. Mrs. Sadhna Patni
   (Wife of Mr. A.K. Patni)
3. Mr. Apoorva Patni
   (Son of Mr. A.K.Patni)
4. Mr. Arihant Patni
   (Son of Mr. G.K. Patni)
5. Mrs. Ruchi Patni
   (Daughter-in-law of Mr. G.K. Patni)
6. Sobhagmal M. Patni HUF
   (Mr.G.K.Patni & Mr.A.K.Patni are members of HUF)

c) Affiliates (Enterprises over which Key Management personnel or their relatives have significant influence)

1. Kalpavruksh Systems Private Limited
   (Formerly known as Kalpavruksh Systems Limited)
2. Ashok Patni Family Trust

40.2 Transactions carried out with related parties referred above, in ordinay course of business: (₹ in Lakhs)

	Description	Subsidiaries Companies	Key Management Personnel	Relative of key Management Personnel	Affiliates	Total
1	Sales of goods and services	**-** (-)	**-** (-)	**-** (-)	**27.98** (23.27)	**27.98** (23.27)
2	Rent paid	**-** (-)	**-** (-)	**-** (-)	**-** (-)	**-** (-)
3	Reimbursement of expenses paid	**-** (-)	**-** (-)	**-** (-)	**-** (-)	**-** (-)
4	Recovery of expenses received	**-** (-)	**-** (-)	**-** (-)	**-** (-)	**-** (-)
5	Loan Taken	**-** (-)	**-** (-)	**-** (-)	**-** (-)	**-** (-)
6	Loan Refunded	**-** (-)	**-** (-)	**-** (-)	**-** (-)	**-** (-)
7	Security Deposit (Rent) received back	**-** (-)	**-** (-)	**-** (-)	**-** (-)	**-** (-)
8	Payment returned for receivables	**-** (-)	**-** (-)	**-** (-)	**-** (-)	**-** (-)
9	Remuneration to Directors	**-** (-)	**-** (-)	**-** (-)	**-** (-)	**-** (-)
10	Dividend Paid	**-** (-)	**13.32** (13.32)	**-** (-)	**22.46** (22.46)	**35.78** (35.78)

40.3 Significant transactions carried out with related parties referred above, in ordinary course of business: (₹ in Lakhs)

	Description	Subsidiaries Companies	Key Management Personnel	Relative of key Management Personnel	Affiliates
1	**Sales of goods and services**				
	Kalpavruksh Systems Private Limited	-	-	-	**27.98**
		(-)	(-)	(-)	(25.43)
2	**Rent paid**				
		-	-	-	-
		(-)	(-)	(-)	(-)
3	**Reimbursement of expenses paid**				
		-	-	-	-
		(-)	(-)	(-)	(-)
4	**Recovery of expenses received**				
		-	-	-	-
		(-)	(-)	(-)	(-)
5	**Loan Taken**				
		-	-	-	-
		(-)	(-)	(-)	(-)
6	**Loan Refunded**				
		-	-	-	-
		(-)	(-)	(-)	(-)
7	**Security Deposit (Rent) received back**				
		-	-	-	-
		(-)	(-)	(-)	(-)
8	**Payment returned for receivables**				
		-	-	-	-
		(-)	(-)	(-)	(-)
9	**Remuneration to Directors**				
		-	-	-	-
		(-)	(-)	(-)	(-)
10	**Dividend Paid**				
	Ashok Patni Family Trust	-	-	-	**17.69**
		(-)	(-)	(-)	(17.69)
	Gajendra Kumar Patni	-	**13.32**	-	-
		(-)	(13.32)	(-)	(-)
	Ashoka Computer Systems Pvt Ltd	-	-	-	**1.62**
		(-)	(-)	(-)	(1.62)
	PCS Cullinet Pvt Ltd	-	-	-	**1.62**
		(-)	(-)	(-)	(1.62)
	PCS Finance Pvt Ltd	-	-	-	**1.53**
		(-)	(-)	(-)	(1.53)

40.4 Balance outstanding as at year end: (₹ in Lakhs)

	Description	Subsidiaries Companies	Key Management Personnel	Relative of key Management Personnel	Affiliates	Total
1	**Receivable**	-	-	-	-	-
		(-)	(-)	(-)	(-)	-
2	**Loan taken**	-	-	-	-	-
		(-)	(-)	(-)	(-)	-
3	**Property deposits**	-	-	-	-	-
		(-)	(-)	(-)	(-)	-
4	**Investment in Subsidiary (Net of provisions made)**					
	PCS Positioning Systems (India) Limited	-	-	-	-	-
		(-)	(-)	(-)	(-)	(-)
	PCS Infotech Limited	-	-	-	-	-
		(-)	(-)	(-)	(-)	(-)
5	**Trade Receivables(Net of provisions)**					
	PCS Positioning Systems (India) Limited	-	-	-	-	-
		(-)	(-)	(-)	(-)	(-)
6	**Loans and Advances made to subsidiary (Net of Provisions)**					-
	PCS Positioning Systems (India) Limited	-	-	-	-	-
		(-)	(-)	(-)	(-)	(-)

40.5 Significance closing balances outstanding as at year end:

	Description	Subsidiaries Companies	Key Management Personnel	Relative of key Management Personnel	Affiliates
1	**Receivable**				
		-	-	-	-
		(-)	(-)	(-)	(-)
2	**Loan Taken**				
		-	-	-	-
		(-)	(-)	(-)	(-)
3	**Property Deposits**				
		-	-	-	-
		(-)	(-)	(-)	(-)
4	**Value of investments in Subsidiary**				
	A. PCS Positioning Systems (India) Limited	175.10	-	-	-
	Less: Provision for dimunition in value of investment	(175.10)	(-)	(-)	(-)
	B. PCS Infotech Limited, India	50.00	-	-	-
	Less: Provision for dimunition in value of investment	(50.00)	(-)	(-)	(-)
5	**Trade Receivables from Subsidiary**				
	PCS Positioning Systems (India) Limited	117.33	-	-	-
	Less: Provision for dimunition in value of receivable	(117.33)	(-)	(-)	(-)
6	**Advances given to Subsidiary**				
	PCS Positioning Systems (India) Limited	250.00	-	-	-
	Less: Provision for dimunition in value of advances	(250.00)	(-)	(-)	(-)

41.1 Disclosure required by SEBI (LODR), Regulations 2015:

Amount of loans and advances in nature of loans outstanding from subsidiaries (net of provisions): (₹ in Lakhs)

PCS Positioning Systems (India) Limited	-
	-

Note: Previous year figures are shown in brackets

41.2 Details of Investment by the Loanee in the shares of the company:

None of the Loanee have made investments in the shares of the company.

42. Figures for the previous year have been regrouped/ rearranged wherever necessary.

As per my report of even date attached

For Vinod K Mehta & Co
Chartered Accountants
(FRN-111508W)

Divyesh V Mehta
(Partner)
Membership No. 044293

Place: Mumbai
Date : 23rd May, 2023

For and on behalf of the Board of Directors

G. K. Patni
(Chairman)

A. K. Patni
(Vice Chairman)

Bhaskar Patel
(CEO)

Mehul Monani
(CS)

M P Jain
(CFO)

Place: Mumbai
Date : 23rd May, 2023

MANAGEMENT & ADMINISTRATION

DIRECTORS : Harihara Subramanian,
Ashok Kumar Patni,
Mir Prakash Jain

Registered Office: S. No. 1-A, F-1, Irani Market Compound,Yerawada, Pune - 411 106.

CIN : U72900PN2004PLC019448

NOTICE

NOTICE is hereby given that the 19th Annual General Meeting of the Members of the **PCS POSITIONING SYSTEMS (I) LIMITED** will be held at the Registered Office of the Company at, S. No. 1A, F-1, Irani Mraket Compound, Yerawada, Pune – 411 006, on Wednesday, the 16th day of September, 2023 at 03:00 p.m. to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Profit and Loss Account for the year ended 31st March 2023 and Balance Sheet as on that date together with the Directors' and Auditors' Report thereon.
2. To appoint a Director in place of Mr. Ashokkumar Sobhagmal Patni (Din: 00014194) who retires by rotation and being eligible, offers himself for re-appointment.
3. To Ratify the Appointment of Statutory Auditors of the Company and to fix their Remuneration.

"**RESOLVED THAT** pursuant to section 139, 142 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, and pursuant to the resolution passed by the members at the AGM held on 16th September, 2020, for the appointment of Mr. S. C. Bandi, of S. C. Bandi & Co., Chartered Accountant (registration no. 130850W) as Statutory Auditors of the Company to hold office till the conclusion of the 21st AGM of the Company be and is hereby ratified and that the Board of Directors be and is hereby authorized to fix remuneration payable to them."

By Order of the Board of Directors

A.K Patni
Director
(Din: 00014194)

Mumbai, 04th May, 2023

NOTE:

A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. *Proxies, in order to be effective must be lodged at the registered office of the company not less than 48 hours before the commencement of the meeting.*

DIRECTORS' REPORT

The Members,

PCS POSITIONING SYSTEMS (INDIA) LIMITED

Your Directors of the Company are pleased to present you the Nineteenth Annual Report with the statement of Audited financial accounts for the financial year ended 31st March, 2023.

FINANCIAL RESULTS (**Rs in lakhs**)

Particulars	Financial Year ended 31.03.2023	Financial Year ended 31.03.2022
Sales and other Income	0.07	0
Expenses	(0.30)	(0.51)
Profit/ (Loss) before interest , depreciation & taxation	(0.22)	(0.51)
Interest	-	-
Depreciation	-	-
Profit /(Loss) before taxation	(0.22)	(0.51)
Provision for Taxation (Net)	-	-
Net Profit /(Loss) for the year	(0.22)	(0.51)

OPERATIONS

During the year under review, the management is evaluating various options to restructure the activities in the best interest of the Company.

EXTRACTS OF ANNUAL RETURN

Annual return In accordance with the Companies Act, 2013, the annual return in the prescribed format is available at www.pcstech.com.

DIVIDEND

In view of accumulated losses incurred by the Company, your Directors express their inability to recommend any dividend for the financial year ended 31st March 2023.

RESERVES

Since the Company do not recommend any dividend, it is not required to transfer any amount to the General Reserve of the Company for the year under review.

MATERIAL CHANGES & COMMITEMENTS AFFECTING THE FINANCIAL POSITIONS OF THE COMPANY

No, material changes & Commitments have occurred between the end of Financial year of the Company to which the Financial statement relates and the date of this report which affects the financial position of the Company.

SUBSIDIARY COMPANY

As on March 31, 2023, the Company does not have any subsidiary

CORPORATE SOCIAL RESPONSIBILITY

The Company is not required to constitute a Corporate Social Responsibility Committee as it does not fall within purview of Section 135(1) of the Companies Act, 2013 and hence it is not required to formulate policy on corporate social responsibility.

DECLARATION BY INDEPENDENT DIRECTORS

The Company was not required to appoint Independent Directors under Section 149(4) and Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014 hence no declaration has been obtained

DIRECTORS

Retirement by Rotation

As per Article 105 of the Articles of Association of the Company, Mr. Ashokkumar Sobhagmal Patni, Director of the Company retire by rotation at the ensuing Annual General Meeting and being eligible offer himself for reappointment on the Board of your company.

APPOINTMENT

Mr. Harihara Subramanian was appointed as Additional Director of the Company on 1st March, 2022 was appointed as Director of the Company, liable to Retire by Rotation by the members of the Company in the 18th Annual General Meeting held on 14.09.2022.

Meetings

During the year under review, 4 (four) Board Meetings were convened and held as on 09th May, 2022, 28th July, 2022, 31st October, 2022 and 20th January, 2023. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

Statutory Auditors

The Company's Auditors, Mr. S. C Bandi of M/s. S.C Bandi & Co., Chartered Accountants, Mumbai were appointed by the shareholders at the 16th Annual General Meeting Annual to hold office until the conclusion of the 21st Annual General Meeting.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to sub-section (3C) of Section 134 of the Companies Act, 2013, the Board of Directors of the Company hereby confirms that:

1. In the preparation of the Annual Accounts, the applicable Accounting Standards have been followed along with proper explanation relating to material departures;
2. Appropriate accounting policies have been selected and applied consistently and have made judgments and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the company as at 31st March, 2023 and of the loss of the company for the said year;
3. Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
4. Annual Accounts have been prepared on a going concern basis.
5. The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

All the Details regarding Loans, Guarantees and Investments as required under provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

All the Related party transactions are presented to the Audit Committee and the Board approval is obtained for the transactions made by the Company.

DEPOSITS

Your Company has neither invited nor accepted any deposits from the public so far.

PARTICULARS OF EMPLOYEES

During the financial year, there were no employees drawing remuneration in excess of the monetary ceiling prescribed under Section 197 read with Rule, 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS/OUTGO

Since the Company has not carried out any business activity, it is not required to disclose information under the Section 134 (3) (m) of the Companies Act, 2013.

DISCLOSURE AS PER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has put in place a Policy on Prevention of Sexual Harassment in line with the provisions of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made thereunder.

Internal Complaints Committee (ICC) has been set up to redress complaints, if any, received regarding sexual harassment. All employees whether permanent, contractual, temporary, etc have been covered under this Policy.

The Policy is gender neutral. During the year under review, no complaints alleging sexual harassment were received by the Company.

ACKNOWLEDGEMENTS

Your Directors express their warm appreciation to all the stakeholder of the Company for their co-operation extended to the Company.

On behalf of the Board of Directors

	A.K Patni **Director**	**Mir Prakash Jain** **Director**
Place: Mumbai Date: 04th May, 2023	(DIN: 00014194)	(DIN :01638730)

Independent Auditor's Report to the members of PCS POSITIONING SYSTEMS (INDIA) LIMITED

Report on the Audit of the Financial Statements

Opinion

I have audited the accompanying financial statements of **PCS POSITIONING SYSTEMS (INDIA) LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March 2023 and the Statement of Profit and Loss for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In my opinion and to the best of my information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2023 and loss, Changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Emphasis of Matters

We draw attention to note Going concern of the financial statements which indicate that the Company has accumulated losses and its net worth is fully eroded, the Company had incurred cash loss during the previous year and the Company's current liabilities exceed its current assets as at the balance sheet date. These conditions indicate the existence of an uncertainty that may cast doubt about the Company's ability to continue as a going concern. However, the financial statements of the Company have been prepared on a going concern basis for the reasons stated in the said note

Key Audit Matters

We have determined that there are no key audit matters to communicate in our report.

Information Other than the 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, including Annexures to Board's Report, but does not include the financial statements and my auditor's report thereon.

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

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

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

My objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes my opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, I exercise professional judgement and maintain professional skepticism throughout the audit. I also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial

controls system over financial reporting 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 I conclude that a material uncertainty exists, Iam required to draw attention in my auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

I 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 I identify during my audit.

I also provide those charged with governance with a statement that I 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 my independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of section 143(11) of the Act, I give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, based on my audit, I report that:

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

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

(c) The Balance Sheet and the Statement of Profit and Loss, dealt with by this Report are in agreement with the books of account.

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

(e) On the basis of the written representations received from the directors as on 31st March 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2023 from being appointed as a director in terms of Section 164(2) of the Act.

(f) With respect to the report on adequacy of the Internal Financial Controls Over Financial Reporting of the Company and operating effectiveness of such control, provision is not applicable to the company

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

i. The Company does not have any pending litigations which would impact its financial position;

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

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

iv. The Management has represented, that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested by the company to or in any other person(s) or entities, including foreign entities ("Intermediaries"), with the understanding that the intermediary shall whether directly or indirectly lend or invest in other persons or entities identified in any manner by or on behalf of the company (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of ultimate beneficiaries.

v. The Management has represented that, to the best of its knowledge and belief ,no funds have been received by the company from any person(s) or entities including foreign entities ("Funding Parties") with the understanding that such company shall whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or provide guarantee, security or the like on behalf of the Ultimate beneficiaries.

vi. Based on the audit procedures which we have considered reasonable and appropriate in the circumstances, nothing has come to my notice that has caused me to believe that the representations under sub-clauses (1) and (2) of Rule 11(e) as provided under (1) and (2) above, contain any material misstatement.

3. The Company during the year has not declared any dividend for the previous year in accordance with section 123 of the Companies Act 2013 to the extent it applies to payment of dividend

4. As proviso to rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable for the Company only w.e.f. April 1, 2023, reporting under this clause is not applicable.

For S.C. Bandi& Co.
Chartered Accountants
Firm's Registration No. 130850W
S.C. Bandi
Proprietor
Membership No. 16932
UDIN: 2316932BGQCGB3639

Place: Mumbai
Date: 4th May, 2023

Annexure A to Independent Auditor's Report to the members of PCS POSITIONING SYSTEMS (INDIA) LIMITED on the financial statements for the year ended 31st March 2023 – referred to in paragraph 1 under the heading "Report on Other Legal and Regulatory Requirements" of my report of even date.

In term of the Companies (Auditors Report) Order, 2020 ("the Order"), on the basis of information and explanation given to me and the books and records examined by me in the normal course of audit and such checks as I considered appropriate, to the best of my knowledge and belief, I state as under:

1. In view of the nature of business of the Company, it does not have any Plant property and equipment and hence the provisions of clause 3(i) of the Order are not applicable to the Company.

2. In view of the nature of business of the Company, it does not have any inventories and hence the provisions of clause 3(ii) of the Order are not applicable to the Company.

3. The Company has not granted unsecured loan, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013 during the year.

4. The Company has not granted any loans, or made any investments, or provided any guarantees or security to the parties covered under section 185 and section 186 of the Companies Act, 2013 and hence the provisions of clause 3(iv) of the Order are not applicable to the Company.

5. The Company has not accepted any deposits within the meaning of section 73 to 76 of the Companies Act, 2013 and the Rules framed thereunder and hence the provisions of clause 3(v) of the Order are not applicable to the Company.

6. The Central Government has not prescribed maintenance of cost records under section 148(1) of the Companies Act, 2013 for the activities of the Company.

7. The Company is generally regular in depositing undisputed statutory dues including income tax and other statutory dues with the appropriate authorities. No payments were due in respect of provident fund, employee's state insurance, sales tax, service-tax, duty of customs, duty of excise, value added tax, goods and service tax and cess. There are no undisputed amounts payable in respect of such statutory dues which were in arrears as at 31st March 2023 for a period of more than six months from the date they become payable.

There are no dues of income tax, sales tax, service tax, duty of customs, duty of excise or value added tax, goods and service tax, which have not been deposited on account of disputes.

8. There are no transactions which are not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961)

9. The Company does not have any borrowings from financial institutions or bank or Government or by way of debentures and hence the provisions of clause 3(ix) of the Order are not applicable to the Company.

10. The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence the provisions of clause 3(x) of the Order are not applicable to the Company.

11. a) During the course of our audit, examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company nor on the Company. Nor have we been informed of any such instances by the Management.

b) We have not come across of any instance of material fraud by the Company or on the Company during the course of audit of the standalone financial statement for the year ended March 31, 2023, accordingly the provisions stated in paragraph (xi)(b) of the Order is not applicable to the Company.

c) As represented to us by the management, there are no whistle-blower complaints received by the Company during the year. Accordingly, the provisions stated in paragraph (xi)(c) of the Order is not applicable to Company.

12. In my opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, the provisions stated in paragraph 3(xii) (a) to (c) of the Order are not applicable to the Company.

13. All transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 and the details have been disclosed in the financial statements etc. as required by the applicable accounting standards.

14. The company has internal audit system commensurate with the size and nature of its business.

15. The Company has not entered into any non-cash transactions with directors or persons connected with them and hence the provisions of clause 3(xv) of the Order are not applicable to the Company.

16. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and hence the provisions of clause 3(xvi) of the Order are not applicable to the Company.

17. The company has incurred cash losses of 0.22 lacs and 0.51 lacs in the financial year and in the immediately preceding financial year respectively.

18. There has been no resignation of the statutory auditors during the year.

19. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, no material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.

20. The company does not fall in purview of section 135, of companies Act 2013 and hence the provisions of clause 3(xx) of the Order are not applicable to the Company.

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

For S.C. Bandi& Co.
Chartered Accountants
Firm's Registration No. 130850W
S.C. Bandi
Proprietor
Membership No. 16932
UDIN: 2316932BGQCGB3639

Place: Mumbai
Date: 4th May, 2023

BALANCE SHEET AS AT 31ST MARCH 2023

(₹ in Lakhs)

Particulars	Note	As at 31-Mar-2023	As at 31-Mar-2022
I ASSETS			
1 Non-Current Assets			
(a) Other assets	3	-	-
Total non-current assets		-	-
2 Current assets			
(b) Financial assets			
(i) Trade receivables	4	-	-
(ii) Cash and cash equivalents	5	**10.39**	10.45
(iii) Loans	6	**0.08**	-
(c) Other assets	7	-	-
Total current assets		**10.47**	10.45
TOTAL		**10.47**	10.45
II EQUITY AND LIABILITIES			
1 Equity			
(a) Share capital	8	**176.00**	176.00
(b) Other equity	9	**(533.66)**	(533.44)
Total Equity		**(357.66)**	(357.44)
3 Current Liabilities			
(a) Financial liabilities			
(i) Outstanding Dues of Micro,Small & Medium Enterprises		-	-
(ii) Trade and other payables	10	**118.13**	117.89
Total current liabilities		**118.13**	117.89
4 Non Current Liabilities			
(a) Long-term borrowings	11	**250.00**	250.00
TOTAL		**10.47**	10.45

Balance sheet is as per books of accounts and found correct.

For S C Bandi & Company
Chartered Accountants

S C Bandi
Propreitor
Membership No. 16932

Place : Mumbai
Date: 4th May, 2023

For and on behalf of the Board of Directors

A K Patni
(Director)

Suburamanian H.
(Director)

Place : Mumbai
Date: 4th May, 2023

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2023

(₹ in Lakhs)

Particulars	Note	Year ended 31-Mar-2023	Year ended 31-Mar-2022
I. Revenue from Operations (net)		-	-
II. Other Income		**0.08**	-
III. Total Revenue (I+II)		**0.08**	-
IV. Expenses			
Other expenses	12	**0.30**	0.51
Total expenses		**0.30**	0.51
VI. Profit Before Tax		**(0.22)**	(0.51)
VII. Tax expense		-	-
VIII. Profit for the year (VII - VIII)		**(0.22)**	(0.51)
IX. OTHER COMPREHENSIVE INCOME / (LOSSES)			
Items that will be reclassified subsequently to the statement of profit and loss:		-	-
Income tax on items that will be reclassified subsequently to statement of profit and loss		-	-
Items that will not be reclassified subsequently to the statement of profit and loss:		-	-
Income tax on items that will not be reclassified subsequently to statement of profit and loss		-	-
TOTAL OTHER COMPREHENSIVE INCOME / (LOSSES) (i-ii)		-	-
X TOTAL COMPREHENSIVE INCOME FOR THE YEAR (VII+VIII)		**(0.22)**	(0.51)
Earning per equity share of face value of Rs.10 each			
I) For Contuining operation			
Basic (in Rs.)		**(0.01)**	(0.03)
Diluted (in Rs.)		**(0.01)**	(0.03)
II) For Discontuined Operations		-	-
Basic (in Rs.)			
Diluted (in Rs.)			
II) For Discontuined & Continuing Operations			
Basic (in Rs.)		**(0.01)**	(0.03)
Diluted (in Rs.)		**(0.01)**	(0.03)

Profit and Loss is as per books of accounts and found correct.

For S C Bandi & Company
Chartered Accountants

S C Bandi
Propreitor
Membership No. 16932

Place : Mumbai
Date: 4th May, 2023

For and on behalf of the Board of Directors

A K Patni
(Director)

Suburamanian H.
(Director)

Place : Mumbai
Date: 4th May, 2023

Statement of Changes in Equity for the year ended 31 March, 2023

A Equity Share Capital

Particulars	Amount
As at April 01, 2021	176.00
Changes in Equity share capital during the year	-
As at March 31, 2022	**176.00**
Changes in Equity share capital during the year	-
As at March 31, 2023	**176.00**

B Other Equity

Particulars	Reserves and Surplus						Total Other Equity
	Securities Premium Reserve	General Reserve	Capital reserve	Capital redemption reserve	Retained Earnings	Revaluation Reserve	
As at April 01, 2021	-	-	-	-	(532.93)	-	(532.93)
Profit for the year	-	-	-	-	(0.51)	-	(0.51)
	-	-	-	-		-	
Total comprehensive income for the year	**-**	**-**	**-**	**-**	**(0.51)**	**-**	**(0.51)**
	-	-	-	-	-	-	-
As at March 31, 2022	**-**	**-**	**-**	**-**	**(533.44)**	**-**	**(533.44)**
Profit for the year	-	-	-	-	(0.22)	-	(0.22)
Other Comprehensive Income	-	-	-	-		-	
Total comprehensive income for the year	**-**	**-**	**-**	**-**	**(0.22)**	**-**	**(0.22)**
	-	-	-	-	-	-	-
As at March 31, 2023	**-**	**-**	**-**	**-**	**(533.66)**	**-**	**(533.66)**

The accompanying notes form an integral part of the Financial Statements

For S C Bandi & Company
Chartered Accountants

S C Bandi
Propreitor
Membership No. 16932

Place : Mumbai
Date: 4th May, 2023

For and on behalf of the Board of Directors

A K Patni
(Director)

Suburamanian H.
(Director)

Place : Mumbai
Date: 4th May, 2023

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in Lakhs)

PARTICULARS	Year ended 31-Mar-2023	Year ended 31-Mar-2022
Cash flow arising from operating activities:		
Net loss before tax	**(0.22)**	(0.51)
Adjustment for:	**(0.08)**	-
Fixed assets written-off		
Depreciation	**-**	-
Operating loss before working capital changes	**(0.30)**	(0.51)
Decrease/ (Increase) in Trade and other Receivables	**-**	-
(Decrease)/ Increase in Trade and other payables	**0.24**	0.24
Cash generated from operations	**(0.07)**	(0.27)
Income Tax paid (net of refunds)	**-**	-
Net cash flow from/used operating activities	**(0.07)**	(0.27)
Cash flow arising from investing activities	**-**	-
Cash flow arising from financing activities		
Proceeds from Unsecured Loans taken from holding company	**-**	-
Repayment of Unsecured Loan taken from Directors	**-**	-
Net Cash from financing activities	**-**	-
Net Increase/(Decrease) in Cash/Cash Equivalents	**(0.07)**	(0.27)
Cash and Cash Equivalents at the beginning of the year	**10.45**	10.72
Cash and Cash Equivalents at end of the year	**10.39**	10.45

Cash flow statement is as per books of accounts and found correct.

For S C Bandi & Company
Chartered Accountants

For and on behalf of the Board of Directors

S C Bandi
Propreitor
Membership No. 16932

A K Patni
(Director)

Suburamanian H.
(Director)

Place : Mumbai
Date: 4th May, 2023

Place : Mumbai
Date: 4th May, 2023

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2023

Notes to Financial Statements for the year ended 31 March 2023

1 Basis of Preparation

The Company is Incorporated on 29th June 2004 as a wholly owned subsidiary of PCS Technolgy Limited.

In accordance with the notification issued by the Ministry of Corporate Affairs, the Company has adopted Indian Accounting Standards (referred to as "IndAS") notified under the Companies (Indian Accounting Standards) Rules, 2015 with effect from 1 April, 2017. Previous periods have been restated to IndAS.

These financial statements have been prepared in accordance with IndAS as notified under the Companies (Indian Accounting Standards) Rule, 2015 read with Section 133 of the Companies Act, 2013.

2 Significant Accounting Policies

a) Revenue Recognition

Sale is recognized when risks and rewards of ownership are passed on to the customers, which is on dispatch of goods. Sales are stated exclusive of excise duty and sales tax including VAT wherever applicable. Service revenues are recognized in accordance with the terms and conditions of the contract.

b) Borrowing cost

Borrowing costs that is not directly attributable to the acquisition, construction or production of a qualifying asset is charged to the statement of profit and loss.

c) Going Concern

Company has accumulated losses and its net worth is fully eroded, the Company had incurred cash loss during the previous year and the Company's current liabilities exceed its current assets as at the balance sheet date. These conditions indicate the existence of an uncertainty that may cast doubt about the Company's ability to continue as a going concern. In view of the continuing financial and other support by the shareholders, the financial statements of the Company are prepared on going concern basis.

Particulars		As at 31-Mar-2023	As at 31-Mar-2022
3	**LONG TERM LOANS AND ADVANCES**		
	Income tax paid (net)	**-**	-
	FBT paid (net)	**-**	-
		-	-
4	**TRADE RECEIVABLE**		
	Unsecured, considered good	**-**	-
		-	-
5	**CASH AND BANK BALANCES**		
	Cash and Cash Equivalent		
	Balances with Banks - in Current account	**5.39**	10.45
	Deposits with Original maturity of more than 3 months but less than 12 months	**5.00**	-
		10.39	10.45

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
6 SHORT TERM LOANS AND ADVANCES		
Earnest Money Deposit	-	-
Advance recoverable in cash or in kind	-	-
SECURITY DEPOSIT - OTHER	-	-
Interest Receivable	**0.08**	-
	0.08	-
7 Other assets		
Deposits	-	-
Advances to Suppliers	-	-
	-	-
8 SHARE CAPITAL		
Authorised		
3,000,000 Equity shares of Rs.10/- each	**300.00**	300.00
Issued, Subscribed and Paid up		
1,760,000 Equity shares of Rs.10/- each fully paid up	**176.00**	176.00
	176.00	176.00

(a) Terms /Rights attached to equity shares

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

(b) Details of shareholders holding more than 5% shares in the company

	As at 31-Mar-2023		As at 31-Mar-2022	
Name of shareholder	**No. of Shares held**	**%**	No. of Shares held	%
PCS Technology Limited	**1,760,000**	**100%**	1,760,000	100%

c) Shares held by promoters at the end the year

	As at 31-Mar-2023			As at 31-Mar-2022		
Name of Promoter	**No. of Shares Held**	**%**	**% Change**	No. of Shares Held	%	% Change
Equity Share						
PCS Technology Limited	**1,760,000**	**100%**	**-**	1,760,000	100%	-

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
9 OTHER EQUITY		
Deficit in the statement of profit and loss		
Balance as per last Financial Statement	**(533.44)**	(532.93)
Loss for the year	**(0.22)**	(0.51)
	(533.66)	(533.44)

10 TRADE PAYABLES

	Less Than 1 year	1-2 years	2-3 years	More than 3 years	As at 31-Mar-2023	As at 31-Mar-2022
i) MSME	-	-	-	-	**-**	-
ii) Others	-	-	-	117.33	**117.33**	117.33
iii) Disputed dues (MSMEs)	-	-	-	-	**-**	-
iv) Disputed dues (Others)	-	-	-	-	**-**	-
v) Unbilled Dues	0.24	0.24	0.06	0.27	**0.80**	0.56
					118.13	117.89

11 NON CURRENT LIABILITIES

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Long-term borrowings		
Inter corporate deposits	**250.00**	250.00
Trade Advances	**-**	-
	250.00	250.00
12 OTHER EXPENSES		
Rates & Taxes	**0.01**	0.04
Legal, Professional & Consultancy charges	**0.06**	0.23
Auditor's Remuneration - As auditors	**0.24**	0.24
	0.30	0.51

13 EMPLOYEE BENEFIT OBLIGATIONS

Gratuity

Every Employee is entitled to a benefit equivalent to fifteen days salary last drawn for each completed year of service in line with the Payment of Gratuity Act, 1972 or Company scheme whichever is beneficial. The same is payable at the time of separation from the Company or retirement, whichever is earlier. The benefits vest after five years of continuous service. However, the Company do not have any employee on employment basis. Therefore all disclosures associated with emplyee benefit obligations are not applicable.

14 Fair Value Measurement

a) Fair Value Heirarchy

This section explains the judgement and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the Financial Statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard. There are no financial assets and liabilities which needs to be measured at amortised cost.

There were no transfers between any of the following levels during the year:

Level 1:

Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments and mutual funds that have a quoted price. The fair value of all equity instruments which are traded in the stock exchanges is valued using the closing price as at the reporting period. The mutual funds are valued using the closing net assets value (NAV).

Level 2:

The fair value of financial instruments that are not traded in an active market (for example over-the-counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3:

If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

b) Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

i) the use of quoted market prices or dealer quotes for similar instruments

ii) the fair value of interest rate swaps is calculated as the present value of the estimated future cash flows based on observable yield curves.

iii) the fair value of forward foreign exchange contracts are determined using forward exchange rates at the Balance Sheet date

iv) the fair value of foreign currency option contracts is determined using the Black Scholes valuation model.

v) the fair value of the remaining financial instruments is determined using discounted cash flow analysis.

All of the resulting fair value estimates are included in level 1 and 2.

c) Valuation processes

The finance department of the Company includes a team that performs the valuations of financial assets and liabilities required for financial reporting purposes, including level 3 fair values. This team reports directly to the Chief Financial Officer (CFO).

d) Fair value of financial assets and liabilities measured at amortised cost

The carrying amounts of trade receivables, trade payables, other receivables, short-term security deposits, bank deposits with more than 12 months maturity, capital creditors and cash and cash equivalents including bank balances other than cash and cash equivalents are considered to be the same as their fair values due to the current and short-term nature of such balances.

The fair values of non-current borrowings are based on discounted cash flows using a current borrowing rate. They are classified as level 3 fair values in the fair value hierarchy due to the use of unobservable inputs, including own credit risk.

For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

15 CAPITAL MANAGEMENT

Risk management

The primary objective of the Company's Capital Management is to maximise shareholder value. The Company monitors capital using Debt-Equity ratio, which is total debt divided by total capital plus total debt.

For the purposes of the Company's capital management, the Company considers the following components of its Balance Sheet to be managed capital:

Total equity as shown in the Balance Sheet includes General reserve, Retained earnings, Share capital, Security premium. Total debt includes current debt plus non-current debt.

Particulars	31-Mar-2023	31-Mar-2022
Total Debt	**250.00**	250.00
Total Equity	**(357.66)**	(357.44)
Debt-Equity ratio	**(0.70)**	(0.70)

16 EXPENDITURE ON CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

(a) The criteria for Corporate Social Responsibilities are not applicable to the Company.

(b) Amount spent during the year: Nil

17 REGROUPED | RECAST | RECLASSIFIED

Figures of the earlier year have been reclassified to conform to Ind AS presentation requirements

18 ROUNDING OFF

Figures are round off the nearest Lakhs.

19 OTHER STATUTORY INFORMATION

Addittional regulatory informations as per revised schedule III by mininstry of Corporate affairs issued notification dated 24 th march, 2021 in Division I

1 **Crypto Currency**

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

2 **Loans and Advances**

The Company has not advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) any funds to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

3 **Details of Benami Property held**

No proceeding have been initiated or pending against the company for holding any benami property under the Benami Trasnction (Prohibition) Act, 1988.

4 **Wilful Defaulter**

The Company has not taken any loan or provided any guarantee or security hence it is not declared as wilful defaulter by any bank or financial institution or any other lender during the period under review.

5 **Relationship with Struck off Companies**

The company has not made any transction with companies struck off under section 248 of the Companies Act 2013.

6 **Registration of charges or satisfaction with registrar of companies**

The company has not taken any loan, so creation of charge or satisfaction of charge beyond the statutory period does not arise.

7 **Compliance with number of layers of companies**

The Company does not have Subsidiary Company.

20 **RATIOS**

Particular	31-Mar-23	31-Mar-22	Numerator	Denominator	% Variance	Reason of Variance
a) Current Ratio	**0.089**	0.089	Current Assets	Current Liabilities	-0.07%	
b) Debt-Equity Ratio	**-69.90%**	-69.94%	Total Debt	Total Equity	-0.06%	
C) Return on Capital Employed	**0.06%**	0.14%	Earning before interest and taxes	Capital Employed	-56.24%	Interest on investment & expenses reduced

* All other Ratios are not applicable

21 There is no amount due to "Micro or Small Enterprises" under Micro, Small, and Medium Enterprise Act, 2006. Further no interest is paid/ payable in the terms of section 16 of the said Act.

Current liabilities, has been determined to the extent such parties have been identified on the basis of the information available with the company.

22 The Company has brought forward losses and unabsorbed depreciation as per Income Tax Act. However in view of absence of virtual certainty that the brought forward losses and unabsorbed depreciation will be utilized in future, deferred tax asset in respect of these items is not recognized.

23 Particulars of Earnings per share :

	Particulars	31-Mar-2023	31-Mar-2022
(a)	Net (Loss) for the year (Rs.)	**(0.22)**	(0.51)
(b)	Number of equity shares outstanding at the beginning and at the end of the year	**1,760,000**	1,760,000
(c)	Weighted average number of shares outstanding during the year	**1,760,000**	1,760,000
(d)	Nominal value of the shares (Rs.)	**10**	10
(e)	Basic Earning per share (Rs.)	**(0.01)**	(0.03)

24 Related parties disclosures:

A) Name of related parties where control exists:

a) Holding Company

1. PCS Technology Limited

B) Other related parties with whom there are transactions during the year:

a) Key Management Personnel

1. Mr. A.K.Patni (Director)
2. Mr. H C. Tandon (Director) (Resinged w.e.f. 01/03/2022)
3. Mr. Subramanian Harihara (Director) (Appointed w.e.f. 01/03/2022)

b) Affiliates (Enterprises over which key management personnel or relatives has significant influence):

25 Balance outstanding

Description	Holding Compay	Key Management Personnel	Affiliates	Total
Payables				
PCS Technology Limited	**117.33**			**117.33**
	(117.33)			(117.33)
Inter corporate deposits				
PCS Technology Limited	**250.00**			**250.00**
	(250.00)			(250.00)

Note: Previous year figure are shown in brackets

As per my report of even date

For S C Bandi & Company
Chartered Accountants

For and on behalf of the Board of Directors

S C Bandi
Proprietor
Membership No. 16932

A K Patni
(Director)

Suburamanian H.
(Director)

Place : Mumbai
Date: 4th May, 2023

Place : Mumbai
Date: 4th May, 2023

MANAGEMENT & ADMINISTRATION

DIRECTORS : Gajendra kumar Patni, Ashok Kumar Patni, Yash Bhardwaj

REGISTERED OFFICE : S. No. 1-A, F-1, Irani Market Compound, Yerawada, Pune - 411 106.

CIN : U72900PN2012PLC145598

NOTICE

Notice is hereby given that the meeting of the Eleventh Annual General Meeting of the Members of the Company will be held on Wednesday, 13th September, 2023 at 02:00 p.m at the registered office of the Company situated at S. No. 1-A, F-1, Irani market Compound, Yerawada, Pune -411 106, to transact following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2023 and the Profit & Loss Account of the Company for the year ended on that date and the Reports of the Directors' and Auditors' thereon.
2. To appoint Mr. Gajendra Kumar Patni, Director of the Company, who retires by rotation at this meeting and being eligible, offers himself for re-appointment.
3. To ratify the appointment of Auditors of the Company.

   "**RESOLVED THAT** pursuant to the section 139, 142 and other applicable provisions of the Companies Act, 2013 and rules made thereunder and pursuant to the resolution passed by the members at the 8th Annual General Meeting held on 16th September, 2020 for the appointment of Mr. S. C. Bandi, of S. C. Bandi & Co., Chartered Accountant (registration no. 130850W) as Statutory Auditors of the Company to hold office till the conclusion of the 13th AGM of the Company be and is hereby ratified and that the Board of Directors be and is hereby authorized to fix remuneration payable to them."

Registered Office
S. No. 1-A, F-1.
Irani Market Compound, Yerawada
Dist Pune 412 106

By Order of the Board
For PCS Infotech Ltd.

G.K Patni
Director
(Din:00014163)

A.K Patni
Director
(Din:00014194)

Place: Mumbai,
Date: 4th May, 2023

DIRECTORS' REPORT

The Members,

PCS INFOTECH LIMITED

Your Directors of the Company are pleased to present the 11th Annual Report with the statement of Audited financial accounts for the financial year ended 31st March 2023.

FINANCIAL RESULTS **(Rs in lakhs)**

Particulars	Financial Year ended 31.03.2023	Financial Year ended 31.03.2022
Net Sales and other Income	04.49	04.12
Expenses	(0.41)	(0.75)
Profit/ (Loss) before interest , depreciation & taxation	04.07	03.37
Interest	-	-
Depreciation	-	-
Profit /(Loss) before Taxation	04.07	03.37
Provision for Taxation (Net)	(1.10)	(0.87)
Net Profit / (loss) for the year	02.96	02.50

OPERATIONS

During the year, the Company has focused only on selected orders, where cost and margins are fair.

EXTRACTS OF ANNUAL RETURN

Annual return In accordance with the Companies Act, 2013, the annual return in the prescribed format is available at www.pcstech.com.

DIVIDEND

In order to conserve the resources of the Company, your Directors express their inability to recommend any dividend for the financial year ended 31st March 2023.

RESERVES

Since, the Company do not recommend any dividend, it is not required to transfer any amount to the General Reserve of the Company for the year under review.

MATERIAL CHANGES & COMMITEMENTS AFFECTING THE FINANCIAL POSITIONS OF THE COMPANY

No, material changes & Commitments have occurred between the end of Financial year of the Company to which the Financial statement relates and the date of this report which affects the financial position of the Company.

DIRECTORS

Retirement by Rotation

As per Article 105 of the Articles of Association of the Company, Mr. Gajendra Kumar Patni, Director of the Company retire by rotation at the ensuing Annual General Meeting and being eligible offer themselves for re-appointment on the Board of your company.

Appointment

Mr. Yash Bhardwaj who was appointed as Additional Director of the Company on 30.10.2021 was appointed as Director of the Company, liable to Retire by Rotation by the members of the Company in the 10th Annual General Meeting held on 14.09.2022.

Meetings

During the year under review, 4 (four) Board Meetings were convened and held as on 09th May, 2022, 28th July, 2022, 31st October, 2022 and 20th January, 2023. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

Statutory Auditors

The Company's Auditors, Mr. S.C Bandi of M/s S.C Bandi & Co., Chartered Accountants, Mumbai were appointed by the shareholders at the 8th Annual General Meeting held on 16th September, 2020 to hold office until the conclusion of the 13th Annual General Meeting.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to sub-section (3C) of Section 134 of the Companies Act, 2013, the Board of Directors of the Company hereby confirms that:

1. In the preparation of the Annual Accounts, the applicable Accounting Standards have been followed along with proper explanation relating to material departures;
2. Appropriate accounting policies have been selected and applied consistently and have made judgments and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the company as at 31st March, 2023 and of the profit of the company for the said year;
3. Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
4. Annual Accounts have been prepared on a going concern basis.
5. The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

All the Details regarding Loans, Guarantees and Investments as required under provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

DEPOSITS

Your Company has neither invited nor accepted any deposits from the public so far.

PARTICULARS OF EMPLOYEES

During the financial year, there were no employees drawing remuneration in excess of the monetary ceiling prescribed under Section 197 read with Rule, 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS/OUTGO

Since the Company has not carried out any business activity, it is not required to disclose information under the Section 134 (3) (m) of the Companies Act, 2013.

DISCLOSURE AS PER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has put in place a Policy on Prevention of Sexual Harassment in line with the provisions of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made thereunder.

Internal Complaints Committee (ICC) has been set up to redress complaints, if any, received regarding sexual harassment. All employees whether permanent, contractual, temporary, etc have been covered under this Policy.

The Policy is gender neutral. During the year under review, no complaints alleging sexual harassment were received by the Company.

ACKNOWLEDGEMENTS

Your Directors express their warm appreciation to all the stakeholder of the Company for their co-operation extended to the Company

On behalf of the Board of Directors

	Director	**Director**
Place: Mumbai,	**A.K.Patni**	**G.K Patni**
Date: 04th May, 2023	**(Din:00014194)**	**(Din: 00014163)**

Independent Auditor's Report to the members of PCS Infotech Limited

Report on the Audit of the Financial Statements

Opinion

I have audited the accompanying financial statements of **PCS Infotech Limited** ("the Company"), which comprise the Balance Sheet as at 31st March 2023 and the Statement of Profit and Loss for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In my opinion and to the best of my information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2023 and profit, Changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

We have determined that there are no key audit matters to communicate in our report.

Information Other than the 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, including Annexures to Board's Report, but does not include the financial statements and my auditor's report thereon.

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

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

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

My objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes my opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, I exercise professional judgement and maintain professional skepticism throughout the audit. I also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting 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 I conclude that a material uncertainty exists, Iam required to draw attention in my auditor's report to the

related disclosures in the financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

I 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 I identify during my audit.

I also provide those charged with governance with a statement that I 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 my independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of section 143(11) of the Act, I give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, based on my audit, I report that:

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

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

   (c) The Balance Sheet and the Statement of Profit and Loss, dealt with by this Report are in agreement with the books of account.

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

   (e) On the basis of the written representations received from the directors as on 31st March 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2023 from being appointed as a director in terms of Section 164(2) of the Act.

   (f) With respect to the report on adequacy of the Internal Financial Controls Over Financial Reporting of the Company and operating effectiveness of such control, provision is not applicable to the company

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

      i. The Company does not have any pending litigations which would impact its financial position;

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

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

      iv. The Management has represented, that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested by the company to or in any other person(s) or entities, including foreign entities ("Intermediaries"), with the understanding that the intermediary shall whether directly or indirectly lend or invest in other persons or entities identified in any manner by or on behalf of the company (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of ultimate beneficiaries.

      v. The Management has represented that, to the best of its knowledge and belief ,no funds have been received by the company from any person(s) or entities including foreign entities ("Funding Parties") with the understanding that such company shall whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or provide guarantee, security or the like on behalf of the Ultimate beneficiaries.

      vi. Based on the audit procedures which we have considered reasonable and appropriate in the circumstances, nothing has come to my notice that has caused me to believe that the representations under sub-clauses (1) and (2) of Rule 11(e) as provided under (1) and (2) above, contain any material misstatement.

3. The Company during the year has not declared any dividend for the previous year in accordance with section 123 of the Companies Act 2013 to the extent it applies to payment of dividend

4. As proviso to rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable for the Company only w.e.f. April 1, 2023, reporting under this clause is not applicable.

For S.C. Bandi& Co.
Chartered Accountants
Firm's Registration No. 130850W
S.C. Bandi
Proprietor
Membership No. 16932
UDIN :23016932BGQCGA1733

Place: Mumbai
Date: 4th May, 2023

Annexure A to Independent Auditor's Report to the members of PCS Infotech Limited on the financial statements for the year ended 31st March 2023 – referred to in paragraph 1 under the heading "Report on Other Legal and Regulatory Requirements" of my report of even date.

In term of the Companies (Auditors Report) Order, 2020 ("the Order"), on the basis of information and explanation given to me and the books and records examined by me in the normal course of audit and such checks as I considered appropriate, to the best of my knowledge and belief, I state as under:

1. In view of the nature of business of the Company, it does not have any Plant property and equipment and hence the provisions of clause 3(i) of the Order are not applicable to the Company.

2. In view of the nature of business of the Company, it does not have any inventories and hence the provisions of clause 3(ii) of the Order are not applicable to the Company.

3. The Company has not granted unsecured loan, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013 during the year.

4. The Company has not granted any loans, or made any investments, or provided any guarantees or security to the parties covered under section 185 and section 186 of the Companies Act, 2013 and hence the provisions of clause 3(iv) of the Order are not applicable to the Company.

5. The Company has not accepted any deposits within the meaning of section 73 to 76 of the Companies Act, 2013 and the Rules framed thereunder and hence the provisions of clause 3(v) of the Order are not applicable to the Company.

6. The Central Government has not prescribed maintenance of cost records under section 148(1) of the Companies Act, 2013 for the activities of the Company.

7. The Company is generally regular in depositing undisputed statutory dues including income tax and other statutory dues with the appropriate authorities. No payments were due in respect of provident fund, employee's state insurance, sales tax, service-tax, duty of customs, duty of excise, value added tax, goods and service tax and cess. There are no undisputed amounts payable in respect of such statutory dues which were in arrears as at 31st March 2023 for a period of more than six months from the date they become payable.

There are no dues of income tax, sales tax, service tax, duty of customs, duty of excise or value added tax, goods and service tax, which have not been deposited on account of disputes.

8. There are no transactions which are not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961)

9. The Company does not have any borrowings from financial institutions or bank or Government or by way of debentures and hence the provisions of clause 3(ix) of the Order are not applicable to the Company.

10. The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence the provisions of clause 3(x) of the Order are not applicable to the Company.

11. a) During the course of our audit, examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company nor on the Company. Nor have we been informed of any such instances by the Management.

b) We have not come across of any instance of material fraud by the Company or on the Company during the course of audit of the standalone financial statement for the year ended March 31, 2023, accordingly the provisions stated in paragraph (xi)(b) of the Order is not applicable to the Company.

c) As represented to us by the management, there are no whistle-blower complaints received by the Company during the year. Accordingly, the provisions stated in paragraph (xi)(c) of the Order is not applicable to Company.

12. In my opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, the provisions stated in paragraph 3(xii) (a) to (c) of the Order are not applicable to the Company.

13. All transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 and the details have been disclosed in the financial statements etc. as required by the applicable accounting standards.

14. The company has internal audit system commensurate with the size and nature of its business.

15. The Company has not entered into any non-cash transactions with directors or persons connected with them and hence the provisions of clause 3(xv) of the Order are not applicable to the Company.

16. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and hence the provisions of clause 3(xvi) of the Order are not applicable to the Company.

17. The company has not incurred cash losses in the financial year and in the immediately preceding financial year.

18. There has been no resignation of the statutory auditors during the year.

19. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, no material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.

20. The company does not fall in purview of section 135, of companies Act 2013 and hence the provisions of clause 3(xx) of the Order are not applicable to the Company.

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

For S.C. Bandi& Co.
Chartered Accountants
Firm's Registration No. 130850W
S.C. Bandi
Proprietor
Membership No. 16932
UDIN :23016932BGQCGA1733

Place: Mumbai
Date: 4th May, 2023

BALANCE SHEET AS AT 31ST MARCH, 2023

(₹ in Lakhs)

Particulars	Note	As at 31-Mar-2023	As at 31-Mar-2022
ASSETS			
Non-Current assets			
Other assets	3	-	-
Current assets			
Financial assets			
Cash and Cash Equivalents	4	**96.90**	92.90
Loans	5	**0.79**	0.62
Other Financial Assets	6	-	0.31
		97.69	**93.83**
EQUITY AND LIABILITIES			
Equity			
Share Capital	7	**50.00**	50.00
Other Equity	8	**46.24**	43.27
Current Liabilities			
Outstanding Dues of Micro, Small & Medium Enterprises		-	-
Trade And Other Payables	9	**0.80**	0.56
Current Tax Liabilities (Net)	10	**0.65**	-
		97.69	93.83

The accompanying notes are an integral part of the financial statements

As per my report of even date attached

For S.C. Bandi & Co.
Chartered Accountants

For and on behalf of the Board of Directors

S. C. Bandi
(Proprietor)
M. No. 16932

A. K. Patni
(Director)

G. K. Patni
(Director)

Place: Mumbai
Date : 4th May, 2023

Place: Mumbai
Date : 4th May, 2023

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in Lakhs)

Particulars	Note	Year ended 31-Mar-2023	Year ended 31-Mar-2022
REVENUE			
Other Income	**11**	**4.49**	4.12
Total Revenue		**4.49**	4.12
EXPENSES			
Other expenses	**12**	**0.42**	0.75
Total Expenses		**0.42**	0.75
PROFIT BEFORE TAX AND AFTER EXCEPTIONAL ITEMS		**4.08**	3.37
Tax expenses:			
Current tax		**1.10**	0.90
Short Provision for Income Tax		0.01	-0.03
Total tax expenses		**1.11**	0.87
Profit after tax		**2.97**	2.50
OTHER COMPREHENSIVE INCOME / (LOSSES)			
Items that will be reclassified subsequently to the statement of profit and loss:		-	-
Income tax on items that will be reclassified subsequently to statement of profit and loss		-	-
Items that will not be reclassified subsequently to the statement of profit and loss:		-	-
Income tax on items that will not be reclassified subsequently to statement of profit and loss		-	-
TOTAL OTHER COMPREHENSIVE INCOME / (LOSSES) (i-ii)		-	-
TOTAL COMPREHENSIVE INCOME FOR THE YEAR (VII+VIII)		**2.97**	2.50
Earning per equity share of face value of Rs.10 each			
I) For Contuining operation			
Basic (in Rs.)		**0.59**	0.50
Diluted (in Rs.)		**0.59**	0.50
II) For Discontuined Operations			
Basic (in Rs.)		-	-
Diluted (in Rs.)			
II) For Discontuined & Continuing Operations			
Basic (in Rs.)		**0.59**	0.50
Diluted (in Rs.)		**0.59**	0.50

The accompanying notes are an integral part of the financial statements

As per my report of even date attached

For S.C. Bandi & Co.
Chartered Accountants

For and on behalf of the Board of Directors

S. C. Bandi
(Proprietor)
M. No. 16932

A. K. Patni
(Director)

G. K. Patni
(Director)

Place: Mumbai
Date : 4th May, 2023

Place: Mumbai
Date : 4th May, 2023

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH, 2023

A Equity Share Capital

Particulars	(₹ in Lakhs)
As at April 01, 2021	50.00
Changes in Equity share capital during the year	-
As at March 31, 2022	**50.00**
Changes in Equity share capital during the year	-
As at March 31, 2023	**50.00**

B Other Equity (₹ in Lakhs)

Particulars	Reserves and Surplus						Total Other Equity
	Securities Premium Reserve	General Reserve	Capital reserve	Capital redemption reserve	Retained Earnings	Revaluation Reserve	
As at April 01, 2021	-	-	-	-	40.77	-	40.77
Profit for the year	-	-	-	-	2.50	-	2.50
Other Comprehensive Income	-	-	-	-	-	-	-
Total comprehensive income for the year	**-**	**-**	**-**	**-**	**2.50**	**-**	**2.50**
Dividend paid (including dividend distribution tax)	-	-	-	-	-	-	-
As at March 31, 2022	**-**	**-**	**-**	**-**	**43.27**	**-**	**43.27**
Profit for the year	-	-	-	-	2.97	-	2.97
Other Comprehensive Income	-	-	-	-		-	-
Total comprehensive income for the year	**-**	**-**	**-**	**-**	**2.97**	**-**	**2.97**
Dividend paid (including dividend distribution tax)	-	-	-	-	-	-	-
Reserve Withdrawn	-	-	-	-		-	-
As at March 31, 2023	**-**	**-**	**-**	**-**	**46.24**	**-**	**46.24**

The accompanying notes form an integral part of the Financial Statements

As per my report of even date attached

For S.C. Bandi & Co.
Chartered Accountants

S. C. Bandi
(Proprietor)
M. No. 16932

Place: Mumbai
Date : 4th May, 2023

For and on behalf of the Board of Directors

A. K. Patni
(Director)

G. K. Patni
(Director)

Place: Mumbai
Date : 4th May, 2023

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in Lakhs)

Particulars		Year ended 31-Mar-2023	Year ended 31-Mar-2022
A.	**Cash flow from operating activities**		
	Net profit before tax and extra ordinary items	**4.08**	3.37
	Operating profit before working capital changes	**4.08**	3.37
	Decrease/ (increase) in trade and others receivables	**0.31**	-0.31
	(Decrease)/ increase in trade and other payables	**0.89**	-0.53
	Cash generated from operations	**5.27**	2.53
	Income tax paid (net of refunds)	**-1.11**	-0.87
	Net cash flow from/ (used in) operating activities	**4.17**	1.66
B.	**Cash flow from investing activities**	**-0.17**	0.09
		-0.17	0.09
C.	**Cash from financing activities**		
	Repayment of long-term borrowings (net)	**-**	-
	Issue of share capital	**-**	-
	Purchase of non-current investments	**-**	-
	Net cash from/ (used in) financing activities	**-**	-
	Net increase/ (decrease) in cash and cash equivalents	**4.00**	1.75
	Cash and cash equivalents at beginning of the period	**92.90**	91.15
	Cash and cash equivalents at end of the period	**96.90**	92.90

The accompanying notes are an integral part of the financial statements

As per my report of even date attached

For S.C. Bandi & Co.
Chartered Accountants

For and on behalf of the Board of Directors

S. C. Bandi
(Proprietor)
M. No. 16932

A. K. Patni
(Director)

G. K. Patni
(Director)

Place: Mumbai
Date : 4th May, 2023

Place: Mumbai
Date : 4th May, 2023

Notes to financial statements for the year ended 31 March 2023

1 Basis of preparation:

The Company is incorporated on 5th December 2012 as a wholly owned subsidiary of PCS Technology Limited.

In accordance with the notification issued by the Ministry of Corporate Affairs, the Company has adopted Indian Accounting Standards (referred to as "IndAS") notified under the Companies (Indian Accounting Standards) Rules, 2015 with effect from 1 April, 2017. Previous periods have been restated to IndAS.

These financial statements have been prepared in accordance with IndAS as notified under the Companies (Indian Accounting Standards) Rule, 2015 read with Section 133 of the Companies Act, 2013.

2 Significant Accounting Policies:

A Revenue recognition:

Revenue is recognised as per the provisions of the Indian Accounting Standards 18 on "Revenue Recognition" issued by Institute of Chartered Accountants of India and the provisions of The Companies Act, 2013.

B Taxes on income:

Tax expenses comprise current tax and deferred tax charges or release. Deferred tax is recognized on timing difference subject to consideration and prudence, being the difference between taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent period.

C Provisions, Contingent Liabilities and Contingent Assets:

Provisions involving substantial degree of estimation in measurement are recognized when there is present obligation as a result of past events and it is probable that there will be outflow of resources. Contingent Liabilities are not recognized but are disclosed in the Notes. Contingent Assets are neither recognized nor disclosed in the financial statements.

Particulars		As at 31-Mar-2023	As at 31-Mar-2022
3	**Other assets**		
		-	**-**
		-	**-**
4	**Cash and Bank Balances**		
	Cash & Cash Equivalents		
	Cash in hand	**-**	**-**
	Balances with Banks		
	In Current account	16.90	12.90
	Deposits with Original maturity of more than 3 months but less than 12 months	80.00	80.00
		96.90	**92.90**
5	**Short Term Loans and Advances**		
	Prepaid Expenses	**-**	**-**
	Inter Corporate Deposits: In Others (Unquoted)		
	Other receivables	0.79	0.62
		0.79	**0.62**
6	**Other Financial Assets**		
	Income tax paid (Net of provisions)	-	0.31
		-	**0.31**

(₹ in Lakhs)

	Particulars	As at 31-Mar-2023	As at 31-Mar-2022
7	**SHARE CAPTIAL**		
	Authorised		
	10,00,000 Equity Share of Rs.10 each	**100.00**	100.00
	Issued, Subscribed and Paid-up		
	500,000 Equity Shares of Rs.10 fully paid-up	**50.00**	50.00

a) Terms/ Rights attached to Equity Shares:

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

b) Reconciliation of the shares outstanding at the beginning and end of the year:

Particulars	Number	(₹ in Lakhs)
Shares outstanding at the beginning of the year	500,000	50.00
Shares issued during the year	-	-
Shares outstanding at the end of the year	500,000	50.00

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

Name of shareholder	As at 31-Mar-2023		As at 31-Mar-2022	
	No.of shares	% holding	No.of shares	% holding
PCS Technology Limited	500,000	100.00	500,000	100.00

		As at 31-Mar-2023	As at 31-Mar-2022
8	**Reserves and Surplus**		
	Opening balance	**43.27**	40.77
	Add: Profit for the year	**2.97**	2.50
	Closing balance	**46.24**	43.27

9 Trade Payables

		Less Than 1 year	1-2 years	2-3 years	More than 3 years	As at 31-Mar-23	As at 31-Mar-22
i)	MSME	-	-	-	-		
ii)	Others	-	-	-	-		
iii)	Disputed dues (MSMEs)	-	-	-	-		
iv)	Disputed dues (Others)	-	-	-	-		
v)	Unbilled Dues	0.24	0.24	0.059	0.27	**0.80**	0.56
						0.80	0.56

(₹ in Lakhs)

	Particulars	Period ended 31-Mar-2023	Period ended 31-Mar-2022
10	**Other current liabilities**		
	Income tax Provision (Net of taxes paid)	**0.65**	-
	Income tax paid (Net of provisions)		
		0.65	-
11	**Other Income**		
	Interest Received	**4.49**	4.12
	Misc Income	**-**	-
		4.49	4.12
12	**Other expeses**		
	Rates & Taxes	**0.01**	0.12
	Audit Fees	**0.24**	0.24
	Legal & Professional Charges	**0.09**	0.35
	Miscellaneous expenses	**0.05**	0.05
		0.42	0.75

13 CURRENT AND DEFERRED TAX

The major components of income tax expense for the year ended March 31, 2023 and year ended March 31, 2022 are:

a) Income tax expense

Particulars	2022-23	2021-22
i) Current tax		
Current tax on profits for the year	**1.10**	0.90
Adjustments for current tax of prior period	**0.01**	-0.03
Total current tax expense	**1.11**	0.87
ii) Deferred tax		
(Decrease) | Increase in deferred tax liabilities	**-**	-
Decrease | (Increase) in deferred tax assets	**-**	-
Trfd to OCI on actuarial gain or loss	**-**	-
Total deferred tax expense|(benefit)	**-**	-
Income tax expense	**1.11**	0.87

b) The reconciliation between the Statutory income tax rate applicable to the Company and the effective income tax rate of the Company is as follows

Particulars	2022-23	2021-22
a) Statutory income tax rate	**26.00%**	26.00%
b) Differences due to:		
i) Expenses not deductible for tax purposes	**0.00%**	0.00%
ii) Income exempt from income tax	**0.00%**	0.00%
iii) Income tax incentives	**0.00%**	0.00%
iv) Others	**0.00%**	0.00%
Effective income tax rate	**26.00%**	26.00%

c) No aggregate amounts of current and deferred tax have arisen in the reporting periods which have been recognised in equity and not in Statement of Profit and Loss or other comprehensive income.

d) Current tax liabilities (net)

Particulars	As at 31-03-2023	As at 31-03-2022
Opening balance	**(0.31)**	-
Add: Current tax payable for the year	**1.10**	0.90
Less: Taxes paid	**0.14**	1.21
Closing balance	**0.65**	(0.31)

e) Current tax assets (net)

Particulars	As at 31-03-2023	As at 31-03-2022
Opening balance	-	-
Add: Tax paid in advance, net of provisions during the year	-	-
Less: Current tax payable for the year	-	-
Closing balance	-	-

f) Deferred tax liabilities (net)

i) The balance comprises temporary differences attributable to the below items and corresponding movement in deferred tax liabilities | (assets):

Particulars	As at 31-03-2023	(charged) | Credited to profit or loss	As at 31-03-2022	(charged) | Credited to profit or loss | OCI
Property, plant and equipment	-	-	-	
Other Intangible assets	-	-	-	
Fair valuation of Investments	-	-	-	
Export Incentives	-	-	-	
Total deferred tax liabilities	-	-	-	-
Impairment in value of investments	-	-	-	-
Provision for Warranty expenses	-	-	-	-
Provision for leave encashment	-	-	-	-
Provision for gratuity	-	-	-	-
Provision for VRS	-	-	-	-
Fair valuation of loans to subsidiary company	-	-	-	-
Total deferred tax assets	-	-	-	-
Net deferred tax (asset) | liability	-	-	-	-

g) Unrecognsied temporary differences

The Company has not recognised deferred tax liability associated with fair value gains on equity share measured at OCI as based on Management projection of future taxable income and existing plan it is not probable that such difference will reverse in the foreseeable future.

14 EMPLOYEE BENEFIT OBLIGATIONS

Gratuity

Every Employee is entitled to a benefit equivalent to fifteen days salary last drawn for each completed year of service in line with the Payment of Gratuity Act, 1972 or Company scheme whichever is beneficial. The same is payable at the time of separation from the Company or retirement, whichever is earlier. The benefits vest after five years of continuous service. However, the Company do not have any employee on employment basis. Therefore all disclosures associated with emplyee benefit obligations are not applicable.

15 Fair Value Measurement

Fair Value Heirarchy

This section explains the judgement and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the Financial Statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard. There are no financial assets and liabilities which needs to be measured at amortised cost.

There were no transfers between any of the following levels during the year:

Level 1:

Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments and mutual funds that have a quoted price. The fair value of all equity instruments which are traded in the stock exchanges is valued using the closing price as at the reporting period. The mutual funds are valued using the closing net assets value (NAV).

Level 2:

The fair value of financial instruments that are not traded in an active market (for example over-the-counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3:

If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

b) Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

i) the use of quoted market prices or dealer quotes for similar instruments

ii) the fair value of interest rate swaps is calculated as the present value of the estimated future cash flows based on observable yield curves.

iii) the fair value of forward foreign exchange contracts are determined using forward exchange rates at the Balance Sheet date.

iv) the fair value of foreign currency option contracts is determined using the Black Scholes valuation model.

v) the fair value of the remaining financial instruments is determined using discounted cash flow analysis.

All of the resulting fair value estimates are included in level 1 and 2.

c) Valuation processes

The finance department of the Company includes a team that performs the valuations of financial assets and liabilities required for financial reporting purposes, including level 3 fair values. This team reports directly to the Chief Financial Officer (CFO).

d) Fair value of financial assets and liabilities measured at amortised cost

The carrying amounts of trade receivables, trade payables, other receivables, short-term security deposits, bank deposits with more than 12 months maturity, capital creditors and cash and cash equivalents including bank balances other than cash and cash equivalents are considered to be the same as their fair values due to the current and short-term nature of such balances.

The fair values of non-current borrowings are based on discounted cash flows using a current borrowing rate. They are classified as level 3 fair values in the fair value hierarchy due to the use of unobservable inputs, including own credit risk.

For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

16 CAPITAL MANAGEMENT

Risk management

The primary objective of the Company's Capital Management is to maximise shareholder value. The Company monitors capital using Debt-Equity ratio, which is total debt divided by total capital plus total debt.

For the purposes of the Company's capital management, the Company considers the following components of its Balance Sheet to be managed capital:

Total equity as shown in the Balance Sheet includes General reserve, Retained earnings, Share capital, Security premium. Total debt includes current debt plus non-current debt.

Particulars	31-Mar-23	31-Mar-22
Total Debt	-	-
Total Equity	**50.00**	50.00
Debt-Equity ratio	-	-

17 EXPENDITURE ON CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

(a) The criteria for Corporate Social Responsibilities are not applicable to the Company.

(b) Amount spent during the year: Nil

18 REGROUPED | RECAST | RECLASSIFIED

Figures of the earlier year have been reclassified to conform to Ind AS presentation requirements

19 ROUNDING OFF

Figures are round off the nearest in lakhs.

20 OTHER STATUTORY INFORMATION

Addittional regulatory informations as per revised schedule III by mininstry of Corporate affairs issued notification dated 24 th march, 2021 in Division I

1 Crypto Currency

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

2 Loans and Advances

The Company has not advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) any funds to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

3 Details of Benami Property held

No proceeding have been initiated or pending against the company for holding any benami property under the Benami Trasnction (Prohibition) Act, 1988.

4 Wilful Defaulter

The Company has not taken any loan or provided any guarantee or security hence it is not declared as wilful defaulter by any bank or financial institution or any other lender during the period under review.

5 Relationship with Struck off Companies

The company has not made any transction with companies struck off under section 248 of the Companies Act 2013.

6 Registration of charges or satisfaction with registrar of companies

The company has not taken any loan, so creation of charge or satisfaction of charge beyond the statutory period does not arise.

7 Compliance with number of layers of companies

The Company does not have Subsidiary Company.

21 RATIOS

Particular	31-Mar-23	31-Mar-22	Numerator	Denominator	% Variance	Reason For Variance for ratios where variance is more than 25%
a) Current Ratio	67.57	167.40	Current Assets	Current Liabilities	-59.64%	Tax liability increased
b) Debt-Equity Ratio	-	-	Total Debt	Total Equity	-	
C) Return on Capital Employed	4.23%	3.61%	Earning before interest and taxes	Capital Employed	17.16%	
d) NP Ratio	66%	61%	Net Profit	Revenue	8.97%	

* All other Ratios are not applicable

22 There is no amount due to "Micro or Small Enterprises" under Micro, Small, and Medium Enterprise Act, 2006. Further no interest is paid/ payable in the terms of section 16 of the said Act.

23 **Particulars of Earnings Per Shares:** (₹ in Lakhs)

Particulars	31-Mar-23	31-Mar-22
a) Net Profit for the year		
Before extraordinary items (Rs.)	**2.97**	2.50
After extraordinary items (Rs.)	**2.97**	2.50
b) Number of equity shares outstanding at the beginning and at the end of the year	**500,000**	500,000
c) Nominal Value of the shares (Rs.)	**10.00**	10.00
d) Basic and diluted Earning per share (Rs.) (a/b)	**0.59**	0.50

24 **Related parties disclosures:**

A **Names of the related parties (where control exists)**

PCS Technology Limited - Holding Company

B There are no transactions during the current & previous year with any of the related party of the year

As per my report of even date attached

For S.C. Bandi & Co.
Chartered Accountants

For and on behalf of the Board of Directors

S. C. Bandi
(Proprietor)
M. No. 16932

A. K. Patni
(Director)

G. K. Patni
(Director)

Place: Mumbai
Date : 4th May, 2023

Place: Mumbai
Date : 4th May, 2023

PCS TECHNOLOGY LIMITED

INDEPENDENT AUDITOR'S REPORT (CONSOLIDATED ACCOUNTS)

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF PCS TECHNOLOGY LIMITED (GROUP)

Report on the Audit of the Consolidated Financial Statements Of PCS Technology Limited ('the Group'') for the year ended as on March 31,2023

Opinion:

We have audited the accompanying Consolidated financial statements of **PCS TECHNOLOGY LIMITED** (hereinafter referred to as "the Holding Company") and its subsidiary companies (the Holding Company and its subsidiary companies together referred to as 'the Group'), which comprise the Consolidated Balance Sheet as at March 31, 2023, the Consolidated Statement of Profit and Loss (Including Other Comprehensive Income) , the Consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement for the year then ended, and notes to the consolidated financial statements, including summary of the significant accounting policies and other explanatory information('the Consolidated financial statements).

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements of the subsidiary companies referred to in the 'Information other than the Consolidated Financial Statements and Auditor's Report Thereon' below, the aforesaid Consolidated financial statements give the information required by the Companies Act,2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India , of the Consolidated State of Affairs of the Group as at 31st March 2023, and its Consolidated Profit, Consolidated Total Comprehensive Income, Consolidated changes in equity and consolidated cash flows for the year ended.

Basis for Opinion:

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

Key Audit Matters:

Key audit matters ('KAM') are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined the below matters as most significance to our audit for the year ended.

SR NO	KEY AUDIT MATTER	AUDIT PROCEDURE
1	IND AS 115- REVENUE FROM CONTRACTS WITH CUSTOMERS	
	The application of the new revenue accounting standard involves certain key judgements relating to identification of distinct performance obligations, determination of transaction price of the identified performance obligations, the appropriateness of the basis used to measure revenue recognised over a period. Additionally, new revenue accounting standard contains disclosures which involves collation of information in respect of disaggregated revenue and periods over which the remaining performance obligations will be satisfied subsequent to the balance sheet date. Refer Note 2.(D) to the Consolidated Financial Statements	We assessed the Company's process to identify the impact of adoption of the new revenue accounting standard. Our audit approach consisted testing of the design and operating effectiveness of the internal controls and substantive testing as follows: 1. Evaluated the design of internal controls relating to implementation of the new revenue accounting standard. 2. Tested the operating effectiveness of the internal control, relating to identification of the distinct performance obligations and determination of transaction price. 3. Tested the relevant information technology systems' access and change management controls relating to contracts and related information used in recording and disclosing revenue in accordance with the new revenue accounting standard. 4. On selected samples of contracts, we tested that the revenue recognized is in accordance with the accounting standard by – a) Evaluating the identification of performance obligation; b) Testing management's calculation of the estimation of contract cost and onerous obligation, if any
		We:
		• Observed that the estimates of cost to complete were reviewed and approved by appropriate levels of management; • Performed a retrospective review of costs incurred with estimated costs to identify significant variations and verify whether those variations have been considered in estimating the remaining costs to complete the contract; • Assessed the appropriateness of work in progress (contract assets) , if any, on balance sheet by evaluating the underlying documentation to identify possible delays in achieving milestones which may require change in estimated costs to complete the remaining performance obligations; and • Performed test of details including analytics to determine reasonableness of contract costs • The operations for IT and IT enabled Services is much lower as compared to previous years due to the management decisions. • The operational income from these IT and ITeS is not exceeding the Interest Income that is generated from Investment in Bonds and Other Securities.

SR NO	KEY AUDIT MATTER	AUDIT PROCEDURE
2	IND AS 109- FINANCIAL INSTRUMENTS	
	The application of this Accounting Standard involves identification, valuation and reporting of financial assets and financial liabilities that will present relevant and useful information to users of financial statements The most significant areas are: 1. Preference Share Capital 2. Impairment of Bonds	Our audit procedures included: 1. Evaluation of the appropriateness of procedure of the identification and classification by the Company 2. Assessed the measurement and valuation done by the company of the above identified assets and liability 3. Evaluated the appropriateness of the impairment and its reversal principles based on the requirements of Ind AS 109 4. We obtained an understanding of the management's processes, systems and controls implemented in relation to impairment allowance process. 5. Assessed the design and implementation of key internal financial controls over loan impairment process used to determine the impairment charge. 6. We used our internal specialist to test the model methodology and reasonableness of assumptions used. 7. We tested the management review controls over measurement of impairment allowances and disclosures in financial statements.

Information Other than the Financial Statements and Auditors' Report Thereon

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

Our opinion on the consolidated 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 consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in audit or otherwise appears to be materially misstated. If, based on 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.

We did not audit the financial statements of 2 subsidiaries, whose financial statements reflect total assets of 58.15 Lakhs as at 31st March, 2023, total revenues of Rs 4.57 lakhs and net cash flows amounting to Rs 107.28 lakhs for the year ended on that date, as considered in the Consolidated Ind AS financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the management and our opinion on the consolidated Ind AS financial statements in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and our report in terms of sec 143 (3) of the Act, insofar as it relates to the aforesaid subsidiaries is based solely on the reports of the other auditors.

If, based on 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

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

The Holding Company's management and Board of Directors are responsible for the preparation and presentation of these consolidated financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated state of affairs, consolidated profit/loss and other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. The respective management and Board of Directors of the entities included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of each entity and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies ; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the management and Board of Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective management and Board of Directors of the entities included in the Group are responsible for assessing the ability of each entity to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective management and Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' 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 user taken on the basis of these consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

1. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. 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 entity has adequate internal financial controls system in place and the operating effectiveness of such controls.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's and Board of Directors of the Holding Company use of the going concern basis of accounting in preparation of consolidated financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events

or conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated 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 auditors' report. However, future events or conditions may cause the Group (Holding company and subsidiaries) to cease to continue as a going concern.

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

6. Obtain sufficient appropriate audit evidence regarding the financial results/ financial information of the entities within the Group and its subsidiary companies to express an opinion on the consolidated financial results. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial results of which we are the independent auditors. For the other entities included in the consolidated financial results, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in para (a) of the section titled "Information other than the Consolidated Financial Statements and Auditor's Report Thereon" in this audit report.

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

   We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated annual financial results of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

Report on Other Legal and Regulatory Requirements

(A) As required by Section 143(3) of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of subsidiaries, we report, to the extent applicable, that:

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

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

   c. The consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated statement of cash flows dealt with by this Report are in agreement with the relevant books maintained for the purpose of preparation of the consolidated financial statements.

   d. In our opinion, the consolidated financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.

   e. On the basis of the written representations received from the directors of the Holding Company as on 31st March ,2023 taken on the record by the Board of Directors of the Holding Company and on the basis of written representations received by the management from directors of its subsidiaries which are incorporated in India, as on 31 March 2023, none of the directors of the Group's companies incorporated in India is disqualified as on 31 March 2023 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 with reference to consolidated financial statements of the Holding Company and its subsidiary companies incorporated in India and the operating effectiveness of such controls, refer to our separate report in 'Annexure A'.

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

   i. The consolidated financial statements disclose the impact of pending litigations as at 31 March 2023 on the consolidated financial position of the Group. Refer Note 27 to the to the consolidated financial statements.

   ii. The Group did not have any material foreseeable losses on long-term contracts including derivative contracts during the year ended 31 March 2023.

   iii. There has been no delay in transferring amounts to the Investor Education and Protection Fund by the Holding Company and its subsidiary companies incorporated in India during the year ended 31 March 2023

(C) With respect to the matter to be included in the Auditors' report under Section 197(16) of the Act:

In our opinion and based on the consideration of reports of other statutory auditors of the subsidiaries, the managerial remuneration for the year ended March 31, 2023 has been paid / provided by the Holding Company, its subsidiaries, associates and joint ventures incorporated in India to their directors in accordance with the provisions of Section 197 read with Schedule V to the Act;

For Vinod K Mehta & Co.,
Chartered Accountants
(Firm Registration No. : 111508W)

Divyesh V Mehta
Partner
Membership No.:044293

Mumbai
Date: May 23, 2023
UDIN: 23044293BGPOLM8028

Annexure A to the Independent Auditors' Report on the consolidated financial statements of PCS TECHNOLOGY LIMITED

Report on the Internal Financial Controls with reference to the aforesaid consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

(Referred to in paragraph A(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date).

In conjunction with our audit of the consolidated financial statements of PCS TECHNOLOGY LIMITED ("the Holding Company") as of 31 March 2023, we have audited the internal financial controls with reference to the consolidated financial statements of the Holding Company and such companies incorporated in India under the Companies Act, 2013 which are its subsidiary companies, as of that date.

Management's Responsibility for Internal Financial Controls

The respective company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls with reference to consolidated financial statements based on the criteria established by the respective company considering the essential components of internal control stated in the Guidance Note. 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 the 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 (hereinafter referred to as "the Act").

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to consolidated financial statements. 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 with reference to consolidated financial statements were 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 with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to consolidated financial statements, assessing the risk that a material weakness exists , and testing and evaluating the design and operating effectiveness of the internal controls based on procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated 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 with reference to consolidated financial statements.

Meaning of Internal Financial Controls with reference to Consolidated Financial Statements

A company's internal financial controls with reference to consolidated financial statements are a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to consolidated financial statements 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 consolidated 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 consolidated financial statements.

Inherent Limitations of Internal Financial Controls with reference to Consolidated Financial Statements

Because of the inherent limitations of internal financial controls with reference to consolidated financial statements, 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 with reference to consolidated financial statements to future periods are subject to the risk that the internal financial controls with reference to consolidated financial statements 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, the Holding Company and such companies incorporated in India which are its subsidiary companies, have, adequate internal financial controls with reference to consolidated financial statements and such internal financial controls were operating effectively as at 31 March 2023, based on the internal financial controls with reference to consolidated financial statements criteria established by such companies considering the essential components of such internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

For Vinod K Mehta & Co.,
Chartered Accountants
(Firm Registration No. : 111508W)

Divyesh V Mehta
Partner
Membership No.:044293

Mumbai
Date : May 23,2023
Udin: 23044293BGPOLM8028

PCS TECHNOLOGY LIMITED

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH 2023

(₹ in Lakhs)

Particulars		Note	As at 31-Mar-2023	As at 31-Mar-2022
I.	**ASSETS**			
1	**Non-Current Assets**			
	(a) Property, plant and equipment	3	**862.07**	882.08
	(b) Financial assets		**-**	-
	(i) Investments	4	**0.10**	0.10
	(c) Other assets	5	**107.64**	110.86
	Total non-current assets		**969.80**	993.04
2	**Current assets**			
	(a) Financial assets			
	(i) Investments	6	**315.73**	324.39
	(ii) Trade receivables	7	**1.82**	-
	(iii) Cash and cash equivalents	8	**3,423.75**	3,346.07
	(iv) Loans	9	**-**	-
	(b) Current income tax assets (net)	10	**-**	0.83
	(c) Other assets	11	**42.64**	34.79
	Total current assets		**3,783.94**	3,706.08
	TOTAL ASSETS		**4,753.75**	4,699.12
II.	**EQUITY AND LIABILITIES**			
1	**Equity**			
	(a) Share capital	12	**2,095.07**	2,095.07
	(b) Other equity	13	**2,220.42**	2,180.40
	Total Equity		**4,315.48**	4,275.47
2	**Liabilities**			
	Non-current liabilities			
	(a) Financial liabilities			
	(i) Long-term borrowings	14	**384.85**	380.59
	(ii) Other financial liabilities	15	**-**	-
	(b) Provisions	16	**3.14**	3.15
	(c) Other liabilities		**-**	-
	Total non- current liabilities		**387.99**	383.73
3	**Current Liabilities**			
	(a) Financial liabilities			
	(i) Trade and other payables	17	**7.12**	6.84
	(b) Current income tax liabilities (net)	18	**8.69**	-
	(c) Provisions	19	**5.31**	5.23
	(d) Other liabilities	20	**29.16**	27.84
	Total current liabilities		**50.27**	39.92
	TOTAL EQUITY AND LIABILITIES		**4,753.75**	4,699.12

As per my report of even date attached

For Vinod K Mehta & Co
Chartered Accountants
(FRN-111508W)

Divyesh V Mehta
(Partner)
Membership No. 044293

Place: Mumbai
Date : 23rd May, 2023

For and on behalf of the Board of Directors

G. K. Patni
(Chairman)

A. K. Patni
(Vice Chairman)

Bhaskar Patel
(CEO)

Mehul Monani
(CS)

M P Jain
(CFO)

Place: Mumbai
Date : 23rd May, 2023

STATEMENT OF CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH 2023

(₹ in Lakhs)

Particulars		Note No.	Year ended 31-Mar-2023	Year ended 31-Mar-2022
I.	Revenue from operations	21	**31.85**	28.22
II.	Other income (net)	22	**273.05**	242.12
III.	**TOTAL INCOME**		**304.90**	270.34
IV.	**Expenses:**			
	Employee benefit expenses	23	**82.89**	78.30
	Finance costs	24	**40.04**	39.85
	Impairement / (Gain) on fair value changes and Exceptional Items	25	**5.08**	(55.66)
	Depreciation and amortisation expenses	26	**18.86**	23.84
	Other expenses	27	**80.94**	78.94
	TOTAL EXPENSES		**227.80**	165.27
V.	**PROFIT BEFORE TAX (III-IV)**		**77.10**	105.07
VI.	**Tax expense:**			
	(a) Current tax		**34.60**	18.56
	(b) Deferred tax		**-**	-
	(c) Taxation pertaining to earlier years		**2.80**	0.89
	TOTAL TAX EXPENSE		**37.40**	19.45
VII.	**PROFIT FOR THE YEAR (V-VI)**		**39.70**	85.62
VIII.	**OTHER COMPREHENSIVE INCOME / (LOSSES)**			
(A)	(i) Items that will be reclassified subsequently to the statement of profit and loss:		**-**	-
	(ii) Income tax on items that will be reclassified subsequently to statement of profit and loss		**-**	-
(B)	(i) Items that will not be reclassified subsequently to the statement of profit and loss:			
	(a) Net changes in fair values of financial liabilities carried at fair value through OCI		**0.38**	5.82
	(ii) Income tax on items that will not be reclassified subsequently to statement of profit and loss		**(0.07)**	(1.45)
	TOTAL OTHER COMPREHENSIVE INCOME / (LOSSES) (i-ii)		**0.31**	4.36
IX.	**TOTAL COMPREHENSIVE INCOME FOR THE YEAR (VII+VIII)**		**40.02**	89.98
X.	**Earning per equity share of face value of Rs.10 each**			
	I) For Contuining operation			
	Basic (in Rs.)		**0.19**	0.41
	Diluted (in Rs.)		**0.19**	0.41
	II) For Discontuined Operations			
	Basic (in Rs.)			
	Diluted (in Rs.)			
	II) For Discontuined & Continuing Operations			
	Basic (in Rs.)		**0.19**	0.41
	Diluted (in Rs.)		**0.19**	0.41
XI.	**Notes forming part of the Financial Statements**			

As per my report of even date attached

For Vinod K Mehta & Co
Chartered Accountants
(FRN-111508W)

Divyesh V Mehta
(Partner)
Membership No. 044293

Place: Mumbai
Date : 23rd May, 2023

For and on behalf of the Board of Directors

G. K. Patni
(Chairman)

A. K. Patni
(Vice Chairman)

Bhaskar Patel
(CEO)

Mehul Monani
(CS)

M P Jain
(CFO)

Place: Mumbai
Date : 23rd May, 2023

PCS TECHNOLOGY LIMITED

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2023

(₹ in Lakhs)

	Particulars	Year ended 31-Mar-2023	Year ended 31-Mar-2022
A.	**Cash flow from operating activities**		
	Net profit after tax and extra ordinary items	**39.70**	85.62
	Adjustments for:		
	Tax Provision	**37.40**	19.45
	OCI	**0.31**	4.36
	CSR Provision	**-**	-
	CSR Paid	**-**	-
	Depreciation	**18.86**	23.84
	Finance cost	**40.04**	39.85
	Gain / Loss / Impairment on investments and sundry balances	**5.08**	(55.66)
	Fixed assets written off / Profit or Loss of Sale of Fixed Assets	**(0.40)**	-
	Interest received	**(207.53)**	(186.19)
	Operating profit before working capital changes	**(66.55)**	(68.73)
	Decrease/ (increase) in trade and others receivables	**(2.45)**	0.27
	Decrease/ (increase) in inventories	**-**	-
	(Decrease)/ increase in trade and other payables	**14.62**	0.02
	Cash generated from operations	**(54.38)**	(68.45)
	Income tax paid (net of refunds)	**(32.54)**	(6.14)
	Net cash flow from/ (used in) operating activities	**(86.93)**	(74.59)
B.	**Cash flow from investing activities**		
	Purchase of fixed assets	**-**	-
	(Purchase)/ sale of non-current investments	**3.58**	61.42
	Bank Fixed Deposits	**-**	-
	Proceeds from sale of fixed assets	**1.55**	-
	Interest received	**199.52**	175.49
	Net cash from/ (used in) investing activities	**204.65**	236.91
C.	**Cash from financing activities**	**-**	-
	Repayment of borrowings (net)	**(4.26)**	(3.86)
	Finance cost	**(35.78)**	(36.00)
	Net cash from/ (used in) financing activities	**(40.04)**	(39.85)
	Net increase/ (decrease) in cash and cash equivalents	**77.68**	122.47
	Cash and cash equivalents at beginning of the year	**3,346.07**	3,223.60
	Cash and cash equivalents at end of the year	**3,423.75**	3,346.07

Particulars	Year ended 31-Mar-2023	Year ended 31-Mar-2022
COMPONENTS OF CASH AND CASH EQUIVALENTS AS AT		
Cash on hand	**0.17**	0.20
Balance with banks	**82.02**	90.04
Cheques on hand	**-**	-
Fixed deposits with banks, having original maturity of three months or less	**3,341.56**	3,341.56
Cash and cash equivalents at the end of the year	**3,423.75**	3,431.81

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2023

RECONCILIATION STATEMENT OF CASH AND BANK BALANCE (₹ in Lakhs)

Particulars	Year ended 31-Mar-2023	Year ended 31-Mar-2022
Cash and cash equivalents at the end of the year as per above	**82.19**	90.25
Add: Balance with bank in dividend / unclaimed dividend accounts	**-**	-
Add: Fixed deposits with banks, having remaining maturity for less than twelve months	**3,341.56**	3,341.56
Add: Fixed deposits with banks (lien marked)	**-**	-
Less: Fixed deposit with banks, having remaining maturity for more than twelve months	**-**	-
Cash and bank balance as per balance sheet (refer note 13 and 14)	**3,423.75**	3,431.81

DISCLOSURE AS REQUIRED BY IND AS 7

Reconciliation of liabilities arising from financing activities

March 31, 2023	Opening balance	Cash flows	Non cash changes	Closing balance
Short term secured borrowings	-	-	-	-
Long term secured borrowings	380.59	-	4.26	384.85
Total liabilities from financing activities	380.59	**-**	4.26	384.85

As per my report of even date attached

For Vinod K Mehta & Co
Chartered Accountants
(FRN-111508W)

Divyesh V Mehta
(Partner)
Membership No. 044293

Place: Mumbai
Date : 23rd May, 2023

For and on behalf of the Board of Directors

G. K. Patni
(Chairman)

A. K. Patni
(Vice Chairman)

Bhaskar Patel
(CEO)

Mehul Monani
(CS)

M P Jain
(CFO)

Place: Mumbai
Date : 23rd May, 2023

PCS TECHNOLOGY LIMITED

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH, 2023

A Equity Share Capital

Particulars	(₹ in Lakhs)
As at April 01, 2021	2,095.07
Changes in Equity share capital during the year	-
As at March 31, 2022	**2,095.07**
Changes in Equity share capital during the year	-
As at March 31, 2023	**2,095.07**

Name of the Promoter	**31-Mar-2023**		**31-Mar-2022**		**Percentage change during the year**
	Number of shares held	**% of Total Shares**	**Number of shares held**	**% of Total Shares**	
The Executor Of Kanchanbai S Patni Deceased	**61,286**	**0.293%**	61,286	0.293%	-
Gajendrakumar S Patni	**579,685**	**2.767%**	579,685	2.767%	-
Ashokkumar S Patni	**575,995**	**2.749%**	575,995	2.749%	-
Apoorva Ashokkumar Patni	**500,745**	**2.390%**	500,745	2.390%	-
Ashoka Computer Systems Private Limited	**1,901,560**	**9.076%**	1,901,560	9.076%	-
Pcs Cullinet Private Limited	**1,901,559**	**9.076%**	1,901,559	9.076%	-
Pcs Finance Limited	**1,901,560**	**9.076%**	1,901,560	9.076%	-
Rajkumar Barjatya	**0.00**	**0.00%**	760	0.004%	(0.004)
Pankaj Patni	**86**	**0.000%**	86	0.000%	-
Ruchi Amit Kumar Patni	**152,540**	**0.728%**	152,540	0.728%	-
Anirudh Narendrakumar Patni	**559,270**	**2.669%**	559,270	2.669%	-
Poonam Narendrakumar Patni	**695,626**	**3.320%**	695,626	3.320%	-
Rajnikanta G Patni	**2,456,549**	**11.725%**	2,456,549	11.725%	-
Sadhana A Patni	**1,760,404**	**8.403%**	1,760,404	8.403%	-
Amit Kumar Patni	**261,899**	**1.250%**	261,899	1.250%	-
Munish Kumar Gangwal	**56**	**0.000%**	56	0.000%	-
Rajrani Gangwal	**184**	**0.001%**	184	0.001%	-
Sooraj Barjatya	**905**	**0.004%**	145	0.001%	0.004
Vasundhara Apoorva Patni	**1,000,000**	**4.773%**	1,000,000	4.773%	-
Arihant Gajendrakumar Patni	**384,186**	**1.834%**	384,186	1.834%	-
Meeta Devi Gangwal	**184**	**0.001%**	184	0.001%	-
Aakriti Amitkumar Patni	**2,830**	**0.014%**	2,830	0.014%	-
Ayushi Amitkumar Patni	**2,830**	**0.014%**	2,830	0.014%	-
TOTAL	**14,699,939**	**70.16%**	14,699,939	70.16%	-

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH, 2023

B Other Equity (₹ in Lakhs)

Particulars	Reserves and Surplus						Total Other Equity
	Securities Premium Reserve	General Reserve	Capital reserve	Capital redemption reserve	Retained Earnings	Revaluation Reserve	
As at April 01, 2021	-	-	-	-	2,088.96	-	2,088.96
Profit for the year	-	-	-	-	85.62	-	85.62
Currency Fluctuation Reserve	-	-	-	-	-	-	-
Other Comprehensive Income Resreve	-	-	-	-	-	-	-
Other Comprehensive Income	-	-	-	-	5.82	-	5.82
Total comprehensive income for the year	**-**	**-**	**-**	**-**	**91.44**	**-**	**91.44**
Tax	-	-	-	-	-	-	-
Dividend paid	-	-	-	-	-	-	-
Reserve Withdrawn	-	-	-	-	-	-	-
As at March 31, 2022	**-**	**-**	**-**	**-**	**2,180.40**	**-**	**2,180.40**
Profit for the year	-	-	-	-	39.70	-	39.70
Currency Fluctuation Reserve	-	-	-	-	-	-	-
Other Comprehensive Income Resreve	-	-	-	-	-	-	-
Other Comprehensive Income	-	-	-	-	0.31	-	0.31
Total comprehensive income for the year	**-**	**-**	**-**	**-**	**40.02**	**-**	**40.02**
Tax	-	-	-	-	-	-	-
Dividend paid	-	-	-	-	-	-	-
Reserve Withdrawn	-	-	-	-	-	-	-
As at March 31, 2023	**-**	**-**	**-**	**-**	**2,220.42**	**-**	**2,220.42**

The accompanying notes form an integral part of the Financial Statements
Significant Accounting Policies and Notes to Financial Statements

As per my report of even date attached

For Vinod K Mehta & Co
Chartered Accountants
(FRN-111508W)

Divyesh V Mehta
(Partner)
Membership No. 044293

Place: Mumbai
Date : 23rd May, 2023

For and on behalf of the Board of Directors

G. K. Patni
(Chairman)

A. K. Patni
(Vice Chairman)

Bhaskar Patel
(CEO)

Mehul Monani
(CS)

M P Jain
(CFO)

Place: Mumbai
Date : 23rd May, 2023

1. CORPORATE INFORMATION

The Company along with its subsidiaries, cummulatively known as "The Group". The Group is engaged mainly in IT and related FMS services. The parent Company is a public listed company incorporated and domiciled in India and the subsidiaries are public unlisted companies incorporated and domiciled in respective countries. The financial statements of the Group for the year ended 31st March 2023 are approved by the Board of Directors in Board Meeting.

2. SIGNIFICANT ACCOUNTING POLICIES

(A) Statement of Compliance

(i) In accordance with the notification issued by the Ministry of Corporate Affairs, the Company has adopted Indian Accounting Standards (referred to as "IndAS") notified under the Companies (Indian Accounting Standards) Rules, 2015 with effect from 1 April, 2017. Previous periods have been restated to IndAS. The standalone financial statements as at and for the year ended 31 March 2023 are approved and authorized for issue by the Board of Directors on 23rd May 2023. The standalone financial statements of the Company are prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis except for certain financial assets and financial liabilities that have been measured at fair value. These standalone financial statements are presented in lakhs of Indian rupees which is also the Company's functional currency, except per share data and as otherwise stated. Figures for the previous years have been regrouped/rearranged wherever considered necessary to conform to the figures presented in the current year.

These financial statements have been prepared in accordance with IndAS as notified under the Companies (Indian Accounting Standards) Rule, 2015 read with Section 133 of the Companies Act, 2013.

(B) Basis of preparation

These financial statements have been prepared on the historical cost basis, except for

(i) certain financial instruments which are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

(ii) Defined benefit plans - plan assets measured at fair value.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. 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.

(C) Use of estimates and judegements

The preparation of these financial statements in conformity with the recognition and measurement principles of IndAS requires the management of The Group to make estimates and assumptions that affect the reported amounts of income and expense for the periods presented.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected.

Key sources of estimation of uncertainty at the date of the financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of impairment of investments, useful lives of property, plant and equipment, valuation of deferred tax assets, provisions and contigent liabilities.

Dividend Declaration

Dividend on Preference Shares has been declared by the company on the basis of sec 123 of the companies act 2013.

Impairment of investments

The Group reviews its carrying value of investments carried at amortised cost annually, or more frequently when there is indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for.

The company in total has invested in bonds in the earlier years However, due to external factors arising subsequent to this period there is variation in the market price / realizable value of some of its investments. On the grounds of such external factors , the excess/reduction of carrying value over recoverable amount is accounted every year as "Impairment Loss / (Gain) on financial instruments and Exceptional Items ".

Useful lives of property, plant and equipment

The Group reviews the useful life of property, plant and equipment at the end fo each reporting period. This reassessment may result in change in depreciation expense in future periods.

Valuation of deferred tax assets

The Group reviews the carrying amount of deferred tax assets at the end of each reporting period. A deferred tax asset shall be recognised for all deductable temporary differences and unused losses to the extent that it is probable that taxable profit will be available against which the deductable temporary difference and unused losses can be utilised.

Provisions and contigent liabilities

A provision is required when The Group has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits and compensated absences) are not discounted to its present value and are determined based on best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of The Group or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Contigent liabilities are not recognised in the financial statements. A contigent asset is neither recognised nor disclosed in the financial statements.

The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

CSR Provisions

The company is not required to make CSR provision for the year ended 31st March 2023 as per the provisions of the sec 135(5) of the Companies Act 2013.

(D) Revenue recognition

The Group earns revenue primarily from providing information tehchnology and consultancy services, including services under contracts for software development, implementation and other related services, licensing and sale of its own software, business process services and maintenance of equipment. The Group also sales the products ancillary to supply of above services.

The Group recognises revenue as follows:

Revenue from sale of services is recognized for the work completed in terms of the contract. Income from maintenance contracts is recognized on a time proportionate basis.

Revenue from sale of products is recognized when risk and reward are passed on to the customer which is generally on dispatch of goods.

Revenues is reported net of discounts, indirect and service taxes.

(E) Dividend income is recorded when the right to receive payment is established. Interest income is recognised using the effective interest method.

(F) Leases

No assets are taken on lease by The Group.

(G) Cost recognition

Costs and expenses are recognised when incurred and have been classified according to their nature.

The costs of The Group are broadly categorised in employee benefit expenses, depreciation and amortisation and other operating expenses. Employee benefit expeses include employee compensation, allowances paid, contribution to various funds and staff welfare expenses. Other operating expenses mainly include fees to external consutants, cost of running its facilities, travel expenses, cost of equipment and software licenses, communication costs, allowances for delinquent receivables and advances and other expenses. Other expenses is an aggregation of costs which are individually not material such commission and brokerage, recruitment and training, entertainment etc.

(H) Foreign currency

The functional currency of the parent company and its Indian subsidiaries is Indian Rupee (INR) and functional currency of overseas subsidiaries is the local currency of the country where the same is incorporated .

Income and expenses in foreign currencies are recorded at exchange rates prevailing on the date of transaction. Foreign currency denominated monetary assets and liabilities are translated at the echange rate prevailing on the Balance Sheet date and exchange gains and losses arising on settlement and restatement are recognised in the Statement of Profit & Loss.

Non-monetary assets and liabilities that are measured in terms of historical cost in foreign currencies are not retranslated.

(I) Income taxes

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liabilitiy during the year. Current and Deferred taxes are recognised in Statement of Profit & Loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity, respectively.

Current income taxes

The current income tax expense includes income taxes payable by the parent company and its all subsidiaries. The current tax payable by the Company in India is Indian income tax paybale on worldwide income.

Advance taxes and provisions for current income taxes are presented in the Balance Sheet after off-setting advance tax paid and income tax provision arising in the same jurisdiction and where the relevant tax paying units intends to settle the asset and liability on a net basis.

Deferred income taxes

Deferred income tax is recognised using the Balance Sheet approach. Deferred income tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount, except when the deferred income tax arises from the initial recognition of an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred income tax asset are recognised to the extent that it is probable that taxable profit will be available against which the dedutible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred income 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 income tax asset to be utilised.

Deferred tax assets and liabilities are measured using substantively enacted tax rates expected to apply to taxable income in the years in which the temporary differences are expected to be received or settled.

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the relevant entity intends to settle its current tax assets and liabilities on a net basis.

(J) Financial instruments

Financial assets and liabilities are recognised when The Group becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

Cash and cash equivalents

The Group considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

Financial assets at amortised cost

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these assets to collect contractual cash flows and the contractual terms of the financial asets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows on specified dates that are solely payments of principal and interest on the principal amount outstanding and selling financial assets.

Financial liabilities

Financial liabilities are measured at amortised cost using the effective interest method.

Equity instruments

An equity instrument is a contract that evidences residual interest in the assets of The Group after deducting all of its liabilities. Equity instruments recognised by The Group are recognised at the proceeds received net off direct issue cost.

(K) Investment in subsidiaries

Investment in subsidiaries are measured at cost less impairment.

(L) Property, plant and equipment

Property is stated at fair value less accumulated depreciation (other than freehold land) and impairment loss, if any.

Plant and equipment are stated at cost, less accumulated depreciation (other than freehold land) and impairment loss, if any.

Depreciation is provided for property, plant and equipment so as to expense the cost over their estimated useful lives based on a technical evaluation. The estimated useful lives and residual value are reviewed at the end of each reporting period, with the effect of any change in estimate accounted for on a prospective basis.

SN	Type of asset	Method	Useful lives
1	Buildings	Straight line	60 years
2	Leasehold improvements	Straight line	38 years
3	Plant and equipment	Straight line	15 years
4	Computer equipment	Straight line	03 years
5	Vehicles	Straight line	08 years
6	Office equipments	Straight line	05 years
7	Electrical installations	Straight line	10 years
8	Furniture and fixtures	Straight line	10 years

Assets held under finance lease are depreciated over the shorter of the lease term and their useful lives.

On 28th December 2011, The Group has revalued its office premises located in Technocity, Navi Mumbai, on the basis of a Government approved valuer. Consequently increase in value of Rs.877.05 Lakhs is transferred to Revaluation Reserve Account.

Depreciation is provided on the revalued amount at the rates calculated as per straight line method over the residual life of revalued assets, as certified by the Government approved valuer. At the rates and in the manner as specified in Schedule II of the Companies Act, 2013. Individual items of Fixed Assets added during the year costing upto Rs. 0.05 Lakhs each are fully depreciated in the first year.

(M) Intangible assets

Intangible assets purchased are measured at cost as of the date of acquisition, as applicable, less accumulated amortisation and accumulated impairment, if any.

(N) Impairment

Financial assets (other than at fair value)

The Group assesses at each date of Balance Sheet whether a financial asset or a group of financial assets is impaired. IndAS 109 requires expected credit losses to be measured through a loss allowance. The Group recognises lifetime expected losses for all contract assets and/or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the 12 month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

Financial assets (other than at fair value)

Tangible and intangible assets

Property, plant and equipment and intangible assets with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs.

If the recoverable amount of an asset (of CGU) is estimated to be less than its carrying amount, the carrying ammount of the asset (of CGU) is reduced to its recoverable amount. An impairment loss is recognised in the statement of profit and loss.

(O) Employee benefits

Defined benefit plans

For defined benefit plans, the cost of providing benefits is determined using the Projected Unit Credit Method, with actuarial valuations being carried out at each Balance Sheet date. Actuarial gains and losses are recognised in full in the Statement of Profit & Loss for the period in which they occur. Past service cost both vested and unvested is recognised as an expense at the earlier of (a) when the plan amendment or curtailment occurs; and (b) when the entity recognises related restructuing costs or termination benefits.

The retirement benefit obligations recognised in the Balance Sheet represents the present value of the defined obligations reduced by the fair value of scheme assets. Any asset resulting from this calculation is limited to the present value of available refunds and reductions in future contributions to the scheme.

Defined contribution plans

Contributions to defined contribution plans are recognised as expense when employees have rendered services entitling them to such benefits.

Compensated absences

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as an actuarially determined liability at the present value of the defined benefit obligation at the Balance Sheet date.

(P) Inventories

Company has Stock & Spare items on hand as inventory. Inventory is carried at the lower of cost and net realisable value. Cost is determined on a weighted average basis.

(R) Borrowing costs:

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized as part of cost of such asset till such time as the asset is ready for its intended use or sale. All other borrowing costs are recognized as an expense in the period in which they are incurred.

(S) Foreign currency transactions:

Transactions in foreign currencies are recorded at the exchange rates prevailing on the date of the transaction. Foreign currency monetary assets and liabilities are translated at year end exchange rates. Exchange difference arising on settlement of transactions and translation of monetary items are recognized as income or expenses in the year in which they arise.

Transition to Ind AS

The Group has opted to continue the Accounting Policy availed under para 46 A of Accounting Standard - 11 'The effects of changes in foreign currency rates' of IGAAP inserted vide notification dated December 29, 2011 issued by Ministry of Corporate Affairs, Government of India. Paragraph D13AA of Ind AS 101 allows an entity to continue this Accounting Policy availed under IGAAP for all outstanding long-term foreign currency monetary items as on March 31, 2016. Consequently, foreign exchange difference on account of long - term foreign currency borrowings utilised to acquire a depreciable asset is adjusted in the cost of the depreciable asset, which will be depreciated over the balance life of the asset.

The Group has opted the exemption vide para D12 of ind AS 101, accordingly the cumulative translation difference for all foreign operation are deemed to be zero at date of transition to Ind AS.

(T) Earnings per share

Basic earnings per share are computed by dividing profit or loss attributable to equity shareholders of The Group by the weighted average number of equity shares outstanding during the year. The Group did not have any potentially dilutive securities in any of the years' presented.

Diluted earnings per share are computed by dividing net profit net profit attributable to the equity holders of The Group by the weighted average number of equity sharesconsidered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares unless the results would be anti - dilutive. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares). Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

Contributed equity:

Equity shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds

(U) Exceptional Items

Certain occasions, the size, type or incidence of an item of income or expense, pertaining to the ordinary activities of The Group is such that its disclosure improves the understanding of the performance of The Group, such income or expense is classified as an exceptional item and accordingly, disclosed in the notes accompanying to the financial statements.

(V) Additional Regulatory Charges

As per the website of the Ministry of Corporate affairs, certain charges aggregating on properties of the Company are pending for satisfaction due to some procedural issues, although related loan amounts have already been paid in full details are shown as below :

Sr No.	Asset under charges	Charge Amount (₹ in Lakhs)	Date of Creation	Date of Modification
1	Immovable property or any interest therein	1,000	11-10-1999	12-03-2004
2	Immovable property or any interest therein	300	01-03-1999	12-10-2000

3 PROPERTY, PLANT & EQUIPMENT AND INTANGIBLE ASSETS

(₹ in Lakhs)

Description								Intangible Assets	Total
	Buildings	Leasehold improvements	Plant and equipment	Computer equipment	Vehicles	Office equipments	Furiture and fixtures	Software	
Cost as at 1-Apr-2021	**947.43**	**-**	**-**	**5.97**	**40.49**	**163.89**	**51.28**	**-**	**1,209.07**
Additions	-	-	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-	-	-
Cost as at 31-Mar-2022	**947.43**	**-**	**-**	**5.97**	**40.49**	**163.89**	**51.28**	**-**	**1,209.07**
Additions	-	-	-	-	-	-	-	-	-
Disposals	-			-	(23.09)	-	-	-	(23.09)
Cost as at 31-Mar-2023	**947.43**	**-**	**-**	**5.97**	**17.40**	**163.89**	**51.28**	**-**	**1,185.98**
Accumulated depreciation as at 1-Apr-2021	**62.86**	**-**	**-**	**3.64**	**38.47**	**155.70**	**42.49**	**-**	**303.16**
Depreciation for the year	18.18			0.63	-	-	5.03	-	23.84
Disposals	-	-	-	-	-	-	-	-	-
Accumulated depreciation as at 31-Mar-2022	**81.04**	**-**	**-**	**4.26**	**38.47**	**155.70**	**47.53**	**-**	**326.99**
Depreciation for the year	18.18	-	-	0.45	-	-	0.23	-	18.86
Disposals	-		-	-	(21.94)	-	-	-	(21.94)
Accumulated depreciation as at 31-Mar-2023	**99.21**	**-**	**-**	**4.72**	**16.53**	**155.70**	**47.75**	**-**	**323.91**
Net carrying amount as at 31-Mar-2021	884.58	-	-	2.33	2.02	8.19	8.79	-	905.91
Net carrying amount as at 31-Mar-2022	866.40	-	-	1.71	2.02	8.19	3.75	-	882.08
Net carrying amount as at 31-Mar-2023	848.22	-	-	1.25	0.87	8.19	3.53	-	862.07

i. Pursuant to Para D5 of Ind AS 101, the company has exercised option to consider fair value on the date of transition as deemed cost for buildings. Rest all other assets are accounted as per Ind AS.

* Only if change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment/ intangible assets

ii. As per the website of the Ministry of Corporate affairs, certain charges aggregating on properties of the Company are pending for satisfaction due to some procedural issues, although related loan amounts have already been paid.

(₹ in Lakhs)

	Particulars	As at 31-Mar-2023	As at 31-Mar-2022
4	**NON-CURRENT INVESTMENTS**		
	I) Investment carried at amortised cost	**-**	-
	II) Investment carried at fair value through profit or loss	**-**	-
	Total of investments in equity instruments	**-**	-
	a) Investment in Share Certificates		
	Membership of Technocity Co-operative Society	**0.10**	0.10
		0.10	0.10
	Net investments	**0.10**	0.10
	Aggregate amount of quoted Investments	**-**	-
	(Market value Rs.Nil previous year Rs.Nil)		
	Aggregate amount of Unquoted Investments	**0.10**	0.10
	Aggregate provision for dimunition in value of investments	**-**	-

PCS TECHNOLOGY LIMITED

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2023

(₹ in Lakhs)

	Particulars	As at 31-Mar-2023	As at 31-Mar-2022
5	**OTHER ASSETS**		
	Deposits (under Protest) with Excise & Customs Authorities & Others	**51.48**	51.48
	Advances recoverable in cash or in kind	**0.50**	1.68
	Income tax paid (Net of provisions) **	**-**	4.02
	Non Current Bank Balances	**3.44**	3.44
	Other Non Current Assets	**52.22**	50.24
		107.64	110.86
6	**CURRENT INVESTMENTS**		
	Corporate Bonds & Debentures	**469.50**	469.50
	Less : Provision for dimulation in value of investments *	**(153.77)**	(145.11)
		315.73	324.39
7	**TRADE RECEIVABLES**		
	a) Unsecured, Considered good	**1.82**	-
	b) Unsecured, Considered doubtful	**-**	-
	Total trade receivables	**1.82**	-
	Less: Provision for doubtful trade receivables	**-**	-
	Total trade receivables	**1.82**	-
8	**CASH AND CASH EQUIVALENTS**		
	Cash & Cash Equivalents		
	Cash in hand	**0.17**	0.20
	Balances with Banks		
	In Current account	**82.02**	90.04
	Deposits with Original maturity of more than 3 months but less than 12 months	**3,341.56**	3,255.82
	Total Cash & Bank Balances	**3,423.75**	3,346.07
9	**LOANS**		
	Interest Accrued	**-**	-
		-	-
10	**CURRENT INCOME TAX ASSETS - NET**		
	Income tax paid (Net of provisions)	**-**	0.83
		-	0.83
11	**OTHER CURRENT ASSETS**		
	Prepaid Expenses	**1.66**	1.83
	Interest Accrued	**40.97**	32.96
		42.64	**34.79**

* Considering the current market valuations, the Company has made provision for impairement of investments during the current year and previous financial year. Reversal of the above provision as and where necessary has also been considered

** The amount includes unrealised credit of TDS relating to past assessment year.

(₹ in Lakhs)

	Particulars	As at 31-Mar-2023	As at 31-Mar-2022
12	**SHARE CAPITAL**		
	Authorised:		
	2,10,25,000 Equity share of Rs.10 each	**2,102.50**	2,102.50
	39,75,000 Preference Shares of Rs.10 each	**397.50**	397.50
	(Redeemable, Non-Convertible & Non-Cumulative)		
		2,500.00	2,500.00
	Issued, Subscribed and paid up:		
	2,09,50,677 (Previous Year - 2,09,50,677) Equity Share of Rs.10 each	**2,095.07**	2,095.07
		2,095.07	2,095.07

a) Terms/ Rights attached to Equity Shares:

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

b) Reconciliation of the shares outstanding at the beginning and end of the year 31-03-2023, 31-03-2022:

Particulars	Equity Shares	
	Number	₹ in Lakhs
Shares outstanding at the beginning of the year	20,950,677	2,095.07
Shares outstanding at the end of the year	20,950,677	2,095.07

c) Details of shareholding more than 5% Equity Shares of total Equity Shares in the company:

Name of Shareholder	**As at 31/03/2023**		As at 31/03/2022	
	No.of shares	**% holding**	No.of shares	% holding
Mrs. Rajnikanta Patni	**2,456,549**	**11.73**	2,456,549	11.73
PCS Finance Private Limited	**1,901,560**	**9.08**	1,901,560	9.08
Ashoka Computer Systems Pvt. Ltd.	**1,901,560**	**9.08**	1,901,560	9.08
PCS Cullinet Private Limited	**1,901,559**	**9.08**	1,901,559	9.08
Mrs. Sadhana A. Patni	**1,760,404**	**8.40**	1,760,404	8.40

(₹ in Lakhs)

	Particulars	As at 31-Mar-2023	As at 31-Mar-2022
13	**OTHER EQUITY**		
	Retained Earnings		
	Opening balance	**2,180.40**	2,088.96
	Add: OCI Reserves	**-**	-
	Add: Profit for the year	**39.70**	85.62
	Add: Remeasurement gain | (loss) on defined benefit plans	**0.31**	5.82
	Add: Currency Fluctuation Reserves		
	Closing balance	**2,220.42**	2,180.40

(₹ in Lakhs)

	Particulars	As at 31-Mar-2023	As at 31-Mar-2022
14	**LONG TERM BORROWINGS**		
	(carried at amortised value)		
	Unsecured		
	Loan from Related Parties/ Financial Liablities		
	a) Preference Shares	**384.85**	380.59
	Total financial liabilities	**384.85**	380.59

The above Long term borrowings include:

a) 39,75,000 (Previous Year - 39,75,000) 9% Preference Share of Rs.10 each (Redeemable, Non-Convertible & Non-Cumulative) carried at amortised cost

b) Terms/ Rights attached to Preference Shares:

The Company has only one class of preference shares having a par value of Rs.10 per share, alloted on 31st January 2013 and redeemable in the 12th and 13th year from the date of allotment or earlier, shall be redeemable at such redemption price including premium not exceeding Rs. 125/- per share (i.e total repayment of max of Rs 4,968.75 Lakhs) having regard to the financial conditions of the Company, at the time of redemption , as the Board of Directors may decide. Each holder of preference share is entitled to one vote per share. In the event of liquidation of the company, before any entitlement of assets to holders of equity shares, the holders of preference shares will be entitled to receive remaining assets of the company, after distribution of all other preferential amounts. The distribution will be in proportion to the number of preferencial shares held by the shareholders.

c) Reconciliation of the shares outstanding at the beginning and end of the year 31-03-2022, 31-03-2023:

Particulars	Preference Shares	
	Number	Amount
Shares outstanding at the beginning of the year	3,975,000	397.50
Shares outstanding at the end of the year	3,975,000	397.50

d) Details of shareholding more than 5% Preference Shares of total Preference Shares in the company:

Name of Shareholder	**As at 31/03/2023**		As at 31/03/2022	
	No.of shares	**% holding**	No.of shares	% holding
Mr. Ashok Patni Family Trust	**1,965,000**	**49.43**	1,965,000	49.43
Mr. Gajendra Kumar Patni	**1,480,000**	**37.23**	1,480,000	37.23

e) Board of Directors of the Company vide a resolution dated 13-March-2023 has approved the payment of 9 % dividend aggregating to the value of Rs.35.78 lakhs on 3,975,000- 9% Redeemable, Non-Convertible, Non-Cumulative Preference Shares (Preference Shares) of Rupees 10/- each fully paid up to the Preference Shareholders of the Company. The dividend on preference shares amounting to Rs.35.78 lakhs (dividend distribution tax is not applicable) has been paid on 13-March-2023 as per sec 123 of the Companies Act ,2013.

(₹ in Lakhs)

	Particulars	**As at 31-Mar-2023**	**As at 31-Mar-2022**
15	**OTHER FINANCIAL LIABILITIES**		
	Deposits received on rental premises	**-**	-
		-	-
16	**PROVISIONS**		
	Long-term provision for leave benefits	**3.14**	3.15
		3.14	3.15
17	**TRADE AND OTHER PAYABLES**		
	Due to Micro , Small and Medium Enterprises	**-**	-
	Others	**7.12**	6.84
	(Refer note 30 for details of dues to MSME)		
		7.12	6.84
18	**CURRENT INCOME TAX LIABILITIES - NET**		
	Income tax paid (Net of provisions)	8.69	-
		8.69	-
19	**PROVISIONS**		
	Short-term provision for leave benefits	**5.31**	5.23
		5.31	5.23
20	**OTHER CURRENT LIABILITIES**		
	Deferred Rental Deposits	**-**	-
	Deposits received on rental premises	**26.00**	24.00
	Statutory dues and taxes payable	**1.36**	2.04
	Trade advances	**1.80**	1.80
		29.16	27.84

(₹ in Lakhs)

	Particulars	Year ended 31-Mar-2023	Year ended 31-Mar-2022
21	**REVENUE FROM OPERATIONS**		
	Sales of Services: IT and related FMS services	**31.85**	28.22
	Net Sales	**31.85**	28.22
22	**OTHER INCOME**		
	i) Interest income from Financial Assets measured at amortised cost		
	Interest income from NCD & Bonds	**35.72**	30.68
	ii) Interest on Bank Deposits	**171.71**	155.29
	ii) Rent income	**60.50**	55.85
	iii) Other non-operating income	**5.12**	0.30
		273.05	242.12
23	**EMPLOYEE BENEFIT EXPENSES**		
	Salaries & Wages	**77.54**	73.15
	Contribution to Provident fund etc	**5.33**	5.15
	Staff Welfare expenses	**0.03**	0.00
		82.89	78.30
24	**FINANCE COST**		
	Interest expense	**-**	0.22
	Dividend on Preference Shares	**35.78**	35.78
	Interest on financial liabilities carried at amortised cost	**4.26**	3.86
		40.04	39.85
25	**IMPAIREMENT / (GAIN) ON FAIR VALUE CHANGES AND EXCEPTIONAL ITEMS**		
	Net (Gain)/ loss on impairment on Investments	**5.08**	(55.66)
	Interest Receivable Written-Off	**-**	-
	Settlement Expenses	**-**	-
		5.08	**(55.66)**
26	**DEPRECIATION AND AMORTISATION EXPENSES**		
	Depreciation and amortisation expenses	18.86	23.84
		18.86	23.84
27	**OTHER EXPENSES**		
	Power & fuel	**1.44**	1.37
	Rent	**11.79**	11.53
	Rates & taxes	**3.27**	3.46
	Insurance	**2.32**	1.71
	Advertisement & sales promotion	**2.39**	2.46
	Travelling and conveyance expenses	**1.78**	0.81
	Consumable, stores and spares	**0.20**	0.60
	Office maintainence	**2.58**	3.23
	Printing & stationery	**0.57**	1.04
	Communication expenses	**0.50**	1.14
	Auditor's remuneration	-	-
	as Auditors	**5.47**	5.47
	for Tax audit	**-**	-
	Legal, professional & consultancy charges	**28.30**	17.79
	Freight & forwarding	**1.83**	0.01
	Directors sitting fees	**3.10**	3.70
	Sales & Work contract tax paid	**-**	-
	Net Loss disposal of Investments carried at amortised cost	**-**	-
	Contribution to CSR	**-**	-
	Miscellaneous expenses	**15.40**	14.44
		80.94	78.94

28. (a) Contingent Liability (in the current Period)

On Account of Custom Duty:

The Company has received a Show Cause Notice from Director of Revenue Intelligence demanding Rs. 215.41 lakhs u/s 28 of Custom Act 1962 on account of Custom Duty on import of OPK from Microsoft during the period of Apr2006 - Mar2007.

Status:

The proceedings are pending before Commissioner of Customs, Delhi. On the basis of the legal opinion obtained, the matter has merits in favor of the Company. The Company has deposited Rs. 50 lakhs as pre-deposit under protest.

On Account of Redemption of Preference Shares:

With reference to note no 14(b) wherein a liability on account of payment of premium on redemption of 39,75,000 Redeemable Non-cumulative Preference shares has been stated. In terms of Letter of Offer for the preference shares ,the premium on redemption would not exceed Rs.125 per preference shares totalling to maximum Liability on account of redemption not exceeding Rs.4968.75 lakhs. The Board of Directors may decide at the time of redemption having regards to the Financial resources of the company.. The Company's management is of the opinion that liability in respect of these premium on preferernce shares (if any payable) shall be provided in books of account at the time of redemption , as the same will be dependent upon Financial ability of the company at the time of redemption.

(b) In respect of R&T activities undertaken by the Company in earlier years, the Company has been advised that the Company has good, valid and substantial defence in Suit No.1494 of 1997 filed by State Bank of India in the City Civil Court in Ahmedabad against the Company and IDBI (issuer of Incentive warrants) for the recovery of Rs.503.38 lakhs with interest @21.50% p.a. This case was dismissed in the year 2009 by the said Court. SBI has filed condonation of delay application in the year 2010 which has been granted by the court and is being perused in the said Court at Ahmedabad. In view of the this the Company has not made any provision in respect of this litigation against the Company.

29. i. Pursuant to Para D5 of Ind AS 101, the company has exercised option to consider fair value on the date of transition as deemed cost for buildings. Rest all other assets are accounted as per Ind AS.

30. Particulars of dues to Micro, Small and Medium Enterprises under Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act):

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Principle amount due to suppliers under MSMED Act at the year end	-	-
Interest accrued & due to suppliers under MSMED Act on the above amount, unpaid at the year end	-	-
Payment made to suppliers (other than interest) beyond the appointed day during the year	-	-
Interest paid to suppliers under MSMED Act during the year	-	-
Interest due & payable to suppliers under MSMED Act for payments already made	-	-
Interest accrued & remaining unpaid at the end of the year to supplier under MSMED Act.	-	-

Dues to Micro and Small enterprises have been determined to the extent such parties have been identified on the basis of information collected by the management

31. (A) Value of imported and indigenous Computer and Peripherals Accessories consumed and percentage there of:

Particulars	31-Mar-2023		31-Mar-2022	
	Value	%	Value	%
Imported	-	0.00%	-	0.00%
Indigenous	-	0.00%	-	0.00%
	-	0.00%	-	0.00%

(B) Value of imports on CIF basis in respect of:

Particulars	31-Mar-2023	31-Mar-2022
Raw Material, Store & spares and Computer Peripherals	-	-

(C) Expenditure in foreign currency:

Particulars	31-Mar-2023	31-Mar-2022
Traveling	-	-

(D) Earning in foreign currency:

Particulars	31-Mar-2023	31-Mar-2022
Export sales and services	-	-

32. Particulars of Earnings per Shares: (₹ in Lakhs)

	Particulars	31-Mar-2023	31-Mar-2022
a)	Net Profit for the year	**39.70**	85.62
b)	Number of equity shares outstanding at the beginning and at the end of the year	**20,950,677**	20,950,677
c)	Nominal Value of the shares (Rs.)	**10.00**	10.00
d)	Basic and diluted Earning per share (Rs.) (a/b)	**0.19**	0.41

33 CURRENT AND DEFERRED TAX

The major components of income tax expense for the years ended March 31, 2023 and March 31, 2022 are:

a) Income tax expense (₹ in Lakhs)

Particulars	2022-23	2021-22
i) Current tax		
Current tax on profits for the year	**34.60**	18.56
Adjustments for current tax of prior period	**2.80**	0.89
Total current tax expense	**37.40**	19.45
ii) Deferred tax		
(Decrease) | Increase in deferred tax liabilities	**-**	-
Decrease | (Increase) in deferred tax assets	**-**	-
Trfd to OCI on actuarial gain or loss	**-**	-
Total deferred tax expense|(benefit)	**-**	-
Income tax expense	**37.40**	19.45

b) The reconciliation between the Statutory income tax rate applicable to the Company and the effective income tax rate of the Company is as follows

Particulars	2022-23	2021-22
a) Statutory income tax rate	**26.00%**	26.00%
b) Differences due to:		
i) Expenses not deductible for tax purposes	**114.79%**	121.92%
ii) Income exempt from income tax	**0.00%**	0.00%
iii) Income tax incentives	**0.00%**	0.00%
iv) Others	**-113.16%**	-168.41%
Effective income tax rate	**27.63%**	**20.50%**

c) No aggregate amounts of current and deferred tax have arisen in the reporting periods which have been recognised in equity and not in Statement of Profit and Loss or other comprehensive income.

d) Net Current tax liabilty / (assets)

Particulars	2022-23	2021-22
Add: Tax paid in advance, net of provisions during the year	**(25.98)**	(20.84)
Less: Current tax payable for the year	**34.67**	20.01
Closing balance	**8.69**	**(0.83)**

e) Unrecognsied temporary differences

The Company has not recognised deferred tax liability associated with fair value gains on equity share measured at OCI as based on Management projection of future taxable income and existing plan it is not probable that such difference will reverse in the foreseeable future.

34 EMPLOYEE BENEFIT OBLIGATIONS

Funded Scheme

a) Defined Benefit Plans:

Gratuity

The Company operates a gratuity plan through the 'PCS TECHNOLOGY LIMITED Employees Gratuity Trust'. Every Employee is entitled to a benefit equivalent to fifteen days salary last drawn for each completed year of service in line with the Payment of Gratuity Act, 1972 or Company scheme whichever is beneficial. The same is payable at the time of separation from the Company or retirement, whichever is earlier. The benefits vest after five years of continuous service.

Balance sheet amount (Gratuity Liability)

Particulars	(₹ in Lakhs)
April 1, 2021	
Present Value of obligations at beginning of the year	**34.11**
Current service cost	1.79
Interest expense|(income)	1.49
Total amount recognised in profit and loss	**3.28**
Remeasurements	-
Return on plan assets, excluding amount included in interest expense|(income)	-
(Gain) | Loss from change in financial assumptions	(0.57)
Experience (gains)|losses	-
Total amount recognised in other comprehensive income	**(0.57)**

Employer contributions	-
Benefit payments	-
March 31, 2022	**36.82**
Current service cost	1.84
Interest expense|(income)	1.51
Total amount recognised in profit and loss	**3.35**
Remeasurements	-
Return on plan assets, excluding amount included in interest expense|(income)	-
(Gain) | Loss from change in financial assumptions	(0.88)
Experience (gains)|losses	-
Total amount recognised in other comprehensive income	**(0.88)**
Employer contributions	
Benefit payments	-
March 31, 2023	**39.29**

Balance sheet amount (Gratuity Asset)

Particulars	(₹ in Lakhs)
April 1, 2021	**74.85**
Interest income/ (Expense)	4.28
Contribution by Employer	-
Total amount recognised in profit and loss	**4.28**
Remeasurements	-
Benefits paid	-
Return on plan assets, excluding amount included in interest expense|(income)	7.93
Experience (gains)|losses	-
Total amount recognised in other comprehensive income	**7.93**
Employer contributions	-
Benefit payments	-
March 31, 2022	**87.06**
Interest income/ (Expense)	4.87
Contribution by Employer	-
Total amount recognised in profit and loss	**4.87**
Remeasurements	-
Benefits paid	-
Return on plan assets, excluding amount included in interest expense|(income)	(0.42)
Experience (gains)|losses	-
Total amount recognised in other comprehensive income	**(0.42)**
Employer contributions	-
Benefit payments	-
March 31, 2023	**91.51**

The net liability disclosed above relates to funded and unfunded plans are as follows:

Particulars	**As at 31-Mar-2023**	**As at 31-Mar-2022**
Present value of funded obligations	**39.29**	36.82
Fair value of plan assets	**91.51**	87.06
Deficit of Gratuity plan	**(52.22)**	**(50.24)**

Significant estimates: Actuarial assumptions and sensitivity

The significant actuarial assumptions were as follows:

Particulars	**As at 31-Mar-2023**	**As at 31-Mar-2022**
Discount rate	**7.33%**	6.33%
Attrition rate	**1.00%**	1.00%
Rate of return on plan assets	**12.00%**	12.00%
Salary escalation rate	**5.00%**	5.00%

Major category of plan assets are as follows:

Particulars	31-Mar-2023			
	Quoted	Unquoted	Total	in %
Government of India assets				
Debt instruments				
Corporate bonds	-	-	-	-
Investment funds				
Fixed Deposit	-	**91.51**	**91.51**	**100%**
Others				
Special deposit scheme	-	-	-	-
	-	**91.51**	**91.51**	**100%**

Major category of plan assets are as follows:

Particulars	31-Mar-2022			
	Quoted	Unquoted	Total	in %
Government of India assets				
Debt instruments				
Corporate bonds	-	-	-	-
Investment funds				
Fixed Deposit	-	87.06	87.06	100%
Others				
Special deposit scheme	-	-	-	-
	-	87.06	87.06	100%

Risk exposure

Through its defined benefit plans, the Company is exposed to a number of risks, the most significant of which are detailed below:

i) Asset volatility

The plan liabilities are calculated using a discount rate set with reference to bond yields; if plan assets underperform this yield, this will create a deficit. Most of the plan asset investments is in fixed income securities with high grades and in government securities. These are subject to interest rate risk. The Company has a risk management strategy where the aggregate amount of risk exposure on a portfolio level is maintained at a fixed range. Any deviations from the range are corrected by rebalancing the portfolio. The Company intends to maintain the above investment mix in the continuing years.

Expected contributions to post-employment benefit plans for the year ending March 31, 2023 is NIL

The weighted average duration of the defined benefit obligation is 5 years (2015-16: 5 years). The expected maturity analysis of gratuity is as follows:

(₹ in Lakhs)

Particulars	Total
Defined benefit obligation (gratuity)	
As at March 31, 2023	39.29
As at March 31, 2022	36.82

b) Defined contribution plans:

Amount of Rs.1.52 Lakhs (March 31, 2022: Rs.1.00 Lakhs) is recognized as expense and included in the Note 21 'Salary and Wages'.

c) Provident fund:

The Company makes monthly contribution to Government approved Provident Fund.

d) Compensated absences amount of Rs.0.08 Lakhs (March 31, 2022: Rs. 0.51 Lakhs) is recognized as expense and included in the Note 21 "Salaries & Wages"

35 Fair Value Measurement

Particulars	31-Mar-2023			31-Mar-2022		
	FVPL	FVOCI	Amortised cost	FVPL	FVOCI	Amortised cost
Financial assets						
Investments:						
Equity instruments	**0.10**		-	0.10		-
Trade receivables	-	-	**1.82**	-	-	-
Cash and bank balances	-	-	**3,423.75**	-	-	3,346.07
Other receivables	-	-	-	-	-	-

Total Financial assets	**0.10**	**-**	**3,425.57**	0.10	-	3,346.07
Financial liabilities						
Trade payables	**-**	**-**	**7.12**	-	-	6.84
Security deposits	**-**	**-**	**-**	-	-	-
Directors Loan	**-**	**-**	**-**	-	-	-
Preference Shares	**-**	**-**	**384.85**	-	-	380.59
Total financial liabilities	**-**	**-**	**391.96**	-	-	387.43

a) Fair Value Heirarchy

This section explains the judgement and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the Financial Statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

i) Financial assets and liabilties which are measured at amortised cost for which fair values are disclosed at March 31, 2023

Particulars	Notes	Level 1	Level 2	Level 3	Total
Financial liabilities					
Directors Loan		-	-	-	-
Preference Shares		-	-	384.85	384.85
Security deposits		-	-	-	-
Total financial liabilities		**-**	**-**	**384.85**	**384.85**

ii) Financial assets and liabilties which are measured at amortised cost for which fair values are disclosed at March 31, 2022

Particulars	Notes	Level 1	Level 2	Level 3	Total
Financial liabilities					
Directors Loan	-	-	-	-	-
Preference Shares	-	-	-	380.59	380.59
Security deposits	-	-	-	-	-
Total financial liabilities	-	**-**	**-**	**380.59**	**380.59**

There were no transfers between any levels during the year:

Level 1:

Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments and mutual funds that have a quoted price. The fair value of all equity instruments which are traded in the stock exchanges is valued using the closing price as at the reporting period. The mutual funds are valued using the closing net assets value (NAV).

Level 2:

The fair value of financial instruments that are not traded in an active market (for example over-the-counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3:

If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

b) Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

i) the use of quoted market prices or dealer quotes for similar instruments

ii) the fair value of interest rate swaps is calculated as the present value of the estimated future cash flows based on observable yield curves.

iii) the fair value of forward foreign exchange contracts are determined using forward exchange rates at the Balance Sheet date

iv) the fair value of foreign currency option contracts is determined using the Black Scholes valuation model.

v) the fair value of the remaining financial instruments is determined using discounted cash flow analysis.

All of the resulting fair value estimates are included in level 1 and 2.

c) Valuation processes

The finance department of the Company includes a team that performs the valuations of financial assets and liabilities required for financial reporting purposes, including level 3 fair values. This team reports directly to the Chief Financial Officer (CFO).

d) Fair value of financial assets and liabilities measured at amortised cost

Particulars	As at 31-Mar-2023		As at 31-Mar-2022	
	Carrying amount	Fair value	Carrying amount	Fair value
Financial assets:				
Loans to subsidiary companies	-	-		
Loans to Employees	-	-	-	-
Total financial assets	-	-	-	-
Financial liabilities				
Security deposits	**26.00**	**26.00**	24.00	24.00
Directors Loan	-	-	-	-
Preference Shares	**397.50**	**384.85**	397.50	380.59
Total financial liabilities	**423.50**	**410.85**	421.50	404.59

The carrying amounts of trade receivables, trade payables, other receivables, short-term security deposits, bank deposits with more than 12 months maturity, capital creditors and cash and cash equivalents including bank balances other than cash and cash equivalents are considered to be the same as their fair values due to the current and short-term nature of such balances.

The fair values of non-current borrowings are based on discounted cash flows using a current borrowing rate. They are classified as level 3 fair values in the fair value hierarchy due to the use of unobservable inputs, including own credit risk.

For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

36 CAPITAL MANAGEMENT

Risk management

The primary objective of the Company's Capital Management is to maximise shareholder value. The Company monitors capital using Debt-Equity ratio, which is total debt divided by total capital plus total debt.

For the purposes of the Company's capital management, the Company considers the following components of its Balance Sheet to be managed capital:

Total equity as shown in the Balance Sheet includes General reserve, Retained earnings, Share capital, Security premium. Total debt includes current debt plus non-current debt.

(₹ in Lakhs)

Particulars	31-Mar-2023	31-Mar-2022
Total Debt	**384.85**	380.59
Total Equity	**4,315.48**	4,275.47
Debt-Equity ratio	**0.09**	0.08

37 EXPENDITURE ON CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

a) Gross amount spent by the Company for the period from FY 2014-15 to FY 2018-19 is Rs.63.10 Lakhs. The provisions of CSR are not applicable in FY 2020-21 FY 2021-22 and FY 2022-23.

38 REGROUPED | RECAST | RECLASSIFIED

Figures of the earlier year have been reclassified to conform to Ind AS presentation requirements

39 ROUNDING OFF

All figures are rounded off to the nearest Lakhs.

40. Segment Reporting:

The Company is engaged mainly in IT & related FMS services, as such it is the only reportable business segment. The export sales of the company are NIL and hence there is single reportable geographical segment.

41.1 Related parties disclosures:

A Names of the related parties (where control exists) - Subsidiary Companies

1. PCS Positioning Systems (India) Limited
2. PCS Infotech Limited

B Other Related parties with whom there are transactions during the year.

a) Key Management Personnel

1. Mr. G.K.Patni (Chairman)
2. Mr. A.K.Patni (Vice Chairman)

b) Relatives of key management personnel

1. Mrs. Rajnikanta Patni
   (Wife of Mr. G.K. Patni)
2. Mrs. Sadhna Patni
   (Wife of Mr. A.K. Patni)
3. Mr. Apoorva Patni (Director)
   (Son of Mr. A.K.Patni)
4. Mr. Arihant Patni
   (Son of Mr. G.K. Patni)
5. Mrs. Ruchi Patni
   (Daughter-in-law of Mr. G.K. Patni)
6. Sobhagmal M. Patni HUF
   (Mr.G.K.Patni & Mr.A.K.Patni are members of HUF)

c) Affiliates (Enterprises over which Key Management personnel or their relatives have significant influence)

1. Kalpavruksh Systems Private Limited
   (Formerly known as Kalpavruksh Systems Limited)
2. Ashok Patni Family Trust

41.2 Transactions carried out with related parties referred above, in ordinay course of business:

	Description	Key Management Personnel	Relative of key Management Personnel	Affiliates	Total
1	Sales of goods and services	**-**	**-**	**27.98**	**27.98**
		(-)	(-)	(23.27)	(23.27)
2	Rent paid	**-**	-	-	**-**
		(-)	(-)	(-)	-
3	Reimbursement of expenses paid	**-**	**-**	**-**	**-**
		(-)	(-)	(-)	-
4	Recovery of expenses received	**-**	**-**	**-**	**-**
		-	-	-	-
5	Loan Taken	**-**	**-**	**-**	**-**
		(-)	(-)	(-)	(-)
6	Loan Refunded	**-**	**-**	**-**	**-**
		(-)	(-)	(-)	(-)
7	Security Deposit (Rent) received back	**-**	**-**	**-**	**-**
		(-)	(-)	(-)	(-)
8	Payment returned for receivables	**-**	**-**	**-**	**-**
		-	-	-	-
9	Remuneration to Directors	**-**	**-**	**-**	**-**
		(-)	(-)	(-)	(-)
10	Dividend Paid	13.32	**-**	22.46	35.78
		(13.32)	(-)	(22.46)	(35.78)

41.3 Significant transactions carried out with related parties referred above, in ordinary course of business:

	Description	Key Management Personnel	Relative of key Management Personnel	Affiliates
1	**Sales of goods and services**			
	Kalpavruksh Systems Private Limited	-	-	**27.98**
		(-)	(-)	(25.43)
2	**Rent paid**			
		-	-	-
		-	-	-
3	**Reimbursement of expenses paid**			
		-	-	-
		(-)	(-)	(-)
4	**Recovery of expenses received**			
		-	-	-
		-	-	-
5	**Loan Taken**			
		-	-	-
		-	-	-
6	**Loan Refunded**			
		-	-	-
		(-)	(-)	(-)
7	**Security Deposit (Rent) received back**			
		-	-	-
		(-)	(-)	(-)
8	**Payment returned for receivables**			
		-	-	-
		(-)	(-)	(-)
9	**Remuneration to Directors**			
		-	-	-
		(-)	(-)	(-)
10	**Dividend Paid**			
	Ashok Patni Family Trust	-	-	17.69
		(-)	(-)	(17.69)
	Gajendra Kumar Patni	13.32	-	-
		(13.32)	(-)	(-)
	Ashoka Computer Systems Pvt Ltd	-	-	1.62
		(-)	(-)	(1.62)
	PCS Cullinet Pvt Ltd	-	-	1.62
		(-)	(-)	(1.62)
	PCS Finance Pvt Ltd	-	-	1.53
		(-)	(-)	(1.53)

41.4 Balance outstanding as at year end:

	Description	Subsidiaries Companies	Key Management Personnel	Relative of key Management Personnel	Affiliates	Total
1	**Receivable**	-	-	-	-	-
		(-)	(-)	(-)	(-)	-
2	**Loan taken**	-	-	-	-	-
		(-)	(-)	(-)	(-)	-
3	**Property deposits**	-	-	-	-	-
		(-)	(-)	(-)	(-)	-
4	**Investment in Subsidiary (Net of provisions made)**	-	-	-	-	-
	PCS Positioning Systems (India) Limited	-	-	-	-	-
		(-)	(-)	(-)	(-)	(-)
	PCS Infotech Limited	-	-	-	-	-
		(-)	(-)	(-)	(-)	(-)
5	**Trade Receivables(Net of provisions)**					
	PCS Positioning Systems (India) Limited	-	-	-	-	-
		(-)	(-)	(-)	(-)	(-)
6	**Loans and Advances made to subsidiary (Net of Provisions)**					-
	PCS Positioning Systems (India) Limited	-	-	-	-	-
		(-)	(-)	(-)	(-)	(-)

41.5 Significance closing balances outstanding as at year end:

	Description	Subsidiaries Companies	Key Management Personnel	Relative of key Management Personnel	Affiliates
1	**Receivable**				
		-	-	-	-
		(-)	(-)	(-)	(-)
2	**Loan Taken**				
		-	-	-	-
		(-)	(-)	(-)	(-)
3	**Property Deposits**				
		-	-	-	-
		-	-	-	-
4	**Value of investments in Subsidiary**				
	A. PCS Positioning Systems (India) Limited	175.10	-	-	-
	Less: Provision for dimunition in value of investment	(175.10)	-	-	-
	B. PCS Infotech Limited, India	50.00	-	-	-
	Less: Provision for dimunition in value of investment	(50.00)	-	-	-
		-	-	-	-
		(-)	(-)	(-)	(-)
5	**Trade Receivables from Subsidiary**				
	PCS Positioning Systems (India) Limited	117.33	-	-	-
	Less: Provision for dimunition in value of receivable	(117.33)	-	-	-
		-	-	-	-
		(-)	(-)	(-)	(-)
6	**Advances given to Subsidiary**				
	PCS Positioning Systems (India) Limited	250.00	-	-	-
	Less: Provision for dimunition in value of advances	(250.00)	-	-	-
		-	-	-	-
		(-)	(-)	(-)	(-)

42.1 Disclosure required by SEBI (LODR) Reg, 2015:

Amount of loans and advances in nature of loans outstanding from subsidiaries (net of provisions): (Amount in Rs.)

PCS Positioning Systems (India) Limited	-
	-

Note: Previous year figures are shown in brackets

42.2 Details of Investment by the Loanee in the shares of the company:

None of the Loanee have made investments in the shares of the company.

43. Figures for the previous year have been regrouped/ rearranged wherever necessary.

As per my report of even date attached

For Vinod K Mehta & Co
Chartered Accountants
(FRN-111508W)

Divyesh V Mehta
(Partner)
Membership No. 044293

Place: Mumbai
Date : 23rd May, 2023

For and on behalf of the Board of Directors

G. K. Patni
(Chairman)

A. K. Patni
(Vice Chairman)

Bhaskar Patel
(CEO)

Mehul Monani
(CS)

M P Jain
(CFO)

Place: Mumbai
Date : 23rd May, 2023

Notes

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PCS TECHNOLOGY

PCS TECHNOLOGY LIMITED

Registered Office :82/6/1, Solar Park, Shop no.6, Pune-Alandi Road, Dattanagar, Dighi- Pune- 411015

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