innovana
Empowered By Innovation

Date: 11/09/2019

To,
The Manager – Listing Department
National Stock Exchange of India Limited (NSE EMERGE)
Exchange Plaza, Plot No. C/1, Block-G
Bandra- Kurla Complex
Bandra (E), Mumbai-400051
Dear Sir/ Ma'am

Symbol: INNOVANA; ISIN: INE403Y01018

Sub: Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015

Dear Sir/ Madam

Pursuant to regulation 34 of SEBI (Listing Obligation and Disclosure Requirement) Regulation 2015 read with amendment thereon, we are attaching the Annual Report for the financial year 2018-19.

Kindly take the same on records.

Thinking You

Yours faithfully

For INNOVANA THINKLABS LIMITED

INNOVANA THINKLABS LIMITED JAIPUR

Vasu Ajay Anand
Company Secretary

04th ANNUAL REPORT

OF

INNOVANA THINKLABS LIMITED
(Formerly known as PCVARK Software Limited)
(Originally known as PCVARK Software Pvt. Ltd.)

FOR F.Y. 2018-19

COMPANY INFORMATION

BOARD OF DIRECTORS &KEY MANAGERIAL PERSON:

➢ *Mr. Chandan Garg*	*Managing Director*
➢ *Mr. Kapil Garg*	*Whole Time Director*
➢ *Mrs. Swaran Kanta*	*Non-Executive Director*
➢ *Mr. Apporv Mittal*	*Non-Executive Independent Director*
➢ *Mr. Mohit Bora*	*Non-Executive Independent Director*
➢ *Mr. Sumit Sarda*	*Non-Executive Independent Director*

CHIEF FINANCIAL OFFICER

Mr. Sanjeev Mittal
Tel.: 0141-4919128

COMPANY SECRETARY/ COMPLIANCE OFFICER

Mr. Vasu Ajay Anand
(Appointed with effect from August 05, 2019
Ms. Divya Badaya
*(*Appointed with effect from February 05, 2019)*
Ms. Prachi Mittal
*(*Cease with effect from February 05, 2019)*

STATUTORY AUDITORS

M/s. Amit Ramakant & Co., Chartered Accountants
404, Okay Plus Tower, Government,
Hostel, M.I. Road, Jaipur, Rajasthan
Email:amitagrawalca100@gmail.com
Contact Person: Mr. Amit Agarwal

SECRETARIAL AUDITOR

Srishthi Mathur & Associates
Practicing Company Secretaries
E-Mail: srishtimathur2710@gmail.com

BANKERS

Indusind Bank Limited
Raja Park, Jaipur, Rajasthan
Axis Bank Limited
Tilak Nagar, Jaipur -302004, Rajasthan

REGISTRAR & SHARE TRANSFER AGENTS:

M/s. Skyline Financial Services Private Limited
D-153A, First Floor Okhla Industrial Area, Phase-I, New Delhi-110020
Tel.: 022-28515606/44 Fax: 022-28512885
E-Mail: info@skylinerta.com

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CHAIRMAN'S MESSAGE:

Dear Shareholders,

I'm glad to share that we achieved strong growth last fiscal amidst highly competitive market.

During this period, we have added a dozen new clients. We continue to build capacity and infrastructure to support these client additions.

Our EPS for the year ended March 31, 2019 grew by 15.86% YOY which was the best in last years. We improved our working capital substantially and our free cash flow robust at 41.17% of our net profit.

We have a Capital allocation philosophy of providing regular and stable payout to investor keeping two important consideration one that of building long-term stakeholder value and two that allows us to make required investment for future growths.

Our primary objective is to help address and solve our client business and technology challenges to enable them to better serve their goals. With that purpose in the mind, we will increase our relevance in the minds of the customer. The more we succeed in that, the more likely to create increased value to our stakeholders.

We witnessed steady growth and have strong footon ground to sustain our growth into next year. I am happy to share that we have enough pipeline of business growth in upcoming years. We have expanded scope of work with many clients to bring more revenue success.

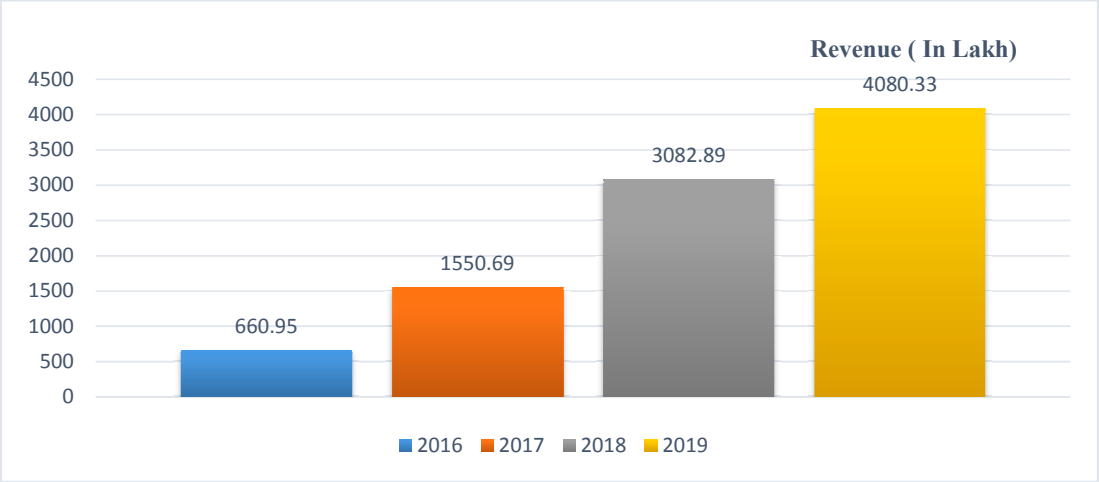
In line with our strategy, efforts are focused on pushing our sales and marketing resources to expand into a larger and more diversified client base. We continue to invest in growing our business by adding new, niche and high margin accounts and builds new capabilities while strengthening our existing client base.

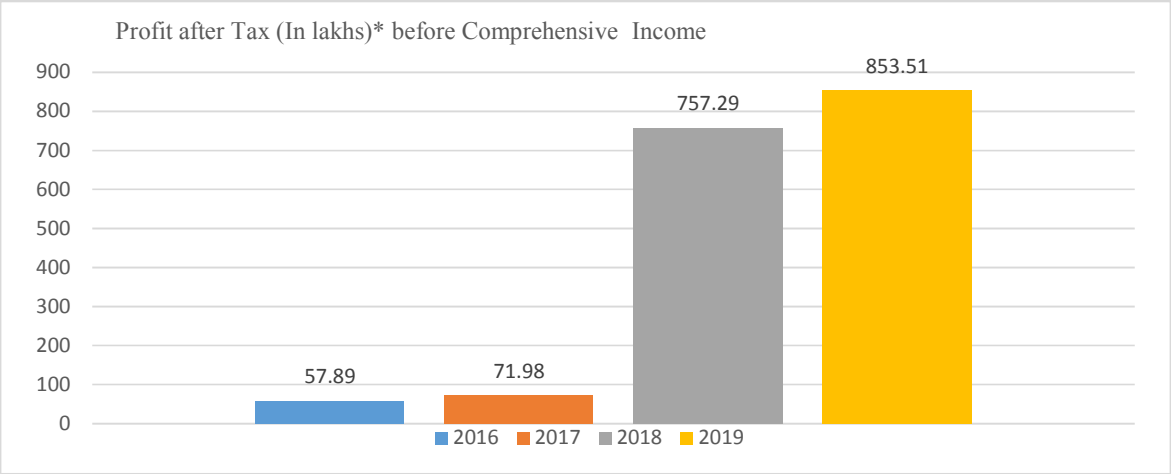
Our exceptional leadership team is instrumental in rapidly growing the Company in past few years and helped in designing our strategic framework to sustain the high growth rate. My sincere thanks to them for their energy and commitment in helping us to operationalize our strategy.

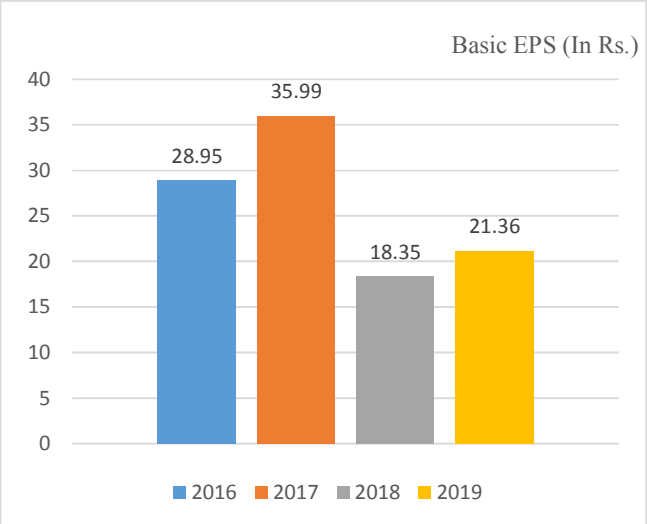
Warm regards,

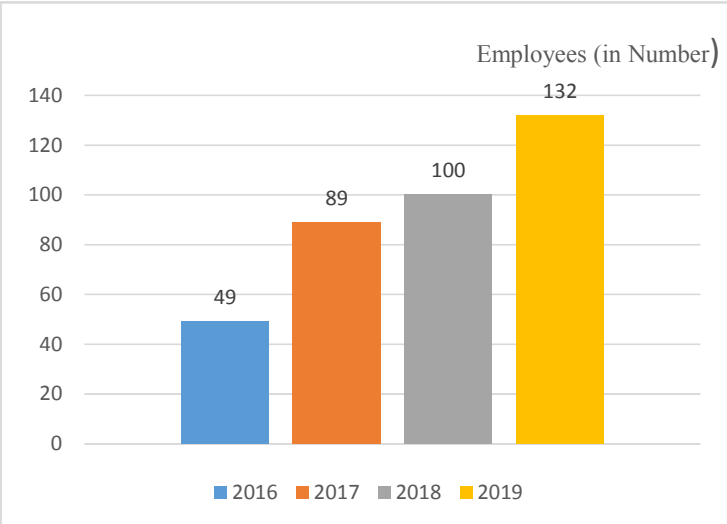
Chandan Garg
Managing Director

Key Trends


Revenue (In Lakh)
4500
4000
3500
3000
2500
2000
1500
1000
500
0
660.95
1550.69
3082.89
4080.33
2016 2017 2018 2019


Profit after Tax (In lakhs)* before Comprehensive Income
900
800
700
600
500
400
300
200
100
0
57.89
71.98
757.29
853.51
2016 2017 2018 2019


Basic EPS (In Rs.)
40
35
30
25
20
15
10
5
0
28.95
35.99
18.35
21.36
2016 2017 2018 2019


Employees (in Number)
140
120
100
80
60
40
20
0
49
89
100
132
2016 2017 2018 2019

NOTICE OF 04th ANNUAL GENERAL MEETING

NOTICEis hereby given that the 04thAnnual General Meeting of the members of **INNOVANA THINKLABS LIMITED (Formerly known as PCVARK SOFTWARE LIMITED)** will be held on Saturday 28th day of September, 2019 at 11.30 A.M at the registered office of the company at **Plot No. D-41, Patrakar Colony, Near Jawahar Nagar Moti Dungri Vistar Yojna, Raja Park-302004, Jaipur, Rajasthan** to transact the following business:

ORDINARY BUSINESS:

Item No. 1- Adoption of Financial Statements:-

To consider and adopt the audited financial statement (including consolidated financial statement) of the company for the financial year ended March 31, 2019 and report of the Boards of Directors (' the Boards') and auditors thereon.

Item No. 2: Appointment of Mrs. Swaran Kanta as a Director liable to retire by rotation.

To appoint a director in place of Mrs. Swaran Kanta (DIN: 07846714) who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:-

4. Increase in remuneration and Change in terms of appointment of Mr. Chandan Garg, Managing Director of the company:

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

"**RESOLVED THAT** In partial modification of resolution passed in this regard by the members of the Company at 02nd Annual General Meeting held on 06th July 2017 and pursuant to provisions of sections 196,197, 198, 203 read with Schedule V and other applicable provisions of if any, of the Companies Act, 2013 ("the Act"), The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or re-enactment(s) thereof for the time being in force) the consent and approval of the Company be and are hereby accorded
for **Revision of remuneration** of **Mr. Chandan Garg, Chairman cum Managing Director** on such terms and conditions, in case of absence of profits or if the Company has inadequate profits for a period of 3 years and keeping all other terms and conditions unchanged.

RESOLVED FURTHER THAT the remuneration payable to Mr. Chandan Garg, Managing Director with effect from October 1, 2019, shall be as under:

(A) Basic Salary:
15,00,000/- (Rupees fifteen Lakh Only) Per Month inclusive of perquisites and allowances, except the perquisites falling outside the purview of the ceiling of remuneration subject to overall ceiling of remuneration stipulated in sections 2(78) and 197 read with Schedule V of the Act.

Annual Increment: Maximum sum of Rs. 3,00,000/- (Rupess Three Lakhs only) per month in percentage 20% of the Basis salary, which sall be decided by the board of Direcotrs on the basis of merit and performance.

Perquisites: Besides the above salary, Mr. Chandan Garg, shall be entitled to Company's contribution to Provident Fund, gratuity payable as per the Company's Policy and encashment of leave at the end of his tenure as per the Company's Policy and the same shall not be included in the computation of limits for the remuneration or perquisites aforesaid.

RESOLVED FURTHER THAT the consent of the Members of the Company be and are hereby accorded that Mr. Chandan Garg, Managing Director of the Company be paid remuneration by way of Salary, upto a maximum of Rs. 15,00,000/- (Rupees Fifteen lakhs only) Per Month as remuneration in case the Company has no profits or its profit are inadequate.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to do all the acts, deeds, matters and things as he may in his absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and to sign and execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient."

5. Increase in remuneration of Mr. Kapil Garg, Whole Time Director of the company:

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

"RESOLVED THAT In partial modification of resolution passed in this regard by the members of the Company at 02nd Annual General Meeting held on 06th July 2017 and pursuant to provisions of sections 196,197 and 203 read with Schedule V and other applicable provisions of if any, of the Companies Act, 2013 ("the Act"), The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or re-enactment(s) thereof for the time being in force) the consent and approval of the members of the company be and are hereby accorded for revision of remuneration of **Mr. Kapil Garg, Whole Time Director** on such terms and conditions, in case of absence of profits or if the Company has inadequate profits for a period of 3 years.

RESOLVED FURTHER THAT the remuneration payable to Mr. Kapil Garg, Whole Time Director with effect from October 1, 2019 shall be as under:

(A) Basic Salary:
Rs. 5,00,000/- (Rupees Five Lakh Only) Per Month excluding of perquisites and allowances, except the perquisites falling outside the purview of the ceiling of remuneration subject to overall ceiling of remuneration stipulated in sections 2(78) and 197 read with Schedule V of the Act.

Annual Increment: Maximum sum of Rs. 1,00,000/- (Rupess One Lakhs only) per month in percentage 20% of the Basis salary, which sall be decided by the board of Direcotrs on the basis of merit and performance.

Perquisites: Besides the above salary, Mr. Kapil Garg, shall be entitled to Company's contribution to Provident Fund, gratuity payable as per the Company's Policy and encashment of leave at the end of his tenure as per the Company's Policy and the same shall not be included in the computation of limits for the remuneration or perquisites aforesaid.

RESOLVED FURTHER THAT the consent of the Members of the Company be and are hereby accorded that Mr. Kapil Garg, Whole Time Director of the Company be paid remuneration by way of Salary, upto a maximum of Rs. 5,00,000/- (Rupees Five Lakh Only) Per Month as remuneration in case the Company has no profits or its profit are inadequate.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to do all the acts, deeds, matters and things as he may in his absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and to sign and execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient."

By Order of Board of Directors
For INNOVANA THINKLABS LIMITED
(Formerly known as PCVARK Software Limited)
CIN: L72900RJ2015PLC047363

DATE: ***02 September 2019***
PLACE: JAIPUR

Vasu Ajay Anand
Company Secretary

Notes:

a.) The Explanatory Statement pursuant to Section 102 (1) of Companies Act, 2013 in respect of the Special Business is annexed hereto and forms part of this notice.

b.) **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER.**
The proxies should however be deposited at the registered office of the Company not later than 48 hours before the commencement of the meeting. Proxies submitted on behalf of the limited companies, societies etc., must be supported by appropriate resolutions/ authority as applicable. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case the proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

c.) In case of joint holder attending the meeting, the Member whose names appears as the first holder in the order of names as per the Registrar of Members of the Company will be entitled to vote.

d.) Members seeking any information with regard to the Accounts are requested to write to the Company at an early date, so as to enable the management to keep the information ready at the meeting.

e.) The Registrar of Members and Transfer Books of the Company shall be closed from Saturday, September 21, 2019 to Saturday September 28, 2019 (both days inclusive) for the purpose of the Annual General Meeting

f.) Members are requested to notify immediately changes if any, in their registered address to the Company's Registrar and Share transfer Agent M/s ***Skyline Financial Services Private Limited*** having address *D-153A, First Floor Okhla Industrial Area, Phase-I, New Delhi-110020.* Members are also requested to furnish their Bank Details to the Company's Share Transfer Agents immediately for printing the same to prevent fraudulent encashment of instruments.

g.) Members who hold shares in the dematerialized form are requested to bring their Client Id and DP Id numbers for easy identification of attendance of the meeting and the number of shares held by them.

h.) The Notice of the AGM along with the annual report 2018-19 is being sent by electronic mode to those members whose e-mail addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same.

i.) The Ministry of Corporate affairs ("MCA') has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by Companies and has issued a Circular on April 21, 2011 stating that the service of document by a Company can be made through electronic mode.

VOTING SYSTEM:-

j.) Pursuant to the provisions of Section 108 of the Companies Act, 2013, rules 20 and 21 of the Companies (Management & Administration) Rules, 2014 and sub Reg. (1) and (2) of Regulation 44 of SEBI (LODR) Regulations, 2015, the Company is not required to provide mandatorily to its members the electronic facility to exercise their right to vote at the AGM. Therefore, the facility for voting through polling paper shall be made available at the meeting and the members attending the meeting shall be able to exercise their right at the Meeting through polling paper. A proxy can vote in the poll process.

k.) Pursuant to the provisions of Section 108 of the Companies Act, 2013, rules 20 and 21 of the Companies (Management and Administration) Rules, 2014 and sub Regulation (1) and (2) of Regulation 44 of SEBI (LODR) Regulations, 2015, the Company is not required to provide mandatorily to its members the electronic facility to exercise their right to vote at the Annual General Meeting. Therefore, the facility for voting through polling paper shall be made available at the meeting and the members attending the meeting shall be able to exercise their right at the Meeting through polling paper. A Proxy can vote in the poll process.

l.) A member present in Person or by Proxy shall, on a poll, have votes in proportion to his share in the paid up equity share capital of the Company, subject to the differential rights as to voting, if any attached to the certain shares as stipulated in the articles or by the terms of issue of such shares. A member who is a related party is not entitled to vote on a Resolution relating to the approval of any contract or arrangement in such member is a related party.

m.) Members may also note that the Notice of the 4th Annual General Meeting and the Annual Report for the financial year 2018-19 will also be available on the website of the Company for the purpose of downloading. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making request for the same. For any communication, the shareholders may also send request to the Company's investor email id: cs@pcvark.com.

Details of Directors seeking appointments/re-appointments at the Annual General Meeting (In pursuance of Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:-

1.	Name of Director	Mrs. Swaran Kanta
2.	DIN	07846714
3.	Date of Birth	04/08/1957
4.	Date of Appointment	14/06/2017
5.	Qualification	Bachelor of Arts

6.	Expertise in Specific Functional Areas and Experience	She is manage Human Resource or her effort is best for company and manage day to day working of Company.
7.	Other Directorship held excluding Private Companies as on 31st March 2019	INNOVANA TECHLABS LIMITED (Wholly owned Subsidiary of "Innovana Thinklabs Limited")
8.	List of outside Directorship held in other Listed Companies	Nil
9.	Chairman/ Member of the Committee of the Board of the Directors of the Company	Member –Corporate Social Responsibility Committee
10.	Disclosure of Relationship between Directors Inter-se.	She is Mother of Mr. Chandan Garg, Managing Director of the Company and Mr. Kapil Garg, Whole Time Director of the Company.

Explanatory Statement pursuant to section 102(2) of Companies Act, 2013

Item No.:-4

The Board of Directors, on recommendation of the Nomination and Remuneration Committee of the Company, at its meeting held on **Monday, *02 September 2019***, has approved the proposal to increase the salary of Mr. Chandan Garg, Managing Director. Subject to the approval of shareholders, as set out in the resolution being Item No. 4 of the accompanying notice w. e. f. October 2019.

The proposed revision in remuneration above is well in conformity with the relevant provisions of the Companies Act, 2013, read with Schedule V to the said Act and hence approval of Central Government is not required for the above revision in remuneration.

Except for the aforesaid revision in salary, all other terms and conditions of his appointment as Managing Director of the Company as approved by the members of the Company shall remain unchanged.

Except Mr. Chandan Garg, none of Directors and KMPs and their immediate relatives are concerned or interested in the proposed resolution. Board of Directors of the Company recommended passing resolution set out in Item No. 4 of this notice.

Item No.:- 5

Mr. Kapil Garg, the Board of Directors, on recommendation of the Nomination and Remuneration Committee of the Company, at its meeting held on **Monday, *02 September 2019***, has approved the proposal to increase the salary of Mr. Kapil Garg, Whole Time Director, subject to the approval of shareholders, as set out in the resolution being Item No. 5 of the accompanying notice w. e. f. October 2019.

The proposed revision in remuneration above is well in conformity with the relevant provisions of the Companies Act, 2013, read with Schedule V to the said Act and hence approval of Central Government is not required for the above revision in remuneration.

Except for the aforesaid revision in salary, all other terms and conditions of his appointment as Whole Time Director of the Company as approved by the members of the Company shall remain unchanged.

Except Mr. Kapil Garg, none of Directors and KMPs and their immediate relatives are concerned or interested in the proposed resolution. Board of Directors of the Company recommended passing resolution set out in Item No. 5 of this notice.

By Order of Board of Directors
For INNOVANA THINKLABS LIMITED
(Formerly known as PCVARK Software Limited)
CIN: L72900RJ2015PLC047363

DATE: ***02 September 2019***
PLACE: JAIPUR

Vasu Ajay Anand
Company Secretary

Registered office:
Plot No. D-41, Patrakar Colony,
Near Jawahar Nagar Moti Dungri Vistar Yojna,
Raja Park-302004, Jaipur, Rajasthan

ANNEXURE TO NOTICE

Statement pursuant to the provisions of Part II section II (B) (IV) of Schedule V of Companies Act, 2013:

I. General Information: -			
1. Nature of Industry	Information Technology		
2. Date of Incorporation	13/04/2015		
3. Financial Performance based on given indicators on Standalone Basis. **(₹in Lacs)**			
For The Year Ended March 31st	**Sales**	**Profit before Tax**	**Profit After Tax* before Comprehensive Income**
2016-2017	1550.69	115.85	71.98
2017-2018	3082.89	1064.57	757.29
2018-2019	4080.33	1187.27	853.51
Financial performance based on given indication on Consolidated Basis.			
For The Year Ended March 31st	**Sales**	**Profit before Tax**	**Profit After Tax* before Comprehensive Income**
2016-2017	1,550.69	115.85	71.98
2017-2018	3,082.89	1,064.57	757.29
2018-2019	4513.56	1403.18	1067.22
4. Export Performance		**FOB Value of Export for the year (`in Lacs)**	
		2016-17 – 1,550.69	
		2017-18- 3,082.89	
		2018-19- 4,080.33	
5. Foreign investments or Collaborators, if any		**NA**	

I. INFORMATION ABOUT THE APPOINTEE: MR. CHANDAN GARG

1. **Background Detail**

Age	**Designation**	**Qualification**
37 Years	Chairman Cum Managing Director	Bachelor in Science in Bio Technology, Post Graduate Diploma in Management, Certified Professional Course from Microsoft, Certified course in E Business solution Developer, "A" level in computer programming.

Experience

He has overall experience of 17 Years in Information Technology industry and overall management and operations of the Company. Under his guidance our Company has witnessed continuous growth.

2. **Past Remuneration: -**

Year	**Salary**	**Perquisites**	**Total**
2017-18	48,00,000.00	NIL	48,00,000.00
2018-19	81,00,000.00	NIL	81,00,000.00

3. **Recognition or awards: Not Applicable**

4. **Job profile and his suitability:**
Mr. Chandan Garg is a Chairman Cum Managing Director of the Company. He looks after overall management and operations of the Company. Under He manages the day-to-day affairs of the Company and is responsible

for business policies, strategic decisions, business development etc. As a strategic planner with a hands-on approach, he has been instrumental in the growth of the Company to this level.

5. **Remuneration proposed: -**

Salary	**15,00,000.00 P.M (Rs. Fifteen lakhs Only)**
Perquisites & incentives p.a.(excluding exempted)	**-**
Other Terms	The Boards of Director, which include Nomination and Remuneration Committee, are empowered from time to time to consider annual revision of the remuneration with such components as they deem fit, during the tenure Annual increment shall be Rs. 300,000/- (Ruppes Three lakh only) in percentage 20 % of Basis Salary.

6. **Comparative remuneration profile with respect to industry, size of the company, profile of the position and person**
Considering the experience and knowledge of Mr. Chandan Garg and the responsibility entrusted upon his, he is entitled to higher remuneration in the similar nature of industry than recommended by the Board at Present.

7. **Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any:**
Mr. Chandan Garg directly holds 2920000 (71.22%) equity share of the company and being one of the promoters of the Company, holds 2999600 (73.16) % of the paid up capital indirectly. He is also related to Mr. Kapil Garg, Whole Time Directors and Mrs. Swaran Kanta, Non-executive Director. Mr. Chandan Garg does not have any other pecuniary relationship with company.

II. INFORMATION ABOUT THE APPOINTEE: MR. KAPIL GARG

1. **Background Detail**

Age	**Designation**	**Qualification**
34 Years	Whole Time Director	M.Com and M.B.A

Experience
He has overall experience of 13 Years in Information technology industry. He is playing vital role in formulating business strategies and effective implementation of the same.

2. **Past Remuneration: -**

Year	**Salary**	**Perquisites**	**Total**
2017-18	15,67,500.00	3,00,000.00	18,67,500.00
2018-19	30,00,000.00	NIL	30,00,000.00

3. **Recognition or awards: - Not Applicable**

4. **Job profile and his suitability**
Mr. Kapil Garg is a Whole Time Director of the Company. He is playing vital role in formulating business strategies and effective implementation of the same. He is responsible for the expansion and overall management of the business of our Company.

5. **Remuneration proposed:**

Salary	**5,00,000.00 P.M (Rs. Five Lakhs Only)**
Perquisites & incentives p.a.(excluding exempted)	**-**
Other Terms	The Boards of Director, which include Nomination and Remuneration Committee, are empowered from time to time to consider annual revision of the remuneration with such components as they deem fit, during the tenure Annual increment shall be Rs. 100,000/- (Ruppes Three lakh only) in percentage 20 % of Basis Salary.

6. **Comparative remuneration profile with respect to industry, size of the company, profile of the position and person**
   Considering the experience and knowledge of Mr. Kapil Garg and the responsibility entrusted upon his, he is entitled to higher remuneration in the similar nature of industry than recommended by the Board at Present
7. **Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any: -**
   Brother of Mr. Chandan Garg, Member and Director and son of Mrs. Swaran Kanta, Member and Director**.**

OTHER INFORMATION

1. **Reasons of loss or inadequate profits**
   Due to change in technology or other governmental regulations or increasing cost of developing of software we may have inadequate profits to meet the proposed remuneration out of profits, some times.

2. **Steps taken or proposed to be taken for improvement**
   We are in process of increasing our capacity to bring economies of scale to our business and will certainly boost our profitability.

3. **Expected increase in productivity and profits in measurable terms**
   We as such cannot quantify the increase in profits in coming years.

DISCLOSURES

The Remuneration package of the managerial personnel has been provided in the notice.

By Order of Board of Directors
For INNOVANA THINKLABS LIMITED
(Formerly known as PCVARK Software Limited)
CIN: L72900RJ2015PLC047363

DATE: ***02 September 2019***
PLACE: JAIPUR

Vasu Ajay Anand
Company Secretary

Registered office:
Plot No. D-41, Patrakar Colony,
Near Jawahar Nagar Moti Dungri Vistar Yojna,
Raja Park-302004, Jaipur, Rajasthan

DIRECTOR'S REPORT

DEAR MEMBERS,

Your Directors have pleasure in presenting the 04th Annual Report of your Company ('the Company' or 'Innovana') along with the audited financial statements, for the financial year ended March 31, 2019. The consolidated performance of the Company and its subsidiaries has been referred to wherever required.

Company Overview:

Your Company "**Innovana Thinklabs Limited"** is engaged in software and application development business which directly provides services to create new applications and enhance the functionality of our users' existing software products. The Company product portfolio consists of applications and software such as Ad-blocker, Disk Cleanup, Space Reviver, File Opener, Privacy Protector, etc. We have developed numerous products and these products have registered their presence and popularity in over 126 countries in 13 different languages.

1. Financial Highlights

(₹ In Lacs)

Particulars	Standalone		Consolidated	
	2018-2019	2017-2018	*2018-2019	2017-2018
Total Revenue	4,228.07	3,130.42	4,661.30	3130.42
Total Expenses	3,040.80	2,034.84	3,258.12	2,034.84
Profit or loss before tax	1,187.27	1,064.57	1,403.19	1,064.57
Less:	-	-	-	-
1. Current Tax	337.96	312.64	337.96	312.64
2. Deferred Tax	(4.19)	(5.37)	(1.99)	(5.37)
Profit or Loss after Tax	875.94	752.22	1,089.66	752.22
Earnings per Share (EPS)				
1. Basic	₹ 21.36	₹ 18.35	₹ 26.58	₹ 18.35
2. Diluted	₹ 21.36	₹ 18.35	₹ 26.58	₹ 18.35

Your company recorded Total income from operation of ₹ 4228.07 Lacs as against ₹ 3130.42 Lacs in the previous years. Net Profit during the year increased ₹ 875.94 Lacs from ₹ 752.22 Lacs. Calculation basis on standalone.

*During the year 18-19 the Company's subsidiary "**Innovana Techlabs Limited"** has started its operations. The Company incorporated in December 2017.

2. Review of Business Operations and Future Prospectus:

- **Consolidated Financial Statements**

  As per Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (herein after referred to as "Listing Regulations") and the applicable provisions of the Companies Act, 2013 read with the Rules issued there under, the Consolidated Financial Statements of the Company for the financial year 2018-19 have been prepared in compliance with applicable accounting standards and on the basis of audited financial statements of the Company and its subsidiary as approved by the Board of Directors of the Company.

  The consolidated Financial Statements together with the Auditor's Report form part of this Annual Report.

➢ **Subsidiaries**

A separate statement containing the salient features of financial statements of all the subsidiaries of the Company forms a part of consolidated financial statements in Compliance with Section 129 and other applicable provisions, if any, of the Companies Act, 2013, the financial statements of the subsidiary are available for inspection by the members at the Registered Office of the Company during business hours on all days except Saturday, Sundays and Public holidays up to the date of Annual General Meeting. ('AGM'). The financial statements including the consolidated financial statements and all other documents required to be attached to this report have been uploaded on the website of the Company (https://www.innovanathinklabs.com/). The Company has formulated a policy for determining the material subsidiaries. The policy may be accessed on the website of the Company.

3. Change in the nature of Interest, if any:

During the year under Review, there was no change in the nature of Business of the Company.

4. Dividend:

Company has made profits for the year 2018-19, but in order to ease the operations of the business and to strengthen the financial position of the Company. Hence, no divided recommended by the Board of Directors of the Company.

5. Amounts Transferred To Reserves:

Pursuant to provisions of Section 134(1) (j) of the Companies Act, 2013, the company has not proposed to transfer any amount to General Reserve account of the company during the year under review.

6. Transfer of Unclaimed Dividend to Investor Education and Protection Fund:

Since no unclaimed dividend amount is pending with the Company, no amount is required to be transferred to the Investor Education and Protection fund.

7. Deposits:

The Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 and the rules made there under.

8. Board of Directors and Key Managerial Personnel

During the year under Review, the following changes occurred in the position of Directors/KMP of the Company.

In compliance with the provisions of Section 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications (s) or re-enactment thereof for the time being in force) and SEBI (LODR) Regulations, 2015, the composition of the Board of Directors and Key Managerial Personnel are as follows:

S.No.	Board of Directors	DIN	Designation
1.	Chandan Garg	06422150	Chairman cum Managing Director
2.	Kapil Garg	07143551	Whole Time Director
3.	Swaran Kanta	07846714	Non-Executive Director
4.	Apoorv Mittal	07886759	Non-Executive Independent Director
5.	Sumit Sarda	07886808	Non-Executive Independent Director
6.	Mohit Bora	07889838	Non-Executive Independent Director

The Company also consist of the following Key Managerial Personnel

S.No.	Name of the KMP	PAN	Designation
1.	Sanjeev Mittal	ADYPM5504E	Chief Financial Officer
2.	Prachi Mittal*	CZKPM9265L	Company Secretary
3.	Divya Badaya**	CFXPB3102A	Company Secretary
4.	Vasu Ajay Anand***	BZKPA4436l	Company Secretary & Compliance officer

*Ms. Prachi Mittal has resigned from the post of Company Secretary of the Company with effect from 05th February, 2019. ** Ms. Divya Badaya was appointed as a Company Secretary of the Company with effect from 05th February, 2019.*** Mr. Vasu Ajay Anand was appointed as a Company Secretary and Compliance in place of Ms. Divya Badaya, who had resigned from the post of Company Secretary with effect from 05th August 2019.

In accordance with the provision of the Companies Act, 2013, Independent Directors are required to be appointed for a term of five consecutive years, but shall be eligible for reappointment on passing of a special resolution by the Company and shall not be liable to retire by rotation. Therefore, Apoorv Mittal, Sumit Sarda and Mohit BoraDirectors of the Company were appointed as Non-Executive Independent Director of the Company to hold office for a period of 5 years. The company has received declarations from all the Independent Directors confirming that each of them meets the criteria of Independence as prescribed under Section 149 (6) of the Companies Act, 2013 and as per SEBI (LODR) Regulations, 2015.

9. Changes in Director and Key Managerial Personnel

There are no changes in the directorship of the Company. During the year 2018-19 or thereafter, Ms. Prachi Mittal, Company Secretary of the Company resigned from the post with effect from 05.02.2019 and Ms. Divya Badaya, appointed as a Company Secretary of the Company with effect from 05.02.2019. Thereafter Mr. Vasu Ajay Anand was appointed as a Company Secretary in place of Ms. Divya Badaya with effect from 05.08.2019.

10. Retirement by Rotation

In accordance with the provisions of Section 152 of the Companies Act, 2013 and in terms of the Article of Association of the Company Mrs. Swaran Kanta (DIN: 07846714) is liable to retire by rotation and being eligible, seek re-appointment at the ensuing Annual General Meeting. The board of Directors recommends his re-appointment, Mrs. Swaran Kanta is not disqualified under section 164 (2) of the Companies Act, 2013.

Brief resume of the Director proposed to be appointed/reappointed, nature of her experience in specific functions and area and number of public companies in which she holds membership/chairmanship of Board and Committee, shareholding and inter se relationships with other directors as stipulated under Regulation 36 (3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 are provided in the

"Annexure to Notice of AGM' forming part of Annual Report.

11. Declaration by Independent directors

The company has received declarations from all the Independent Director of the Company confirming that they meet the criteria of Independence as prescribed under the provisions of the Companies Act, 2013 read with the Schedule and Rules issued thereunder as well as Regulation 16 of Listing Regulations (including any statutory modification(s) or re-enactments (s) thereof for the time being in force)

12. Meetings of the Board of Directors

The following Meetings of the Board of Directors were held during the financial year 2018-19:

S.No.	Date of Meeting	Board Strength	No. of Directors present
1.	04th April, 2018	6	2
2.	27th April, 2018	6	2
3.	01st May, 2018	6	2
4.	18th May, 2018	6	2
5.	30th May, 2018	6	2
6.	31st July, 2018	6	5
7.	19th September, 2018	6	2
8.	05th November, 2018	6	2
9.	16th January, 2019	6	2
10.	05th February, 2019	6	2

13. Board Evaluation

Pursuant to the Regulation 17(10) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 134(3)(p) of the Companies Act, 2013, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit Committee and Nomination and Remuneration Committee and Stakeholders Relationship Committee. The Board adjudged the performance of the individual director, excluding the presence of the individual director being adjudged in the meeting.

14. Auditors and Audit Report

The company at its 01st Annual General Meeting held in the year 2015-16, appointed M/s Amit Ramakant & Co., Chartered Accountants (Firm Registration Number 009184C), Jaipur, as Statutory Auditors, for a period of five years i.e. till 06th Annual General Meeting of the company. As recommended by the Audit Committee, the Board has proposed the ratification of appointment of M/s. Amit Ramakant & Co., Chartered Accountants as statutory auditors from conclusion of this Annual General Meeting till the conclusion of ensuing Annual General Meeting of the company to be held for the financial year ended on 31st March 2019.

There are no qualifications or adverse remarks in the Auditors' Report which require any clarification/ explanation. The Notes on financial statements are self-explanatory, and needs no further explanation.

15. Changes in the Share Capital, if any

The paid up Equity Share Capital as on March 31, 2019 was Rs. 4.10 Crore. During the period under review, the Company has not issued shares with differential voting rights nor granted Employee Stock Options nor Sweat Equity Shares.

16. Annual Return

The details forming part of the Extract of the Annual Return as on March 31, 2019 in Form MGT-9 in accordance with Section 92 (3) of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 are set out in the Annexure A to this Report.

17. Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo:

The particulars as required under the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 in respect of conservation of energy, technology absorption, foreign exchange earnings and outgo etc. are furnished in "Annexure B" which forms part of this Report.

18. Disclosure under Section 197(12) of the Companies Act, 2013 and other Disclosures as per rule 5 of Companies (Appointment and Remuneration) Rules, 2014

The Statement required pursuant to Section 197(12) of the Companies Act, 2013, read with Rule 5(1) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, forms a part of this Report and the same is attached as per Annexure - C. Further, there was no employee in the Company covered under le 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 drawing remuneration in excess of the limit specified under the said Rule.

19. Management Discussion and Analysis Report

Management Discussion and Analysis forms an integral part of this Report is annexed as Annexure –D which give details of the overall industry structure, economic developments, performance and state of affairs of the Company's various businesses.

20. Director Responsibility Statement

Pursuant to section 134 (5) of the Companies Act, 2013, the board of directors, to the best of their knowledge and ability confirm that:

- In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures.
- The directors have selected such accounting policies and applied them consistently and 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 at the end of the Financial Year.
- The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- The directors had prepared the annual accounts on a going concern basis; and
- The directors had laid down internal financial controls to be followed by the Company and that such internal financial control are adequate and were operating effectively.
- They had devised proper systems to ensure Compliance with the provisions of all the applicable laws and that such system are adequate and operating efficiently.

21. Internal financial control and their Adequacy

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, the required work performed by the internal, statutory and secretarial auditors and the reviews performed by management and the relevant board committee, including the audit committee, the board is of the opinion that the Company's internal financial controls were adequate and effective during the financial year 2018-19.

22. Committee of the Board

Presently, board has four (4) committees i.e Audit Committee, Nomination & Remuneration Committee, Stakeholder Relationship Committee and CSR Committee, consultation of which are given below:-

(I) Audit Committee:

CompositionCategory of Director	
(1) Mr. Mohit Bora (Chairman)	Non-Executive Independent Director
(2) Mr. Apoorv Mittal (Member)	Non-Executive Independent Director
(3) Mr. Chandan Garg (Member)	Chairman & Managing Director

(II) Shareholder's Grievance Committee:

CompositionCategory of Director	
(1) Mr. Mohit Bora (Chairman)	Non-Executive Independent Director
(2) Mr. Apoorv Mittal (Member)	Non-Executive Independent Director
(3) Mr. Chandan Garg (Member)	Chairman & Managing Director

(III) Nomination & Remuneration Committee:

CompositionCategory of Director	
(1) Mr. Apoorv Mittal (Chairman)	Non-Executive Independent Director
(2) Mr. Sumit Sarda (Member)	Non-Executive Independent Director
(3) Mr. Mohit Bora (Member)	Non-Executive Independent Director

(IV) CSR Committee

CompositionCategory of Director	
(1) Mr. Mohit Bora (Chairman)	Non-Executive Independent Director
(2) Mr. Apoorv Mittal (Member)	Non-Executive Independent Director
(3) Mr. Chandan Garg (Member)	Chairman & Managing Director

(V) Nomination and Remuneration Policy

The Board has, on the recommendation of the Nomination and Remuneration Committee framed a policy for selection and appointment of Directors, Key Managerial Personnel and Senior Management.

23. Details of Subsidiary/ Joint Ventures/ Associate Companies

The Company has 1 Subsidiary as on March 31, 2019. There are no associate Companies or joint venture Companies within the meaning of Section 2 (6) of the Companies Act, 2013. There has been no material change in the nature of the business of the subsidiaries. Details is annexure in Annexure E

Pursuant to the provisions of the Section 129 (3) of the Companies Act, 2013 a statement containing the salient features of the Company's subsidiaries in Form AOC-1 is attached to the financial statement of the Company.

Detail of the subsidiary Company are as follows:

S. No.	Name and address of the Company	CIN	Holding/ Subsidiary Company	% of Shares Held	Applicable Section
01	**Innovana Techlabs Limited** **Address**: Unit No. 407, 4th Floor, Signature Bldg Block 13B, Zone-I, GIFT SEZ Gandhinagar, GJ- 382355	U72900GJ2017PLC100237	Subsidiary Company	100	2 (87) (ii)

24. Related Party Transactions

During the financial year 2018-19, the Company entered into transactions with related parties defined under section 2(76) of the Companies Act, 2013 read with Companies (Specification of Definition Details) Rules, 2014, all of which were in the ordinary course of business and on arm's length basis also in accordance with the provisions of the Companies Act, 2013 read with the Rules issued there under and the Listing Regulations.

All the transactions with the related parties were reviewed and approved by the Audit Committee and are in accordance with the Policy on Related Party Transactions annexed in Annexure –F AOC -2

25. Particulars of Loans, Guarantees and Investments

The particulars of Loans & guarantees given, investments made and securities provided covered under Section 186 of the Companies Act, 2013 forms part of the notes to the financial statements provided in the Annual Report. Details annexure in Annexure G.

26. Corporate Social Responsibility

The brief outline of the Corporate Social Responsibility (CSR) Policy of the Company and the initiatives undertaken by the Company on the CSR activities during the year and the Annual Report on CSR Activities are set out in the Annexure H of this Report. The Policy is available on the website of the Company on the following link:https://www.innovanathinklabs.com/PDFFile/CorporateGovernance/corporate-social-responsibility-policy.pdf

27. Secretarial Auditor's Report

The Company has appointed Ms. Srishti Mathur, Company Secretary (Membership No. 42220 and CP No 16319) to conduct the secretarial auditor for the year ended March 31, 2019. As required by section 204 of Companies Act, 2013 and rules made thereunder, the Secretarial Audit Report furnished by Ms. Sristhti Mathur is annexure to this report as Annexure- I.

28. Whistle Blower Policy/ Vigil Mechanism:

The company has framed a Whistle Blower Policy/ Vigil Mechanism providing a mechanism under which an employee/ director of the company may report violation of personnel policies of the company, unethical behavior, suspected or actual fraud, violation of code of conduct. The vigil Mechanism ensures standard of professionalism, honesty, integrity and ethical behavior. The Whistle Blower Policy/ Vigil Mechanism is uploaded on the Company's website: **www.innovanathinklabs.com**

29. Disclosure under the Sexual Harassment of Women at Workplace (Prevention, and Redressal) Act, 2013

In accordance with the provision of the sexual Harassment of women at the Workplace (prevention, prohibition and Redressed) Act, 2013 internal complaints committee (ICC) have been set up to redress complains. Howhere, ICC have not received any complaint during the year.

30. Corporate Governance

The Equity Shares of the Company get listed on the SME platform (NSE-emerge) of NSE after closure of financial year. Further regulation 27 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to Corporate Governance is not applicable to the Company listed on the SME platform (NSE-emerge) of NSE. Hence the Company is not required to disclose information as covered under Para (C), (D) and (E) of Schedule V of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

31. Maintenance of Cost Records

Pursuant to the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014, as amended from time to time, the Company is not required to maintain Cost Records under said Rules.

32. Disclosure of Orders passed by the Regulators or Court or Tribunal

No order has been passed by any Regulator or Court or Tribunal which can have impact on the going concern status and the operations of the Company in future.

33. Disclosure under Section 197(12) of the Companies Act, 2013 and other Disclosures as per rule 5 of Companies (Appointment and Remuneration) Rules, 2014

The disclosure as per Rule 5 of Companies (Appointment and Remuneration) rules, 2014 have been marked as **ANNEXURE C**

34. Listing Fees

The Company affirms that the annual listing fees for the year 2019-2020 to the National Stock Exchange of India Limited (NSE) has been duly paid.

35. Acknowledgement

The Directors of the Company wish to express their grateful experience to the continued co-operation received from the Banks, Government Authorities, Customers, Vendors and Shareholders during the year under review. Your Directors also sincerely acknowledge the significant contribution made by all the employees through their dedicated service to the Company. Your Directors look forward to their continued support.

Date: ***02 September 2019***
Place: JAIPUR

By Order of the Board
for INNOVANA THINKLABS LIMITED
(Formerly known as PCVARK Software Limited)
CIN: L72900RJ2015PLC047363

Registered office:
Plot No. D-41, Patrakar Colony,
Near Jawahar Nagar Moti Dungri Vistar Yojna,
Raja Park-302004, Jaipur, Rajasthan

CHANDAN GARG
Managing Director
DIN: 06422150

KAPIL GARG
Whole Time Director
DIN: 07143551

"ANNEXURE- A" THE DIRECTOR'S REPORT

Form No. MGT-9
EXTRACT OF ANNUAL RETURN

As on the Financial Year ended on 31/03/2019

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:	
CIN	L72900RJ2015PLC047363
Registration Date	13/04/2015
Name of the company	INNOVANA THINKLABS LIMITED
Category of the Company	PUBLIC COMPANY
Sub Category of the Company	COMPANY HAVING SHARE CAPITAL
Address of the Registered office and contact details	Plot No. D-41, Patrakar Colony, Near Jawahar Nagar Moti Dungri Vistar Yojna, Raja Park Jaipur-302004
Whether listed company	**YES (NSE EMERGE)**
Name, Address and Contact details of Registrar and Transfer Agent, if any	Skyline Financial Services Private Limited D-153A, First Floor, Okhla Industrial Area, Phase-I, New Delhi Contact No.011-26812682

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY			
Sr. No.	**Name and Description of main products/ services**	**NIC Code of the Product/ service**	**% to total turnover of the company**
1.	Other computer related activities [for example maintenance of websites of other firms/ creation of multimedia presentations for other firms etc.]	**72900**	**100%**

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:				
Name And Address of The Company	**CIN/GLN**	**Holding/ Subsidiary/ Associate**	**% of Shares Held**	**Applicable Section**
INNOVANA TECHLABS LIMITED Unit No. 407, 4th Floor, Signature Bldg, Block 13B, Zone-I, GIFT SEZ, Gandhinagar, Gujarat, India, 382355	U72900GJ2017PLC100237	Wholly owned Subsidiary	100%	2(87)(ii) of Companies Act, 2013

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity):

i) Category-wise Share Holding

	No. of Shares held at the beginning of the year (As on 01st April 2018)				**No. of Shares held at the end of the year (As on 31st March 2019)**				
Category of Shareholders	**Demat**	**Physical**	**Total**	**% of Total Shares**	**Demat**	**Physical**	**Total**	**% of Total Shares**	**% Change during the year**
A. PROMOTERS AND PROMOTER GROUP:									
(1) INDIAN:									
a) Individual / HUF	3000000	--	3000000	73.17%	3000000	--	3000000	73.17%	Nil
b) Central Govt.	--	--	--	--	--	--	--	--	--
c) State Govt.(s)	--	--	--	--	--	--	--	--	--
d) Bodies Corporate	--	--	--	--	--	--	--	--	--
e) Banks / FI	--	--	--	--	--	--	--	--	--
f) Any Other	--	--	--	--	--	--	--	--	--
Sub-Total (A)(1):	**3000000**	**--**	**3000000**	**73.17%**	**3000000**	**--**	**3000000**	**73.17%**	**Nil**
(2) FOREIGN:									
a) NRIs - Individuals	--	--	--	--	--	--	--	--	--

b) Other - Individuals	--	--	--	--	--	--	--	--	--
c) Bodies Corporate	--	--	--	--	--	--	--	--	--
d) Banks / FI	--	--	--	--	--	--	--	--	--
e) Any Other….	--	--	--	--	--	--	--	--	--
Sub-Total (A)(2):	**--**	**--**	**--**	**--**	**--**	**--**	**--**	**--**	**--**
Total Shareholding of Promoters(A) = A(1)+A (2)	**3000000**	**--**	**3000000**	**73.17%**	**3000000**	**--**	**3000000**	**73.17%**	**Nil**
B. PUBLIC SHAREHOLDING:									
(1) INSTITUTIONS:									
a) Mutual Funds / UTI	--	--	--	--	--	--	--	--	--
b) Banks / FI	--	--	--	--	--	--	--	--	--
c) Central Govt.	--	--	--	--	--	--	--	--	--
d) State Govt.(s)	--	--	--	--	--	--	--	--	--
e) Venture Capital Funds	--	--	--	--	--	--	--	--	--
f) Insurance Companies	--	--	--	--	--	--	--	--	--
g) FIIs	--	--	--	--	--	--	--	--	--
h) Foreign Venture Capital Funds	--	--	--	--	--	--	--	--	--
i) Others (specify)	--	--	--	--	--	--	--	--	--
Sub-Total (B)(1):	**--**	**--**	**--**	**--**	**--**	**--**	**--**	**--**	**--**

(2) NON-INSTITUTIONS									
a) BODIES CORPORATE									
i) Indian	796000	--	796000	19.41%	121177	--	121177	2.96%	-16.45%
ii) Overseas	--	--	--	--	--	--	--	--	--
b) INDIVIDUALS									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	228000	--	228000	5.56%	293191	--	293191	7.15%	1.59%
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	46000	--	46000	1.12%	103600	--	103600	2.53%	1.41%
c) Others (I)HUF	28000	--	28000	0.68%	21200	--	21200	0.52%	-0.16%
(II)Clearing Member	2000	--	2000	0.05%	535632	--	535632	13.06%	13.01%
(III) NBFC Registered with RBI	--	--	--	--	25200	--	25200	0.61%	0.61%
Sub-total (B)(2):-	**1100000**	**--**	**1100000**	**26.83%**	**1100000**	**--**	**1100000**	**26.83%**	**26.83%**
Total Public Shareholding (B) = (B)(1) + (B)(2)	**1100000**	**--**	**1100000**	**26.83%**	**1100000**	**--**	**1100000**	**26.83%**	**26.83%**
C. SHARES HELD BY CUSTODIAN FOR GDRS & ADRS									
a) Shares held by custodian for GDR'S & ADR'S	--	--	--	--	--	--	--	--	--
Grand Total (A+B+C)	**4100000**	**--**	**100**	**100%**	**4100000**	**--**	**4100000**	**100%**	**Nil**

V. SHAREHOLDING OF PROMOTERS INCLUDING PROMOTER GROUP								
		Shareholding at the beginning of the year (01/04/2018)			Shareholding at the end of the year (31/03/2019)			
Sr. No.	Name of Promoters and members of Promoter Group	No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	% change in shareholding during the year
1	Chandan Garg	2920000	71.22	--	2920000	71.22	--	0.00
2	Kapil Garg	79600	1.94	--	79600	1.94	--	0.00
3	Swaran Kanta	80	0.00	--	80	0.00	--	0.00
4	Nancy Garg	80	0.00	--	80	0.00	--	0.00
5	Narendra K. Garg	80	0.01	--	80	0.01	--	0.00
6	Akash Bansal	80	0.00	--	80	0.00	--	0.00
7	Priyanka Garg	80	0.00	--	80	0.00	--	0.00
	TOTAL	**3000000**	**73.17**	**--**	**3000000**	**73.17**	**--**	0.00

VI. CHANGE IN PROMOTERS AND PROMOTER GROUP SHAREHOLDING								
S.NO	Name of Promoters and members of Promoter Group	Shareholding at the beginning of the year (01/04/2018)		DATE	(+) Increase / (-) Decrease in shareholding	Reason	Shareholding at the end of the year (31/03/2019)	
		No. of Shares	% of Total Shares of the Company				No. of Shares	% of Total Shares of the Company
1.	Chandan Garg	2920000	71.22%	01.04.2018			2920000	71.22%
				31.03.2019	Nil		2920000	71.22%
2.	Kapil Garg	79600	1.94%	01.04.2018				
				31.03.2019	Nil		79600	1.94%
3.	Swaran Kanta	80	0.00%	01.04.2018				
				31.03.2019	Nil		80	0.00%
4.	Nancy Garg	80	0.00%	01.04.2018				
				31.03.2019	Nil		80	0.00%

5.	Narendra K. Garg	80	0.00%	01.04.2018			80	0.00%
				31.03.2019	Nil		80	0.00%
6.	Akash Bansal	80	0.00%	01.04.2018			80	0.00%
				31.03.2019	Nil		80	0.00%
7.	Priyanka Garg	80	0.00%	01.04.2018			80	0.00%
				31.03.2019	Nil		80	0.00%

VIII. SHAREHOLDING PATTERN OF TOP 10 SHAREHOLDER (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS)

		Shareholding at the beginning of the Year (01/04/2018)		**Date**	**Increase/ Decrease in shareholding**	**Reason**	**Cumulative Shareholding during the year**	
Sr. No.	**Top ten Shareholders Name**	**No. of Shares**	**% of total Shares of the company**				**No. of shares**	**% of total Shares of the company**
1	Beeline Broking Limited	610000	14.88	01/04/2018	--	--	610000	14.88
				06/04/2018	-2000	Sale	608000	14.83
				13/04/2018	-2000	Sale	606000	14.78
				20/04/2018	2000	Purchase	608000	14.83
				27/04/2018	-2000	Sale	606000	14.78
				11/05/2018	-2000	Sale	604000	14.73
				08/06/2018	4000	Purchase	608000	14.83
				29/06/2018	-2000	Sale	606000	14.78
				06/07/2018	-14400	Sale	591600	14.43
				20/07/2018	-5200	Sale	586400	14.30
				27/07/2018	400	Purchase	586800	14.31
				24/08/2018	400	Purchase	587200	14.32
				30/08/2018	-7200	Sale	580000	14.15
				07/09/2018	-11600	Sale	568400	13.86
				14/09/2018	-400	Sale	568000	13.85
				28/09/2018	800	Purchase	568800	13.87

				05/10/2018	800	Purchase	569600	13.89
				12/10/2018	4400	Purchase	574000	14.00
				19/10/2018	-400	Sale	573600	13.99
				26/10/2018	-400	Sale	573200	13.98
				09/11/2018	-1200	Sale	572000	13.95
				16/11/2018	-1200	Sale	570800	13.92
				23/11/2018	-800	Sale	570000	13.90
				30/11/2018	1200	Purchase	571200	13.93
				21/12/2018	-23200	Sale	548000	13.37
				28/12/2018	1200	Purchase	549200	13.40
				04/01/2019	-400	Sale	548800	13.39
				11/01/2019	-1200	Sale	547600	13.36
				18/01/2019	-8400	Sale	539200	13.15
				25/01/2019	-2800	Sale	536400	13.08
				01/02/2019	800	Purchase	537200	13.10
				22/02/2019	1600	Purchase	538800	13.14
				01/03/2019	1200	Purchase	540000	13.17
				08/03/2019	400	Purchase	540400	13.18
				15/03/2019	-400	Sale	540000	13.15
				22/03/2019	-800	Sale	539200	13.15
				29/03/2019	-3600	Sale	535600	13.06
	End of the year (31/03/2019)			31/03/2019	--	--	535600	13.06
2	Umiya Tubes Limited	44000	1.07	**(There is no change in the shareholding during the year**				
	End of the year (31/03/2019)			31/03/2019	--	--	44000	1.07
3	Elite Accfin Solutions Private Limited	34000	0.83	01/04/2018	--	--	34000	0.83
				09/11/2018	-10800	Sale	23200	0.57
				21/12/2018	11200	Purchase	34400	0.84
				11/01/2019	-400	Sale	34000	0.83
	End of the year (31/03/2019)			31/03/2019	--	--	34000	0.83
4	Armour Capital Private Limited	6000	0.15	01/04/2018	--	--	6000	0.15
				06/07/2018	14000	Purchase	20000	0.49
				09/11/2018	10800	Purchase	30800	0.75

				14/12/2018	400	Purchase	31200	0.76
				21/12/2018	1600	Purchase	32800	0.80
				29/03/2019	-7600	Sale	25200	0.61
	End of the year (31/03/2019)	--	--	31/03/2019	--	--	25200	0.61
5	Dinesh Goyal	18000	0.44	01/04/2018	--	--	18000	0.44
		--	--	27/04/2018	2000	Purchase	20000	0.49
		--	--	06/07/2018	800	Purchase	20800	0.51
	End of the year (31/03/2019)	--	--	31/03/2019	--	--	20800	0.51
6	Siddharth Saxena	16000	0.39	01/04/2018	--	--	16000	0.39
				06/07/2018	-4000	Sale	12000	0.29
				13/07/2018	2000	Purchase	14000	0.34
				03/08/2018	4000	Purchase	18000	0.44
	End of the year (31/03/2019)	--	--	31/03/2019	--	--	18000	0.44
7	Sushil Bansal	10000	0.24	01/04/2018	--	--	10000	0.24
				11/05/2018	2000	Purchase	12000	0.29
				03/08/2018	800	Purchase	12800	0.31
				10/08/2018	400	Purchase	13200	0.32
				05/10/2018	800	Purchase	14000	0.34
				12/10/2018	2000	Purchase	16000	0.39
				23/11/2018	-400	Sale	15600	0.38
				30/11/2018	400	Purchase	16000	0.39
				07/12/2018	400	Purchase	16400	0.40
	End of the year (31/03/2019)	--	--	31/03/2019	--	--	16400	0.40
8	Anju Goyal	4000	0.10	01/04/2018	--	--	4000	0.10
				27/04/2018	2000	Purchase	6000	0.15
				04/05/2018	2000	Purchase	8000	0.20
				11/05/2018	2000	Purchase	10000	0.24
				27/07/2018	4000	Purchase	14000	0.34
	End of the year (31/03/2019)	--	--	31/03/2019	--	--	14000	0.34
9	Rakesh Maheshwari	18800	0.46	01/04/2018	--	--	18800	0.46
				10/08/2018	800	Purchase	19600	0.48
				08/02/2019	-1200	Sale	18400	0.45

				22/02/2019	-1200	Sale	17200	0.42
				01/03/2019	-2000	Sale	15200	0.37
				22/03/2019	-1200	Sale	14000	0.34
				29/03/2019	-2000	Sale	12000	0.29
	End of the year (31/03/2019)	--	--	31/03/2019	--	--	12000	0.29
10	Maniyar Bhaveshkumar Motilal	12000	0.29	01/04/2018	--	--	12000	0.29
				(There is no change in the shareholding during the year)				
	End of the year (31/03/2019)	--	--	31/03/2019	--	--	12000	0.29

IX. SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Sr. No.	Name of each of theDirectors and Key Managerial Personnel(KMP)	Shareholding at the beginning of the year i.e. April 1, 2018		Cumulative Shareholding during the year	
		Number of Shares	% of total shares of the Company	Number of Shares	% of total shares of the Company
1.	Mr. Chandan Garg	2920000	71.22%	2920000	71.22%
2.	Mr. Kapil Garg	79600	1.94%	79600	1.94%
3.	Mrs. Swaran Kanta	80	0.00%	80	0.00%
4.	Mrs. Nancy	80	0.00%	80	0.00%
5.	Mrs. Priyanka Garg	80	0.00%	80	0.00%
6.	Mr. Akash Bansal	80	0.00%	80	0.00%
7.	Mr. Narendra Kumar Garg	80	0.00%	80	0.00%
8.	Mr. Sanjeev Mittal	0	0.00%	0	0.00%
9.	Ms. Prachi Mittal	0	0.00%	0	0.00%
10.	Ms. Divya Badaya	0	0.00%	0	0.00%

* Ms. Prachi Mittal resigned from the post of Company Secretary w.e.f. 05th February, 2019.

** Ms. Divya Badaya appointed as a Company Secretary w.e.f. 05th February, 2019.

Note: As per the Companies Act, 2013 the Independent Directors are not allowed to hold any shares in the Company.

X. INDEBTEDNESS

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	7,93,409.00	-	**7,93,409.00**
ii) Interest due but not paid	-	--	-	**--**
iii) Interest accrued but not due	-	--	-	**--**
Total (i+ii+iii)	-	7,93,409.00	-	**7,93,409.00**

Change in Indebtedness during the financial year			-	
• Addition	-	--	-	--
• Reduction	-	7,93,409.00	-	**7,93,409.00**
Net Change	-	7,93,409.00	-	**7,93,409.00**
Indebtedness at the end of the financial year			-	
i) Principal Amount	-	--	-	--
ii) Interest due but not paid	-	--	-	--
iii) Interest accrued but not due	-	--	-	--
Total (i+ ii+ iii)				--

XI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTORSAND/OR MANAGER:

S. No.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
		Chandan Garg(MD)	Kapil Garg (WTD)	
1	Gross salary	81,00,000	30,00,000	1,11,00,000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	--	--	--
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	--	--	--
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	--	--	--
2	Stock Option	--	--	--
3	Sweat Equity	--	--	--
4	Commission - as % of profit - others, specify	--	--	--
5	Others, please specify	--	--	--
	Total (A)	**81,00,000**	**30,00,000**	**1,11,00,000**
	Ceiling as per the Act	--	--	--

B. REMUNERATION TO OTHER DIRECTORS:

S. No.	Particulars of Remuneration	Name of Directors	Total Amount
	Independent Directors	**-**	**-**
	• Fee for attending board committee meetings • Commission • Others, please specify		
	Total (1)	**0**	**0**
	Other Non-Executive Directors Women Directors	**Mrs. Swaran Kanta**	

	• Fee for attending board committee meetings • Commission • Others, please specify		**12,00,000**
	Total (2)		
	Total (B) = (1 + 2)		**12,00,000**
	Total Managerial Remuneration		**12,00,000**
	Overall Ceiling as per the Act		

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

S. No.	Particulars of Remuneration	Key Managerial Personnel			
		CFO Mr. Sanjeev Mittal	**Company Secretary** * Ms. Prachi Mittal	**Company Secretary** ** Ms. Divya Badaya	**Total**
1	Gross salary (a)Salary as per provisions contained in section17(1) of the Income-tax Act,1961 (b)Value of perquisites u/s 17(2) Income-tax Act,1961 (c)Profits in lieu of salary under section 17(3) Income-tax Act,1961	9,42,434 P.A.	2,41,833P.A.	46,933P.A.	12,31,200 P.A.
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission - as% of profit -others, specify…				
5	Others, please specify				
Total	**-**	**9,42,434 P.A.**	**2,41,833 P.A.**	**46,933 P.A.**	**12,31,200 P.A.**

*Remuneration of Ms. Prachi Mittal period 01.04.2018- 05.02.2019
** Remuneration of Ms. Divya Badaya period 05.02.2019- 31.03.2019

I. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCE- NOT APPLICABLE

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	There is No Penalty, Punishment and Compounding During the F.Y.				
Punishment					
Compounding					
B. DIRECTORS					
Penalty	There is No Penalty, Punishment and Compounding During the F.Y.				
Punishment					

Compounding	
C. OTHER OFFICERS IN DEFAULT	
Penalty	There is No Penalty, Punishment and Compounding During the F.Y.
Punishment	
Compounding	

By Order of the Board
For INNOVANA THINKLABS LIMITED
(Formerly known as PCVARK Software Limited)
CIN: L72900RJ2015PLC047363

Date: ***02 September 2019***
Place: JAIPUR

CHANDAN GARG **KAPIL GARG**
Managing Director **Whole Time Director**
DIN: 06422150 **DIN: 07143551**

"ANNEXURE – B TO THE DIRECTORS'REPORT"

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

Information pursuant to Section 134(3(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 and forming part of the Board of Directors' Report for the year ended March 31, 2019

(A) Conservation of energy	
(i) the steps taken or impact on conservation of energy	N.A.
(ii) the steps taken by the company for utilizing alternate sources of energy	
(iii) the capital investment on energy conservation equipment	
(B) Technology absorption	
(i) the efforts made towards technology absorption	The Company has not imported any technology during the year.
(ii) the benefits derived like product improvement, cost reduction, product development or import substitution	
(iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year) a) the details of technology imported; b) the year of import; c) whether the technology been fully absorbed; d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	
(iv) the expenditure incurred on Research and Development	
(C) Foreign exchange earnings and Outgo	
The Foreign Exchange earned in terms of actual inflows during the year and The Foreign Exchange outgo during the year in terms of actual outflows.	INFLOW: Rs. 40,80,33,025/- OUTFLOWS: 45,978,230/-

Date: ***02 September 2019***
Place: JAIPUR

By Order of the Board
for INNOVANA THINKLABS LIMITED
(Formerly Known as PCVARK Software Limited)

CHANDAN GARG — **Managing Director** — **DIN: 06422150**
KAPIL GARG — **Whole Time Director** — **DIN: 07143551**

"ANNEXURE – C TO THE DIRECTORS' REPORT"

Disclosure on the Remuneration of the Managerial Personnel

Pursuant to section 197(12) of The Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of managerial Personnel) Rules, 2014.

S.no	Particulars	Disclosure	
1	The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the year 2018-19;	**Name of Directors/ KMP**	**Ratio***
		Chandan Garg -Managing Director	29.48 : 1
		Kapil Garg - Whole Time Director	10.84 : 1
		Swaran Kanta - Director	4.33 : 1
2.	The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year 2018-19	Mr. Chandan Garg - Managing Director	60%
		Mr. Kapil Garg - Whole time Director	-
		Mrs. Swaran Kanta - Director	-
		Mr. Sanjeev Mittal - Chief Financial Officer	-
		Ms. Prachi Mittal - Company Secretary	94%
		Ms. Divya Badaya - Company Secretary	-
		** Increment is not applicable as service tenure was less than one year.	
3.	The percentage increase in the median remuneration of employees in the financial year 2018-19	15%	
4.	The number of permanent employees on the rolls of the Company as on March 31, 2019	132	
5.	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year 2017-18 and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration;	15%	
6.	Affirmation that the remuneration is as per the remuneration policy of the Company.	Remuneration paid during the year 2018-19 is as per the Remuneration Policy of the Company.	

Date: ***02 September 2019***
Place: JAIPUR

By Order of the Board
for INNOVANA THINKLABS LIMITED
(Formerly known as PCVARK Software Limited)
CIN: L72900RJ2015PLC047363

CHANDAN GARG — **Managing Director** — **DIN: 06422150**

KAPIL GARG — **Whole Time Director** — **DIN: 07143551**

ANNEXURE "D" THE DIRCTOR'S REPORT

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

FORWARD LOOKING STATEMENTS:

The Management Discussion and Analysis Report have been prepared in compliance with the requirements of Listing Agreements and contain expectations and projections about the strategy for growth.

Certain statements in the Management Discussion and Analysis Report are forward looking statements which involve a number of risks and uncertainties that could differ from actual results performance or achievements which such forward looking statements on the basis of any subsequent developments, information or events for which the Company do not bear any responsibility.

BUSINESS OVERVIEW:

"Innovana Thinklabs Limited" was formed in the year 2015 by Mr. Chandan Garg and Mr. Kapil Garg, promoter and directors of the company. The company is engaged in software development business which directly provides services to create new applications and enhance the functionality of existing software products. Our product portfolio consists of applications and software such as Ad-blocker, Disk Cleanup, Space Reviver, File Opener, Privacy Protector, etc. We have developed numerous products and these products have registered their presence. The operations of our company are controlled from our registered office situated in Jaipur, Rajasthan.

The company got converted from Private Limited to Public Limited, after getting shareholders' approval in the Extra Ordinary general meeting of the company held on 14/06/2017, Further Company got listed on NSE EMERGE platform of National Stock Exchange of India Limited on 12/12/2017.

We strive to provide our clients with exceptional software and services that will create a meaningful impact on their bottom line. We believe our success stems from the excellence of our people and our unwavering commitment to our clients.

FUTURE BUSINESS PROSPECTS:

Software developers are looking to India as development and production base for their products and a number of software packages developed in this country has gained instant recognition overseas. Over the years the growth drivers for this sector have been the verticals of manufacturing, telecommunications, insurance, banking, finance and of late the fledging retail revolution. As the new scenario unfolds it is getting clear that the future growth of IT and ITes will be fueled by the verticals of climate change, mobile applications, healthcare, energy efficiency and sustainable energy. Traditional business strongholds would make way for new geographies, there would be new customers and more and more of SMEs will go for IT application and services.

OPPORTUNITIES AND THREATS:

With the introduction of the concept of e-governance, both the Central and State Government are keen on implementing different projects to keep the activities of the governments transparent, timely and cost effective. There is an absolute increase in the fund allotment by the Governments for implementing the projects. This creates an opportunity for the experienced and expert organizations to broaden their horizon and support the Government in faster implementation of the projects. The increased volume of business attracts more number of players in the field and the competition becomes Severe. Only the effective and efficient organizations could stand a competitive situation. The management is confident that with its exposure and experience in this field of e-governance, it stands a better chance than others.

INTERNAL CONTROLS AND THEIR ADEQUACIES:

The internal control system is intended to increase transparency and accountability in an organization's process of designing and implementing a system of internal control. They have been designed to provide reasonable assurance with regard to recording and providing reliable financial and operational information, complying with applicable statutes,

safeguarding assets from unauthorized use, executing transaction with proper authorization and ensuring compliance of corporate policies.

OUTLOOK:

The outlook of the Company remains positive. **Innovana Thinklabs Limited** is cautiously optimistic about its prospects in the coming years. The Company aims at providing high quality products and services to the customers and to provide them with greater satisfaction. For last couple of years, the company has taken a number of initiatives to re-structure and re- engineer the operation to enable the company to compete better in this profound competitive regime.

There are no major risks and concerns except the technology up gradation and increasing power tariff and growing competition. The company is guarding itself against these risks by laying down appropriate strategy which is to be supplemented by business plans and review mechanisms.

RISKS AND CONCERNS:

- Inherent risk to accommodate technological changes due to involvement in IT industry.
- Unable to expand successfully beyond India.
- No clear product vision beyond current offering.
- Little brand recognition.
- Increased competition from local and big players.
- New technology changes.
- Changes in government policies and other regulations.

HUMAN RESOURCES DEVELOPMENT:

To retain a sustainable competitive advantage in the new knowledge economy, learning is a key catalyst for an organization's survival and success The Company provides tremendous learning and development opportunities to its employees starting from induction and orientation programme for all the new joiners to regular training programme to develop and enhance the skill levels, both functional and behavioral, for all the employees. The training programmes are tailored according to the business requirements and employee needs at various levels and designed with the help of a well-structured process of need identification connected to the business demands. Functional and technical training form an important part of the Company's annual training calendar as they are directly linked with the employees' role and on the job performance.

Date: ***02 September 2019***
Place: JAIPUR

By Order of the Board
for INNOVANA THINKLABS LIMITED
(Formerly known as PCVARK Software Limited)
CIN: L72900RJ2015PLC047363

CHANDAN GARG	**KAPIL GARG**
Managing Director	**Whole Time Director**
DIN: 06422150	**DIN: 07143551**

ANNEXURE "E" THE DIRECTORS' REPORT

Form AOC-1

(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/associate companies/joint ventures

Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs.)

(₹ In Lacs)

Sl. No.	Particulars	Details
1.	Name of the subsidiary	**INNOVANA TECHLABS LIMITED**
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	As on 31st March 2019
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	NA
4.	Share capital (Paid-up)	1.00
5.	Reserves & surplus	213.71
6.	Total assets	1871.76
7.	Total Liabilities	1871.76
8.	Investments	1215.00
9.	Turnover	433.24
10.	Profit before taxation	215.92
11.	Provision for taxation	0
12.	Profit after taxation	213.71
13.	Proposed Dividend	NIL
14.	% of shareholding	100

Notes: The following information shall be furnished at the end of the statement:

1. Names of subsidiaries which are yet to commence operations
2. Names of subsidiaries which have been liquidated or sold during the year.

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

Date: ***02 September 2019***
Place: JAIPUR

By Order of the Board
for INNOVANA THINKLABS LIMITED
(Formerly known as PCVARK Software Limited)
CIN: L72900RJ2015PLC047363

CHANDAN GARG	KAPIL GARG
Managing Director	Whole Time Director
DIN: 06422150	DIN: 07143551

ANNEXURE "F" THE DIRECOTR'S REPORT

Form No. AOC-2

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

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

Related Party Disclosure (2018-19):

S. No.	Related parties	Nature of relation
1.	Chandan Garg	Managing Director
2.	Kapil Garg	Whole Time Director
3.	Swaran kanta	Director & Relative of KMP
4.	Nancy Garg	Relative of KMP
5.	Narendra Kumar Garg	
6.	Akash Bansal	
7.	Priyanka Bansal	
8.	Innovana Techlabs Limited	Wholly Owned Subsidiary Company

Details of contracts or arrangements or transactions not at Arm's length basis.

Sl. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	NIL
b)	Nature of contracts/arrangements/transaction	NIL
c)	Duration of the contracts/arrangements/transaction	NIL
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	NIL
e)	Justification for entering into such contracts or arrangements or transactions'	NIL
f)	Date of approval by the Board	NIL
g)	Amount paid as advances, if any	NIL
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	NIL

Details of contracts or arrangements or transactions at Arm's length basis:

S. No.	Name of Related Party	Nature of relationship	Nature of transaction	Amount as on 31st March 2019 (Rs.)	Amount as on 31st March 2018 (Rs.)
1.	Chandan Garg	Managing Director	Remuneration	81,00,000	48,00,000

2.	Kapil Garg	Whole Time Director	Remuneration	30,00,000	18,67,500
3.	Nancy Garg	Relative of Director	Salary	2,70,000	2,17,510
4.	Narendra kumar Garg	Relative of Director	Salary	9,00,000	8,30,000
5.	Swaran Kanta	Relative of Director	Salary	12,00,000	2,00,000
6.	Chandan Garg	Managing Director	Lease Rent	36,00,000	15,00,000

By Order of the Board
For INNOVANA THINKLABS LIMITED
(Formerly known as PCVARK Software Limited)
CIN: L72900RJ2015PLC047363

Date: ***02 September 2019***
Place: JAIPUR

CHANDAN GARG — **Managing Director** — **DIN: 06422150**
KAPIL GARG — **Whole Time Director** — **DIN: 07143551**

ANNEXURE "G" THE BOARD REPORT

Particulars of loans, Guarantee and Investment under section 186 of the companies act 2013:

S. No.	Particular	Nature of transaction	Amount as on 31st March 2019	Amount as on 31st March 2018
1.	Investment in shares of "Innovana Techlabs Limited"	Investment	1,00,000	1,00,000
2.	Loan to subsidiary company" Innovana Techlabs Limited"	Loan	7,51,652	26,29,895

Date: ***02 September 2019***
Place: JAIPUR

By Order of the Board
for INNOVANA THINKLABS LIMITED
(Formerly known as PCVARK Software Limited)
CIN: L72900RJ2015PLC047363

CHANDAN GARG — **Managing Director** — **DIN: 06422150**
KAPIL GARG — **Whole Time Director** — **DIN: 07143551**

ANNEXURE "H" THE DIRECTORS' REPORT

Format of Annual report on CSR Activities to be included in the Directors' Report

1. A brief outline of the company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs.

The Corporate Social Responsibility (CSR) Activities of Innovana Thinklabs Limited are guided by the Vision or Philosophy of Promoters, who embodied the concept of trusteeship in Business and common good, laid the foundation for ethical, value- based and transparent functioning.

"INNOVANA THINKLABS LIMITED" believes that a business cannot operate in isolation without contributing to the society, in which it operates. The organization possess some responsibility towards stakeholders and the society in large. For the purpose of running the business in an ethical manner, we majorly focus on providing long-term benefits to our stakeholders. Being socially responsible motivates us to do better so that we can contribute more towards the welfare and development of the society. Innovana believes in working for the betterment of the society and environment not just for the legal requirements but way beyond that.

CSR Policy:

A details CSR policy was framed by the Company with the approval of CSR Committee and Board taken on August 29, 2018 The Policy, inter alia, covers the following

- Objective
- Function of Corporate Social Responsibilities Committee.
- Role of Boards
- Disclosure Requirement

The CSR policy is placed on website: https://www.innovanathinklabs.com/Policy.aspx

2. The Composition of the CSR Committee

A Committee of the directors, titled 'Corporate Social Responsibility Committee', was reformed by the Board in its meeting held on January 16, 2019 with the following members:

- Mohit Bora – Chairman
- Swaran Kanta – Member
- Chandan Garg – Member

3. Average Net profit of the company for the last three years

₹42,193,319.00/-

4. Prescribed CSR Expenditure *(2% of Amount as in item No.3) - ₹ 8,43,866.00/-*

5. Details of CSR Spent during the financial year:

1.	*2.*	*3.*	*4.*	*5.*	*6.*	*7.*	*8.*
Sl .No.	CSR project or Activity identified	Sector in which the Project is covered	Projects or programs (1) local area or other (2) Specify the state and district where projects or programs was undertaken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs Subheads: 1.) Direct expenditure on project or programs 2.) Overheads	Cumulative expenditure up to the reporting period	Amount spent : Direct or through implementing agency
1.	Donation to recognized Fund	Clause (viii) Contribution to CM relief Fund	Jaipur (Rajasthan)	800000	Assistance can be provide to the victims of the Pulwama terror attack	800000	Directly
2.	Promoting Preventive Health Care	Clause i) Eradicating hunger, Poverty and Malnutrition, promoting health care, including preventive healthcare and sanitation	Jaipur (Rajasthan)	53,303	Support has been provided to the hospitals by providing them equipment's related with heath care.	53,303	Directly
	Total			**853,303**		**853,303**	

6. In case the company has failed to spend the two percentage of average net profit of last three financial years or any part thereof, the company shall provide the reasons for not spending the amount in Board Report.

NA, Company has already spend entire amount of CSR fund in Schedule Activates.

7. A responsibility statement of the CSR committee that implementation and monitoring of CSR Policy, is in compliance with CSR objective and policy of the company.

Implementation of CSR Activities is in compliance with Companies Act, 2013. The CSR Committee confirms that the implementation and monitoring of the CSR Policy, is in compliance with CSR objectives and Policy of the Company.

CHANDAN GARG **MOHIT BORA**
Managing Director **Chairman CSR Committee**
DIN: 06422150 **DIN: 07889838**

ANNEXURE "I" THE DIRECTOR'S REPORT

SECRETARIAL AUDIT REPORT

Form No. MR-3

FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2019

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

To,
The Members,
INNOVANA THINKLABS LIMITED

We have conducted the secretarial audit of all applicable statutory provisions for the financial year 2018-2019 of **M/s Innovana Thinklabs Limited** (hereinafter called "The Company"), incorporated on 13th April 2015 having CIN L72900RJ2015PLC047363 and registered office at Plot No. D-41, Patrakar Colony, Near Jawahar Nagar Moti Dungri Vistar Yojna, Raja Park, Jaipur.

Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained 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, 2019 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, minutes' book, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2019, to the extent applicable, according to the provisions of:

1) The Companies Act, 2013 (the Act) and the rules made there under;
2) The Securities Contract (Regulation) Act, 1956 and Rules made there under;
3) The Depositories Act, 1996 and Regulations and Bye-laws framed there under;
4) The following Regulations and Guidelines prescribed under the Securities & Exchange Board of India Act, 1992 ("SEBI Act") to the extent applicable;
5) Information Technology Act, 2000 and Rules made there under
   - A. SEBI (Substantial Acquisition of Shares and Takeover) Regulation, 2011
   - B. SEBI (Prohibition of Insider Trading) Regulations, 1992
   - C. SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009
   - D. SEBI (Issue and listing of Debt securities) Regulations, 2008
   - E. SEBI (Registrars to an Issue and Share Transfer Agents) Regulations, 1993
   - F. SEBI (Delisting of Equity Shares) Regulations, 2009
   - G. SEBI (Buy Back of Securities) Regulation, 1998

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

a) Secretarial Standards issued by The Institute of Company Secretaries of India.
b) SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

In our observation, during the period under review, the Company has-complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above, except the following: -

We further report that-

a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in the Board Meeting and in compliance with the provisions of the Act.
b) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
c) None of the directors in any meeting dissented on any resolution and hence there was no instance of recording any dissenting member's view in the minutes.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines. We further report that during the audit period the Company has passed special resolutions which are having major bearing on the Company's affairs in pursuant of the above referred laws, rules, regulations, guidelines, standards.

This report is to be read with my letter of even date which is annexed as Annexure "A' which forms an integral part of this report.

FOR M/S. SRISHTHI MATHUR & ASSOCIATES
COMPANY SECRETARIES

Date: ***02 September 2019***
Place: Jaipur

SRISHTHI MATHUR
MEMBERSHIP NO.: 42220
CP NO.: 16319

Annexure "A" to Secretarial audit Report

To,
The Members,
Innovana Thinklabs Limited
Jaipur

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

1. It is management's responsibility, to identify the Laws, Rules, Regulations, Guidelines and Directions which are applicable to the Company depending upon the industry in which it operates and to comply and maintain these records with same in letter and in spirit. My responsibility is to express an opinion on those records based on our audit.
2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the process and practices I followed provide a reasonable basis for our opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Wherever required, I have obtained the Management's Representation about the compliance of Laws, Rules, Regulations, Guidelines and Directions and happening events, etc.
5. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

FOR M/S. SRISHTHI MATHUR & ASSOCIATES
COMPANY SECRETARIES

Date: ***02 September 2019***
Place: Jaipur

SRISHTHI MATHUR
MEMBERSHIP NO.: 42220
CP NO.: 16319

CERTIFICATIONS
Chief Financial Officer Certification

To
The Board of Directors,
Innovana Thinklabs Limited
Jaipur

I, Sanjeev Mittal, Chief Financial Officer of the company, hereby certify that:

1. *I have reviewed the financial statements and the cash flow statement for the year ended March 31, 2019 and that to the best of my knowledge and belief.*
   (I) These statements do not contain any material untrue statement or omit any material fact or contain statements that might be misleading;
   (II) These statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.
2. *I further state that to the best of my knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violation of the Company's Code of Conduct.*
3. *I accept responsibility for establishing and maintaining internal controls for financial reporting and have evaluated the effectiveness of internal control system of the Company pertaining to financial reporting and I have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which I am aware and the steps I have taken or propose to take to rectify these deficiencies.*
4. *I have indicated to the Auditors and the Audit Committee that:*

   (I) There has not been any significant change in internal control over financial reporting during the year under reference;

   (II) There has not been any significant change in accounting policies during the year requiring disclosures in the notes to the financial statements; and

   (III) There has not been any instance during the year of significant fraud of which I had 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.

Date: 02 September 2019
Place: Jaipur

Mr. Sanjeev Mittal
Chief Financial Officer

Declaration in respect of Compliance with the Code of Conduct

It is hereby declared that all Board Members, Key Managerial Personnel and Senior Management Personnel of the Company have affirmed Compliance with the Code of Conduct of the Company, for the financial year ended March 31, 2019.

Date: 02 September 2019
Place: Jaipur

(CHANDAN GARG)
Chairman & Managing Director

Certificate on the Compliance of Conditions of Corporate Governance for the year ended March 31, 2019

To
The Members,
Innovana Thinklabs Limited
Jaipur

We have examined the compliance of conditions of Corporate Governance by ***INNOVANA THINKLABS LIMITED*** *("the Company"), for the financial year ended on March 31, 2019, as stipulated in Chapter IV of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 pursuant to listing Agreement of the said Company with Stock Exchange*

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

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Chapter IV of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 pursuant to listing Agreement of the said Company with Stock Exchange.

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

AMIT AGARWAL
Chartered Accountant in Practice
M. No.: 077407

Place: Jaipur
Date: 02 September 2019

INDEPENDENT AUDITORS' REPORT

TO
THE MEMBERS OF
INNOVANA THINKLABS LIMITED.
(Formerly known as PCVARK Software Limited)

Report on the standalone Ind AS Financial statement

Opinion

We have audited the accompanying financial statements of INNOVANA THINKLABS LIMITED ("the company"), which comprise the Balance Sheet as at 31 March 2019, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements, give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India

a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2019;
b) In the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
c) In the case of the Statement of changes in equity
d) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, Statement of 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, read with Rule 7 of the Companies (Accounts) Rules, 2014.

This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the 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 internal financial control, 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. Boards of Directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibility for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, the procedures selected depend on the auditor's judgment, including the assessment of the

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

An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements

Basis of Opinion

We conducted our audit in accordance with the Indian Accounting Standards on Auditing (Ind AS) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion. Ind AS specified under section 133 of the Act, of the state of affairs (financial position) of the company as at 31st March 2019, and its profit and loss account (financial performance including other comprehensive Income),its cash flow and the changes in equity for the year ended on that date.

Report on Other Legal and Regulatory Requirements

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

2. 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 the Company so far as appears from our examination of those
    c. the Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the statement of changes in Equity, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.[and the returns received from the branches which are prepared by us]
    d. In our opinion, the aforesaid standalone financial statements comply with Ind. AS specified under section 133 of the Act;, read with Rule 7 of the Companies (Accounts) Rules, 2014.
    e. On the basis of written representations received from the directors as on 31 March, 2019, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2019, from being appointed as a director in terms of Section 164(2) of the Act.

f. with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"; and

g. With respect to the other matters included in the Auditor's Report and to our best of our information and according to the explanations given to us:

- The Company does not have any pending litigations which would impact its financial position.
- The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.
- There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company [or, following are the instances of delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company or there were no amounts which required to be transferred]

For Amit Ramakant & Co.
Chartered Accountants
Firm Registration No : 009184C

Date: May 22, 2019
Place: Jaipur

Amit Agarwal
Partner
M.No. 077407

ANNEXURE - A

ANNEXURE TO THE AUDITORS' REPORT

The Annexure referred to in our report to the members of INNOVANA THINKLABS LIMITED for the year ended 31st March, 2019.

On the basis of the information and explanation given to us during the course of our audit, we report that:

1. (a) The company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets

   (b) These fixed assets have been physically verified by the management at reasonable intervals there was no Material discrepancies were noticed on such verification.

   (c) Total Assets of company includes Immovable property also and the title deeds of immovable properties are held in the name of the company.

2. The company has granted loans secured or unsecured to companies, firms, Limited Liability Partnerships or other parties during the Financial Year 2018-19 covered in the register maintained under section 189 of the Companies Act, 2013

   (a) All terms and conditions are as per the benefits of company and are not prejudicial to the company's Interest.
   (b) Schedule of repayment of principal and interest has been stipulated and receipts are regular.

   (c) There is no such amount which is overdue more than 90 Days of above mentioned loan.

3. In respect of loans, investments, guarantees, and security all mandatory provisions of section 185 and 186 of the Companies Act, 2013 have been complied with.

4. The company has not accepted any deposits.

5. Maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.

6. (a)The company is regular in depositing undisputed statutory dues including provident fund, Employee's state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities

   (b) Dues of income tax or sales tax or service tax or duty of customs or duty of excise or value added tax have been deposited on time there is no dispute is pending on the part of company.

7. The company hasn't made any default in repayment of loans or borrowing to a financial institution, bank, Government or dues to debenture holders.

8. The company has raised money Rs. 7.70 Cr. by issuing nos. 11 lacs equity shares by way of initial public offer (IPO) and the fund has been utilized for the purpose which it was raised.

9. Neither company has done any fraud nor by its officers or employees so nothing to be disclosed separately.

10. Managerial remuneration has been paid or provided in accordance with the requisite approvals Mandated by the provisions of section 197 read with Schedule V to the Companies Act.

11. Company is not a Nidhi Company hence nothing to be disclosed for any provisions applicable on Nidhi Company.

12. All transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc. as required by the applicable accounting standards;

13. The company hasn't entered into any non-cash transactions with directors or persons connected with him.

14. The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

Date: May 22, 2019
Place: Jaipur

for Amit Ramakant & Co.
Chartered Accountants
Firm Registration No : 009184C

Amit Agarwal
Partner
M.No. 077407

ANNEXURE - B TO THE AUDITORS' REPORT

(Referred to in paragraph 2(f) of our report of even date under the heading "Report on Other Legal and Regulatory Requirements" to the members of Innovana Thinklabs Limited on the IND AS Financial Statements as of and for the year ended March 31, 2019)

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

We have audited the internal financial controls over financial reporting of **INNOVANA THINKLABS LIMITED** ("The Company") as of 31 March 2019 in conjunction with our audit of the IND AS Financial Statements of the company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Date: May 22, 2019
Place: Jaipur

For Amit Ramakant & Co.
Chartered Accountants
Firm Registration No: 009184C

Amit Agarwal
Partner
M.No. 077407

INNOVANA THINKLABS Limited
(Formerly known as PCVARK Software Limited)
CIN: L72900RJ2015PLC047363

(Amt. in thousands)

STANDALONE BALANCE SHEET AS AT MARCH 31ST,2019

PARTICULARS	NOTES	As at 31st March 2019	As at 31st March 2018
A. ASSETS		**INR**	**INR**
1. Non-Current Assets			
i. Property Plant and Equipment	2	1,21,455.10	93,673.23
ii. Capital Work In Progress		-	-
iii. Financial Assets			
a. Investments	3	1,57,401.45	20,986.36
b. Securities Deposited	4	1,162.40	970.02
c. Loan and Advances	4	751.65	2,629.96
iv. Other Non-Current Assets		-	-
v. Deferred Tax Assets	5	137.12	-
		2,80,907.72	**1,18,259.56**
2. Current Assets			
i. Inventories		-	-
ii. Financial Assets			
a. Trade Receivables	6	48.74	88.68
b. Loans & Advances	6	235.37	4,635.37
c. Cash and Cash Equivalent	7	1,02,887.94	61,270.00
iii. Other Current Assets	8	1,51,028.34	1,20,404.10
		2,54,200.39	1,86,398.15
Total Assets		**5,35,108.11**	**3,04,657.71**
Equity and Liabilities			
1. Equity			
i. Equity Share Capital	9	41,000.00	41,000.00
ii. Other Equity			
a. Share Premium	10	67,400.00	67,400.00
b. General Reserve	10	27,674.56	28,891.51
c. Retained Earning	10	1,32,816.35	45,222.21
Equity Attributable to equity holders of the Parent		**2,68,890.91**	**1,82,513.73**

2. Non Current Liabilities			
i. Financial Liabilities			
a. Borrowings	11	5,569.34	-
ii. Deferred Tax Liabilities	5	-	282.35
iii. Other Non - Current Liabilities		-	-
		5,569.34	**282.35**
3. Current Liabilities			
i. Financial Liabilities			
a. Borrowings	12	-	793.41
b. Trade Payables	13	57,299.31	74,855.13
c. Other Payables	13	6,479.96	4,563.77
ii. Liability for Current Tax (Net)	14	33,795.55	31,264.47
iii. Other Current Liabilities	15	1,63,073.05	10,383.86
		2,60,647.86	1,21,860.64
Total Liabilities		**2,66,217.21**	**1,22,142.99**
Total Equity & Liabilities		**5,35,108.11**	**3,04,656.71**

For Amit Ramakant& Co.
Chartered Accountants
Registration No.: 009184C

CA AMIT AGRAWAL
Partner
Membership Number: 077407

For B.P. Mundra & Co.
Chartered Accountants
Firm Registration No.: 004372C

CA RAHUL SHARMA
Partner
Membership Number: 077244
Dated : 22.05.2019
Place: Jaipur

For and on behalf of the Board of Directors
INNOVANA THINKLABS LIMITED

Chandan Garg	**Kapil Garg**
Managing Director	**Whole Time Director**
DIN: 06422150	**DIN: 07143551**

Sanjeev Mittal	**Divya Badaya**
Chief Financial Officer	**Company Secretary**

INNOVANA THINKLABS Limited
(Formerly known as PCVARK Software Limited)
CIN: L72900RJ2015PLC047363

(Amt. in thousands)

STANDALONE PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED MARCH 31ST ,2019

PARTICULARS	NOTES	For the year ended on 31st March 2019	For the year ended on 31st March 2018
1. INCOME			
Revenue from Operation	16	4,08,033.03	3,08,288.85
Other Income	17	10,737.89	3,771.17
Finance Income	18	4,035.73	981.55
Total Income		**4,22,806.64**	**3,13,041.56**
2. EXPENSES			
Purchases of Traded Goods	19	1,45,295.76	1,01,895.94
(Increase) / Decrease in Inventory of Finished Goods, Work In Progress and Traded Goods		-	-
Employee Benefits Expenses	20	97,858.84	67,972.84
Depreciation and Amortization Expenses	21	13,591.29	3,945.18
Finance Cost	22	570.31	838.37
Other Expenses	23	46,763.72	28,832.06
Total Expenses		**3,04,079.90**	**2,03,484.40**
Profit / (Loss) before exceptional Items and tax from continuing operations		**1,18,726.74**	**1,09,557.17**
Exceptional Items		-	3,100.58
Profit / (Loss) before tax from continuing operations		**1,18,726.74**	**1,06,456.59**
(1) Current Tax		33,795.55	31,264.47
(2) Deferred Tax Liability (Assets)		(419.47)	(537.24)
Income Tax Expenses		33,376.08	30,727.24

Profit For The Year from Continuing Operation		**85,350.66**	**75,729.35**
Other comprehensive income		-	-
Other comprehensive income to be reclassified to profit or loss in subsequent periods:		-	-
Net Gain / (Loss) on re measurement of employee benefit Plan of EST and PF	20	2,243.47	(507.14)
Net Gain / Loss on FVTOCI Equity Securities		-	-
Comprehensive Income for the Year, Net of Tax		**2,243.47**	**(507.14)**
Total Comprehensive Income for the Year, net of Tax		**87,594.13**	**75,222.21**
Profit For the Year		**87,594.13**	**75,222.21**
Earnings Per Share			
Basic, Computed on the Basis of Profit from continuing Operations attributable to equity holders		INR 21.36	INR 18.35
Significant Accounting Policies and Notes on Account 1			

For Amit Ramakant& Co.
Chartered Accountants
Registration No.: 009184C

CA AMIT AGRAWAL
Partner
Membership Number: 077407

For B.P. Mundra & Co.
Chartered Accountants
Firm Registration No.: 004372C

CA RAHUL SHARMA
Partner
Membership Number: 077244
Dated : 22.05.2019
Place: Jaipur

For and on behalf of the Board of Directors
INNOVANA THINKLABS LIMITED

Chandan Garg	**Kapil Garg**
Managing Director	**Whole Time Director**
DIN: 06422150	**DIN: 07143551**

Sanjeev Mittal	**Divya Badaya**
Chief Financial Officer	**Company Secretary**

INNOVANA THINKLABS Limited
(Formerly known as PCVARK Software Limited)
CIN: L72900RJ2015PLC047363

(Amt. in thousands)

STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2019

PARTICULARS	NOTES	For the year ended on 31st March 2019	For the year ended on 31st March 2018
(A) CASH FLOWS FROM OPERATING ACTIVITIES			
1. Profit / (Loss) Before Tax		1,18,726.74	1,06,456.59
2. Adjustment for :			
Depreciation and Amortisation Expenses		13,591.29	3,945.18
Provision for Income Tax / FBT earlier years		-	-
Interest Income		(4,035.73)	(981.55)
Interest on Borrowings		570.31	838.37
Profit on Sale of Property / Investments		(3,370.45)	(1,959.42)
Re-measurement of defined benefit plans		979.21	4,305.27
3. Operating Profit before Working Capital Changes (1+2)		**1,26,461.37**	**1,12,604.45**
4. Change in Working Capital			
(Excluding Cash & Bank Balances)			
Increase(-) / Decrease in Trade & Other Receivables		39.94	(1,09,488.05)
Increase (-) / Decrease in Inventories		-	-
Increase (-) / Decrease in Loans and advances		(26,224.24)	(6,736.09)
Increase / Decrease (-) in Trade payables and Other Current Liabilities		1,36,256.15	62,594.78
Change in Working Capital		**1,10,071.85**	**(53,629.37)**
5. Cash Generated from Operations (3+4)		**2,36,533.21**	**58,975.08**
6. Tax Paid		31,264.47	3,876.74
7. Net Cash Flows from Operating Activities		**2,05,268.74**	**55,098.34**
(B) Cash Flows from Investing Activities			
Proceeds from sale of Property, Plant and equipment / Transfer of Assets		1,45,809.66	1,37,788.87
Purchase of Property, Plant and Equipments		(3,20,180.15)	(2,11,239.94)
Non Current Assets		1,685.92	(750.02)
Interest Received		4,035.73	981.55
Net Cash Generated / (Used) in Investing Activities:		**(1,68,648.84)**	**(73,219.54)**
(C) Net Cash flow from Financing Activities			
Issue Share Capital		-	92,400.00

Repayment of Term Borrowings	5,569.34	(19,639.51)
Proceeds from Other Borrowings	-	-
Interest Paid	(570.31)	(838.37)
Net Cash Generation / (Used) From Financing Activities	**4,999.04**	**71,922.12**
(D) Net Change in Cash & Cash Equivalents (A+B+C)	**41,618.94**	**53,800.92**
(E1) Cash & Cash Equivalents as at the end of the Year	1,02,887.94	61,270.00
(E2) Cash & Cash Equivalents as at the Beginning of the Year	61,270.00	7,469.08
NET CHANGE IN CASH & CASH EQUIVALENTS (E1 + E2)	**41,617.94**	**53,800.92**

For Amit Ramakant& Co.
Chartered Accountants
Registration No.: 009184C

CA AMIT AGRAWAL
Partner
Membership Number: 077407

For B.P. Mundra & Co.
Chartered Accountants
Firm Registration No.: 004372C

CA RAHUL SHARMA
Partner
Membership Number: 077244
Dated : 22.05.2019
Place: Jaipur

For and on behalf of the Board of Directors
INNOVANA THINKLABS LIMITED

Chandan Garg	**Kapil Garg**
Managing Director	**Whole Time Director**
DIN: 06422150	**DIN: 07143551**

Sanjeev Mittal	**Divya Badaya**
Chief Financial Officer	**Company Secretary**

STATEMENT OF CHANGE IN EQUITY

FOR THE YEAR ENDED 31ST MARCH, 2019

(ALL AMOUNTS IN LAKHS RUPEES EXCEPT AS OTHERWISE STATED)

(A) **EQUITY SHARE CAPITAL**

PARTICULARS	No. of Shares	Amount
Equity Shares of Rs. 10 each issued, subscribed and fully paid		
At 31st March 2018		
Issue of Share Capital	41,00,000	410.00
At 31st March 2019	**41,00,000**	**410.00**

(B) **Other Equity**

Particulars	Reserve and Surplus			Item of Other Comprehensive Reserve	Total
	Securities Premium	General Reserve	Retained Earning	FVTOCI Reserve	
At 31st March 2018	**674.00**	**0.29**	**0.45**	(5.07)	**669.67**
Profit / (Loss) for the Period	-	(0.01)	5.92	0.02	**5.93**
Other Comprehensive Income	-		-	-	**-**
Total Comprehensive Income	674.00	0.28	6.38	(5.05)	675.60
Transfer to General Reserve		-	-		-
Total	**1,348.00**	**0.28**	**6.38**	**(10.12)**	**675.60**
At 31st March 2019	**1,348.00**	**0.28**	**6.38**	**(10.12)**	**675.60**

For Amit Ramakant& Co.
Chartered Accountants
Registration No.: 009184C

CA AMIT AGRAWAL
Partner
Membership Number: 077407

For B.P. Mundra & Co.
Chartered Accountants
Firm Registration No.: 004372C

CA RAHUL SHARMA
Partner
Membership Number: 077244
Dated: 22.05.2019
Place: Jaipur

For and on behalf of the Board of Directors
INNOVANA THINKLABS LIMITED

Chandan Garg	Kapil Garg
Managing Director	Whole Time Director
DIN: 06422150	DIN: 07143551

Sanjeev Mittal	Divya Badaya
Chief Financial Officer	Company Secretary

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENT

NOTES - 2

PROPERTY PLANT AND EQUIPMENTS												
	AT COST					DEPRECIATION AND IMPAIRMENT				NET BLOCK		
DEPRECIATION OF ASSETS	GROSS BLOCK AS AT 1ST APRIL 2018	ADDITION DURING THE YEAR	SALES / DISCARDED	ADJUSTMENTS DURING THE YEAR	GROSS BLOCK AS AT 31ST MARCH 18	DEPRECIATION AS AT 31ST MARCH 2018	DEPRECIATION DURING THE YEAR	ADJUSTMENT DURING THE YEAR	TOTAL DEPRECIATION AS AT 31ST MARCH 2019	AS AT 31ST MARCH 2019	AS AT 31ST MARCH 2018
LAND	1,95,82,200	-	-	-	1,95,82,200	-	-	-	-	1,95,82,200	1,95,82,200
BUILDING	6,03,39,334	1,89,90,512	-	-	7,93,29,846	14,48,549	29,49,284	-	43,97,833	7,49,32,013	5,88,90,785
PLANT & EQUIPMENTS	84,51,838	29,07,792	-	-	1,13,59,630	36,87,463	28,30,256	-	65,17,719	48,41,911	47,64,375
ELECTRICAL EQUIPMENTS	-	-			-	-	-	-	-	-	-
FURNITURE & FIXTURES	7,70,005	24,80,345			32,50,350	1,87,829	2,29,917	-	4,17,746	28,32,605	5,82,177
OFFICE EQUIPMENTS	62,01,739	21,49,701			83,51,440	4,22,452	29,12,344	-	33,34,796	50,16,644	57,79,287
VEHICLES	56,36,000	1,48,44,814	-		2,04,80,814	15,61,597	46,69,487	-	62,31,084	1,42,49,730	40,74,403
TOTAL	10,09,81,116	4,13,73,164	-	-	14,23,54,280	73,07,890	1,35,91,288	-	2,08,99,178	12,14,55,103	9,36,73,226

Note-3

INVESTMENT			
S. No.	**PARTICULARS**	**31.03.2019**	**31.03.2018**
		INR	**INR**
(a)	**Investments**		
	Investment In Quated Equity Fair Value Through Profit & Loss	36,353.91	20,886.42
	Investment In Subsidiaries At Cost Or Deemed Cost	100.00	99.94
	Total	**36,453.91**	**20,986.36**
(b)	**Mutual Fund And Other**		
	Mutual Funds	1,20,923.76	-
	National Saving Certificates (NSC)	23.79	-
	Total	**1,20,947.54**	**-**
	Total	**1,57,401.45**	**20,986.36**

Note-4

NON-CURRENT FINANCIAL ASSETS			
S. No.	**PARTICULARS**	**31.03.2019**	**31.03.2018**
		INR	**INR**
(a)	**Security Deposits**		
	Security Deposits With Govt	145.02	145.02
	Other	1,017.38	825.00
	Total	**1,162.40**	**970.02**
(b)	**Loan And Advances**		
	Loan To Subsidiary –Innovana Techlabs Pvt. Ltd	751.65	2,629.96
		751.65	**2,629.96**
	Total	**1,914.05**	**3,599.97**

Note-5

DEFERRED TAX ASSETS			
S. No.	**PARTICULARS**	**31.03.2019**	**31.03.2018**
		INR	**INR**
	Deferred Tax Assets		
	Opening Brought Forwarded Assets (Liability)	(282.35)	(819.58)
	Adjustment During The Year Assets (Liability)	419.47	537.24
	Total Assets (Liability)	**137.12**	**(282.35)**

Note -6

FINANCIAL ASSETS			
S. No.	**PARTICULARS**	**31.03.2019**	**31.03.2018**
		INR	**INR**
(a)	**Trade Receivables**		
	Trade Receivable	48.74	88.68
		48.74	88.68
(b)	**Loan And Advances**		
	Loan & Advances	235.37	4,635.37
	Total	**284.11**	**4,724.05**

a. For Details of receivables from related parties, refer

b. Trade Receivables are non-interest bearing and are generally on terms of 45 - 90 days.

Note -7

CASH & CASH EQUIVALENT			
S. No.	**PARTICULARS**	**31.03.2019**	**31.03.2018**
		INR	**INR**
a)	**Cash In Hand**	197.85	1,727.38
		197.85	**1,727**
b)	**Balance With Banks**		
	Banks	71,540.87	19,820.09
	Fixed Deposits (FDR)	31,149.22	39,720.80
	Interest Accrued	-	1.74
		1,02,690.09	59,542.63
	Total	**1,02,887.94**	**61,270.00**

Note -8

OTHER CURRENT ASSETS			
S. No.	**PARTICULARS**	**31.03.2019**	**31.03.2018**
		INR	**INR**
	Advance To Suppliers		
	Advance To Suppliers	60,797.23	75,974.06
	Staff Advances		
	Employee / Staff Advances	4,846.27	622.39
	Other Advances		
	Advance Tax	37,000.00	18,500.00
	Prepaid Insurance	4,441.10	2,501.91
	GST Receivables	38,560.99	16,710.75
	Vat Receivables	5,082.12	5,082.12
	TCS And Other	300.64	1,012.88
	Total	**1,51,028.34**	**1,20,404.10**

a. Security Deposits against rent is adjustable against balance rent amount

Note -9

EQUITY SHARE CAPITAL				
S. No.	**PARTICULARS**	**31.03.2019**		**31.03.2018**
		No.	**INR**	**No.**
	Authorized Share Capital			
	Equity Shares Of INR 10 each			
	At The Beginning of the year	200.00	2,000.00	200.00
	Increase / (Decrease) During the year	4,800.00	48,000.00	4,800.00
	At the end of the year	**5,000.00**	**50,000.00**	**5,000.00**
	Issued Share Capital			
	Equity Shares of INR 10 each Issued, Subscribed and Fully Paid			
	At the beginning of the year	200.00	2,000.00	200.00
	Increase / (Decrease) during the year	3,900.00	39,000.00	3,900.00
	At the end of the year	**4,100.00**	**41,000.00**	**4,100.00**

a) There has been nothing change in the Share Capital during the year 2018-19

b) The Company has only one class of equity shares having a par value of Rs. 10/- per share. Each holder of the equity shares is entitled to one vote per share. In the event of

Details of Shares held by shareholders holding more than 5% shares in the Company :

Name of Shareholders	**As on 31.03.2019**		**As on 31.03.2018**
	No. of Shares	**% holding**	**No. of Shares**
Chandan Garg	**2920000**	**71.22**	**2920.00**
Beeline Broking Limited	**610000**	**14.88**	**690.00**

Note -10

OTHER EQUITY			
S. No.	**PARTICULARS**	**31.03.2019**	**31.03.2018**
		INR	**INR**
(a)	**Share Premium**		
	Share Premium	67,400.00	67,400.00
(b)	**General Reserve**		
	As per Last Financial Statements	28,891.51	12,987.05
	Add: Transfer From Retained Earning	-	30,000.00
	Less :UtilizedAgainst Earlier Tax	1,216.95	95.54
	UtilizedAgainst Bonus Share	-	14,000.00
	TOTAL	**27,674.56**	**28,891.51**

(c)	**Profit And Loss Account Balances**		
	As Per Financial Statements	87,594	-
	Less :Transfer to Retained Earning Being Difference of Depreciation on Revalued Cost of Assets and that on the original cost	87,594	75,222
	Total	-	75,222
(c)	**Retained Earning**		
	As Per Last Financial Statements	45,222	
	Add :Transfer from General Reserve Transfer from P&L Balances of earlier years	87,594	75,222
	Less:Transfer to General Reserve	-	30,000
	Total	**1,32,816**	**45,222**

Notes – 11

BORROWINGS - NON CURRENT					
S. No.	**Particulars**	**Effective Rate Of Interest**	**Maturity**	**31.03.2019**	**31.03.2018**
				INR	**INR**
(a)	**Vehicle Loan**				
	Daimler Financial Services			**5,569.34**	**-**
				5,569.34	**-**
	Total			**5,569.34**	**-**

Note -12

BORROWINGS - CURRENT LIABILITIES			
S. No.	**PARTICULARS**	**31.03.2019**	**31.03.2018**
		INR	**INR**
	Loan From Related Parties		
	From Body Corporate	-	-
	From Company's Directors	-	793.41
	Total	**-**	**793.41**

Note -13

CURRENT FINANCIAL LIABILITIES			
S. No.	**PARTICULARS**	**31.03.2019**	**31.03.2018**
		INR	**INR**
(a)	**Trade Payables**		
	Trade Payables	57,299.31	74,856.13

	Total	**57,299.31**	**74,856.13**
(b)	**Other Financial Liabilities**		
	Employees Related Liabilities	6,244.25	4,154.16
	Expenses Payable	235.70	409.61
	Total	**6,479.96**	**4,563.77**

Note- 14

LIABILITY FOR CURRENT TAX			
S. No.	**PARTICULARS**	**31.03.2019**	**31.03.2018**
		INR	**INR**
	Income Tax For Current Tax	33,795.55	31,264.47
		-	-
	Net Tax Payable	**33,795.55**	**31,264.47**

Note-15

OTHER CURRENT LIABILITIES			
S. No.	**PARTICULARS**	**31.03.2019**	**31.03.2018**
		INR	**INR**
	Advance From Customers	1,53,859.55	
	Statutory Liabilities	1,584.69	3,227.12
		1,55,444	**3,227.12**
	Provision		
	Gratuity Provisions IND AS 19	7,628.81	7,156.75
	Suspense	-	-
	Total	**7,628.81**	**7,156.75**
		1,63,073.05	**10,383.86**

Note-16

REVENUE FROM OPERATION			
S. No.	**PARTICULARS**	**31.03.2019**	**31.03.2018**
		INR	**INR**
	Sale of Products (Including Excise Duty)		
(a)	**Sale of Products**		
	Other Goods		
	Software Sales	4,08,033.03	3,08,288.85
	TOTAL	**4,08,033.03**	**3,08,288.85**

Note-17

OTHER INCOME			
S. No.	**PARTICULARS**	**31.03.2019**	**31.03.2018**
		INR	**INR**
(a)	Other Income		
	Currency Fluctuation	7,331.44	1,811.75
	Discount	17.00	-
	Profit From Sale Of Investment	3,370.45	1,959.42
	Commission / Dividend	19.00	-
	Total	**10,738**	**3,771.17**

Note-18

FINANCE INCOME			
S. No.	**PARTICULARS**	**31.03.2019**	**31.03.2018**
		INR	**INR**
	Interest Income on FDR'S	2,805.68	831.14
	Interest Income on NSC& Other	798.52	150.41
	Other Finance Income	431.53	-
	Total	**4,035.73**	**981.55**

Note- 19

COST OF MATERIAL AND COMPONENTS CONSUMED			
S. No.	**PARTICULARS**	**31.03.2019**	**31.03.2018**
		INR	**INR**
	Material and Components Consumed		
	Inventory at the Beginning of the year	-	-
	Add: Purchases	1,45,295.76	1,01,895.94
		1,45,295.76	1,01,895.94
	Less : Inventory at the end of the year	-	-
	Cost of Goods Sold	**1,45,295.76**	**1,01,895.94**

Note-20

EMPLOYEE BENEFITS EXPENSES			
S. No.	**Particulars**	**31.03.2019**	**31.03.2018**
		INR	**INR**
	Salary, Wages And Bonus	86,363.94	54,767.12
	Employer Contribution In ESI	257.19	83.68
	Employee Medical Insurance Expenses	3,580.09	789.04

	Staff Welfare	4,942.09	1,160.23
	Directors Remuneration	-	6,867.50
	Gratuity Provision IND As 19	2,715.54	4,305.27
	Total	**97,858.84**	**67,972.84**
	Defined Benefit Plan Recognized in OCI		
	Gratuity Provision	2243.47	507.14
		2243.47	**507.14**

Note-21

DEPRECIATION AND AMORTIZATION EXPENSES			
S. No.	**PARTICULARS**	**31.03.2019**	**31.03.2018**
		INR	**INR**
	Depreciation on Tangible Assets	13,591.29	3,945.18
	Amortization of Intangible Assets	-	-
	Depreciation on Investment Properties	-	-
	Total	**13,591.29**	**3,945.18**

Note-22

FINANCE COST			
S. No.	**PARTICULARS**	**31.03.2019**	**31.03.2018**
		INR	**INR**
	Interest on Term Loan	-	838.37
	Interest on Vehicles Loan	531.04	-
	Interest others	39.27	-
	Total Interest Expenses	**570.31**	**838.37**

Note -23

OTHER EXPENSES			
S. No.	**PARTICULARS**	**31.03.2019**	**31.03.2018**
		INR	**INR**
	Information Technology Expenses	12,734.77	527.42
	Consumables	171.93	2,612.79
	Power & Fuel	1,239.62	829.45
	Advertising and Sales Promotion	2,908.80	10,880.58
	Other Selling Distribution Expenses		
	Conveyance Expenses	738.47	300.24
	Repairs And Maintenance - Building, Plant & Machinery	511.11	693.73

	Travelling Expenses Domestic	826.34	213.12
	Travelling Expenses Foreign	7,802.98	2,356.81
	Insurance	261.17	2,557.99
	Rent	3,600.00	2,965.67
	Postage , Telephone And Stationery Expenses	140.44	1,003.27
	Legal & Professional Charges		
	Professional & Technical Charges	1,333.70	879.74
	Consultancy Charges	1,439.56	1,566.00
	Legal Expenses	25.00	60.00
	Rate & Taxes	38.43	
	Bank Charges	38.32	
	Commission Expenses	4,575.00	
	Freight Clearing	6.00	
	Registration And Filing Fees		175.46
	License & Registration Charges	156.73	
	Data Entry Work	1,117.85	
	Misc Expenses	1,918.73	959.79
	Payment To Auditors		
	Auditor Fee	250.00	250.00
	CSR Expenses	800.00	
	Investor Meet Expenses	1,284.30	
	Office Expenses	699.28	
	Tea & Refreshment Expenses	522.04	
	Technical Support Charges	934.32	
	Telephone Expenses	688.83	
	Total	**46,763.72**	**28,832.06**

For Amit Ramakant& Co.
Chartered Accountants
Registration No.: 009184C

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Partner
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CA RAHUL SHARMA
Partner
Membership Number: 077244
Dated: 22.05.2019
Place: Jaipur

For and on behalf of the Board of Directors
INNOVANA THINKLABS LIMITED

Chandan Garg	**Kapil Garg**
Managing Director	**Whole Time Director**
DIN: 06422150	**DIN: 07143551**

Sanjeev Mittal	**Divya Badaya**
Chief Financial Officer	**Company Secretary**

1.-SIGNIFICANT ACCOUNTING POLICIES AND NOTES FORMING PART OF FINANCIAL STATEMENTS

1.1General information:

The financial statements comprise of Balance Sheet, Statement of Profit and Loss, Statement of Change in Equity and Statement of Cash Flows together with the notes thereon of INNOVANA THINKLABS LIMITED for the year ended March 31, 2019.

The Company is a public limited company incorporated and domiciled in India under the provisions of the Companies Act applicable in India. It is a company listed at National Stock Exchange (NSE). The Corporate office of the Company is located at Plot No. D-41, Patrakar Colony, Near Jawahar Nagar Moti Dungri Vistar Yojna, Raja Park, Jaipur 302004.

The Company is engaged in software and application development business which directly provide services to retail user. Company basically design, develop and maintain software systems and solutions create new application and enhance the functionality of our customer's existing software products.

1.2Basis of Preparation and Statement of compliance

The financial statements have been prepared in accordance with IND AS notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) (Amendment) Rules, 2016.

For all periods upto and including the year ended March 31, 2018, the Company prepared Its financial statements in accordance with the requirements of previous GAAP prescribed under section 133 of the Companies Act, 2013 ('the Act') read with Rule 7 of the Companies (Accounts) Rules, 2014. The financial statements for the financial year ended March 31, 2019 with comparative figures for the year ended March 31, 2018 also under IND AS.

The financial statements are prepared under the historical cost convention, on the accounting principles of a going concern. All assets and liabilities have been classified as current or non-current in accordance with the operating cycle criteria set out in IND AS 1 and Schedule III to the Companies Act, 2013.

Accounting Policies not specifically referred to otherwise are consistent and in consonance with the applicable accounting standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014.

All expenses and incomes to the extent ascertainable with reasonable certainty are accounted for on accrual basis. All taxes, duties and cess etc. paid on purchases have been charged to the Statement of Profit and Loss except such taxes, duties and cess, which are subsequently recoverable with reasonable certainty from the taxing authorities.

The financial statements are presented in Indian Rupees ('INR') and all values are rounded to the nearest rupee, except otherwise indicated.

1.3 Significant Accounting Policies:

1.3.1.- Property, Plant and Equipment:

Land and buildings held for use in the production or supply of goods or services, or for administrative purposes, are stated in the balance sheet at cost less accumulated depreciation and accumulated impairment losses. Freehold or Leasehold land is stated at historical cost.

Properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognized impairment loss. Cost includes professional fees and, for qualifying assets, borrowing costs capitalized in accordance with the Company accounting policy. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use.

Fixtures and equipment are stated at cost less accumulated depreciation and accumulated impairment losses.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in profit or loss.

Where an obligation (legal or constructive) exists to dismantle or remove an asset or restore a site to its former condition at the end of its useful life, the present value of the estimate cost of dismantling, removing or restoring the site is capitalized along with the cost of acquisition or construction upon completion and a corresponding liability is recognized.

Cost of regular comprehensive maintenance work (such as major overhaul) are capitalized as a separate component if they satisfy the recognition criteria. Otherwise they are charged to Profit and Loss during the reporting period in which they are incurred.

1.3.2- Other Intangible Assets: -

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortization and accumulated impairment losses. Intangible assets with indefinite useful lives are carried at cost less accumulated impairment losses.

1.3.3 Derecognized of intangible assets

An intangible asset is derecognized on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognized in profit or loss when the asset is derecognized.

1.3.4- Depreciation &Amortization: -

Depreciation is recognized so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method as per the provisions of Part C of Schedule II of the Companies Act, 2013 based on useful life and residual value specified therein. The residual values are note more than 5% of the original cost of the asset's the asset's residual value and useful life are reviewed and adjusted if appropriate at the end of each reporting period. Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets. However, when there is no reasonable certainty that ownership will be obtained by the end of the lease term, assets are depreciated over the shorter of the lease term and their useful lives.

Estimated useful lives of the assets are as follows:

Class of assets	Useful life in Years
Buildings	30
Plant and Machinery	15
Furniture and fixtures	10
Vehicles	08
Office equipment	05
Computer	03

The Use full life are taken as determined based on technical evaluation done by the management expert or those specified by schedule II of the company Act, 2013 in order to reflect to the actual usages of the Assets

1.3.5 Capital Work-in-progress/ intangible assets under development and Pre-Operative Expenses during Construction Period

Capital work-in-progress comprises of the cost of PPE that are not yet ready for their intended use at the Balance Sheet date.

Cost of material consumed, erection charges thereon along with other related expenses incurred for the projects are shown as CWIP for capitalization.

Expenditure attributable to construction of fixed assets are identified and allocated on a systematic basis to the cost of the related asset.

Interest during construction and expenditure (net) allocated to construction are apportioned to CWIP/ intangible assets under development on the basis of the closing balance of Specific asset or part of asset being capitalized. The balance, if any, left after such capitalization is kept as a separate item under the CWIP/intangible assets Schedule.

Claims for price variation / exchange rate variation in case of contracts are accounted for on acceptance of claims.

Any other expenditure which is not directly or indirectly attributable to the construction of the Project / construction of the Fixed Asset is charged off to statement of profit and loss in the period in which they are incurred.

1.3.6 - Impairment of tangible and intangible assets other than goodwill:-

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest Company of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognized immediately in profit or loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognized immediately in profit or loss.

1.3.7 - Borrowing costs: -

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.
All other borrowing costs are recognized in statement of profit or loss in the period in which they are incurred.

1.3.8 - Cash and cash equivalents: -

Cash and cash equivalent in the balance sheet comprise of cash at banks and on hand and demand deposits with an original maturity of three months or less that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

1.3.9 - Inventories: -

Inventories of Finished Goods, Raw Material and Work in Process are valued at cost or net realizable value whichever is lower. Cost of inventories includes Cost of manufacturing and other cost incurred for the manufacturing and in bringing the inventory to their present location and condition and applicable statutory levies net of under recovered levies charge to Profit and loss but exclude borrowing cost.Costs are assigned on the basis of FIFO method.Net realizable value is the estimated selling price in the ordinary course of business less the estimated cost of completion and estimated cost necessary to make the sale.

1.3.10 - Revenue recognition: -

(a)**Trading, Development and Marketing of Software and other related actives: -**

Revenue is recognized to the extent that it is probable that economic benefit will flow to the Company and that the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable. Amount disclosed as revenue are exclusive of excises duty, and net of returns, trade allowances, rebate, value added taxes and amount collected on behalf of third party.

Sales are recognized when the Goods are delivered to customers.

(b) Interest income:

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

1.3.11 - Taxation: -

Income tax comprises current and deferred tax. Income tax expense is recognized in the statement of profit and loss except to the extent it relates to items directly recognized in equity or in other comprehensive income.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Such deferred tax assets and liabilities are not recognized if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognized if the temporary difference arises from the initial recognition of goodwill.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Minimum Alternative Tax ('MAT') credit is recognized as an asset only when and to the extent there is convincing evidence that the Company will pay normal income-tax during the specified period. In the year in which the MAT credit becomes eligible to be recognized as an asset, the said asset is created by way of a credit to the statement of profit and loss. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal income-tax during the specified period.

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

Current and deferred tax for the year

Current and deferred tax are recognized in profit or 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.

1.3.12 - Earnings per share: -

Basic earnings per share is computed by dividing the profit/(loss) after tax by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit/(loss) after tax as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date.

1.3.13 - Provisions, Contingencies and commitments: -

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, and it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognized as asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

A disclosure for contingent liabilities is made when there is

(a) a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity; or

(b) a present obligation that arises from past events but is not recognized because:

(i) it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or

(ii) the amount of the obligation cannot be measured with sufficient reliability.

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity.

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each reporting period.

Provisions for onerous contracts are recognized when the expected benefits to be derived by the Company from a contract are lower than the unavoidable costs of meeting the future obligations under the contract.

1.3.14 - Financial instruments: -

Financial assets and financial liabilities are recognized when a Company entity becomes a party to the contractual provisions of the instruments.

Financial assets and financial 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 of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in profit or loss.

Financial Assets

Financial assets are recognized when the Company becomes a party to the contractual provisions of the instruments. Financial assets other than trade receivables are initially recognized at fair value plus transaction costs for all financial assets not carried at fair value through profit or loss. Financial assets carried at fair value through profit or loss are initially recognized at fair value, and transaction costs are expensed in the Statement of Profit and Loss.

Financial assets, other than equity instruments, are subsequently measured at amortized cost, fair value through other comprehensive income or fair value through profit or loss on the basis of both:

(a) the entity's business model for managing the financial assets and

(b) the contractual cash flow characteristics of the financial asset.

Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortized cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

• the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
• the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Debt instruments that meet the following conditions are subsequently measured at fair value through other comprehensive income (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

• the asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets; and

• the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

All other financial assets are subsequently measured at fair value.

Effective interest method
The effective interest method is a method of calculating the amortized cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognized on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognized in profit or loss and is included in the "Other income" line item.

Impairment of financial assets
The Company recognizes a loss allowance for Expected Credit Losses (ECL) on financial assets that are measured at amortized cost and at FVOCI. The credit loss is difference between all contractual cash flows that are due to an entity in accordance with the contract and all the cash flows that the entity expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate. This is assessed on an individual or collective basis after considering all reasonable and supportable including that which is forward-looking.

The Company trade receivables or contract revenue receivables do not contain significant financing component and loss allowance on trade receivables is measured at an amount equal to life time expected losses i.e. expected cash shortfall, being simplified approach for recognition of impairment loss allowance.

Under simplified approach, the Company does not track changes in credit risk. Rather it recognizes impairment loss allowance based on the lifetime ECL at each reporting date right from its initial recognition. The Company uses a provision matrix to determine impairment loss allowance on the portfolio of trade receivables.

The provision matrix is based on its historically observed default rates over the expected life of the trade receivable and is adjusted for forward looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analyzed.

The impairment losses and reversals are recognized in Statement of Profit and Loss. For equity instruments and financial assets measured at FVTPL, there is no requirement for impairment testing.

Derecognition of financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognizes its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognized in other comprehensive income and accumulated in equity is recognized in profit or loss if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset.

For financial assets other than trade receivables, the Company recognizes 12–month expected credit losses for all originated or acquired financial assets if at the reporting date the credit risk of the financial asset has not increased significantly since its initial recognition. The expected credit losses are measured as lifetime expected credit losses if the credit risk on financial asset increases significantly since its initial recognition. If, in a subsequent period, credit quality of the instrument improves such that there is no longer significant increase in credit risks since initial recognition, then the Company reverts to recognizing impairment loss allowance based on 12 months ECL.

On derecognition of a financial asset other than in its entirety (e.g. when the Company retains an option to repurchase part of a transferred asset), the Company allocates the previous carrying amount of the financial asset between the part it continues to recognize under continuing involvement, and the part it no longer recognizes on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognized and the sum of the consideration received for the part no longer recognized and any cumulative gain or loss allocated to it that had been recognized in other comprehensive income is recognized in profit or loss if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset. A cumulative gain or loss that had been recognized in other comprehensive income is allocated between the part that continues to be recognized and the part that is no longer recognized on the basis of the relative fair values of those parts.

1.3.15 - Financial liabilities and equity instruments: -

Classification as debt or equity
Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments
An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the company are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.
Financial liabilities

However, financial liabilities that arise when a transfer of a financial asset does not qualify for derecognition or when the continuing involvement approach applies, financial guarantee contracts issued by the Company, and commitments issued by the Company to provide a loan at below-market interest rate are measured in accordance with the specific accounting policies set out below.

Financial liabilities at FVTPL
Financial liabilities are classified as at FVTPL when the financial liability is either contingent consideration recognized by the Company as an acquirer in a business combination to which IND AS 103 applies or is held for trading or it is designated as at FVTPL**.**

A financial liability is classified as held for trading if:

• it has been incurred principally for the purpose of repurchasing it in the near term; or

• on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or

• it is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading or contingent consideration recognized by the Company as an acquirer in a business combination to which IND AS 103 applies, may be designated as at FVTPL upon initial recognition if:

• Such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise;

• the financial liability forms part of a company of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the company documented risk management or investment strategy, and information about the Companying is provided internally on that basis; or

• it forms part of a contract containing one or more embedded derivatives, and IND AS 109 permits the entire combined contract to be designated as at FVTPL in accordance with IND AS 109.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any interest paid on the financial liability and is included in the 'Other income' line item.

However, for non-held-for-trading financial liabilities that are designated as at FVTPL, the amount of change in the fair value of the financial liability that is attributable to changes in the credit risk of that liability is recognized in other comprehensive income, unless the recognition of the effects of changes in the liability's credit risk in other comprehensive income would create or enlarge an accounting mismatch in profit or loss, in which case these effects of changes in credit risk are recognized in profit or loss. The remaining amount of change in the fair value of liability is always recognized in profit or loss. Changes in fair value attributable to a financial liability's credit risk that are recognized in other comprehensive income are reflected immediately in retained earnings and are not subsequently reclassified to profit or loss.

Gains or losses on financial guarantee contracts and loan commitments issued by the Company that are designated by the Company as at fair value through profit or loss are recognized in profit or loss.

Financial liabilities subsequently measured at amortized cost financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortized cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortized cost are determined based on the effective interest method. Interest expense that is not capitalized as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortized cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Derecognition of financial liabilities

The Company derecognizes financial liabilities when, and only when, the Company obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognized in profit or loss.

Reclassification of financial assets and liabilities

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such change are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in the business model. The Company does not restate any previously recognized gains, losses (including impairment gains or losses) or interest.

The following table shows various reclassifications and the how they are accounted for:

Original Classification	Revised Classification	Accounting treatment
Amortised cost	FVTPL	Fair value is measured at reclassification date. Difference between previous amortised cost and fair value is recognised in statement of profit and loss.
FVPTL	Amortised cost	Fair value at reclassification date becomes its new gross carrying amount. EIR is calculated based on new gross carrying amount.
Amortised cost	FVTOCI	Fair value is measured at reclassification date. Difference between previous amortised cost and fair value is recognised in OCI. No change in EIR due to reclassification.
FVTOCI	Amortised cost	Fair value at reclassification date becomes its new gross carrying amount. However, cumulative gain or loss in OCI is adjusted against fair value. Consequently, the asset is measured as if it had always been measured at amortised cost.
FVTPL	FVTOCI	Fair value at reclassification date becomes its new gross carrying amount. No other adjustment is required.
FCTOCI	FVTPL	Assets continue to be measured at fair value. Cumulative gain or loss previously recognised in OCI is reclassified to statement of profit and loss at the reclassification date.

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based

on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

1.3.16 Employee related Benefits

Defined Benefit Plans - General Description

Gratuity: Each employee rendering continuous service of 5 years or more is entitled to receive gratuity amount equal to 15/26 of the monthly emoluments for every completed year of service subject to maximum of 10 Lakhs at the time of separation from the company.

Other long-term employee benefits - General Description

Leave Encashment: Each employee is entitled to get 15 earned leaves for each completed year of service. Encashment of earned leaves is made at the end of the financial years.

The following tables summaries the components of net benefit expense recognized in the statement of profit or loss and the funded status and amounts recognized in the balance sheet for the respective plans:

Changes in the present value of the defined benefit obligation are, as follows:

Particulars	Gratuity Funded	Leave Encashment Unfunded
Defined benefit obligation at 31st March, 2018	71,56,745	-
Current service cost	21,51,591	-
Interest expense	5,63,952	-
Past service cost	-	-
Benefits paid	-	-
Actuarial (gain)/ loss on obligations	(22,43,474)	-
Defined benefit obligation at 31st March, 2019	**76,28,814**	**-**

Changes in the Fair value of Plan Assets are, as follows:

Particulars	Gratuity Funded	Leave Encashment Unfunded
Opening Fair Value of Plan Assets at 31st March, 2018	-	-
Actual Return of Plan Assets	-	-
Employer Contribution	-	-
Benefits paid	-	-
Closing fair value of Plan Assets	-	-
Opening Fair Value of Plan Assets at 31st March, 2019	**-**	**-**

Actuarial (Gain) / Loss on Plan Assets:

Particulars	31st March 2019	31st March 2018
Expected Interest Income	-	-
Actual Income on Plan Assets	-	-
Actuarial (Gain) / Loss on Assets	-	-

Other Comprehensive Income

Particulars	31st March 2019	31st March 2018
Opening amount recognized in OCI outside Profit & Loss account	-	-
Actuarial Gain / (Loss) on Liabilities	22,43,474	(5,07,140)
Actuarial Gain / (Loss) on Assets	-	-
Closing amount recognized in OCI outside Profit & Loss account	**22,43,474**	**(5,07,140)**

The Amount to be recognized in Balance Sheet Statement

Particulars	31st March 2019	31st March 2018
Present Value of Obligation	76,28,814	71,56,745
Fair Value of Plan Assets	-	-
Net Obligations	76,28,814	71,56,745
Amount Not Recognized due to assets limit	-	-
Net Defined Benefit Liability / (Assets) Recognized in Balance Sheet	**76,28,814**	**71,56,745**

Expenses Recognized in Statement of Profit and Loss

Particulars	31st March 2019	31st March 2018
Service Cost	21,51,591	41,28,979
Net Interest Cost	5,63,952	1,76,294
Expenses recognized in the statement of Profit & Loss	**27,15,543**	**43,05,273**

Change in Net Defined Obligations

Particulars	31st March 2019	31st March 2018
Opening of Net Defined Benefit Liability	71,56,745	23,44,332
Service Cost	21,51,591	41,28,979
Net Interest Cost	5,63,952	1,76,294
Re-measurements	(22,43,474)	5,07,140
Contribution paid to Fund	-	-
Closing of Net Defined Benefit Liabilities	**76,28,814**	**71,56,745**

Maturity Profit of Defined Benefit Obligation

Particulars	31st March 2019	31st March 2018
Year 1	12,763	5,324
Year 2	11,46,865	4,565
Year 3	13,37,380	1,00,321
Year 4	13,43,095	1,77,618
Year 5	12,19,231	2,39,569
After 5th Year	63,97,048	4,04,05,152
Total	**1,14,56,383**	**4,09,32,549**

1.3.17 Investments:

Long term investments are stated at cost. In case, there is a decline other than temporary in the value of the investment, a provision for same is made. Current investments are valued at lower of cost or fair value.

1.4 Use of Estimates, Assumptions and Judgments

The preparation of the financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures including the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require an adjustment to the carrying amount of assets or liabilities in future periods. Difference between actual results and estimates are recognised in the periods in which the results are known / materialize. The Company has based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

1.4.1Taxes

The Company provides for tax considering the applicable tax regulations and based on reasonable estimates.Management periodically evaluates positions taken in the tax returns giving due considerations to tax laws and establishes provisions in the event if required as a result of differing interpretation or due to retrospective amendments, if any. The recognition of deferred tax assets is based on availability of sufficient taxable profits in the Company against which such assets can be utilized. MAT (Minimum Alternate Tax) is recognized as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax and will be able to utilize such credit during the specified period. In the year in which the MAT credit becomes eligible to be recognized as an asset, the said asset is created by way of a credit to the Statement of Profit and loss and is included in Deferred Tax Assets. The Company reviews the same at each balance sheet date and if required, writesdown the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that Company will be able to absorb such credit during the specified period.

1.4.2 Useful life of Property, Plant and Equipment

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

1.4.3 Impairment of Non-financial assets

Non-financial assets are reviewed for impairment, whenever events or changes in circumstances indicate that the carrying amount of such assets may not be recoverable. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any).

1.4.4 Provision for decommissioning

In measuring the provision for ARO, the Company uses technical estimates to determine the expected cost to dismantle and remove the infrastructure equipment from the site and the expected timing of these costs. Discount rates are determined based on the risk adjusted bank rate of a similar period as the liability.

1.4.5 Provisions and Contingent Liabilities

Provisions and contingent liabilities are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Fair value of financial assets and financial liabilities

The management considers that the carrying amounts of non-current and current financial assets and liabilities recognized in the financial statements approximate their fair values.

Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Company's short-term, medium-term and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

Gearing ratio

The gearing ratio at end of the reporting period was as follows:

Particulars	As at 31/03/19	As at 31/03/18
Debt (i)	26,62,17,206	12,18,61,640
Cash and bank balances (including cash and bank balances in a disposal Company held for sale)	10,28,87,941	6,12,70,004
Net debt	**16,33,29,265**	**6,0,5,91,636**
Total equity	26,88,90,905	18,25,38,881
Net debt to equity ratio	0.61	0.33

(i) Debt is defined as long-term and short-term borrowings (excluding derivative and contingent consideration).

28.-Other Notes on Financial Statements.

(a) All the balance shown under the heads Trade Receivables, Trade Payables, Loans and Advances, Security Deposits, Other Current Assets, Other Current Liabilities and Unsecured Loans are subject to confirmation and reconciliation.

(b) **Corporate Social Responsibility (CSR)**

As the net worth of the company is below Rs. 500 crores, Turnover is below Rs. 1000 crores and Net Profit is more thanRs. 5 crores, provision of Section 135 of Companies Act, 2013 are applicable on the company.

(c) The Company has provided the provision for liability of works carried/supplies received pertaining to financial year 2018-19 till such invoices are received by the Company upto15.05.2019.

(d) Figures have been taken to nearest rupees. Previous year figures have been regrouped / rearranged wherever considered necessary to make them comparable with the Current Year figures.

(e) In respect of Income Tax, the regular assessment up to the AY 2018 - 2019 has been complete. Income tax Department has raised demands for the assessment Year 2017-18 of Rs 35,820/- and for Assessment Year 2018-19 Rs. 6,49,550/-, For which rectification has filed against the said demands.

(h)Contingent liabilities not provided for

Particulars	**As at 31/03/19**	**As at 31/03/18**
(a) Bank Guarantees	0	0
(b) Damages and interest under Employees State Insurance Act 1948 being disputed and appeal there against pending for final disposal.	0	0

(i) Raw Material Consumed

Particulars	**As at**	**31.03.2019**	**As at**	**31.03.2018**
	%	Amount	%	Amount
Imported	32.45	4,59,78,230	-	-
Indigenous	67.55	9,56,92,295	100	10,18,95,942
Total	100	14,16,70,525	100	10,18,95,942

(j) Stores & Spares Consumed is all Indigenous.

(k) CIF Value of Imports

Particulars	**As at 31/03/19**	**As at 31/03/18**
CIF Value of Imports.	4,59,78,230	0

(l) Expenditure & Earnings in Foreign Currency

Particulars	**As at 31/03/19**	**As at 31/03/18**
Expenditure in Foreign Currency	49550419	1,71,36000
Earnings in Foreign Currency	408033025	308288849

29.-Related party disclosure

The related parties where control and significant influence exists are Parents and associates respectively. Key Management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any Director whether executive or otherwise

(A) List of Related Parties

Related parties with whom the Company has entered into transactions during the year:

I	**Enterprises over which key management personnel and relatives of such personnel exercise significant influence.**
	InnovanaTechlabs Limited
II	**Managerial Personnel**
1	Mr. Chandan Garg– Chairman &Managing Director
2	Mr. Kapil Garg – Whole Time Director
3	Mrs. SwarnaKanta Garg – Director
III	**Relative of Managerial Personnel –** 1. Narendra Kumar Garg 2. Nancy Garg 3. Vartika Dangayach
IV	**Subsidiaries or Associates or Joint Ventures –** **InnovanaTechlabs Limited (Subsidiary company)**
V	**Post-Employment Benefit Plans – NA**

(B) Transactions with Related Parties for the year ended March 31, 2019 and March 31, 2018.

Sr. No.	Particulars	Current Year (31.03.2019)	Current Year (31.03.2018)
1-	**Remuneration Paid:**		
	Mr. Chandan garg	81,21,000	48,00,000
	Mr. Kapil Garg	30,12,667	18,67,500
	Mrs. SwaranKanta	12,00,000	2,00,000
	Mrs. Nancy Garg	2,70,000	2,17,510
	Mr. Narendra Kumar Garg	9,00,000	8,30,000
	Mrs. Vartika Dangayach	7,41,000	--
2-	**Interest Paid :-**	--	--
3-	**Purchase From:**	--	--
4-	**Sales To**	--	--
5-	**Interest Received:**	--	--
6-	Lease Rent:		
	Mr. Chandan Garg	36,00,000	15,00,000
7-	**Loan:-**		
	Innovana Techlabs Limited	1,02,03,966	26,29,895

(C) –Closing Balances with Related Parties

Sr. No.	Particulars	Previous Year (31.03.2019)	Current Year (31.03.2018)
1-	**Remuneration Paid:**		
	Mr. Chandan Garg	12,69,138	7,70,000
	Mr. Kapil Garg	250000	2,40,000
	Mrs. SwaranKanta	50000	50,000
	Mrs. Nancy Garg	22500	22,500
	Mr. Narendra Kumar Garg	75,000	75,000
	Mrs. Varatika	60,000	--
2-	**Interest Paid :-**	--	--
3-	**Purchase From:**	--	--
4-	**Sales To**	--	--
5-	**Interest Received:**	--	--
6-	**Loan:-**		
	InnovanaTechlabs Limited	7,51,652	26,29,895

30.- Auditors Remuneration:

Remuneration to Auditors (excluding service tax):

Particulars	For the Year ended March 31, 2019	For the Year ended March 31, 2018
Audit Fees	2,00,000	2,00,000
Tax Audit fees	40,000	50,000
Other Services/ Certifications	10,000	0

31.-Events after the reporting period:

In respect of the financial year ending March 31, 2019, no events are required to be reported which occurred after the reporting period.

32.-Approval of financial statements:

The financial statements were approved for issue by the Board of Directors on **22 May, 2019**.

33.- Disclosure under Micro, Small and Medium Enterprises Development Act:

The details of amounts outstanding to Micro, Small and Medium Enterprises under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), based on the available information with the Company are as under:

S. No.	Particulars	As at 31/03/2019	As at 31/03/2018	As at 01/04/2017
1	Principal amount outstanding	-	-	-
2	Principal amount due and remaining unpaid	-	-	-
3	Interest due on (2) above and the unpaid interest	-	-	-

4	Interest paid on all delayed payments under the MSMED Act.	-	-	-
5	Payment made beyond the appointed day during the year	-	-	-
6	Interest due and payable for the period of delay other than (4) above	-	-	-
7	Interest accrued and remaining unpaid	-	-	-
8	Amount of further interest remaining due and payable in succeeding years	-	-	-

34.-Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. The Company operates in a competitive environment and is exposed in the ordinary course of its business to risk related to changes in foreign currency exchange rates, commodity prices and interest rates. The fair value of future cash flows of sale of products manufactured and traded will depend upon the demand and supply.

35.- Credit Risk

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the company. It encompasses of both, the direct risk of default and the risk of deterioration of credit worthiness as well as concentration risks. Company's credit risk arises principally from the trade receivable and advances.

Trade Receivables:

Customer credit risk is managed by the company through established policy, procedures and controls relating to customer credit risk management. Credit quality of a customer is assessed based on financial position, past performance, business/economic conditions, market reputation, expected business etc. Based on that credit limits and credit terms are decided. Outstanding customer receivables are regularly monitored.

Trade receivable consists of large number of customers spread across diverse segments and geographical areas with no significant concentration of credit risk. The outstanding trade receivables are regularly monitored and appropriate action is taken for collection of overdue receivables. However The Company is not providing any credits to its customers.

Age of receivables: - **(Rupees)**

Particulars	**As at 31/03/19**	**As at 31/03/18**
Within the credit period (60-75 days)	48737	0
Overdue	0	0
Total	**0**	**0**

36.-Tax balances: -

a) Deferred Tax: -

The following is the analysis of deferred tax assets/(liabilities) presented in the balance sheet:

Particulars	As at 31/03/18	As at 31/03/18
Deferred tax assets (DTA)	1,37,117	0
Deferred tax Liabilities (DTL)	0	(2,82,348)
Net (DTL)	1,37,117	(2,82,348)

b) Income tax:

The income tax expense for the year can be reconciled to the accounting profit as follows:

Particulars	As at 31/03/19	As at 31/03/18
Profit before tax	11,87,26,741	10,64,56,586
Enacted tax rate (%)	28.11	28.84
Computed Expected tax expenses	3,33,76,081	3,07,27,235
Tax impact of non-deductible / deductible expenses and timing difference	4,19,466	5,37,236
Income Tax Expenses charged	**3,37,95,547**	**3,12,64,471**

37.- Operating segment:

The Managing Director of the Company is Chief Operating Decision Maker (CODM) as defined by Ind AS 108, Operating Segments. The CODM evaluates the Company's performance and allocates resources based on an analysis of various performance indicators, however only for one segment viz. "Software and Software development ". Hence the Company does not have any reportable Segments as per Indian Accounting Standard 108 "Operating Segments".

38.-Earnings per share:

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the parent by the weighted average number of Equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the parent (after adjusting for interest on the convertible preference shares) by the weighted average number of Equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

The following reflects the income and share data used in the basic and diluted EPS computations:

Particulars	March 31,2019	March 31,2018
Profit attributable to equity holders of the company:		
Continuing operations	87594134	75222211
Profit attributable to equity holders of the parent for basic earnings	87594134	75222211
Weighted average number of Equity shares for basic EPS	4100000	4100000
Weighted average number of Equity shares adjusted for the effect of dilution	4100000	4100000
Earnings per equity share of face value of Rs. 10 each (In rupees)(Previous Year Face Value of Rs. 10 each (In Rupees)	**21.36**	**18.35**

For Amit Ramakant& Co.
Chartered Accountants
Registration No.: 009184C

CA AMIT AGRAWAL
Partner
Membership Number: 077407

For B.P. Mundra & Co.
Chartered Accountants
Firm Registration No.: 004372C

CA RAHUL SHARMA
Partner
Membership Number: 077244
Dated: 22.05.2019
Place: Jaipur

For and on behalf of the Board of Directors
INNOVANA THINKLABS LIMITED

Chandan Garg	Kapil Garg
Managing Director	Whole Time Director
DIN: 06422150	DIN: 07143551

Sanjeev Mittal	Divya Badaya
Chief Financial Officer	Company Secretary

To,
THE MEMBERS OF
INNOVANA THINKLABS LIMITED
(Formerly known as PCVARK Software Limited)

Report on the Consolidated IND AS Financial Statements

We have audited the accompanying Consolidated IND AS Financial Statements of INNOVANA THINKLABS LIMITED (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), its associates and jointly controlled entities, comprising of the Consolidated Balance Sheet as at 31st March, 2019, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated Financial Statements").

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the matters in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group including its Associates and Jointly controlled entities in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The respective Board of Directors of the companies 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 the Group 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 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 Directors of the Holding Company, as aforesaid.

Auditor's Responsibility

Our responsibility is to express an opinion on these Consolidated Financial Statements based on our audit.

While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on our judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, we considers internal financial control relevant to the Company's preparation of the consolidated financial statements that give True and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the

reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the consolidated Financial Statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements, give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India;

in the case of the consolidated Balance Sheet, of the statement of affairs of the Company as at March 31, 2019;
in the case of the consolidated Statement of Profit and Loss, of the profit for the year ended on that date; and
in the case of the consolidated Cash Flow Statement, of the cash flows for the year ended on that date.

Other Matter:

We have relied on the Unaudited Financial Statement of Subsidiary (InnovanaTechlabs Limited), whose Financial Statement reflect total asset of Rs. 18,71,75,944, total revenue of Rs. 4,33,23,692 (as company has not yet started its operations) for the year ended March 31, 2019 as considered in Consolidated Financial Statement. This Unaudited Financial Statement as approved by the board of director of the company has been furnished to us by the management and our report insofar as it relates to the amounts included in respect of these subsidiaries is based solely on such approved Unaudited Financial Statements.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, based on the comments in the auditors' reports of the Holding company, subsidiary companies, associate companies and jointly controlled companies incorporated in India, we give in the **Annexure-A** a statement on the matters specified in the paragraph 3 and 4 of the order to the extent applicable.

2. 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 of the aforesaid consolidated IND AS Financial Statements.
   b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
   c) The Consolidated Balance Sheet, Consolidated Statement of Profit and Loss (including other comprehensive income), and Consolidated Cash Flow Statement and consolidated statement of changes in equity dealt with by this Report are in agreement with the books of account.
   d) In our 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 written representations received from the directors as on 31 March, 2019, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2019, from being appointed as a director in terms of Section 164(2) of the Act.
   f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "**Annexure B**"; and

g) With respect to the other matters included in the Auditor's Report and to our best of our information and according to the explanations given to us:

i. The Consolidated Financial Statements disclose the impact of pending litigations on the consolidated financial position of the Group, its associates and jointly controlled entities (The Company did not have any pending litigation)
ii. The Company has made provision in the Consolidated Financial Statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts including derivative contracts
iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company [or, there were no amounts which required to be transferred.

Date: May 22, 2019
Place: Jaipur

for Amit Ramakant & Co.
Chartered Accountants
Firm Registration No : 009184C

Amit Agarwal
Partner
M.No. 077407

ANNEXURE-A TO THE AUDITORS' REPORT

The Annexure referred to in our report to the members of INNOVANA THINKLABS LIMITED for the year ended 31st March, 2019.

On the basis of the information and explanation given to us during the course of our audit, we report that:

1. (a) The company has maintained proper records showing full particulars, including quantitative details and situation of its fixed assets.
   (b) The Fixed Assets have been physically verified by the management in a phased manner, designed to cover all the items over a reasonable period, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.
   (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company. The title deeds of immovable properties are held in the name of the company.
2. (a) As explained to us, the management has conducted the Physical verification of inventory at reasonable intervals and
   (b) The discrepancies noted on physical verification of the inventory as compared to books records which has been properly dealt with in the books of account were not material.
3. The company has granted loans secured or unsecured to companies, firms, Limited Liability Partnerships or other parties during the Financial Year 2018-19 covered in the register maintained under section 189 of the Companies Act, 2013.
   (a) All terms and conditions of loan are for the benefits of company and are not prejudicial to the company's Interest.
   (b) Schedule of repayment of principal and interest has been stipulated and receipts are regular.
   (c) There is no such amount which is overdue more than 90 Days of above mentioned loan.
4. In our opinion and according to the information and explanations given to us, the company have been complied with provisions of section 185 and 186 of the Companies Act, 2013 in respect of loans, investments, guarantees, and security all mandatory
5. The company has not accepted any deposits from public and hence the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the act and the Companies (Acceptance of Deposits) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
6. As informed to us, the maintenance of Cost Records has not been specified by the Central Government under subsection (1) of Section 148 of the Act, in respect of the activities carried on by the company.
7. (a) According to information and explanations given to us and on the basis of our examination of the books of account and records, The company is regular in depositing undisputed statutory dues including provident fund, Employee's state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities.
   (b) According to information and explanations given to us and based on the records examined by us, There is no pending dues of income tax, sales tax, service tax, Excise Duty, Customs Duty, value

added taxwhich have not been deposited as on March 31, 2019 on account of dispute.

8. In our opinion and according to information and explanations given to us, The company hasn't made any default in repayment of loans or borrowing to a financial institution, bank, Government or dues to debenture holders.
9. Based upon the audit procedures performed and the information and explanations given by the management The company has raised money Rs. 770 Lakhs by issuing nos. 11 lacs equity shares of Rs. 10/- each at a premium of Rs. 60/- each by way of initial public offer (IPO) and the fund has been utilised for the purpose which it was raised previous financial year.
10. Based upon the audit procedures performed and the information and explanation given to us, Neither company has done any fraud nor by its officers or employees so nothing to be disclosed separately.
11. Based upon the audit procedures performed and the information and explanations given by the management The Managerial remuneration has been paid or provided in accordance with the requisite approvals Mandated by the provisions of section 197 read with Schedule V to the Companies Act.
12. In our opinion and the information and explanations given by the management, Company is not a Nidhi Company hence nothing to be disclosed for any provisions applicable on Nidhi Company.
13. In our opinion, All transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc. as required by the applicable accounting standards;
14. Based upon the audit procedures performed and the information and explanations given by the management, The company has issue 14,00,000 Equity shares of Rs. 10/- Each at a premium of Rs. 1/- each by way of preferential allotment but the company has not issued any fully or partly convertible debentures previous financial the year.
15. Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
16. In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

Date: May 22, 2019
Place: Jaipur

for Amit Ramakant & Co.
Chartered Accountants
Firm Registration No : 009184C

Amit Agarwal
Partner
M.No. 077407

ANNEXURE - B TO THE AUDITORS' REPORT

(Referred to in paragraph 2(f) of our report of even date under the heading "Report on Other Legal and Regulatory Requirements" to the members of Innovana Thinklabs Limited on the Consolidated IND AS Financial Statements as of and for the year ended March 31, 2019)

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

We have audited the internal financial controls over consolidated financial reporting of **INNOVANA THINKLABS LIMITED** ("The Company") as of 31 March 2019 in conjunction with our audit of the Consolidated IND AS Financial Statements of the company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, us the Holding Company and its Subsidiary Companyhas, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Date: 22.05.2019
Place: Jaipur

for Amit Ramakant & Co.
Chartered Accountants
Firm Registration No: 009184C

Amit Agarwal
Partner
M.No. 077407

INNOVANA THINKLABS Limited
(Formerly known as PCVARK Software Limited)
CIN: L72900RJ2015PLC047363

(Amt. in thousands)

CONSOLIDATED BALANCE SHEET AS AT MARCH 31ST ,2019

PARTICULARS	NOTES	As at 31st March 2019	As at 31st March 2018
A. ASSETS		**INR**	**INR**
1. Non-Current Assets			
i. Property Plant and Equipment	2	1,31,005.89	93,673.23
ii. Capital Work In Progress		-	-
iii. Financial Assets			
a. Investments	3	2,78,801.45	20,886.36
b. Securities Deposited	3	1,217.40	825.00
c. Loan and Advances	4	-	-
iv. Other Non Current Assets		-	145.02
v. MAT Assets		4,445.12	-
		4,15,469.86	**1,15,529.60**
2. Current Assets			
i. Inventories		-	-
ii. Financial Assets			
a. Trade Receivables	5	48.74	88.68
b. Loans & Advances	5	235.37	7,936.06
c. Cash and Cash Equivalent	6	1,53,502.43	61,270.06
iii. Other Current Assets	7	1,52,038.89	1,19,833.31
		3,05,825.42	1,89,128.11
Total Assets		**7,21,295.28**	**3,04,657.71**
B. Equity and Liabilities			
1. Equity			
i. Equity Share Capital	8	41,000.00	41,000.00
ii. Other Equity			
a. Share Premium	9	67,400.00	67,400.00
b. General Reserve	9	27,674.56	28,891.51
c. Retained Earning	9	1,54,187.72	45,222.21
Equity Attributable to equity holders of the Parent		**2,90,262.28**	**1,82,513.73**

2. Non- Current Liabilities			
i. Financial Liabilities			
a. Borrowings	10	5,569.34	-
ii. Deferred Tax Liabilities	11	83.60	282.35
iii. Other Non - Current Liabilities		-	-
		5,652.94	**282.35**
3. Current Liabilities			
i. Financial Liabilities			
a. Borrowings	12	-	793.41
b. Trade Payables	13	57,968.96	75,265.74
c. Other Payables	13	6,483.30	7,381.28
ii. Liability for Current Tax (Net)	14	33,795.55	31,264.47
iii. Other Current Liabilities	15	3,27,132.26	7,156.75
		4,25,380.06	1,21,861.64
Total Liabilities		**4,31,033.01**	**1,22,143.99**
Total Equity & Liabilities		**7,21,295.28**	**3,04,657.71**

For Amit Ramakant& Co.
Chartered Accountants
Registration No.: 009184C

CA AMIT AGRAWAL
Partner
Membership Number: 077407

For B.P. Mundra & Co.
Chartered Accountants
Firm Registration No.: 004372C

CA RAHUL SHARMA
Partner
Membership Number: 077244
Dated: 22.05.2019
Place: Jaipur

For and on behalf of the Board of Directors
INNOVANA THINKLABS LIMITED

Chandan Garg	**Kapil Garg**
Managing Director	**Whole Time Director**
DIN: 06422150	**DIN: 07143551**
Sanjeev Mittal	**Divya Badaya**
Chief Financial Officer	**Company Secretary**

INNOVANA THINKLABS Limited
(Formerly known as PCVARK Software Limited)
CIN: L72900RJ2015PLC047363

(Amt. in thousands)

CONSOLIDATED PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED MARCH 31ST ,2019

PARTICULARS	NOTES	For the year ended on 31st March 2019	For the year ended on 31st March 2018
1. INCOME			
Revenue from Operation	16	4,51,356.72	3,08,288.85
Other Income	17	10,737.89	3,771.17
Finance Income	18	4,035.73	981.55
Total Income		**4,66,130.34**	**3,13,041.56**
2. EXPENSES			
Purchases of Traded Goods	19	1,62,864.82	1,01,895.94
(Increase) / Decrease in Inventory of Finished Goods, Work In Progress and Traded Goods		-	-
Employee Benefits Expenses	20	98,873.19	67,972.84
Depreciation and Amortization Expenses	21	13,971.90	3,945.18
Finance Cost	22	1,392.39	838.37
Other Expenses	23	48,709.21	28,832.06
Total Expenses		**3,25,811.51**	**2,03,484.40**
Profit / (Loss) before exceptional Items and tax from continuing operations		**1,40,318.83**	**1,09,557.17**
Exceptional Items		-	3,100.58
Profit / (Loss) before tax from continuing operations		**1,40,318.83**	**1,06,456.59**
(1) Current Tax		33,795.55	31,264.47
(2) Deferred Tax		(198.75)	(537.24)
Income Tax Expenses		33,596.80	30,727.24
Profit For The Year from Continuing Operation		**1,06,722.03**	**75,729.35**

Other comprehensive income		-	-
Other comprehensive income to be reclassified to profit or loss in subsequent periods:		-	-
Net Gain / (Loss) on re measurement of employee benefit Plan of EST and PF	20	2,243.47	(507.14)
Net Gain / Loss on FVTOCI Equity Securities		-	-
Comprehensive Income for the Year, Net of Tax		**2,243.47**	**(507.14)**
Total Comprehensive Income for the Year, net of Tax		**1,08,965.51**	**75,222.21**
Profit For the Year		**1,08,965.51**	**75,222.21**
Earnings Per Share			
Basic, Computed on the Basis of Profit from continuing Operations attributable to equity holders		INR 26.58	INR 18.35
Significant Accounting Policies and Notes on Account 2			

For Amit Ramakant & Co.
Chartered Accountants
Registration No.: 009184C

CA AMIT AGRAWAL
Partner
Membership Number: 077407

For B.P. Mundra & Co.
Chartered Accountants
Firm Registration No.: 004372C

CA RAHUL SHARMA
Partner
Membership Number: 077244
Dated: 22.05.2019
Place: Jaipur

For and on behalf of the Board of Directors
INNOVANA THINKLABS LIMITED

Chandan Garg	**Kapil Garg**
Managing Director	**Whole Time Director**
DIN: 06422150	**DIN: 07143551**

Sanjeev Mittal	**Divya Badaya**
Chief Financial Officer	**Company Secretary**

INNOVANA THINKLABS Limited
(Formerly known as PCVARK Software Limited)
CIN: L72900RJ2015PLC047363

(Amt. in thousands)

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2019

PARTICULARS	NOTES	For the year ended on 31st March 2019	For the year ended on 31st March 2018
(A) CASH FLOWS FROM OPERATING ACTIVITIES			
1. Profit / (Loss) Before Tax		1,40,318.83	1,06,456.59
2. Adjustment for :			
Depreciation and Amortisation Expenses		13,971.90	3,945.18
Provision for Income Tax / FBT earlier years		-	-
Interest Income		(4,035.73)	(981.55)
Interest on Borrowings		1,392.39	838.37
Profit on Sale of Property / Investments		(3,370.45)	(1,959.42)
Re-measurement of defined benefit plans		979.21	4,305.27
3. Operating Profit before Working Capital Changes (1+2)		**1,49,256.15**	**1,12,604.45**
4. Change in Working Capital			
(Excluding Cash & Bank Balances)			
Increase(-) / Decrease in Trade & Other Receivables		39.94	(1,09,488.05)
Increase (-) / Decrease in Inventories		-	-
Increase (-) / Decrease in Loans and advances		(24,504.89)	(6,736.09)
Increase / Decrease (-) in Trade payables and Other Current Liabilities		3,00,987.35	62,594.78
Change in Working Capital		**2,76,522.40**	**(53,629.37)**
5. Cash Generated from Operations (3+4)		**4,25,778.55**	**58,975.08**
6. Tax Paid		**35,709.59**	**3,876.74**
7. Net Cash Flows from Operating Activities		**3,90,068.96**	**55,098.34**
(B) Cash Flows from Investing Activities			
Proceeds from sale of Property, Plant and equipment / Transfer of Assets		1,45,809.66	1,37,788.87
Purchase of Property, Plant and Equipments		(3,30,111.56)	(2,11,239.94)
Non Current Assets		(1,19,869.08)	(750.02)
Interest Received		4,035.73	981.55
Net Cash Generated / (Used) in Investing Activities:		**(3,00,135.25)**	**(73,219.54)**

(C) Net Cash flow from Financing Activities		
Issue Share Capital	-	92,400.00
Repayment of Term Borrowings	3,691.04	(19,639.51)
Proceeds from Other Borrowings	-	-
Interest Paid	(1,392.39)	(838.37)
Net Cash Generation / (Used) From Financing Activities	**2,298.65**	**71,922.12**
(D) Net Change in Cash & Cash Equivalents (A+B+C)	**92,232.36**	**53,800.92**
(E1) Cash & Cash Equivalents as at the end of the Year	1,53,502.43	61,270.00
(E2) Cash & Cash Equivalents as at the Beginning of the Year	61,270.06	7,469.08
NET CHANGE IN CASH & CASH EQUIVALENTS (E1 + E2)	**92,232.36**	**53,800.92**

For Amit Ramakant& Co.
Chartered Accountants
Registration No.: 009184C

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Partner
Membership Number: 077407

For B.P. Mundra & Co.
Chartered Accountants
Firm Registration No.: 004372C

CA RAHUL SHARMA
Partner
Membership Number: 077244
Dated: 22.05.2019
Place: Jaipur

For and on behalf of the Board of Directors
INNOVANA THINKLABS LIMITED

Chandan Garg	**Kapil Garg**
Managing Director	**Whole Time Director**
DIN: 06422150	**DIN: 07143551**

Sanjeev Mittal	**Divya Badaya**
Chief Financial Officer	**Company Secretary**

STATEMENT OF CHANGE IN EQUITY

For the year ended 31st March 2019

(Al Amount in Lacs rupees except as otherwise stated)

(A) **EQUITY SHARE CAPITAL**

PARTICULARS	No. of Shares	Amount
Equity Shares of Rs. 10 each issued, subscribed and fully paid		
At 31st March 2018		
Issue of Share Capital	41,00,000	410.00
At 31st March 2019	**41,00,000**	**410.00**

(B) **Other Equity**

Particulars	Reserve and Surplus			Item of Other Comprehensive Reserve	Total
	Securities Premium	General Reserve	Retained Earning	FVTOCI Reserve	
At 31st March 2018	**674.00**	**288.92**	**452.22**	(5.07)	**1,410.07**
Profit / (Loss) for the Period	-	(12.17)	**1,072.29**	22.43	**1,082.56**
Other Comprehensive Income	-		-	-	**-**
Total Comprehensive Income	674.00	276.75	1,524.51	17.36	2,492.62
Transfer to General Reserve		-	-		-
Total	**1,348.00**	**276.75**	**1,524.51**	**17.36**	**2,492.62**
At 31st March 2019	**1,348.00**	**276.75**	**1,524.51**	**17.36**	**2,492.62**

For Amit Ramakant& Co.
Chartered Accountants
Registration No.: 009184C

CA AMIT AGRAWAL
Partner
Membership Number: 077407

For B.P. Mundra & Co.
Chartered Accountants
Firm Registration No.: 004372C

CA RAHUL SHARMA
Partner
Membership Number: 077244
Dated: 22.05.2019
Place: Jaipur

For and on behalf of the Board of Directors
INNOVANA THINKLABS LIMITED

Chandan Garg	Kapil Garg
Managing Director	Whole Time Director
DIN: 06422150	DIN: 07143551

Sanjeev Mittal	Divya Badaya
Chief Financial Officer	Company Secretary

NOTES - 2

PROPERTY PLANT AND EQUIPMENTS

	AT COST					DEPRECIATION AND IMPAIRMENT				NET BLOCK	
DEPRECIATION OF ASSETS	GROSS BLOCK AS AT 1ST APRIL 2018	ADDITION DURING THE YEAR	SALES / DISCARDED	ADJUSTMENTS DURING THE YEAR	GROSS BLOCK AS AT 31ST MARCH 18	DEPRECIATION AS AT 31ST MARCH 2018	DEPRECIATION DURING THE YEAR	ADJUSTMENT DURING THE YEAR	TOTAL DEPRECIATION AS AT 31ST MARCH 2019	AS AT 31ST MARCH 2019	AS AT 31ST MARCH 2018
LAND	1,95,82,200	-	-	-	1,95,82,200	-	-	-	-	1,95,82,200	1,95,82,200
BUILDING	6,03,39,334	2,83,89,207	-	-	8,87,28,541	14,48,549	31,77,515	-	46,26,064	8,41,02,477	5,88,90,785
PLANT & EQUIPMENTS	84,51,838	33,05,903	-	-	1,17,57,741	36,87,463	29,52,391	-	66,39,854	51,17,887	47,64,375
ELECTRICAL EQUIPMENTS	-	-			-	-	-	-	-	-	-
FURNITURE & FIXTURES	7,70,005	24,80,345			32,50,350	1,87,829	2,29,917	-	4,17,746	28,32,605	5,82,177
OFFICE EQUIPMENTS	62,01,739	22,84,301			84,86,040	4,22,452	29,42,593	-	33,65,045	51,20,995	57,79,287
VEHICLES	56,36,000	1,48,44,814	-		2,04,80,814	15,61,597	46,69,487	-	62,31,084	1,42,49,730	40,74,403
TOTAL	**10,09,81,116**	**5,13,04,570**	**-**	**-**	**15,22,85,686**	**73,07,890**	**1,39,71,903**	**-**	**2,12,79,793**	**13,10,05,894**	**9,36,73,226**

Notes-3

INVESTMENT			
S. No.	**PARTICULARS**	**31.03.2019**	**31.03.2018**
		INR	**INR**
(a)	**INVESTMENTS**		
	INVESTMENT IN QUATED EQUITY FAIR VALUE THROUGH PROFIT & LOSS	3,63,53,907	2,08,86,419
	INVESTMENT IN SUBSIDIARIES AT COST OR DEEMD COST	-	-
	TOTAL	**3,63,53,907**	**2,08,86,419**
(b)	**MUTUAL FUND AND OTHER**		
	MUTUAL FUNDS	12,09,23,757	-
	ICICI MUTUAL FUND	12,15,00,000	
	NATIONAL SAVING CERTIFICATES (NSC)	23,786	-
	TOTAL	**24,24,47,543**	**-**
	TOTAL	**27,88,01,450**	**2,08,86,419**

Note -4

NON-CURRENT FINANCIAL ASSETS			
S. No.	**PARTICULARS**	**31.03.2019**	**31.03.2018**
		INR	**INR**
(a)	**SECURITY DEPOSITS**		
	SECURITY DEPOSITS WITH GOVT	2,00,019	1,45,019
	OTHER	10,17,380	8,25,000
	TOTAL	**12,17,399**	**9,70,019**
(b)	**LOAN AND ADVANCES**		
	LOAN TO SUBSIDIARY - TECHLABS PVT LTD	-	-
	TOTAL	**12,17,399**	**9,70,019**

Note-4

FINANCIAL ASSETS			
S. No.	**PARTICULARS**	**31.03.2019**	**31.03.2018**
		INR	**INR**
(a)	**TRADE RECEIVABLES**		
	TRADE RECEIVABLE	48,737	88,677
		48,737	88,677
(b)	**LOAN AND ADVANCES**		
	LOAN & ADVANCES	2,35,370	79,36,058
		2,35,370	79,36,058
	TOTAL	**2,84,107**	**80,24,735**

a. *For Details of receivables from related parties, refer*
b. *b. Trade Receivables are non-interest bearing and are generally on terms of 45 - 90 days.*

Note-6.

CASH & CASH EQUIVALENT			
S. No.	**PARTICULARS**	**31.03.2019**	**31.03.2018**
		INR	**INR**
a)	CASH IN HAND	1,97,852	17,27,379
		1,97,852	**17,27,379**
b)	BALANCE WITH BANKS		
	BANKS	12,21,55,358	1,98,20,086
	FIXED DEPOSITS (FDR)	3,11,49,219	3,97,20,803
	INTEREST ACCURRED	-	1,736
		15,33,04,576	**5,95,42,625**
	TOTAL	**15,35,02,428**	**6,12,70,004**

Note -7

OTHER CURRENT ASSETS			
S. No.	**PARTICULARS**	**31.03.2019**	**31.03.2018**
		INR	**INR**
	ADVANCE TO SUPPLIERS		
	ADVANCE TO SUPPLIERS	6,07,97,232	7,59,74,061
	STAFF ADVANCES		
	EMPLOYEE / STAFF ADVANCES	50,43,970	51,595
	OTHER ADVANCES		
	ADVANCE TAX	3,77,54,880	1,85,00,000
	PREPAID INSURANCE	44,41,097	25,01,909
	GST RECEIVABLES	3,86,18,951	1,67,10,749
	VAT RECEIVABLES	50,82,116	50,82,116
	TCS AND OTHER	3,00,643	10,12,880
	TOTAL	**15,20,38,889**	**11,98,33,310**

a. *Security Deposits against rent is adjustable against balance rent amount.*

Note -8

EQUITY SHARE CAPITAL					
S. No.	**PARTICULARS**	**31.03.2019**		**31.03.2018**	
		No.	**INR**	**No.**	**INR**
	AUTHORISED SHARE CAPITAL				
	EQUITY SHARES OF INR 10 EACH				
	AT THE BEGINNING OF THE YEAR	2,00,000	20,00,000	2,00,000	20,00,000
	INCREASE / (DECREASE) DURING THE YEAR	48,00,000	4,80,00,000	48,00,000	4,80,00,000
	AT THE END OF THE YEAR	**50,00,000**	**5,00,00,000**	**50,00,000**	**5,00,00,000**
	ISSUED SHARE CAPITAL				
	EQUITY SHARES OF INR 10 EACH ISSUED, SUBSCRIBED AND FULLY PAID				
	AT THE BEGINNING OF THE YEAR	2,00,000	20,00,000	2,00,000	20,00,000
	INCREASE / (DECREASE) DURING THE YEAR	39,00,000	3,90,00,000	39,00,000	3,90,00,000
	AT THE END OF THE YEAR	**41,00,000**	**4,10,00,000**	**41,00,000**	**4,10,00,000**

There has been nothing change in the Share Capital during the year 2018-19

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

Details of Shares held by shareholders holding more than 5% shares in the Company:

Name of Shareholders	**As on 31.03.2019**		**As on 31.03.2018**	
	No. of Shares	**% holding**	**No. of Shares**	**% holding**
Chandan Garg	**2920000**	**71.22**	**2920000**	**71.22**
Beeline Broking Limited	**610000**	**14.88**	**690000**	**16.83**

Note- 9

OTHER EQUITY			
S. No.	**PARTICULARS**	**31.03.2019**	**31.03.2018**
		INR	**INR**
(a)	**SHARE PREMIUM**		
	SHARE PREMIUM	6,74,00,000	6,74,00,000
		6,74,00,000	**6,74,00,000**
(b)	**GENERAL RESERVE**		
	AS PER LAST FINANCIAL STATEMENTS	2,88,91,514	1,29,87,054
		-	3,00,00,000

	ADD: TRANSFER FROM RETAINED EARNING		
	LESS :UTILISED AAGAINST EARLIER TAX	12,16,954	95,540
	UTILISED AAGAINST BONUS SHARE	-	1,40,00,000
	TOTAL	**2,76,74,560**	**2,88,91,514**
(c)	**PROFIT AND LOSS ACCOUNT BALANCES**		
	AS PER FINANCIAL STATEMENTS	8,75,94,134	7,52,22,211
	LESS :TRANSFER TO RETAINED EARNING BEING DIFFERENCE OF DEPRECIATION ON REVALUED COST OF ASSETS AND THAT ON THE ORIGINAL COST	8,75,94,134	7,52,22,211
	TOTAL	**-**	**-**
(d)	**RETAINED EARNING**		
	AS PER LAST FINANCIAL STATEMENTS		4,52,22,211
	ADD :TRANSFER FROM GENERAL RESERVE		-
	TRANSFER FROM P&L BALANCES OF EARLIER YEARS		10,89,65,508
	LESS:TRANSFER TO GENERAL RESERVE		-
	TOTAL		**15,41,87,720**

Note -10

BORROWINGS - NON CURRENT					
S. No.	**PARTICULARS**	**EFFECTIVE RATE OF INTEREST**	**MATURITY**	**31.03.2019**	**31.03.2018**
				INR	**INR**
(a)	**VEHICLE LOAN**				
	DAIMLER FINANCIAL SERVICES			**55,69,344**	-
				55,69,344	-
	TOTAL			**55,69,344**	-

Note 11

DEFERRED TAX LIABILITIES			
S. No.	**PARTICULARS**	**31.03.2019**	**31.03.2018**
		INR	**INR**
	DEFERRED TAX ASSETS		
	OPENING BROUGHT FORWARDED ASSETS (LIABILITY)	(2,82,348)	(8,19,584)
	ADJUSTMNET DURING THE YEAR ASSETS (LIABILITY)	1,98,752	5,37,236
	TOTAL ASSETS (LIABILITY)	**(83,596)**	**(2,82,348)**

Note -12

BORROWINGS - CURRENT LIABILITIES			
S. No.	**PARTICULARS**	**31.03.2019**	**31.03.2018**
		INR	**INR**
	LOAN FROM RELATED PARTIS		
	FROM BODY CORPORATES	-	-
	FROM COMPANY'S DIRECTORS	-	7,93,409
	TOTAL	**-**	**7,93,409**

Note -13

CURRENT FINANCIAL LIABILITIES			
S. No.	**PARTICULARS**	**31.03.2019**	**31.03.2018**
		INR	**INR**
(a)	**TRADE PAYABLES**		
	TRADE PAYABLES	5,79,68,961	7,52,65,738
	TOTAL	**5,79,68,961**	**7,52,65,738**
(b)	**OTHER FINANCIAL LIABILITIES**		
	EMPLOYIES RELATED LIABILITIES	62,44,254	69,71,668
	EXPENSES PAYABLE	2,39,046	4,09,609
	TOTAL	**64,83,300**	**73,81,277**

Note -14

LIABILITY FOR CURRENT TAX			
S. No.	**PARTICULARS**	**31.03.2019**	**31.03.2018**
		INR	**INR**
	INCOME TAX FOR CURRENT TAX	3,37,95,547	3,12,64,471
	NET TAX PAYABLE	**3,37,95,547**	**3,12,64,471**

Note -15

OTHER CURRENT LIABILITIES			
S. No.	**PARTICULARS**	**31.03.2019**	**31.03.2018**
		INR	**INR**
	ADVANCE FROM CUSTOMERS	31,78,20,688	
	STATUTORY LIABILITIES	16,82,755	-
		31,95,03,443	**-**
	PROVISION		
	GRATUITY PROVISONS IND AS 19	76,28,814	71,56,745
	TOTAL	**76,28,814**	**71,56,745**
		32,71,32,257	**71,56,745**

Note -16

REVENUE FROM OPERATION			
S. No.	**PARTICULARS**	**31.03.2019**	**31.03.2018**
		INR	**INR**
	SALE OF PRODUCTS (INCLUDING EXCISE DUTY)		
(a)	**SALE OF PRODUCTS**		
	OTHER GOODS		
	SOFTWARE SALES	45,13,56,717	30,82,88,849
	TOTAL	**45,13,56,717**	**30,82,88,849**

Note -17

OTHER INCOME			
S. No.	**PARTICULARS**	**31.03.2019**	**31.03.2018**
		INR	**INR**
(a)	**OTHER INCOME**		
	CURRENCY FLUCTUATION	73,31,436.45	18,11,749
	DISCOUNT	17,003	-
	PROFIT FROM SALE OF INVESTMENT	33,70,450	19,59,417
	COMMISSION / DIVIDEND	19,000.00	-
	TOTAL	**1,07,37,890**	**37,71,166**

Note -18

FINANCE INCOME			
S. No.	**PARTICULARS**	**31.03.2019**	**31.03.2018**
		INR	**INR**
	INTEREST INCOME ON FDR'S	28,05,675	8,31,137
	INTEREST INCOME ON NSC & OTHER	7,98,524	1,50,411
	OTHER FINANCE INCOME	4,31,529	-
	TOTAL	**40,35,728**	**9,81,548**

Note -19

COST OF MATERIAL AND COMPONENTS CONSUMED			
S. No.	**PARTICULARS**	**31.03.2019**	**31.03.2018**
		INR	**INR**
	MATERIAL AND COMPONENTS CONSUMED		
	INVENTORY AT THE BEGINNING OF THE YEAR	-	-
	ADD: PURCHASES	16,28,64,815	10,18,95,942
		16,28,64,815	10,18,95,942
	LESS : INVENTORY AT THE END OF THE YEAR	-	-
	COST OF GOODS SOLD	**16,28,64,815**	**10,18,95,942**

Note -20

EMPLOYEE BENEFITS EXPENSES			
S. No.	**PARTICULARS**	**31.03.2019**	**31.03.2018**
		INR	**INR**
	SALARY, WAGES AND BONUS	8,73,78,283	5,47,67,115
	EMPLOYER CONSTRIBUTION IN ESI	2,57,189	83,680
	EMPLOYEE MEDICAL INSURANCE EXPENSES	35,80,085	7,89,043
	STAFF WELFARE	49,42,086	11,60,229
	DIRECTORS REMUNERATION	-	68,67,500
	GRATUITY PROVISION IND AS 19	27,15,543	43,05,273
	TOTAL	**9,88,73,186**	**6,79,72,840**
	DEFINED BENEFIT PLAN RECOGNISED IN OCI		
	GRATUITY PROVISION	22,43,474	507140
	TOTAL	**22,43,474**	**5,07,140**

Note-21

DEPRECIATION AND AMORTIZATION EXPENSES			
S. No.	**PARTICULARS**	**31.03.2019**	**31.03.2018**
		INR	**INR**
	DEPRECIATION ON TANGIBLE ASSETS	1,39,71,903	39,45,184
	AMORTIZATION OF INTANGIBLE ASSETS	-	-
	DEPRECIATION ON INVESTMENT PROPERTIES	-	-
	TOTAL	**1,39,71,903**	**39,45,184**

Note -22

FINANCE COST			
S. No.	**PARTICULARS**	**31.03.2019**	**31.03.2018**
		INR	**INR**
	INTEREST ON TERM LOAN	-	8,38,369
	INTEREST ON VEHICLES LOAN	5,31,036	-
	INTEREST OTHERS	8,61,351	-
	TOTAL INTEREST EXPENSES	**13,92,387**	**8,38,369**

Note -23

OTHER EXPENSES			
S. No.	**PARTICULARS**	**31.03.2019**	**31.03.2018**
		INR	**INR**
	INFORMATION TECHNOLOGY EXPENSES	1,27,34,772	5,27,419
	CONSUMABLES	1,73,684	26,12,785
	POWER & FUEL	12,69,509	8,29,452
	ADVERTISING AND SALES PERMOTION	32,30,835	1,08,80,584
	INTERNAT EXP	94,990	
	CONVEYANCE EXPENSES	7,38,467	3,00,241
	REPAIRS AND MAINTENANCE - BUILDING, PLANT & MACHINERY	5,11,107	6,93,733
	TRAVELLING EXPENSES DOMESTIC	8,80,342	2,13,116
	TRAVELLING EXPENSES FOREIGN	78,02,982	23,56,811
	INSURANCE	2,61,169	25,57,986
	RENT	36,00,000	29,65,667
	FOREX GAIN OR LOSS	12,61,279	
	POSTAGE , TELEPHONE AND STATIONERY EXPENSES	1,45,951	10,03,274
	LEGAL & PROFESSIONAL CHARGES		
	PROFESSIONAL & TECHNICAL CHARGES	13,33,700	8,79,742
	CONSULTANCY CHARGES	14,39,562	15,66,000
	LEGAL EXPENSES	30,900	60,000
	RATE & TAXES	38,430	
	BANK CHARGES	42,848	
	COMMISSION EXPENSES	45,75,000	
	FREIGHT CLEARING	6,000	
	REGISTRATION AND FILING FEES		1,75,460
	LICENSE & REGISTRATION CHARGES	1,56,730	
	DATA ENTRY WORK	11,17,850	
	MISC EXPENSES	19,73,812	9,59,792

	PAYMENT TO AUDITORS		
	AUDITOR FEE	2,90,000	2,50,000
	CSR EXPENSES	8,00,000	
	INVESTER MEET EXPENSES	12,84,297	
	OFFICE EXPENSES	7,69,812	
	TEA & REFRESHMENT EXPENSES	5,22,042	
	TECHNICAL SUPPORT CHARGES	9,34,320	
	TELEPHONE EXPENSES	6,88,827	
	TOTAL	**4,87,09,215**	**2,88,32,061**

For Amit Ramakant& Co.
Chartered Accountants
Registration No.: 009184C

CA AMIT AGRAWAL
Partner
Membership Number: 077407

For B.P. Mundra & Co.
Chartered Accountants
Firm Registration No.: 004372C

CA RAHUL SHARMA
Partner
Membership Number: 077244
Dated: 22.05.2019
Place: Jaipur

For and on behalf of the Board of Directors
INNOVANA THINKLABS LIMITED

Chandan Garg	**Kapil Garg**
Managing Director	**Whole Time Director**
DIN: 06422150	**DIN: 07143551**

Sanjeev Mittal	**Divya Badaya**
Chief Financial Officer	**Company Secretary**

2. - SIGNIFICANT ACCOUNTING POLICIES AND NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

1.1General information:

The consolidated Financial Statements comprise of Balance Sheet, Statement of Profit and Loss, Statement of Change in Equity and Statement of Cash Flows together with the notes thereon of Innovana Thinklabs Limited for the year ended March 31, 2019.

The Company is a public limited company incorporated and domiciled in India under the provisions of the Companies Act, 2013 applicable in India. It is a company listed at National Stock Exchange (NSE EMERGE). The Registered office and corporate office of the Company is situated at Plot No. D-41, PatrakarColony,NearJawahar Nagar Puliya,MotiDungariVistarYojna,Raja Park, Jaipur-302004, Rajasthan.

The Company is primarily engaged in the business of Trading, Development and Marketing of Software and other related activities.

The details of subsidiaries, considered in these consolidated financial statements are:

Name of Subsidiary	Incorporated Location	% holding as on 31st March 2019	% holding as on 31st March 2018
INNOVANATECHLABS LIMITED	India	100%	100%

1.2.1 Basis of Preparation and Statement of compliance

The Consolidated Financial Statements have been prepared in accordance with Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) (Amendment) Rules, 2016.

For all periods up to and including the year ended March 31, 2018, the Company prepared Its Consolidated Financial Statements in accordance with the requirements of previous GAAP prescribed under section 133 of the Companies Act, 2013 ('the Act') read with Rule 7 of the Companies (Accounts) Rules, 2014. The financial statements for the financial year ended March 31, 2019 are the Company's First Ind AS compliant annual financial statements with comparative figures for the year ended March 31, 2018 also under Ind AS.

The Consolidated Financial Statements are prepared under the historical cost convention, on the accounting principles of a going concern. All assets and liabilities have been classified as current or non-current in accordance with the operating cycle criteria set out in Ind AS 1 and Schedule III to the Companies Act, 2013.

Accounting Policies not specifically referred to otherwise are consistent and in consonance with the applicable accounting standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014.

All expenses and incomes to the extent ascertainable with reasonable certainty are accounted for on accrual basis. All taxes, duties and cess etc. paid on purchases have been charged to the Statement of Profit and Loss except such taxes, duties and cess, which are subsequently recoverable with reasonable certainty from the taxing authorities.

The preparation of financial statements in conformity with generally accepted accounting principles (GAAP) in India sometimes requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosures of contingent liabilities on the date of financial statements and reported amounts of Revenue and expenses for that year. Actual result could differ from these estimates. Any revision to such estimate is recognized in the period in which same is determined.

The financial statements are presented in Indian Rupees ('INR') and all values are rounded to the nearest rupee, except otherwise indicated.

1.2.2 Principles of Consolidation

The consolidated financial statements relate to Innovana Thinklabs Limited. ('The Parent' or 'the company') and its subsidiary InnovanaTechlabsLimited together referred to as 'the Group'. The consolidated financial statements have been prepared in accordance with the principles and procedures required for the preparation and presentation of financial statements as laid down under the accounting standards issued by the Institute of financial statements of the company and its subsidiary have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses after fully eliminating intra-group balances and transactions and resulting unrealized gain/losses. The Group accounts for investments by the equity method of accounting where it is able to exercise significant influence over the operating and financial policies of the investee. The Group's share of profit/loss of associate firms is included in the profit and loss account. Inter company profits and losses have been proportionately eliminated until realized by the investor or investee.

CFS comprises the financial statements of Innovana Thinklabs Limited and its subsidiaries as below:

S.No.	Name of Company	Date of Incorporation	% of Holding	No. of shares held
1.	INNOVANATECHLABS LIMITED	21.12.2017	100%	10000

Basis of Consolidation

The consolidated financial statements include the financial statements of Innovana Thinklabs Limited and its subsidiary InnovanaTechlabs Limited, which are owned or controlled by the parent company. Subsidiaries are consolidated from the date control commences until the date control ceases. The financial statements of Group companies are consolidated on a line by line basis and intra-group balances and transactions are eliminated. The financial statements are prepared by applying uniform accounting policies in use at the Group. Since the Subsidiary, is owned and controlled 100% by Innovana Thinklabs as on the closing date, there is no minority interest and Goodwill/capital reserve.

1.3 Significant Accounting Policies:

1.3.1. - Property, Plant and Equipment:

Land and buildings held for use in the production or supply of goods or services, or for administrative purposes, are stated in the balance sheet at cost less accumulated depreciation and accumulated impairment losses. Freehold or Leasehold land is stated at historical cost.

Properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognised impairment loss. Cost includes professional fees and, for qualifying assets, borrowing costs capitalised in accordance with the Company accounting policy. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use.

Fixtures and equipment are stated at cost less accumulated depreciation and accumulated impairment losses.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

Where an obligation (legal or constructive) exists to dismantle or remove an asset or restore a site to its former condition at the end of its useful life, the present value of the estimate cost of dismantling, removing or restoring the site is capitalized along with the cost of acquisition or construction upon completion and a corresponding liability is recognized.

Cost of regular comprehensive maintenance work (such as major overhaul) are capitalized as a separate component if they satisfy the recognition criteria. Otherwise they are charged to Profit and Loss during the reporting period in which they are incurred.

1.3.2- Other Intangible Assets: -

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortization and accumulated impairment losses. Intangible assets with indefinite useful lives are carried at cost less accumulated impairment losses.

1.3.3 De recognition of intangible assets

An intangible asset is derecognized on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are derecognized in profit or loss when the asset is derecognized.

1.3.4- Depreciation & Amortization: -

Depreciation is recognized so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method as per the provisions of Part C of Schedule II of the Companies Act, 2013 based on useful life and residual value specified therein. The residual values are note more than 5% of the original cost of the asset's the asset's residual value and useful life are reviewed and adjusted if appropriate at the end of each reporting period.

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets. However, when there is no reasonable certainty that ownership will be obtained by the end of the lease term, assets are depreciated over the shorter of the lease term and their useful lives.

Estimated useful lives of the assets are as follows:

Class of assets	**Useful life in Years**
Buildings	30
Plant and Machinery	15
Furniture and fixtures	10
Vehicles	08
Office equipment	05
Computer	03

The Use full life are taken as determined based on technical evaluation done by the management expert or those specified by schedule II of the company Act,2013 in order to reflect to the actual usages of the Assets

1.3.5 Capital Work-in-progress/ intangible assets under development and Pre-Operative Expenses during Construction Period

Capital work-in-progress comprises of the cost of PPE that are not yet ready for their intended use at the Balance Sheet date.

Cost of material consumed, erection charges thereon along with other related expenses incurred for the projects are shown as CWIP for capitalization.

Expenditure attributable to construction of fixed assets are identified and allocated on a systematic basis to the cost of the related asset.

Interest during construction and expenditure (net) allocated to construction are apportioned to CWIP/ intangible assets under development on the basis of the closing balance of Specific asset or part of asset being capitalized. The balance, if any, left after such capitalization is kept as a separate item under the CWIP/intangible assets Schedule.

Claims for price variation / exchange rate variation in case of contracts are accounted for on acceptance of claims.

Any other expenditure which is not directly or indirectly attributable to the construction of the Project / construction of the Fixed Asset is charged off to statement of profit and loss in the period in which they are incurred.

1.3.6 - Impairment of tangible and intangible assets other than goodwill:-

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such Indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest Company of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognized immediately in profit or loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognized immediately in profit or loss.

1.3.7 - Borrowing costs: -

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

All other borrowing costs are recognized in statement of profit or loss in the period in which they are incurred.

1.3.8 - Cash and cash equivalents: -

Cash and cash equivalent in the balance sheet comprise of cash at banks and on hand and demand deposits, that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

1.3.9 - Inventories: -

Inventories of Finished Goods, Raw Material and Work in Process are valued at cost or net realizable value whichever is lower. Cost of inventories includes Cost of manufacturing and other cost incurred for the manufacturing and in bringing the inventory to their present location and condition and applicable statutory levies net of under recovered levies charge to Profit and loss but exclude borrowing cost. Costs are assigned on the basis of FIFO method.Net realizable value is the estimated selling price in the ordinary course of business less the estimated cost of completion and estimated cost necessary to make the sale.

1.3.10 - Revenue recognition: -

(a)Trading, Development and Marketing of Software and other related activities:-

Revenue is recognized to the extent that it is probable that economic benefit will flow to the Company and that the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable. Amount disclosed as revenue are exclusive of excises duty, and net of returns, trade allowances, rebate, value added taxes and amount collected on behalf of third party.

Sales are recognized when the Goods are delivered to customers.

(b) Interest income:

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

1.3.11 - Taxation: -

Income tax comprises current and deferred tax. Income tax expense is recognized in the statement of profit and loss except to the extent it relates to items directly recognized in equity or in other comprehensive income.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary

differences can be utilized. Such deferred tax assets and liabilities are not recognized if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognized if the temporary difference arises from the initial recognition of goodwill.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Minimum Alternative Tax ('MAT') credit is recognized as an asset only when and to the extent there is convincing evidence that the Company will pay normal income-tax during the specified period. In the year in which the MAT credit becomes eligible to be recognized as an asset, the said asset is created by way of a credit to the statement of profit and loss. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal income-tax during the specified period.

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

Current and deferred tax for the year

Current and deferred tax are recognized in profit or 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.

1.3.12 - Earnings per share: -

Basic earnings per share is computed by dividing the profit/(loss) after tax by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit/(loss) after tax as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date.

1.3.13 - Provisions, Contingencies and commitments: -

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, and it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a

provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognized as asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

A disclosure for contingent liabilities is made when there is

(a) a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity; or

(b) a present obligation that arises from past events but is not recognized because:

(i) it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or

(ii) the amount of the obligation cannot be measured with sufficient reliability.

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity.

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each reporting period.

Provisions for onerous contracts are recognized when the expected benefits to be derived by the Company from a contract are lower than the unavoidable costs of meeting the future obligations under the contract.

1.3.14 - Financial instruments: -

Financial assets and financial liabilities are recognized when a Company entity becomes a party to the contractual provisions of the instruments.

Financial assets and financial 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 of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in profit or loss.

Financial Assets

Financial assets are recognized when the Company becomes a party to the contractual provisions of the instruments. Financial assets other than trade receivables are initially recognized at fair value plus transaction costs for all financial assets not carried at fair value through profit or loss. Financial assets carried at fair value through profit or loss are initially recognized at fair value, and transaction costs are expensed in the Statement of Profit and Loss.

Financial assets, other than equity instruments, are subsequently measured at amortized cost, fair value through other comprehensive income or fair value through profit or loss on the basis of both:

(a) the entity's business model for managing the financial assets and

(b) the contractual cash flow characteristics of the financial asset.

Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortized cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Debt instruments that meet the following conditions are subsequently measured at fair value through other comprehensive income (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

All other financial assets are subsequently measured at fair value.

Effective interest method

The effective interest method is a method of calculating the amortized cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognized on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognized in profit or loss and is included in the "Other income" line item.

Impairment of financial assets

The Company recognizes a loss allowance for Expected Credit Losses (ECL) on financial assets that are measured at amortized cost and at FVOCI. The credit loss is difference between all contractual cash flows that are due to an entity in accordance with the contract and all the cash flows that the entity expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate. This is assessed on an individual or collective basis after considering all reasonable and supportable including that which is forward-looking.

The Company trade receivables or contract revenue receivables do not contain significant financing component and loss allowance on trade receivables is measured at an amount equal to life time expected losses i.e. expected cash shortfall, being simplified approach for recognition of impairment loss allowance.

Under simplified approach, the Company does not track changes in credit risk. Rather it recognizes impairment loss allowance based on the lifetime ECL at each reporting date right from its initial recognition. The Company uses a provision matrix to determine impairment loss allowance on the portfolio of trade receivables.

The provision matrix is based on its historically observed default rates over the expected life of the trade receivable and is adjusted for forward looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analyzed.

The impairment losses and reversals are recognized in Statement of Profit and Loss. For equity instruments and financial assets measured at FVTPL, there is no requirement for impairment testing.

Derecognition of financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognizes its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognized in other comprehensive income and accumulated in equity is recognized in profit or loss if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset.

For financial assets other than trade receivables, the Company recognizes 12–month expected credit losses for all originated or acquired financial assets if at the reporting date the credit risk of the financial asset has not increased significantly since its initial recognition. The expected credit losses are measured as lifetime expected credit losses if the credit risk on financial asset increases significantly since its initial recognition. If, in a subsequent period, credit quality of the instrument improves such that there is no longer significant increase in credit risks since initial recognition, then the Company reverts to recognizing impairment loss allowance based on 12 months ECL.

On derecognition of a financial asset other than in its entirety (e.g. when the Company retains an option to repurchase part of a transferred asset), the Company allocates the previous carrying amount of the financial asset between the part it continues to recognize under continuing involvement, and the part it no longer recognizes on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognized and the sum of the consideration received for the part no longer recognized and any cumulative gain or loss allocated to it that had been recognized in other comprehensive income is recognized in profit or loss if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset. A cumulative gain or loss that had been recognized in other comprehensive income is allocated between the part that continues to be recognized and the part that is no longer recognized on the basis of the relative fair values of those parts.

1.3.15 - Financial liabilities and equity instruments: -

Classification as debt or equity

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the company are recognized at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognized and deducted directly in equity. No gain or loss is recognized in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

Financial liabilities

However, financial liabilities that arise when a transfer of a financial asset does not qualify for derecognition or when the continuing involvement approach applies, financial guarantee contracts issued by the Company, and commitments issued by the Company to provide a loan at below-market interest rate are measured in accordance with the specific accounting policies set out below.

Financial liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is either contingent consideration recognized by the Company as an acquirer in a business combination to which Ind AS 103 applies or is held for trading or it is designated as at FVTPL**.**

A financial liability is classified as held for trading if:

- it has been incurred principally for the purpose of repurchasing it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading or contingent consideration recognized by the Company as an acquirer in a business combination to which Ind AS 103 applies, may be designated as at FVTPL upon initial recognition if:

- Such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise;
- the financial liability forms part of a company of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the company documented risk management or investment strategy, and information about the Companying is provided internally on that basis; or
- it forms part of a contract containing one or more embedded derivatives, and Ind AS 109 permits the entire combined contract to be designated as at FVTPL in accordance with Ind AS 109.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on measurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liability and is included in the 'Other income' line item.

However, for non-held-for-trading financial liabilities that are designated as at FVTPL, the amount of change in the fair value of the financial liability that is attributable to changes in the credit risk of that liability is recognised in other comprehensive income, unless the recognition of the effects of changes in the liability's credit risk in other comprehensive income would create or enlarge an accounting mismatch in profit or loss, in which case these effects of changes in credit risk are recognised in profit or loss. The remaining amount of change in the fair value of liability is always recognised in profit or loss. Changes in fair value attributable to a financial liability's credit risk that are recognised in other comprehensive income are reflected immediately in retained earnings and are not subsequently reclassified to profit or loss.

Gains or losses on financial guarantee contracts and loan commitments issued by the Company that are designated by the Company as at fair value through profit or loss are recognised in profit or loss.

Financial liabilities subsequently measured at amortized cost

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Derecognition of financial liabilities

The Company derecognizes financial liabilities when, and only when, the Company obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognized in profit or loss.

Reclassification of financial assets and liabilities

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such change are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in the business model.

The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

The following table shows various reclassifications and the how they are accounted for:

Original Classification	Revised Classification	Accounting treatment
Amortised cost	FVTPL	Fair value is measured at reclassification date. Difference between previous amortised cost and fair value is recognised in statement of profit and loss.
FVPTL	Amortised cost	Fair value at reclassification date becomes its new gross carrying amount. EIR is calculated based on new gross carrying amount.
Amortised cost	FVTOCI	Fair value is measured at reclassification date. Difference between previous amortised cost and fair value is recognised in OCI. No change in EIR due to reclassification.
FVTOCI	Amortised cost	Fair value at reclassification date becomes its new gross carrying amount. However, cumulative gain or loss in OCI is adjusted against fair value. Consequently, the asset is measured as if it had always been measured at amortised cost.
FVTPL	FVTOCI	Fair value at reclassification date becomes its new gross carrying amount. No other adjustment is required.
FCTOCI	FVTPL	Assets continue to be measured at fair value. Cumulative gain or loss previously recognised in OCI is reclassified to statement of profit and loss at the reclassification date.

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

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

1.3.16 Employee related Benefits

Defined Benefit Plans - General Description

Gratuity: Each employee rendering continuous service of 5 years or more is entitled to receive gratuity amount equal to 15/26 of the monthly emoluments for every completed year of service subject to maximum of 10 Lakhs at the time of separation from the company.

Other long-term employee benefits - General Description

Leave Encashment: Each employee is entitled to get 15 earned leaves for each completed year of service. Encashment of earned leaves is made at the end of the financial years.

The following tables summarise the components of net benefit expense recognised in the statement of profit or loss and the funded status and amounts recognised in the balance sheet for the respective plans:

Changes in the present value of the defined benefit obligation are, as follows:

Particulars	Gratuity Funded	Leave Encashment Unfunded
Defined benefit obligation at 31st March, 2018	71,56,745	**-**
Current service cost	21,51,591	-
Interest expense	5,63,952	-
Past service cost	-	-
Benefits paid	-	-
Actuarial (gain)/ loss on obligations	(22,43,474)	-
Defined benefit obligation at 31st March, 2019	**76,28,814**	**-**

Changes in the Fair value of Plan Assets are, as follows:

Particulars	Gratuity Funded	Leave Encashment Unfunded
Opening Fair Value of Plan Assets at 1st April, 2018	-	-
Actual Return of Plan Assets	-	-
Employer Contribution	-	-
Benefits paid	-	-
Closing fair value of Plan Assets	-	-
Opening Fair Value of Plan Assets at 31st March, 2019	-	-

Actuarial (Gain) / Loss on Plan Assets:

Particulars	31st March 2019	31st March 2018
Expected Interest Income	-	-
Actual Income on Plan Assets	-	-
Actuarial (Gain) / Loss on Assets	-	-

Other Comprehensive Income

Particulars	31st March 2019	31st March 2018
Opening amount recognized in OCI outside Profit & Loss account	-	-
Actuarial Gain / (Loss) on Liabilities	22,43,474	(5,07,140)
Actuarial Gain / (Loss) on Assets	-	-
Closing amount recognized in OCI outside Profit & Loss account	**22,43,474**	**(5,07,140)**

The Amount to be recognized in Balance Sheet Statement

Particulars	31st March 2019	31st March 2018
Present Value of Obligation	76,28,814	71,56,745
Fair Value of Plan Assets	-	-
Net Obligations	76,28,814	71,56,745
Amount Not Recognized due to assets limit	-	-
Net Defined Benefit Liability / (Assets) Recognized in Balance Sheet	**76,28,814**	**71,56,745**

Expenses Recognized in Statement of Profit and Loss

Particulars	31st March 2019	31st March 2018
Service Cost	21,51,591	41,28,979
Net Interest Cost	5,63,952	1,76,294
Expenses recognized in the statement of Profit & Loss	**23,44,332**	**43,05,273**

Change in Net Defined Obligations

Particulars	31st March 2019	31st March 2018
Opening of Net Defined Benefit Liability	23,44,332	23,44,332
Service Cost	41,28,979	41,28,979
Net Interest Cost	1,76,294	1,76,294
Re-measurements	5,07,140	5,07,140
Contribution paid to Fund	-	-
Closing of Net Defined Benefit Liabilities	**23,44,332**	**71,56,745**

Maturity Profit of Defined Benefit Obligation

Particulars	31st March 2019	31st March 2018
Year 1	12,763	5,324
Year 2	11,46,865	4,565
Year 3	13,37,380	1,00,321
Year 4	13,43,095	1,77,618
Year 5	12,19,231	2,39,569
After 5th Year	63,97,048	4,04,05,152
Total	**1,14,56,383**	**4,09,32,549**

1.3.17 Investments:

Long term investments are stated at cost. In case, there is a decline other than temporary in the value of the investment, a provision for same is made. Current investments are valued at lower of cost or fair value.

1.4 Use of Estimates, Assumptions and Judgments

The preparation of the financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures including the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require an adjustment to the carrying amount of assets or liabilities in future periods. Difference between actual results and estimates are recognized in the periods in which the results are known / materialize. The Company has based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

1.4.1 Taxes

The Company provides for tax considering the applicable tax regulations and based on reasonable estimates. Management periodically evaluates positions taken in the tax returns giving due considerations to tax laws and establishes provisions in the event if required as a result of differing interpretation or due to retrospective amendments, if any. The recognition of deferred tax assets is based on availability of sufficient taxable profits in the Company against which such assets can be utilized. MAT (Minimum Alternate Tax) is recognized as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax and will be able to utilize such credit during the specified period. In the year in which the MAT credit becomes eligible to be recognized as an asset, the said asset is created by way of a credit to the Statement of Profit and loss and is included in Deferred Tax Assets. The Company reviews the same at each balance sheet date and if required, writes down the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that Company will be able to absorb such credit during the specified period.

1.4.2 Useful life of Property, Plant and Equipment

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

1.4.3 Impairment of Non-financial assets

Non-financial assets are reviewed for impairment, whenever events or changes in circumstances indicate that the carrying amount of such assets may not be recoverable. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any).

1.4.4 Provision for decommissioning

In measuring the provision for ARO, the Company uses technical estimates to determine the expected cost to dismantle and remove the infrastructure equipment from the site and the expected timing of these costs. Discount rates are determined based on the risk adjusted bank rate of a similar period as the liability.

1.4.5 Provisions and Contingent Liabilities

Provisions and contingent liabilities are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Fair value of financial assets and financial liabilities

The management considers that the carrying amounts of non-current and current financial assets and liabilities recognised in the financial statements approximate their fair values.

Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Company's short-term, medium-term and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

Gearing ratio

The gearing ratio at end of the reporting period was as follows:

Particulars	As at 31/03/19	As at 31/03/18
Debt (i)	43,09,49,409	12,18,61,640
Cash and bank balances (including cash and bank balances in a disposal Company held for sale)	15,35,02,427	6,12,70,004
Net debt	**27,74,46,982**	**6,05,91,636**
Total equity	29,02,62,280	18,25,38,881
Net debt to equity ratio	**0.93**	**0.33**

(i) Debt is defined as long-term and short-term borrowings (excluding derivative and contingent consideration).

28.-Other Notes on Financial Statements.

(a) All the balance shown under the heads Trade Receivables, Trade Payables, Loans and Advances, Security Deposits, Other Current Assets, Other Current Liabilities and Unsecured Loans are subject to confirmation and reconciliation.

(b) **Corporate Social Responsibility (CSR)**

As the net worth of the company is below Rs. 500 crores, Turnover is below Rs. 1000 crores and Net Profit is more than Rs. 5 crores, provision of Section 135 of Companies Act, 2013 are applicable on the company.

(c) Figures have been taken to nearest rupees. Previous year figures have been regrouped / rearranged wherever considered necessary to make them comparable with the Current Year figures.

(d) Consumption of Raw Materials, Stores and Spares, Diesel, Furnace Oil, Lubricants and Power etc. have been considered in the accounts as made available by a Director of Company being technical in nature.

(e)Commitments

Particulars	As at 31/03/19	As at 31/03/18
Commitments to contribute funds for the acquisition of property, plant and equipment.	0	0

Particulars	As at 31/03/19	As at 31/03/18
(a) Bank Guarantees	0	0
(b) Damages and interest under Employees State Insurance Act 1948 being disputed and appeal there against pending for final disposal.	0	0

29.-Related party disclosure

The related parties where control and significant influence exists are Parents and associates respectively. Key Management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any Director whether executive or otherwise.

(A) List of Related Parties

I	**Enterprises over which key management personnel and relatives of such personnel exercise significant influence.**
	InnovanaTechlabs Limited
II	**Managerial Personnel**
1	Mr. Chandan Garg– Chairman &Managing Director
2	Mr. Kapil Garg – Whole Time Director
3	Mrs. SwarnaKanta Garg – Director
III	**Relative of Managerial Personnel –** 1. Narendra Kumar Garg 2. Nancy Garg 3. Vartika Dangayach
IV	**Subsidiaries or Associates or Joint Ventures –** **InnovanaTechlabs Limited (Subsidiary company)**
V	**Post-Employment Benefit Plans – NA**

(C) Transactions with Related Parties for the year ended March 31, 2019 and March 31, 2018.

Sr. No.	Particulars	Current Year (31.03.2019)	Current Year (31.03.2018)
1-	**Remuneration Paid:**		
	Mr. Chandan Garg	81,21,000	48,00,000
	Mr. Kapil Garg	30,12,667	18,67,500
	Mrs. SwaranKanta	12,00,000	2,00,000
	Mrs. Nancy Garg	2,70,000	2,17,510
	Mr. Narendra Kumar Garg	9,00,000	8,30,000
	Mrs. Vartika Dangayach	7,41,000	--
2-	**Interest Paid :-**	--	--
3-	**Purchase From:**	--	--
4-	**Sales To**	--	--

5-	**Interest Received:**	--	--
6-	Lease Rent:		
	Mr. Chandan Garg	36,00,000	15,00,000
7-	**Loan:-**		
	InnovanaTechlabs Limited	1,02,03,966	26,29,895

(C) –Closing Balances with Related Parties

Sr. No.	Particulars	Previous Year (31.03.2019)	Current Year (31.03.2018)
1-	**Remuneration Paid:**		
	Mr. Chandan Garg	12,69,138	7,70,000
	Mr. Kapil Garg	250000	2,40,000
	Mrs. SwaranKanta	50000	50,000
	Mrs. Nancy Garg	22500	22,500
	Mr. Narendra Kumar Garg	75,000	75,000
	Mrs. Varatika	60,000	--
2-	**Interest Paid :-**	--	--
3-	**Purchase From:**	--	--
4-	**Sales To**	--	--
5-	**Interest Received:**	--	--
6-	**Loan:-**		
	InnovanaTechlabs Limited	7,51,652	26,29,895

30.- Auditors Remuneration:

Remuneration to Auditors (excluding service tax):

Particulars	For the Year ended March 31, 2019	For the Year ended March 31, 2018
Audit Fees	2,30,000	2,00,000
Tax Audit fees	50,000	50,000
Other Services/ Certifications	10000	0

31.- Events after the reporting period:

In respect of the financial year ending March 31, 2019, no events are required to be reported which occurred after the reporting period.

32.- Approval of financial statements:

The financial statements were approved for issue by the Board of Directors on 22nd May, 2019

33.- Disclosure under Micro, Small and Medium Enterprises Development Act:

The details of amounts outstanding to Micro, Small and Medium Enterprises under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), based on the available information with the Company are as under:

S. No.	Particulars	As at 31/03/2019	As at 31/03/2018	As at 01/04/2017
1	Principal amount outstanding	-	-	-
2	Principal amount due and remaining unpaid	-	-	-
3	Interest due on (2) above and the unpaid interest	-	-	-
4	Interest paid on all delayed payments under the MSMED Act.	-	-	-
5	Payment made beyond the appointed day during the year	-	-	-
6	Interest due and payable for the period of delay other than (4) above	-	-	-
7	Interest accrued and remaining unpaid	-	-	-
8	Amount of further interest remaining due and payable in succeeding years	-	-	-

34.-Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. The Company operates in a competitive environment and is exposed in the ordinary course of its business to risk related to changes in foreign currency exchange rates, commodity prices and interest rates. The fair value of future cash flows of sale of products manufactured and traded will depend upon the demand and supply.

35.- Credit Risk

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the company. It encompasses of both, the direct risk of default and the risk of deterioration of credit worthiness as well as concentration risks. Company's credit risk arises principally from the trade receivable and advances.

Trade Receivables:

Customer credit risk is managed by the company through established policy, procedures and controls relating to customer credit risk management. Credit quality of a customer is assessed based on financial position, past performance, business/economic conditions, market reputation, expected business etc. Based on that credit limits and credit terms are decided. Outstanding customer receivables are regularly monitored.

Trade receivables consists of large number of customers spread across diverse segments and geographical areas with no significant concentration of credit risk. The outstanding trade receivables are regularly monitored and appropriate action is taken for collection of overdue receivables. However The Company is not providing any credits to its customers.

Age of receivables: -

Particulars	As at 31/03/19	As at 31/03/18
Within the credit period (60-75 days)	48737	0
Overdue	0	0
Total	**0**	**0**

NOTE: - 36 Tax balances: -

a) Deferred Tax: -

The following is the analysis of deferred tax assets/(liabilities) presented in the balance sheet:

Particulars	As at 31/03/18	As at 31/03/18
Deferred tax assets (DTA)	0	0
Deferred tax Liabilities (DTL)	83596	282348
Net (DTL)	83596	282348

b) Income tax:

The income tax expense for the year can be reconciled to the accounting profit as follows:

Particulars	As at 31/03/19	As at 31/03/18
Profit before tax	140318829	106456586
Enacted tax rate (%)	23.94	28.84
Computed Expected tax expenses	33596795	30727235
Tax impact of non-deductible / deductible expenses and timing difference	198751	537236
Income Tax Expenses charged	**33795547**	**31264471**

37.- Earnings per share:

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the parent by the weighted average number of Equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the parent (after adjusting for interest on the convertible preference shares) by the weighted average number of Equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

The following reflects the income and share data used in the basic and diluted EPS computations:

Particulars	March 31,2019	March 31,2018
Profit attributable to equity holders of the company:		
Continuing operations	108965508	75222211
Profit attributable to equity holders of the parent for basic earnings	108965508	75222211
Weighted average number of Equity shares for basic EPS	4100000	4100000
Weighted average number of Equity shares adjusted for the effect of dilution	4100000	4100000
Earnings per equity share of face value of Rs. 10 each (In rupees)(Previous Year Face Value of Rs. 10 each (In Rupees)	**26.58**	**18.35**

In terms of out report of even date attached

For Amit Ramakant& Co.
Chartered Accountants
Registration No.: 009184C

CA AMIT AGRAWAL
Partner
Membership Number: 077407

For B.P. Mundra & Co.
Chartered Accountants
Firm Registration No.: 004372C

CA RAHUL SHARMA
Partner
Membership Number: 077244
Dated: 22.05.2019
Place: Jaipur

For and on behalf of the Board of Directors
INNOVANA THINKLABS LIMITED

Chandan Garg	Kapil Garg
Managing Director	Whole Time Director
DIN: 06422150	DIN: 07143551

Sanjeev Mittal	Divya Badaya
Chief Financial Officer	Company Secretary

INNOVANA THINKLABS LIMITED
Registered office: *Plot No. D-41, Patrakar Colony, Near Jawahar Nagar Moti Dungri Vistar Yojna, Raja Park-302004, Jaipur, Rajasthan*
CIN: *L72900RJ2015PLC047363*
E-Mail ID:*info@innovanathinklabs.com*
Contact No.: *0141-4919128*

Attendance Slip
04th Annual General Meeting

Please Fill Attendance Slip and hand it over at The Entrance of the Meeting Hall.

Joint shareholders may obtain additional slip at the venue of the meeting.

Folio No.	
DP Id	
Client ID	
No. of shares	

I/We hereby record my presence at the 04th Annual General Meeting of the Company at Plot No. D-41, Patrakar Colony, Near Jawahar Nagar Moti Dungri Vistar Yojna, Raja Park-302004, Jaipur, Rajasthan on Saturday September 28, 2019 at11:30 A.M.

Name of the Shareholder		Signature of shareholder	

Notes:

1. Only Member/Proxyholder can attend the Meeting.
2. Please complete the Folio No./DP ID No., Client ID No. and name of the Member/Proxyholder, sign this Attendance Slip and hand it over, duly signed, at the entrance of the Meeting Hall.

INNOVANA THINKLABS LIMITED
Registered office: *Plot No. D-41, Patrakar Colony, Near Jawahar Nagar Moti Dungri Vistar Yojna, Raja Park-302004, Jaipur, Rajasthan*
CIN: *L72900RJ2015PLC047363*
E-Mail ID:*info@innovanathinklabs.com*
Contact No.: *0141-4919128*

Form No. MGT-11

Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the **Companies (Management and Administration) Rules, 2014*]***

CIN: L72900RJ2015PLC047363

Name of the company: Innovana Thinklabs Limited (Formerly known as PCVARK Software Limited)

Registered office: Plot No. D-41, Patrakar Colony, Near Jawahar Nagar Moti Dungri Vistar Yojna, Raja Park-302004, Jaipur, Rajasthan

Name of the Member (s):
Registered Address:
E-Mail Id:
Folio No/ Client Id:
DP ID:

I/We, being the member (s) of ……. shares of the above named company, hereby appoint

1. Name: ……
   Address:
   E-Mail Id:
   Signature……., or failing him

2. Name: ……
   Address:
   E-Mail Id:
   Signature……., or failing him

as my proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 04TH Annual General Meeting of the company, to be held on the Saturday, September 28, 2019At 11:30 A.M. at Plot No. D-41, Patrakar Colony, Near Jawahar Nagar Moti Dungri Vistar Yojna, Raja Park-302004, Jaipur, Rajasthan and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution		
Ordinary Business:		**For**	**Against**
01	To receive, consider and adopt the standalone and consolidated financial statement of the company for the year ended March, 31st 2019 together director's report and auditor's report thereon		
02	To reappoint Mrs.SWARAN KANTA, Director of the company, who is liable to retire by rotation.		
Special Business:			
04	To Increase in remuneration and Change in terms of appointment of Mr. Chandan Garg, Managing Director of the company		
05	To Increase in remuneration of Mr. Kapil Garg, Whole Time Director of the company		

Signed this…… day of…… 20….

AFFIX REVENUE STAMP

Signature of shareholder

Signature of Proxy holder(s)

Note:

1. **This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**
2. **A proxy need not be a member of the Company.**
3. **For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the Extra Ordinary General Meeting of the Company.**

INNOVANA THINKLABS LIMITED
Registered office: *Plot No. D-41, Patrakar Colony, Near Jawahar Nagar Moti Dungri Vistar Yojna, Raja Park-302004, Jaipur, Rajasthan*
CIN: *L72900RJ2015PLC047363*
E-Mail ID:*info@innovanathinklabs.com*
Contact No.: *0141-4919128*

Route Map for holding Annual General Meeting