

To,
The Manager- Listing Department
National Stock Exchange India Limited
SME platform
'Exchange Plaza', C-1 Block G,
Bandra Kurla complex,
Bandra (E), Mumbai 400051.

Date: 17th June, 2021

Ref: NSE Symbol: MINDPOOL

ISIN: INE00RQ01019

Dear Sir/ Madam,

Subject: Disclosure pursuant to Regulation 30 & 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) Outcome of Board Meeting of Financial Year 2020-2021 held on Thursday, the 17th day of June, 2021 Through Video conferencing.

With reference to the captioned subject, we wish to inform you that:

- 1) The Meeting of the Board of Directors of the Company was held on Tuesday the 17th Day of June at 1.00 PM.
- 2) The Board of Directors of the Company has noted and/or approved the followings, viz.,
 - Audited Standalone and Consolidated financial results and financial statements for the half year and year ended 31st March, 2021. (Attached herewith as Annexure A)
 - The Secretarial Audit Report in form MR-3 for year ended 31st March, 2021.
 - Further Investment in Subsidiary Company. (Brief particulars attached herewith as Annexure B)
 - Grant of Loan to Subsidiary Company. (Brief particulars attached herewith as Annexure C)
 - Re-constitution of Nomination & Remuneration Committee. (New Constitution details attached herewith as Annexure D)
 - other business matters.
- 3) Please take note that 2nd Board Meeting of Financial Year 2021-21 commenced at 01.00 P.M. and concluded at 1:50 P.M on Thursday the 17th Day of June.

This is for your information and record.

Thanking you,
Yours faithfully,

For, **Mindpool Technologies Limited**

SANSKAR
PRABHAKAR
Sanskar Prabhakar
Company Secretary & Compliance Officer
ACS 65089

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SANSKAR PRABHAKAR
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Encl. as above



R. B. Sharma & Co.

Chartered Accountants

B-2, NEEL SADAN, 1426, GROUND FLOOR,
SADASHIV PETH, PUNE - 411 030.
TEL.: 020 - 24477595 / 24472405
E-mail : rbsharmaandco@gmail.com

Auditor's Report on consolidated Half Year & Year to date results of the Company pursuant to the regulation 33 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

**To,
BOARD OF DIRECTORS OF
MINDPOOL TECHNOLOGIES LIMITED**

1. We have audited the accompanying statement of Consolidated Financial Results of **MINDPOOL TECHNOLOGIES LIMITED** ("the Company"), comprising its subsidiary (together 'the Group') for the year ended March 31, 2021 attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. These consolidated financial results for the year ended 31, 2021 have been prepared on the basis of the annual consolidated financial results as at and for the year ended March 31, 2021, which are the responsibility Company's management and have been prepared in accordance with the Accounting Standards prescribed under section 133 of the companies Act, 2013 read with rule 7 of Companies (Account) Rules, 2014 and other accounting principles generally accepted in India.
2. 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 financial results are free from material misstatement(s). An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial results. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the management, as well as evaluating the overall presentation of the statement. We believe that our audit provides a reasonable basis for our opinion.

**R. B. Sharma & Co.
Chartered Accountants**

3. In our opinion and to the best of our information and according to the explanations given to us, the consolidated financial results:

- Includes the Half year ended and year-to-date results of the following entities:-

I. MINDPOOL TECHNOLOGIES INC (wholly owned Subsidiary Company of **MINDPOOL TECHNOLOGIES LIMITED**)

II. **S A TECH SOFTWARE PRIVATE LIMITED** (Subsidiary company 51.02% held by **MINDPOOL TECHNOLOGIES LIMITED** w.e.f 07th November 2019)

- Is represented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (see note below)
- Gives a true and fair view in the net profit and other financial information of the Group for the year ended March 31, 2021

4. We did not audit the financial statements and other information, in respect of the subsidiaries, whose financial statements include TOTAL ASSETS of Rs. 2,684.30 lacs and NET ASSETS of Rs. 1,677.28 lacs as at March 31, 2021 and TOTAL REVENUE of Rs. 7,063.42 lacs for the year ended on that date. These financial statements and other financial information have been prepared and submitted to us by the management and our opinion is not modified in respect this matter.

5. The Figures as appearing for half year and year to date results ended March 31, 2021 is the balancing figure between full year audited results for the year ended March 31,2021 and unaudited results for the half year ended 30-09-2020

Note: The Company has informed that considering the size and nature of their business operations as on date there is so far no separate segment reporting mechanism internally for Management reporting, as per AS-17 consequently the disclosure of segment information is not done.

R. B. Sharma & Co.
Chartered Accountants
FRN: 109971(W)



Madhavan N. Iyengar
Partner
M.No. 044366
UDIN: 21044366AAAADP3638

Place: Pune
Date: 17th June 2021



Mindpool Technologies Limited

CIN: L72900PN2011PLC138607

Regd Office : 3rd & 4th, Sr. No. 133/1/316111 GK mall, near Konkane Chowk, Pimple Saudagar, Pune MH 411027 IN

Consolidated Balance Sheet as on 31st March 2021

Particulars	Notes	31-Mar-21 (Rupees in Lakhs)	31-Mar-20 (Rupees in Lakhs)
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	3	423.75	423.75
(b) Reserves and Surplus	4	1,329.51	1,180.30
(c) Money received against share warrants		-	-
(d) Minority Interest		584.01	544.86
(e) Foreign Exchange Translation Reserve		-10.49	-
(2) Share application money pending allotment		-	-
Sub-Total Share Holder's Funds :-		2,326.77	2,148.91
(3) Non-Current Liabilities			
(a) Long-term borrowings	5	598.20	607.79
(b) Deferred tax liabilities (Net)	6	-	-
(c) Other Long term liabilities		-	-
(d) Long-term provisions		-	-
Sub-Total Non Current Liabilities :-		598.20	607.79
(4) Current Liabilities			
(a) Short-term borrowings	7	901.41	827.83
(b) Trade payables	8	-	-211.20
(a) Dues of small enterprises and micro enterprises		2.24	-
(a) Dues of creditors other than small enterprises and micro enterprises		-54.71	-
(c) Other current liabilities	9	354.17	404.78
(d) Short-term provisions	10	160.72	217.31
Sub-Total Current Liabilities :-		1,363.84	1,238.73
Total Equity & Liabilities :-		4,288.81	3,995.43
II. Assets			
(1) Non-current assets			
(a) Property, Plant and Equipment		-	-
(i) Tangible assets	11	538.13	583.48
(ii) Intangible assets	11	3.98	4.52
(iii) Capital work-in-progress		45.37	45.37
(b) Non-Current Investments	12	20.94	15.29
(c) Deferred tax liabilities (Net)	13	16.00	12.50
(d) Long Term Loans & Advances		-	-
(e) Other Non-Current Assets		-	-
Sub-Total Non-Current Assets :-		624.43	661.16
(2) Current assets			
(a) Current Investments		-	-
(b) Inventories		-	-
(c) Trade receivables	14	1,407.85	1,368.05
(d) Cash and Bank balances	15	232.55	140.08
(e) Short-term loans and advances	16	415.63	701.02
(f) Other current assets	17	1,608.35	1,125.12
Sub-Total Current Assets :-		3,664.38	3,334.27
Total Assets :-		4,288.81	3,995.43

Notes to Accounts and Significant Accounting Policies

The Schedules referred to above and the notes form an integral part of the Balance Sheet.

This is the Balance Sheet referred to in our report of even date.

For RB Sharma & Co

Chartered Accountants

FRN: 109971W

Gadhave

CA Madhavan Iyengar (Partner)

M. No. 044366

UDIN : 21044366AAAADP3638

Place: Pune

Date : 17th June 2021



For Mindpool Technologies Limited

Ritesh Ramavtar Sharma

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Ritesh Sharma

Chairman & Managing Director

DIN : 02676486

Place: Pune

Date : 17th June 2021

Mindpool Technologies Limited

CIN : L72900PN2011PLC138607

Regd Office : 3rd & 4th, Sr. No. 133/1/316111 GK mall, near Konkane Chowk, Pimple Saudagar, Pune MH 411027 IN

Consolidated Statement of Financials Results for the half year and year ended on 31st March 2021

Sr. No.	Particulars	Note	Six Month Ended			Year Ended	
			30/09/2020	31/03/2020	31/03/2021	31/03/2021	31/03/2020
			(Rupees in Lakhs)	(Rupees in Lakhs)	(Rupees in Lakhs)	(Rupees in Lakhs)	(Rupees in Lakhs)
			(Audited)	(Audited)	(Audited)	(Audited)	(Audited)
1	Income From Operation						
	(a) Net Sales / Income from Operation (Net of Taxes)	18	3,736.20	2,928.02	4,293.02	8,029.22	3,840.17
	(b) Other Income	19	30.22	24.27	9.05	39.27	57.75
	Total Income from Operation (net)		3,766.41	2,952.28	4,302.07	8,068.49	3,897.92
2	Expenses						
	(c) Employee benefit expenses	20	2,370.64	2,556.78	2,575.57	4,946.21	3,362.34
	(d) Finance Cost	21	75.39	75.59	97.28	172.67	78.97
	(e) Depreciation and amortization expenses	22	29.42	27.81	27.30	56.71	37.79
	(f) Other Expenses	23	1,161.68	239.90	1,512.48	2,674.16	315.80
	Total Expenses		3,637.12	2,900.09	4,212.63	7,849.75	3,794.91
3	Profit/(Loss) from before exceptional and extraordinary items (1-2)		129.29	52.20	89.44	218.74	103.01
4	Other Income						
5	Profit/(Loss) from ordinary activities, before finance cost and exceptional items (3+4)		129.29	52.20	89.44	218.74	103.01
6	Financial Cost						9.28
7	Profit/(Loss) from ordinary activities, after finance cost but before exceptional items (5-6)		129.29	52.20	89.44	218.74	93.73
8	Exceptional Item		0.08	9.33	0.02	0.10	-
9	Profit/(Loss) from ordinary activities before tax (7+8)		129.37	42.87	89.46	218.83	93.73
10	Transfer of Minority Interest		30.40	22.26	8.74	39.15	22.26
11	Share of Profit / (Loss) of associates (Net)						
12	Tax expense:						
	(a) Current tax						
	(b) Total Tax		18.95	0.36	16.62	35.57	3.27
	(c) Deferred tax				-5.09	-5.09	
13	Net Profit/(Loss) from Ordinary activity after tax (9-10-11-12)		80.02	20.25	69.19	149.21	68.20
14	Extraordinary Item (net of tax Rs expenses)		-	-	-	-	-
15	Net profit/(loss) for the period (13-14)		80.02	20.25	69.19	149.21	68.20
16	Paid up Equity Share Capital-Face Value Rs 10/- each		423.75	423.75	423.75	423.75	423.75
17	Earnings per Share (EPS), in Rs (not annualised)						
	(Equity Share of face value of Rs 10/- each)						
	(a) Basic		1.89	0.48	1.63	3.52	1.61
	(b) Diluted		1.89	0.48	1.63	3.52	1.61

Notes to Accounts and Significant Accounting Policies

The Schedules referred to above and the form an integral part of the Profit & loss

This is the Profit & Loss referred to in our report of even date.

For R B Sharma & Co
Chartered Accountants

FRN: 109971W

CA Madhavan Iyengar
CA Madhavan Iyengar (Partner)
M. No. 044366
UDIN : 21044366AAAADP3638
Place : Pune
Date : 17th June 2021



For Mindpool Technologies Limited

Ritesh Ramavtar
Sharma

Ritesh Sharma
Chairman & Managing Director
DIN : 02676486
Place : Pune
Date : 17th June 2021

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Mindpool Technologies Limited

CIN : L72900PN2011PLC138607

Regd Office : 3rd & 4th, Sr. No. 133/1/315111 GK mall, near Konkane Chowk, Pimple Saudagar, Pune MH 411027 IN

Consolidated Cash Flow Statement For Period Ending on 31st Mar 2021

Particulars	31-Mar-21 (Rupees in Lakhs)	31-Mar-20 (Rupees in Lakhs)
A) Cash Flow From Operating Activities :		
Net Profit before tax	218.74	93.73
Adjustment for :		
Depreciation and amortization	56.71	37.79
Interest Paid	27.12	62.55
Interest Income	(5.22)	-12.51
Dividend Income	-	-21.32
Excess/(Short) Provision for Tax	-	-12.48
Tax pertaining to Earlier Year	(39.15)	-
Effect of Exchange Rate changes	(10.49)	-
Other Income	(4.28)	-23.93
Tax Expense	5.09	-
(Increase)/Decrease in Deferred Tax Asset	(3.50)	-11.17
Exceptional Items	0.10	10.28
Operating Profit Before Working Capital Changes	245.12	122.95
Changes in Working Capital		
(Increase)/Decrease in Trade Receivables	(36.57)	-329.78
(Increase)/Decrease in Short Term Loans & Advances	(32.22)	-392.91
(Increase)/Decrease in Other Current Assets	(182.76)	-992.57
Increase/(Decrease) in Trade Payables	180.25	-389.89
Increase/(Decrease) in Other Current Liabilities	(51.26)	374.54
Increase/(Decrease) in Short Term Provisions, etc	5.22	214.78
Cash Generated From Operations	127.76	-1,392.88
Less:- Income Taxes paid	(35.57)	-15.74
Net Cash Flow from Operating Activities	92.20	-1,408.62
B) Cash Flow From Investing Activities :		
Purchase of Fixed Assets including of CWIP	(10.83)	-574.03
Sale of Fixed Assets	-	-
Investment made/Sold during the year	(5.65)	109.71
Dividend Income	-	21.32
Interest Income	5.22	12.51
Other Income	4.28	23.93
Net Cash Flow from Investing Activities	-6.99	-406.58
C) Cash Flow From Financing Activities :		
Proceeds from Issue of Share Capital	-	-
Contributions from Minority	39.15	567.13
Public Issue Expenses	-	-
Increase/(Decrease) in Short Term Borrowings	4.82	747.36
Increase/(Decrease) in Long Term Borrowings	(9.59)	599.94
Interest Paid	(27.12)	-62.55
Increase/(Decrease) in Long Term Loans and Advances	-	-
Net Cash Flow from Financing Activities	7.26	1,851.87
Net Increase/(Decrease) in Cash & Cash Equivalents	92.47	36.67
Cash Equivalents at the Beginning of the Year	140.08	103.41
Cash Equivalents at the End of the Year	232.55	140.08
1. Component of Cash and Cash Equivalents		
Cash on hand	5.00	5.00
Balance With banks	227.55	135.08
Total	232.55	140.08

2. Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from regular revenue generating, financing and investing activities of the company are segregated.

As per our report of even date

For R B Sharma & Co

Chartered Accountants

FRN: 105971W



CA Madhavan Iyengar (Partner)

M. No. 04366

UDIN : 21044366AAADP3638

Place: Pune

Date : 17th June 2021



For Mindpool Technologies Limited

Ritesh Ramavtar Sharma

Ritesh Sharma

Chairman & Managing Director

DIN : 02676486

Place: Pune

Date: 17th June 2021

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Notes:

1. The above financial results were reviewed and recommended by the Audit Committee of the Company in their meeting held on Thursday, 17th June 2021 and the same were approved by the Board of Directors of the Company at their meeting held on Thursday, 17th June 2021.
2. The Company has considered the possible effects that may result from the pandemic relating to Covid-19. The Company has been able to carry out its business operations effectively during the multiple phases of the lock-down and accomplished its targets. While the Company believes strongly that it has a rich portfolio of services to partner with customers, the impact on future revenue streams could come from inability of customers due to financial constraints or their services no-longer being availed by their customers. Prolonged lock-down situation has resulted in hindrance in deploying resources at different locations due to restrictions in mobility.
3. The figures for the previous period have been restated/regrouped/reclassified, wherever necessary in order to make them comparable.
4. The Company has two subsidiaries, i.e. Mindpool Technologies INC. being a Wholly owned subsidiary and S A Tech Software India Private Limited being a subsidiary wherein the Company holds 51.02% shareholding. The Minority Interest is not applicable in case of Mindpool Technologies INC. However, in case of S A Tech Software India Private Limited, the Minority Interest has been recognised in the Company while preparing the Consolidated Financial Statements of the Company.
5. The figures as appearing for the half year ended March 31st, 2021 is the balancing figure between full year audited results for the year ended March 31st, 2021 and limited reviewed results for the half year ended September 30th, 2020.

For and on behalf of the Board of Directors of
Mindpool Technologies Limited

Ritesh Ramavtar
Sharma

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Ritesh Ramavtar Sharma
Chairman & Managing Director
DIN: 02676486



R. B. Sharma & Co.

Chartered Accountants

B-2, NEEL SADAN, 1426, GROUND FLOOR,

SADASHIV PETH, PUNE -411 030.

TEL.: 020 -24477595/24472405

E-mail : rbsharmaandco@gmail.com

Auditor's Report on Standalone financial results Half Year and Year to date results of the Company pursuant to the regulation 33 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

**To,
BOARD OF DIRECTORS OF
MINDPOOL TECHNOLOGIES LIMITED**

1. We have audited the accompanying statement of Financial Results of **MINDPOOL TECHNOLOGIES LIMITED** ("the Company") for the half year ended March 31, 2021 and year ended March 31, 2021 attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. These results for the year ended March 31, 2021, which are the responsibility Company's management and have been approved by the Board of Directors of the Company. Our responsibility is to express opinion on these financial results, based on our audit of such annual financial statements, which have been prepared in accordance with the Accounting Standards prescribed under section 133 of the companies Act, 2013 read with rule 7 of Companies (Account) Rules, 2014 and other accounting principles generally accepted in India.
2. 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 financial results are free from material misstatement(s). An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial results. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the management, as well as evaluating the overall presentation of the statement. We believe that our audit provides a reasonable basis for our opinion.

R. B. Sharma & Co.
Chartered Accountants

3. In our opinion and to the best of our information and according to the explanations given to us, the result:
- Is represented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and
 - Gives a true and fair view in the net profit and other financial information of the Company for the year ended March 31, 2021
4. The Figures as appearing for half year ended March 31, 2021 is the balancing figure between full year audited results for the year ended March 31, 2021 and unaudited results for the half year ended 30-09-2020

Place: Pune
Date: 17th June 2021



R. B. Sharma & Co.
Chartered Accountants
FRN: 109971(W)

A handwritten signature in black ink, appearing to read "Madhavan N. Iyengar".

Madhavan N. Iyengar
Partner
M.No. 044366
UDIN: 21044366AAAADO1746

Mindpool Technologies Limited

CIN : U72900PN2011PLC138607

Regd Office : 3rd & 4th, Sr. No. 133/1/316111 GK mall, near Konkane Chowk, Pimple Saudagar, Pune MH 411027 IN

Standalone Balance Sheet As on 31st March 2021

Particulars	Notes	31-Mar-21 (Rupees in Lakhs)	31-Mar-20 (Rupees in Lakhs)
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	3	423.75	423.75
(b) Reserves and Surplus	4	738.88	697.44
(2) Share application money pending allotment			
		1,162.63	1,121.19
(3) Non-Current Liabilities			
(a) Long-term borrowings		-	-
(b) Deferred tax liabilities (Net)		-	-
(c) Long term provisions	5	-	-
		-	-
(4) Current Liabilities			
(a) Short-term borrowings	6	4.82	-
(b) Trade payables	7	12.65	12.37
(c) Other current liabilities	8	49.35	76.49
(d) Short-term provisions	9	10.49	5.27
		77.32	94.13
Total		1,242.26	1,215.32
II. Assets			
(1) Non-current assets			
(a) Fixed assets			
(i) Tangible assets	10	27.31	36.28
(ii) Intangible assets	10	0.65	3.09
(iii) Capital work-in-progress		-	-
(b) Non Current Investments	11	510.34	504.40
(c) Deferred Tax Assets (Net)	12	1.07	-
		539.37	543.77
(2) Current assets			
(a) Inventories		-	-
(b) Trade Receivables	13	134.39	138.80
(c) Cash and Bank balances	14	68.87	62.15
(d) Short-term loans and advances	15	380.67	363.04
(e) Other current assets	16	116.65	107.55
		700.58	671.55
Total		1,242.26	1,215.32

Significant Accounting Policies 01-02

See accompanying notes to the financial statements 03-33

As per our report of even dated attached

For R B Sharma & Co

Chartered Accountants

FRN: 109971W

Madhavan

CA Madhavan Iyengar

Partner

M. No. 044366

Place: Pune

Date : 17th June 2021

UDIN :- 21044366AAAADO1746



For Mindpool Technologies Limited

Ritesh Ramavtar
Sharma

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Ritesh Sharma

Chairman & Managing Director

DIN: 02676486

Place: Pune

Date : 17th June 2021

Mindpool Technologies Limited

CIN : L72900PN2011PLC138507

Regd Office : 3rd & 4th, Sr. No. 133/1/316111 GK mall, near Konkana Chowk, Dimple Saudagar, Pune MH 411027 IN

Standalone Statement of Financials Results for the Half Year and Year Ended on 31st March 2021

	PARTICULARS	Six Month Ended			Year Ended	
		30/09/2020	31/03/2020	31/03/2021	31/03/2021	31/03/2020
		(Rupees in Lakhs)	(Rupees in Lakhs)	(Rupees in Lakhs)	(Rupees in Lakhs)	(Rupees in Lakhs)
		Audited	Audited	Audited	Audited	Audited
17	Income From Operation					
	(a) Net Sales / Income from Operation (Net of Taxes)	475.85	424.35	518.65	994.50	812.25
	(b) Other Income	3.44	16.17	7.13	10.57	49.65
	Total Income from Operation (net)	479.29	440.52	525.78	1,005.06	861.90
18	Expenses					
	(c) Employee benefit expenses	448.31	387.24	362.72	811.03	731.99
	(d) Finance Cost	0.08	1.90	0.35	0.43	2.03
	(e) Depreciation and amortization expenses	6.27	9.99	5.14	11.41	19.97
	(f) Other Expenses	10.01	67.44	132.41	142.41	144.96
	Total Expenses	464.67	466.56	500.61	965.28	898.95
19	Profit/(Loss) from before exceptional and extraordinary items (17-18)	14.62	-26.04	25.17	39.78	-37.05
20	Other Income	-	-	-	-	-
21	Profit/(Loss) from ordinary activities, before finance cost and exceptional items (19+20)	14.62	-26.04	25.17	39.78	-37.05
22	Financial Cost	-	-	-	-	-
23	Profit/(Loss) from ordinary activities, after finance cost but before exceptional items (21-22)	14.62	-26.04	25.17	39.78	-37.05
24	Exceptional Item	0.08	9.33	-	0.08	9.28
25	Profit/(Loss) from ordinary activities before tax (23+24)	14.69	-35.38	25.17	39.86	-46.33
26	Income Tax Provision	-	-	1.07	1.07	-
27	Deferred Tax Expenses	-	-	2.66	2.66	2.91
28	Net Profit/(Loss) from Ordinary activity after tax (25-26+27)	14.69	-35.38	26.76	41.45	-50.24
29	Extraordinary Item (net of tax Rs expenses)	-	-	-	-	-
30	Net profit/(loss) for the period (28-29)	14.69	-35.38	26.76	41.45	-50.24
31	Paid up Equity Share Capital-Face Value Rs 10/- each	423.75	423.75	423.75	423.75	423.75
32	Reserve excluding, Revaluation Reserves as per balance sheet of previous accounting year.	-	-	-	-	599.52
33	Earnings per Share (EPS) , in Rs (not annualised)					
	(Equity Share of face value of Rs 10/- each)					
	(a) Basic	0.35	-0.83	0.63	0.98	-1.16
	(b) Diluted	0.35	-0.83	0.63	0.98	-1.16

The Schedules referred to above and the notes form an integral part of the Profit & Loss

This is the Profit & Loss referred to in our report of even date.

For R B Sharma & Co

Chartered Accountants

FRN: 109971W

Signature

CA Madhavan Iyengar (Partner)

M. No. 0443GG

UDIN : 21044366AAAA01746

Place: Pune

Date: 17th June 2021



For Mindpool Technologies Limited

**Ritesh
Ramavtar
Sharma**

Ritesh Sharma

Chairman & Managing Director

DIN: 02676486

Place: Pune

Date: 17th June 2021

Digitally signed by
Ritesh Ramavtar Sharma
Date: 2021.06.17
13:37:46 +05'30'

Mindpool Technologies Limited

CIN : L72900PN2011PLC138607

Regd Office : 3rd & 4th, Sr. No. 133/1/316111 GK mall, near Konkane Chowk, Pimple Saudagar, Pune MH 411027 IN

Standalone Cash Flow Statement For Period Ending on 31st Mar 2021

Particulars	31-Mar-21 (Rupees in Lakhs)	31-Mar-20 (Rupees in Lakhs)
A) Cash Flow From Operating Activities :	-	-
Net Profit before tax	39.78	-46.33
Adjustment for :		
Depreciation and amortization	11.41	19.97
Interest Paid	0.28	0.78
Interest Income	-5.22	-12.16
Dividend Income	-	-21.32
Excess/(Short) Provision for Tax	0.08	-
Other Income	-4.28	-16.17
Tax Expense	2.66	-2.91
(Increase)/Decrease in Deferred Tax Asset	-1.07	1.32
Operating Profit Before Working Capital Changes	43.64	-76.81
Changes in Working Capital		
(Increase)/Decrease in Trade Receivables	4.41	612.88
(Increase)/Decrease in Short Term Loans & Advances	-17.62	-54.93
(Increase)/Decrease in Other Current Assets	-9.10	25.00
Increase/(Decrease) in Trade Payables	0.28	-158.02
Increase/(Decrease) in Other Current Liabilities	-27.14	46.25
Increase/(Decrease) in Short Term Provisions, etc	5.22	2.73
Cash Generated From Operations	-0.32	397.09
Less:- Income Taxes paid	-1.07	-
Net Cash Flow from Operating Activities	-1.39	397.09
B) Cash Flow From Investing Activities :		
Purchase of Fixed Assets including of CWIP	-	-
Sale of Fixed Assets	-	-
Investment made/Sold during the year	-5.94	-379.39
Dividend Income	-	21.32
Interest Income	5.22	12.16
Other Income	4.28	16.17
Net Cash Flow from Investing Activities	3.56	-329.74
C) Cash Flow From Financing Activities :		
Proceeds from Issue of Share Capital	-	-
Public Issue Expenses	-	-
Increase/(Decrease) in Short Term Borrowings	4.82	-80.48
Increase/(Decrease) in Long Term Borrowings	-	-
Interest Paid	-0.28	-0.78
Increase/(Decrease) in Long Term Loans and Advances	-	-7.85
Net Cash Flow from Financing Activities	4.55	-89.10
Net Increase/(Decrease) In Cash & Cash Equivalents	6.71	-21.75
Cash Equivalents at the Beginning of the Year	62.15	83.91
Cash Equivalents at the End of the Year	68.87	62.15
1. Component of Cash and Cash Equivalents		
Cash on hand	-	-
Balance With banks	68.87	62.15
Total	68.87	62.15

2. Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from regular revenue generating, financing and investing activities of the company are segregated.

As per our report of even date

For R B Sharma & Co

Chartered Accountants

FRN: 109971W

Signature



CAMadhavan Iyengar (Partner)

M.No. 044366

UDIN : 21044366AAADO1746

Place: Pune

Date : 17th June 2021

For, Mindpool Technologies Limited

Ritesh Ramavtar
Sharma

Digitally signed by
Ritesh Ramavtar Sharma
Date: 2021.06.17
13:38:24 +05'30'

Ritesh Sharma

Chairman & Managing Director

DIN : 02676486

Place: Pune

Date : 17th June 2021

Notes:

1. The above financial results were reviewed and recommended by the Audit Committee of the Company in their meeting held on Thursday, 17th June 2021 and the same were approved by the Board of Directors of the Company at their meeting held on Thursday, 17th June 2021.
2. The Company has considered the possible effects that may result from the pandemic relating to Covid-19. The Company has been able to carry out its business operations effectively during the multiple phases of the lock-down and accomplished its targets. While the Company believes strongly that it has a rich portfolio of services to partner with customers, the impact on future revenue streams could come from inability of customers due to financial constraints or their services no-longer being availed by their customers. Prolonged lock-down situation has resulted in hindrance in deploying resources at different locations due to restrictions in mobility.
3. The figures for the previous period have been restated/regrouped/reclassified, wherever necessary in order to make them comparable.
4. The Company has not received information regarding the status of suppliers under 'Micro, Small & Medium Enterprise Development Act, 2006', hence the details relating to the same has not been furnished.
5. The figures as appearing for the half year ended March 31st, 2021 is the balancing figure between full year audited results for the year ended March 31st, 2021 and limited reviewed results for the half year ended September 30th, 2020.

For and on behalf of the Board of Directors of
Mindpool Technologies Limited

**Ritesh Ramavtar
Sharma**

Digitally signed by Ritesh
Ramavtar Sharma
Date: 2021.06.17 13:38:49
+05'30'

Ritesh Ramavtar Sharma
Chairman & Managing Director
DIN: 02676486

To,
The Manager- Listing Department
National Stock Exchange India Limited
SME platform
'Exchange Plaza', C-1 Block G,
Bandra Kurla complex,
Bandra (E), Mumbai 400051.

Date: 17th June, 2021

Ref: NSE Symbol: MINDPOOL

ISIN: INE00RQ01019

Dear Sir/ Madam,

Subject: Declaration for unmodified opinion(s) on Audit Report

Pursuant to Regulation 33(3) (d) of SEBI (LODR) Regulations 2015, we hereby declare that the Statutory Auditors of the Company have issued Auditor Report with **unmodified opinion** on Standalone & Consolidated Audited Financial Results for the half year and year ended 31st March 2021 and the same was approved at the Board Meeting held today i.e. 17th June, 2021.

This is for your information and record.

Thanking you,

Yours faithfully,

For, Mindpool Technologies Limited

Ritesh Ramavtar
Sharma

Digitally signed by Ritesh
Ramavtar Sharma
Date: 2021.06.17 13:39:14
+05'30'

Ritesh Ramavtar Sharma
Chairman & Managing Director
DIN: 02676486

MINDPOOL TECHNOLOGIES LIMITED

Registered Add: 3rd & 4th ,SR NO 133/1/316111 GK MALL Near Konkane Chowk, Pimple Saudagar, Pune
MH 411027 IN | Tel: 020- 66240089 | email:info@mindpooltech.com | Website: www.mindpooltech.com |

CIN: L72900PN2011PLC138607

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Annexure- B

Disclosure for Further investment in Subsidiary under the section 186 of the Companies Act, 2013 and other relevant provisions.

The key particulars of the Subsidiary Company are as under –

a)	Name of the target entity, details in brief such as size, turnover etc	Name: S A Tech Software India Private. Limited. (SAT) Authorised capital: Rs. 4,00,00,000/- Issued, Subscribed and Paid-up Capital: Rs. 42,98,110/- Turnover as on March 2021: Rs. 54,36,88,348/-
b)	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arms length”	The proposed transaction is a related party transaction, wherein Mr. Ritesh Sharma, Managing Director and Mrs. Poonam Sharma, Whole Time Director of the Company, are Directors on Board of SAT. Promoters of the Company Mr. Ritesh Sharma, Managing Director and Mrs. Poonam Sharma, Whole Time Director of the Company, being related/interested parties have neither participated nor voted in the resolution for further investment in the subsidiary company. The transaction shall be carried on at Arms Length basis, as per the Valuation Report on the Intrinsic Value of the SAT equity shares to be acquired and as per the Share Purchase Agreement to be executed by and between the concerned parties.
c)	Industry to which the entity being acquired belongs	IT staffing & Project Consulting
d)	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	S A Tech Software India Private Limited. (SAT) is a leading Company in the consulting services in all branches of IT Staffing and Project Consulting. The Company being the Holding Company wants to extend its shareholding stake in SAT for gaining business advantages.

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		The business of Target Entity is similar to that of the Company.
e)	Brief details of any governmental or regulatory approvals required for the acquisition	Requisite statutory approvals.
f)	Indicative time period for completion of the acquisition	Investment shall be made in one or more trenches over a period of 12 months.
g)	Nature of consideration - whether cash consideration or share swap and details of the same	Consideration may be wholly/partly in cash and wholly/partly swap of shares as per the requisite approvals granted from time to time and as per the Share purchase Agreement.
h)	Cost of acquisition or the price at which the shares are acquired	Cost shall be based on the Intrinsic Value of the share capital of SAT and the stamp duties and other statutory/mandatory payments as may be required, not exceeding the total limit of Rs. 50,00,00,000/- as prescribed by the members of the Company in their AGM held on 30/09/2020. The Consideration amount will be paid to the Selling shareholders after deduction of TDS as per the Indian income tax act.
i)	percentage of shareholding / control acquired and / or number of shares acquired	The Company had acquired 2,19,296 equity shares aggregating to 51.02 % stake of S A Tech Software India Private Limited. (SAT) w.e.f. 7th November 2019 and pursuant to the disclosures made on 23rd September 2019. The Company intends to acquire the remaining shareholding in the Target company in multiple trenches.
j)	brief background about the target entity in terms of products/line of business, date of incorporation, history of last 3 years turnover, country in which the target entity has presence and any other significant information (in brief)	SAT was incorporated on 1st November, 2012 in Pune, Maharashtra. SAT is engaged in the business of IT Staffing consulting and Project Consulting as a Wholly owned Subsidiary of a foreign Company S A Technologies Inc. till 7th November 2019. The Company acquired 51.02% equity capital of SAT as per the disclosures made on

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		23rd September 2019 and 14th November 2019. Turnover of SAT for previous three years is as follows: FY 2020-21: INR 54,36,88,348 FY 2019-20: INR 45,11,98,836 FY 2018-19: INR 36,57,55,739
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Annexure- C

Disclosure for inter corporate loan/ Loan to Subsidiary under the section 185, 186 of the Companies Act, 2013 and other relevant provisions.

The key particulars of the Proposed Loan are as under -

Particulars	Information
Name of the Lender	Mindpool Technologies Limited
Name of Borrower	SA Tech Software India Pvt. Ltd.
Name of Director(s) or Key Managerial Person who is related	The following are common Directors/ KMPs with Company and SA Tech- 1. Mr Ritesh Sharma 2. Mrs Poonam Sharma Accordingly, both the abovementioned Directors did not participate in discussions and did not vote on the resolutions of the Board of Directors in relation to the Proposed Loan. Mr. Ritesh Sharma, being member of Audit Committee, neither participated nor voted on the said resolution in relation to proposed loan in the Audit Committee Meeting.
Nature of relationship	SA Tech is a subsidiary of the Company w.e.f 7th November 2019.
Purpose	Financial assistance related to meet the Working Capital Requirements.
Material terms of the transaction	
Prior Shareholders' approval granted if any	Yes, at the 10 th AGM held on 30 th September 2020 through special resolution passed.
Agreement if any	Yes, on 15 th February 2021 lender and borrower entered into an agreement on such terms and conditions as approved in the special resolution. An Addendum to the Original Agreement shall be executed by the Lender and Borrower for increase in the sanction limit.
- Total limit	Up to Rs.3,50,00,000/- (Rupees Three Crore Fifty Lakhs only) to be given through one or more tranches.
-Loan sanctioned/ existing as on date	The Board vide Board Resolution dated 15 th February 2021, has sanctioned a loan upto Rs. 75,00,000/- (Rupees Seventy-five Lakhs Only) at terms and conditions detailed in the Loan Agreement.
- Additional Loan sanctioned	Rs. 2,00,00,000/- (Rupees Two Crore Only)
- Total Loan sanctioned as on existing date	Rs. 2,75,00,000/- (Rupees Two Crore Seventy Five Lakh Only), i.e. within limit prescribed by the Special Resolution.
- Nature of loan	Term loan
- Tenure	60 months (or such extended period as may be mutually agreed between Lender and Borrower, subject to requisite approvals) In case of termination of the agreement, outstanding loan and interest to become payable within 90 days of final date of termination of the Agreement.
- Interest	Interest rate will not be charged below India government Treasury Bill (364 day) rate (TBLR) + 165 basis points spread. The TBLR will be determined by using the Treasury Bill (364 day) reference rate published on the RBI's website at https://www.rbi.org.in/home.aspx . The RBI published rate will be rounded off to the nearest 5 basis points (0.05%) to arrive at the applicable TBLR. Payment of interest to be made on monthly Payout basis.

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Annexure- D**Re-composition of the Nomination and Remuneration Committee****Nomination & Remuneration Committee Structure Post re-composition [Current Composition]**

Sr. No.	Name of the Committee Member	Particulars	Role in Committee
1	Mr. Sunil Jain (DIN: 08313434)	Independent Director	Chairman
2	Mr. Kaustubh Karwe (DIN: 08553122)	Independent Director	Member
3	Mrs. Poonam Sharma (DIN: 03397469)	Whole Time Director	Member

Nomination & Remuneration Committee Structure Prior to re-composition [Previous Composition]

Sr. No.	Name of the Committee Member	Particulars	Role in Committee
1	Mr. Kaustubh Karwe (DIN: 08553122)	Independent Director	Chairman
2	Mr. Sunil Jain (DIN: 08313434)	Independent Director	Member
3	Mrs. Poonam Sharma (DIN: 03397469)	Whole Time Director	Member

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