



netripples®

25th Annual Report
Financial Year
2017-18

NETRIPPLES SOFTWARE
LIMITED

www.netripples.org

BOARD OF DIRECTORS

SHRI MAZHAR PASHA
CHAIRMAN AND MANAGING DIRECTOR

SHRIMATHI JAMEELA AFREEN
DIRECTOR

SHRI SAMEER SOHRAB
DIRECTOR

SHRI SAJID SALMAN
DIRECTOR

AUDITORS

BGS ASSOCIATES
CHARTERED ACCOUNTANTS
HYDERABAD

BANKERS

ANDHRA BANK SME BRANCH
NACHARAM *HYDERABAD*

REGISTERED OFFICE

GOODLIFE RETREAT
1-2-36/2 STREET NO 4
KAKATEEYANAGAR
HABSIGUDA
HYDERABAD
TELANGANA STATE 500007

NOTICE

Notice is hereby given, calling for the 25th Annual General Meeting will be held on 28-9-2018 at 10.30 a.m. at Register Office, 1-2-36/2 Street no 4, Kakateyanagar Habsiguda Hyderabad 500007 to consider and transact the following.

1. To consider and adopt the Audited Balance Sheet as at 31st March, 2018, Profit & Loss A/c. for the year ended on that date and the reports of the Board of Directors and Auditor's thereon.
2. To appoint auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration. M/s. BGS AND ASSOCIATES, Chartered Accountants, the retiring auditors are eligible for re appointment.
3. Any other subject.

BY ORDER OF THE
BOARD OF DIRECTORS
Sd/-

MAZHAR PASHA
Managing Director

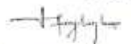
Place: Hyderabad

Date: 20-08-2018

Notes:

1. A member of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy to attend the vote instead of himself and proxy need not be a member. The proxy form should be deposited at the Registered Office of the Company not less than 48 hours before the time for holding the meeting.
2. Members are requested to bring their copies of the Annual Report to the meeting, and handover the attendance slips at the entrance hall of the meeting.

For netripples Software Ltd.


Managing Director

DIRECTOR'S REPORT

To the members,

Your Directors have the pleasure in presenting the 25th Annual Report on the business and operations of your company with audited accounts for the year ended 31st March 2018.

Sustained Operations:

Your directors are pleased to present this year operation results, At the outset, it was an eventful year with sustaining the operations, with austerity measures initiated across the Company towards reducing the cost of operations, marketing, reduced expenditure on Travelling and as well Marketing and Business Development efforts. We continue our growth trend with normal profits, this year with a gross turnover crossing INR 25,66,70,631 /- mark and the net operational profits will be Rs 38,73,506 /-

We have close to 75 products ready and Software Products and services. These are copyrighted and now available with copyright valid in 155 countries and other parts of the world. The revenue generation system has been improved from The *Medical and Hospital suite of Applications* where in

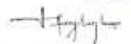
We could add now additional Versions in Cord Blood Bank Management System and also Campus Management system. We foresee a potential revenue generating segment form the target customer segments like Universities, Colleges and Hospitals, Blood Bank, Pharmacy outlets, Retail Segment.

Netripples is now being considered as one of the potential Companies across the world in Health Care IT Segment with key operations. Netripples has also been awarded with SSI certification by Govt of India. This probably will help us in foraying into Govt Segment as we may have benefits as envisaged for SSI and help us to participate in the tenders.

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

Further Outlook:

For netripples Software Ltd.


Managing Director

Your company will continue to explore the possibilities of entering into new markets. At the domestic front your company has been approached with domestic players for networking and global tie-ups including the Global technology partnership and the negotiations are on for tie-up and hopeful to be fruitful soon.

DIRECTORS' RESPONSIBILITY STATEMENT:

Your Directors wish to confirm that:

- i. in the preparation of annual accounts for the year ended 31st March, 2018, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same;
- ii. such accounting policies have been selected and applied consistently and judgments and estimates are made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at 31st March, 2018 and of the profit of the company for the year ended on that date;
- iii. proper and sufficient care has been taken for maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safe guarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. accounts for the financial year ended on 31st March, 2018 are prepared on a going-concern basis.
- v. internal financial controls to be followed by the Company has been laid down and such internal financial controls are adequate and are operating effectively; and
- vi. proper systems have been devised to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

Management Discussions and Analysis

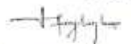
Pursuant to the provisions of clause 49 of the listing agreement, a report on management discussion and analysis is set in the annexure as addition to this report.

Constitution of committees:

It is brought to the notice of the members that the provisions of clause 49 of the listing agreement became applicable to the company by the end of March 2018. As required by the said clause your company has constituted two committees.

1. Shareholders/Investors Grievance Committee comprising of Mr.

For **netripples** Software Ltd.


Managing Director

- a. Sameer Sohrab
Non-Executive Independent Director,
 - b. Mazhar Pasha
Chairman, Executive Director, Member.
 - c. Jameela Afreen.
Non-Executive Director, Member.
2. Audit Committee comprising of
- a. Jameela Afreen
Non-Executive Director, Member.
 - b. Sajid Salman.
Non-Executive Director, Member.

Auditors:

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

Particulars of Employees:

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

Listing: Your Company's shares are presently not traded on the Stock Exchanges of Bangalore and Ahmadabad as the regional stock exchanges are in closure mode and the company stocks are likely to be in BSE dissemination Board.

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

Corporate Governance:

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

Secretarial Compliance Report

As a reflection of your Company's commitment to transparency The Board is pleased to enclose the Secretarial Report for the financial year 2017-2018 as part of the Director's Report.

Acknowledgements:

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

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

Place: Hyderabad

Date: 20.08.2018

Sd/-

MAZHAR PASHA
CHAIRMAN

ANNEXURE TO THE DIRECTOR'S REPORT

Management Discussions and Analysis:

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

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

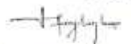
On the plus side, your company now has globally recognized Health care suit of applications, and which can generate revenue and other than segment of back end processing and support services.

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

REPORT ON CORPORATE GOVERNANCE

1. COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE

For **netripples** Software Ltd.


Managing Director

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

2. BOARD OF DIRECTORS

- Composition and category of Directors:

Name	Category	Designation	No of Meetings held During the year	No of Meetings Attended During the Year	Attendance of the Director at Last AGM
Mazhar Pasha	Promoter / Executive Director	Managing Director	6	6	Yes
Jameela Afreen	Non Executive Director	Director	6	6	Yes
Sameer Sohrab	Non Executive Director	Director	64	64	Yes
Sajid Salman	Non Executive Director	Director	6	4	Yes

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

During the financial year 2017-18, 6 meetings of the Board of Directors were held. These meetings were held on 17th April 2017, 7th July 2017, 12th October 2017, 8th January 2018, 12th February 2018 and 30th March 2018.

3. AUDIT COMMITTEE

- Terms of Reference

The Audit Committee has interalia the following terms of reference:

- Reviewing the adequacy of internal control systems
- Over see Company's financial reporting process and the disclosure of the financial information to ensure that, the financial statement is correct, sufficient, and credible.
- Recommend appointment of external auditor, fixation of audit fee and approve of payment of other services.

(d) Reviewing with the management, the Annual financial statements before submission to the Board.

- Composition

- Sajid Salman -Non-Executive - Chairman
- Jameela Afreen -Non Executive Independent Director

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

- Meetings and attendance during the year

Members	Meetings held	Meetings attended
Sameer Sohrab	3	3
Jameela Afreen	3	3

REMUNERATION COMMITTEE

The Company has not constituted Remuneration Committee during the financial year 2017-18

4. INVESTORS' GRIEVANCE COMMITTEE

- Terms of Reference

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

- Composition

- Jameela Afreen
Non-Executive Director -Chairman
- Mazhar Pasha
Executive Director - Member
- Sameer Sohrab
Non Executive Director - Member

- Meetings and attendance during the year

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

6. SHAREHOLDERS' MEETINGS

- Details of last three Annual General Meetings held:

Date	Venue	Time	No of Special Resolutions
Sept' 26, 2016	1-2-36/2 Street no 4 Kakateeyanagar Habsiguda Hyderabad	10.30 am	Nil
Sept 30, 2017	1-2-36/2 Street no 4 Kakateeyanagar Habsiguda Hyderabad	10.30 am	Nil
Sept 28 2018	Registered Office 1-2-36/2 Street no 4 Kakateeyanagar Habsiguda, Hyderabad 7		Nil

Unaudited financial results for:

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

7. DISCLOSURES

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

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

8. MEANS OF COMMUNICATION

- During the financial year 2017-18, the Company has been maintaining communication between Investors, Stock exchanges and all the enquires or information has desired were being furnished by the company.
- Management Discussion and Analysis forms part of this Annual Report and is provided elsewhere in this report.

9. GENERAL SHAREHOLDER INFORMATION

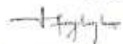
- The Annual General Meeting of the Company will be held on 28th September 2018 at 10:30 A.M at registered office 1-2-36/2; Street no 4; Kakateeyanagar; Habsiguda; Hyderabad.

- Financial Calender (Subject to change):

First Quarter April to June 2017
 Second Quarter July to September 2017
 Third Quarter October to December 2017
 Fourth Quarter January 2018 to March 2018

- Date of Book Closure from 21st September 2018 to 30th September 2018 (both days inclusive)
- The shares of the Company are in Dessimination Board of National Stock Exchange

For **netripples** Software Ltd.


 Managing Director

- Stock Code: INE 478B01018
- Monthly price data: No Trading of the shares have taken place for whole year as it is dissemination Board

Nil trading during the year

• **Registrar and Transfer Agent:**

Hyderabad Office : Bigshare Services Pvt. Ltd.

306, Right Wing, Amrutha Ville,

Opp. Yasodha Hospital,

Somajiguda, Raj Bhavan Road,

Hyderabad - 500 082.

Tel : 91-40-2337 4967 | 2337 0295

email Id:bsshyd@bigshareonline.com

Mumbai Head Office :

Bigshare Services Private Limited

Regd.Off: E-2/3, Ansa Industrial Estate,

Sakivihar Road, Sakinaka, Andheri (E),

Mumbai - 400 072.

• **Share Transfer System**

Share transfers are registered and returned within 30 days from the date of receipt, if the documents are in order in all respects.

The shares of the Company were issued to public in Dematerialization form.

The Company has not issued any instruments, which are convertible into equity during the financial year 2017-18

- Address for Correspondence:

Netripples Software Limited

1-2-36/2 Street no 4, Kakateyanagar

Habsiguda Hyderabad

e-mail:info@netripples.com

By Order of the Board

MAZHAR PASHA

Managing Director

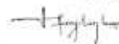
Date: 20.08.2018, Place: Hyderabad

Annexure - I
Form NO. MR-3

SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2018

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For netripples Software Ltd.



Managing Director

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

To,

The Members,
Netripples Software Limited

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Netripples Software Limited** (hereinafter called the 'Company'). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on March 31st, 2018, complied with the statutory provisions listed here under and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31st, 2018, according to the provisions of:

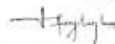
- i. The Companies Act, 2013 (the Act) and the Rules made there under:
- ii. The Securities Contract (Regulation) Act, 1956('SCRA') and the Rules made there under:
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under,

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

- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings.
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;(upto 14th may 2015) and Securities And Exchange Board

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For **netripples** Software Ltd.


Managing Director

Of India (Prohibition Of Insider Trading) Regulations, 2015 (Effective From 15th May 2015);

- c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **[Not Applicable As The Company Has Not Issued Any Further Share Capital During The Period Under Review]**
 - d) The Securities and Exchange Board of India (share based employee benefits) Regulations, 2014; **[Not applicable to the Company during the period of audit];**
 - e) The Securities and Exchange Board of India (Issue and listing of Debt Securities) Regulations, 2008 **[Not applicable to the Company during the period of audit];**
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Company Act and dealing with client; **[Not applicable as the Company is not registered as the registrar to the issue and share transfer agent during the financial year under review of audit]**
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares Regulations, 2009; (Not applicable to the Company during the period of audit); and
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not applicable to the Company during the period of audit.
- v. Other laws specifically applicable to the company as per the representations made by the management.

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

- i. Secretarial Standards issued by The Institute of Company Secretaries of India was applicable and compiled.
- ii. The Listing Agreements entered into by the Company with BSE Limited.
- iii. The Company has given all publications as required relating to Board Meetings, Annual General Meetings and unaudited financial results.
- iv. Section 203 of the Companies Act, 2013 is complied. The company had made its entire good attempt to appoint a company secretary but could not find.
- v. The website of the Company is updated as per the requirements.

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

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

We further report that The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. Decisions at the Board Meetings are carried out unanimously as recorded in the Minutes.

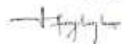
We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines. We further report that the shares of the company listed with BSE Limited. The report is to be read with our letter of even date which is annexed as **Annexure A** and forms an integral part of this report.

Place : VIJAYAWADA
Date : 20/08/2018

CS KODE HEMACHAND
Company Secretary

Mem. No. 35463
CP No. 13416

For netripples Software Ltd.


Managing Director

'ANNEXURE A'

To,

The Members,
Netripples Software Limited

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

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

Place : VIJAYAWADA
Date : 20/08/2018

CS KODE HEMACHAND
Company Secretary

Mem. No. 35463
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For netripples Software Ltd.

Managing Director

CERTIFICATE ON CORPORATE GOVERNANCE

(April 2017 to March 2018)

To,
The Members of Netripples Software Limited.

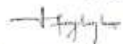
1. We have examined the compliance of conditions of Corporate Governance by Netripples Software Limited (“the Company”) for the year ended March 31, 2018, as stipulated in clause 49 of the Listing Agreement of the said Company with stock exchanges.
2. The compliance of condition of Corporate Governance is the responsibility of management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
3. In our opinion and to the best of our information and according to the explanations given, was satisfactory covering the minimum compliances of Corporate Governance.

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

4. We state that in respect of investor grievances received during the year ended March 31, 2018, we are able to state that the investor grievances were not pending for a period exceeding one month against the Company.
5. We further state that compliance is neither an assurance as to the future viability of the company nor the efficiency with which the management has conducted the affairs of the company.

For BGS & ASSOCIATES
Chartered Accountants
Sd/-
B.Govardhana Setty
Proprietor
Date : 14.08.2018,
Place : Hyderabad.

For netripples Software Ltd.


Managing Director

INDEPENDENT AUDITORS' REPORT

To the Members of NETRIPPLELS SOFTWARE LIMITED

Report on the Financial Statements

We have audited the accompanying standalone financial statements NETRIPPLELS SOFTWARE LIMITED as at March 31, 2018, the Statement of profit and loss for the year ended, the Statement of changes in the equity, the statement of changes in the cash flows and a summary of the significant accounting policies and other explanatory information.

Management's responsibility for the Financial Statements:

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

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safe guarding of assets of the company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of financial statements that give a true and fair view and are free from material misstatements, whether due to fraud or error.

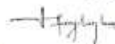
Auditor's responsibility

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

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

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

For netripples Software Ltd.


Managing Director

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

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

Opinion

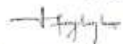
In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the company as March 31, 2018, and its profit for the year ended on the date.

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

Report on other legal and regulatory requirements.

- (1) As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
- (2) As required by Sec 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
 - c) The Balance Sheet and Statement of profit and loss and the Cash Flow Statement dealt with by this report are in agreement with the books of account.
 - d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

For netripples Software Ltd.


Managing Director

- e) On the basis of confirmations received from the Directors and taken on record by the Board of Directors, none of the Directors is disqualified as on 31st March 2018 from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure B”. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company’s internal financial controls over financial reporting.
- g) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - I) The Company does not have any pending litigations which would impact its financial position.
 - II) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

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

Place: Hyderabad

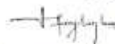
Date: 14.08.2018.

“Annexure A” to the Independent Auditors’ Report

Referred to in paragraph 1 under the heading ‘Report on Other Legal & Regulatory Requirement’ of our report of even date to the financial statements of the Company for the year ended March 31, 2018:

- 1) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
- (b) The Fixed Assets have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.
- (c) The title deeds of immovable properties are held in the name of the company.
- 2) (a) The management has conducted the physical verification of inventory at reasonable intervals.
- b) The discrepancies noticed on physical verification of the inventory as compared to books

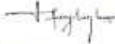
For **netripples** Software Ltd.


Managing Director

records which has been properly dealt with in the books of account were not material.

- 3) The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company and hence not commented upon.
- 4) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 In respect of loans, investments, guarantees, and security.
- 5) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- 6) As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.
- 7) (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2018 for a period of more than six months from the date on when they become payable.
b) According to the information and explanation given to us, there are no dues of income tax, sales tax, outstanding on account of any dispute.
- 8) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks. The Company has not taken any loan either from financial institutions or from the government and has not issued any debentures.
- 9) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.
- 10) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
- 11) Based upon the audit procedures performed and the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act;
- 12) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.
- 13) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- 14) Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not

For netripples Software Ltd.


Managing Director

- commented upon.
- 15) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- 16) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

For and on behalf of
BGS& Associates
Chartered Accountants
Firm's registration number:013021S

Sd/-

Proprietor

Membership number:224317

Place: Hyderabad,

Date: 14.08.2018.

Annexure – B to the Independent Auditors' Report

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

We have audited the internal financial controls over financial reporting of NETRIPPLELS SOFTWARE LIMITED as of March 31, 2018 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

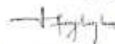
Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India and the Standards on Auditing deemed to be prescribed under Section 143(10) of the Companies Act,

For netripples Software Ltd.


Managing Director

2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls over Financial Reporting:

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

- 1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company.

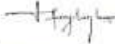
- 2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company.

- 3) Provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the 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

For netripples Software Ltd.


Managing Director

over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For BGS & ASSOCIATES,
Chartered Accountants.

Sd/-

Proprietor

Membership No :224317,

Place: Hyderabad,

Date: 14.08.2018.

NETRIPPLELS SOFTWARE LIMITED
HYDERABAD

SIGNIFICANT ACCOUNTING POLICIES FORMING A PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2018

Accounting convention

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

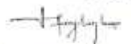
All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the 2013 Act. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in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

A. Change in Accounting policy

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

B. Use of Estimates

For **netripples** Software Ltd.


Managing Director

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

C. Revenue Recognition:

a) Sale of goods

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

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

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

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

D. Tangible and Intangible Fixed Assets

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

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

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

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

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

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

E. Depreciation

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

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

F. Inventories

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

G. Investments

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

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

H. Foreign Currency Transactions

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

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

I.

J. Cash and Cash equivalents

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

K. Lease

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

L. Borrowing Cost

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

M. Subsidy

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

N. Impairment of assets

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

O. Accounting for Taxes on Income

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

P. Provisions & Contingent liabilities

A provision is recognized when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the notes.

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

Q. Earnings Per Share.

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

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

R. Segment Reporting.

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

S. Income taxes

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

Deferred tax is recognized on timing differences; being the difference between taxable income and accounting income that originate in one period and are capable of reversing in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted as at the reporting date.

Deferred tax assets are recognized for timing differences other than unabsorbed depreciation and carry forward losses only to the extent that there is a reasonable certainty that there will be sufficient future taxable income to realize the assets. Deferred tax asset pertaining to unabsorbed depreciation and carry forward of losses are recognized only to the extent there is a virtual certainty of its realization.

The accounts of Sundry Debtors, Sundry Creditors and Advances are subject to confirmation.

T. The figures have been rounded off to the nearest Rupee.

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

V. The Previous year's figures have been reworked, regrouped, rearranged and reclassified wherever necessary. Amounts and other disclosures for the preceding year are included as an integral part of the current year financial statements and are to be read in relation to the amounts and other disclosures relating to the current year.

For BGS & ASSOCIATES,
Chartered Accountants.

FRN-0013021S

Sd/-

B. Govardhana Setty

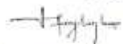
Proprietor


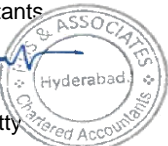

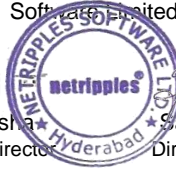

Membership No :224317


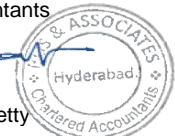
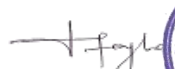


Place: Hyderabad,

Date: 14.08.2018.

For **netripples** Software Ltd.

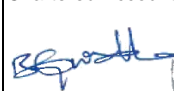

Managing Director

NETRIPPLES SOFTWARE LIMITED				netripples	
AUDITED BALANCE SHEET As on 31 March 2018					
AS	Particulars	Note No.	As on 31 March 2018	As on 31 March 2017	
			Rs	Rs	
	A EQUITY AND LIABILITIES				
	1 Shareholders' funds				
	(a) Share capital	3	68,169,000	68,169,000	
	(b) Reserves and surplus	4	25,906,142	22,032,636	
	(c) Money received against share warrants				
			94,075,142	90,201,636	
	2 Share application money pending allotment				
	3 Non-current liabilities				
	(a) Long-term borrowings				
	(b) Deferred tax liabilities (net)	25	2,361,065	2,361,065	
	(c) Other long-term liabilities				
	(d) Long-term provisions				
			2,361,065	2,361,065	
	4 Current liabilities				
	(a) Short-term borrowings	5	28,690,270	38,248,542	
	(b) Trade payables	6	1,850,863	634,560	
	(c) Other current liabilities				
	(d) Short-term provisions	7	331,321	62,340	
			30,872,454	38,945,442	
	TOTAL		127,308,661	131,508,143	
	B ASSETS				
	1 Non-current assets				
	(a) Fixed assets				
	(i) Tangible assets	8	3,147,289	2,823,588	
	(b) Non-current investments				
	(c) Deferred tax assets (net)				
	(d) Long-term loans and advances	10	3,104,788	3,104,788	
	(e) Other non-current assets	11	2,024,704	2,249,671	
			5,129,492	5,354,459	
	2 Current assets				
	(a) Current investments				
	(b) Inventories	12	107,491,440	106,956,657	
	(c) Trade receivables	13	11,510,540	16,329,959	
	(d) Cash and cash equivalents	14	18,450	22,140	
	(e) Short-term loans and advances	15	11,450	21,340	
	(f) Other current assets	16	-	-	
			119,031,880	123,330,096	
	TOTAL		127,308,661	131,508,143	
	See accompanying notes forming part of the financial statements		0	0	
In terms of our report attached. For BGS & ASSOCIATES Chartered Accountants		For and on behalf of the Board of Directors Netripples Software Limited			
  B. Govardhana Setty Date :: 14.08.2018 Place Hyderabad		  Mazhar Pasha Managing Director			
		 Sameer Sohrab Director			

		netripples		
		NETRIPPLES SOFTWARE LIMITED		
		AUDITED PROFIT AND LOSS ACCOUNT (WITHOUT EBITDA) As on 31 March 2018		
		(Statement of Profit and Loss without stating EBITDA)		
			For the Year ended 31 March 2018	For the Year ended 31 March 2017
		Particulars	Note No.	
A	CONTINUING OPERATIONS			
1	Revenue from operations (gross)			
	Exports		17	255,373,059
	Indigenous			223,822,411
	Less: Excise duty			4,283,546
	Revenue from operations (net)			
2	Other income			
3	Total revenue (1+2)		17	256,670,631
4	Expenses			
	(c) Changes in inventories of finished goods,		18	534,783
	(d) Employee benefits expense		19	-7,628,940
	(e) Finance costs		20	4,500,667
	(f) Depreciation and amortisation expense		20	4,509,332
	(g) Other expenses		8	2,614,679
	Total expenses		21	239,070,803
				218,190,460
				222,417,040
5	Profit / (Loss) before product Upgrade /Exceptional items and tax (3 - 4)			4,900,287
6	Product Compatibility Upgrades /Exceptional			
7	Profit / (Loss) before extraordinary items and			4,900,287
8	Extraordinary items (under evaluation)		22	695,460
9	Profit / (Loss) before tax (7 ± 8)			4,204,827
10	Tax expense:			
	(a) Current tax expense for current year		7	331,321
	(b) (Less): MAT credit (where applicable)			43,000
	(c) Current tax expense relating to prior years			
	(d) Net current tax expense			331,321
	(e) Deferred tax liability			43,000
11	Profit / (Loss) from continuing operations (9			3,873,506
B	DISCONTINUING OPERATIONS			
13	Profit / (Loss) from discontinuing operations			2,811,324
C	TOTAL OPERATIONS			
14	Profit / (Loss) for the year (11 ± 13)			3,873,506
				2,811,324
		In terms of our report attached.		
		For BGS & ASSOCIATES		
		Chartered Accountants		
		 		
		B.Govardhana Setty		
		Date :14.08.2018		
		Place : Hyderabad		
		For and on behalf of the Board of Directors		
		Netripples Software Limited		
		  		
		Mazhar Pasha		
		Managing Director		
		Sameer Sohrab		
		Director		

NETRIPPLES SOFTWARE LIMITED				
AUDITED PROFIT AND LOSS ACCOUNT (WITH EBITDA) As on 31 March 2018				
(Statement of Profit and Loss stating EBITDA)				
	Particulars	Note No.	For the Year ended 31 March 2018	For the Year ended 31 March 2017
	A CONTINUING OPERATIONS			
	1 Revenue from operations (gross)	22	255,373,059	223,822,411
	Domestic Income	22	1,297,572	4,283,546
	Revenue from operations (net)		256,670,631	228,105,957
	2 Expenses			
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	24.c	534,783	-7,628,940
	(d) Employee benefits expense	25	5,040,747	4,500,667
	(e) Other expenses	27	239,070,803	218,190,460
	Total		244,646,333	215,062,187
	3 Earnings before exceptional items, extraordinary		12,024,297	13,043,769
	4 Finance costs	26	4,509,332	4,946,212
	5 Depreciation and amortisation expense	12.C	2,614,679	2,408,641
	6 Other income	23		
	7 Profit / (Loss) before exceptional and		4,900,287	5,688,916
	8 Exceptional items	28.a		2,834,590
	9 Profit / (Loss) before extraordinary items and tax		4,900,287	2,854,326
	10 Extraordinary items	28.b	695,460	
	11 Profit / (Loss) before tax (9 ± 10)		4,204,827	2,854,326
	12 Tax expense:			
	(a) Current tax expense for current year		331,321	43,000
	(b) (Less): MAT credit (where applicable)			
	(c) Current tax expense relating to prior years			
	(d) Net current tax expense		331,321	43,000
	(e) Deferred tax			
			331,321	43,000
	13 Profit / (Loss) from continuing operations (11 ±		3,873,506	2,811,326
	B DISCONTINUING OPERATIONS			
	14.i Profit / (Loss) from discontinuing operations	30.11		
	14.ii Gain / (Loss) on disposal of assets / settlement	30.11		
	14.iii Add / (Less): Tax expense of discontinuing operations	30.11		
	(a) on ordinary activities attributable to the discontinuing operations			
	(b) on gain / (loss) on disposal of assets / settlement of liabilities			
	15 Profit / (Loss) from discontinuing operations (14.i ± 14.ii ± 14.iii)	30.11		
	C TOTAL OPERATIONS		3,873,506	2,811,326
	16 Profit / (Loss) for the year (13 ± 15)		3,873,506	2,811,326

In terms of our report attached.
For BGS & ASSOCIATES
Chartered Accountants



B. Govardhana Setty
Place : Hyderabad
Date 14.08.2018



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


Mazhar Pasha
Managing Director




Sameer Sohrab
Director

CASH FLOW STATEMENT FOR COMPANIES OTHER THAN FINANCE		netripples	
Cash Flow Statement for the year ended As on 31 March 2018			
		For the Year ended 31 March 2018	For the Year ended 31 March 2017
		Rs	Rs
A. Cash flow from operating activities			
Net Profit / (Loss) before extraordinary items		4,900,287	2,854,324
<i>Adjustments for:</i>			
Depreciation and amortisation		2,614,679	2,408,641
Provision for impairment of fixed assets and Other R & T and Legal Expenses		112,564	100,504
(Profit) / loss on sale / write off of assets			
Expense on employee stock option scheme			
Finance costs		22,002	66,289
Operating profit / (loss) before working		7,649,532	5,429,758
<i>Adjustments for (increase) / decrease in</i>			
Inventories		-534,783	-2,408,141
Trade receivables		4,819,419	621,214
Short-term loans and advances			
Long-term loans and advances		3,104,788	3,104,788
Other current assets		224,967	249,963
Other non-current assets			
<i>Adjustments for increase / (decrease) in</i>			
Trade payables		1,216,303	-91,847
Other current liabilities			
Other long-term liabilities			
Short-term provisions		268,981	-7,900
Long-term provisions			
Cash flow from extraordinary items			
Cash generated from operations		16,749,207	6,897,835
Net income tax (paid) / refunds		-	-
		16,749,207	6,897,835
Net cash flow from / (used in) operating		16,749,207	6,897,835



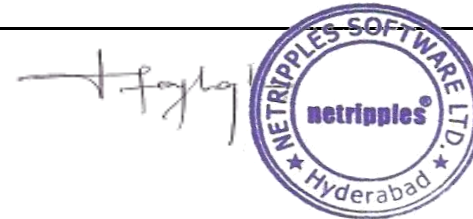
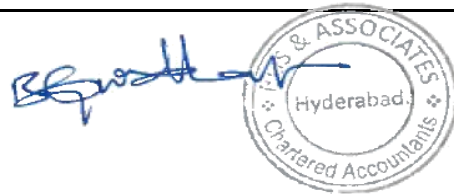






Particulars		As on 31 March 2018		As on 31 March 2017	
		No of Shares	Amount	No of Shares	Amount
netripples					
#REF! Notes forming part of the financial statements Financial Year As on 31 March 2018 Note 3 Share capital @					
(a) Authorised Equity shares of Rs.10 each with voting rights	7,860,000	78,600,000	7,860,000	78,600,000	
	7,860,000	78,600,000	7,860,000	78,600,000	
(b) Issued # Equity shares of Rs.10 each with voting rights	-	68,169,000	6,816,900	68,169,000	
	6,816,900	68,169,000	6,816,900	68,169,000	
Equity shares of ` 10/- each with differential voting rights	-	68,169,000	6,816,900	68,169,000	
(c) Subscribed and fully paid up Equity shares of Rs.10 each with voting rights	6,816,900	68,169,000	68,169,000	68,169,000	
	68,169,000	68,169,000	68,169,000	68,169,000	
(d) Subscribed but not fully paid up	68,169,000.00	68,169,000	68,169,000	68,169,000	
Total	6,816,900	68,169,000	6,816,900	68,169,000	



	NETRIPPLES SOFTWARE LIMITED		netripples
	Notes forming part of the financial statements Financial Year As on 31 March 2018		
	Note 4 Reserves and surplus		
	Closing balance	For the year ended 31 March 2018	For the year ended 31 March 2017
	(g) General reserve		
	Opening balance	22,032,636	19,178,312
	Add: Transferred from surplus in Statement of Profit and Loss	3,873,506	2,854,324
	Less: Utilised / transferred during the year for:		
	Issuing bonus shares		
	Others (give details)		
	Closing balance	25,906,142	22,032,636



		netripples	
		NETRIPPLES SOFTWARE LIMITED	
		Notes forming part of the financial statements Financial Year As on 31 March 2018	
		Note 5 Short-term borrowings	
	Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
	(a) Loans repayable on demand		
	From banks		
	Secured	20,119,532	22,171,509
	Unsecured Loans		324,560
	Term Loan	7,732,774	14,465,500
	Vehicle Loan	837,964	1,286,973
	Others		
	Total	28,690,270	38,248,542
	In case of borrowings for which the Company has not provided any security but only guarantees by directors or others have been provided for such borrowings, they should be classified as unsecured.		
	@ Details of loans and advances to related parties should be given in accordance with the disclosure requirements contained in AS 18 <i>Related Party Disclosures</i> .		




NETRIPPLES SOFTWARE LIMITED			
Notes forming part of the financial statements Financial Years on 31 March 2018		netripples	
Note 6 Trade payables *			
	Particulars	As at 31 March 2018	As at 31 March 2017
	Trade payables: Acceptances Other than Acceptances	1,850,863	634,560
	Total	1,850,863	634,560
* Trade payables are dues in respect of goods purchased or services received (including from employees, professionals and others under contract) in the normal course of business.			

Notes forming part of the financial statements Financial Year As on 31 March 2018			
		netripples	
	Note 7 Short-term provisions		
	Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
	(b) Provision - Others:	261500	
	(i) Provision for tax - Current Year	69,821	62,340
	(ii) Provisions for taxes up to last year		
		331,321	62,340
	Total	331,321	62,340



NETRIPPLES SOFTWARE LIMITED

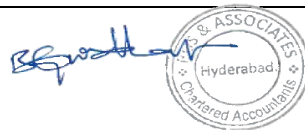
Notes forming part of the financial statements As on 31 March 2018


Note 8.0 Fixed assets

A.	Tangible assets	Gross block									
		Balance as at 1 April, 2017	Additions	Disposals	Acquisitions through business combinations	Reclassified as held for sale	Revaluation increase	Effect of foreign currency exchange	Borrowing cost capitalised	Other adjustments	Balance as at 31 March, 2018
	(a) Plant and Equipment	14615947	1756000								16371947
	(b) Furniture and Fixtures	5046284	435460								5481744
	(c) Electrical Installations	4059067	456470								4515537
	(d) Vehicles	2259860	0								2259860
	(e) Office equipment	5413225	290450								5703675
	Total	31394383	2938380	0							34332763
	Previous year										

Note 8 Fixed assets (contd.)

A	Tangible assets	Accumulated depreciation and impairment							Net block		
		Balance as at 1 April, 2017	Depreciation / amortisation expense for the year 2017-18	Eliminated on disposal of assets	Eliminated on reclassification as held for sale	Impairment losses recognised in statement of profit and loss	Reversal of impairment losses recognised in Statement of Profit and Loss	Other adjustments	Balance as at 31 March, 2018	Balance as at 31 March, 2018	Balance as at 31 March, 2017
	(a) Plant and Equipment	14189044	818597						15007641	1364306	426903
	(b) Furniture and Fixtures	4711212	548174						5259386	222358	335072
	(c) Electrical Installations	3994145	451554						4445698	69839	64922
	(d) Vehicles	596798	225986						822784	1437076	1663062
	(e) Office equipment	5079598	570368						5649965	53710	333627
	Total	28570795	2614679						31185474	3147289	2823588



		NETRIPPLES SOFTWARE LIMITED		
		Notes forming part of the financial statements Financial Year As on 31 March 2017		netripples
		Note 9 Depreciation		
Ref. No.	Particulars	UNAUDITED		
	C.	Depreciation and amortisation relating to continuing operations:		
		Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
		Depreciation and amortisation for the year on tangible assets as per Note 12 A	2,614,679	2,408,641
		Depreciation and amortisation for the year on intangible assets as per Note 12 B		
		Less: Utilised from revaluation reserve		
		Depreciation and amortisation relating to discontinuing operations (Refer Note 30.11)		
		Depreciation and amortisation relating to continuing operations	2,614,679	2,408,641
		Notes:		
		(i) Details of amounts written off on reduction of capital or revaluation of assets or sums added to assets on revaluation during the preceding 5 years:		







NETRIPPLES SOFTWARE LIMITED Notes forming part of the financial statements Financial Year As on 31 March 2018 Note 10 Long-term loans and advances netripples			
	Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
	(b) Security deposits Secured, considered good	99,788	99,788
	Less: Provision for doubtful deposits Secured and Considered Good (ESOP)	0	0
	Total	3,104,788	3,104,788







NETRIPPLES SOFTWARE LIMITED Notes forming part of the financial statements As on 31 March 2018 Note 11 Other non-current assets <div style="text-align: right;">netripples</div>			
Ref. No.	Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
	Non Current Assets		
	(ii) Public issue expenses (where applicable)	716,143	795,714
	(iii) Preliminary & Preoperative	1,308,561	1,453,957
	Total	2,024,704	2,249,671







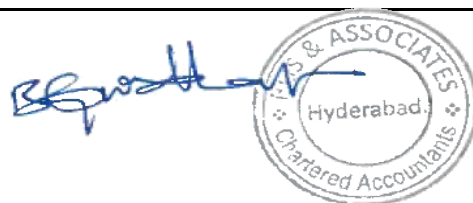
NETRIPPLES SOFTWARE LIMITED			
Notes forming part of the financial statements Financial Year As on 31 March 2018			
Note 12 Inventories (At lower of cost and net realisable value)		netripples	
	Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
	(b) Work-in-progress @ (Refer Note below) Goods-in-transit	34,118,463	33,948,719
		34,118,463	33,948,719
	(c) Finished goods (other than those acquired for Goods-in-transit/Milestones Under Acceptance	73,372,977	73,007,938
		73,372,977	73,007,938
	Total	107,491,440	106,956,657



NETRIPPLES SOFTWARE LIMITED netripples			
Notes forming part of the financial statements Financial Year As on 31 March 2018			
Note 13 Trade receivables @			
Particulars		For the year ended 31 March, 2018	For the year ended 31 March, 2017
Other Trade receivables			
Secured, considered good		11,510,540	16,329,959
Doubtful			
Less: Provision for doubtful trade receivables			
Total		11,510,540	16,329,959
Note: Trade receivables include debts due from:			



NETRIPPLES SOFTWARE LIMITED Notes forming part of the financial statements Financial Year As on 31 March 2018 <div style="text-align: right;">netripples</div>			
Note 14 Cash and cash equivalents			
	Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
	(a) Cash on hand	18,450	22,140
	(b) Cheques, drafts on hand		
	(c) Balances with banks		
	(i) In current accounts	-	-
	(ii) In EEFC accounts		
	(iii) In deposit accounts (Refer Note (i) below)		
	(d) Others (specify nature)		
	Total	18,450	22,140
	Of the above, the balances that meet the definition of Cash and cash equivalents as per AS 3 <i>Cash Flow Statements</i> is		





NETRIPPLES SOFTWARE LIMITED Notes forming part of the financial statements Financial Year As on 31 March 2018 Note 15 Short-term loans and advances (contd.) <div style="text-align: right;">netripples</div>			
Particulars			
Note: Short-term loans and advances include amounts due from:			
	Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
	Directors *	11,450	21,340
	Other officers of the Company *		
	Firms in which any director is a partner (give details per Private companies in which any director is a director or member (give details per company)		
		11,450	21,340
✍ *Or any of them either severally or jointly with any other person to be stated separately.			

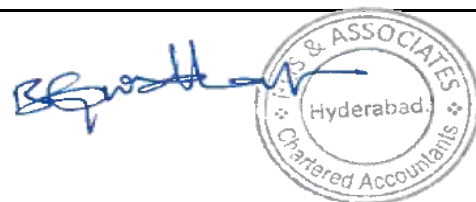


Notes forming part of the financial statements Financial Years on 31 March 2018				
Note 17 Revenue from operations				netripples
		Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
	(a)	Sale of products @ (Refer Note (i) below)		
		Exports	255,373,059	223,822,411
		Domestic Sales	1,297,572	4,283,546
	(b)	Sale of services @ (Refer Note (ii) below)		
	(c)	Other operating revenues # (Refer Note (iii) below)		
			256,670,631	228,105,957
		<u>Less:</u>		
	(d)	duties		
		Total	256,670,631	228,105,957



NETRIPPLES SOFTWARE LIMITED			
Notes forming part of the financial statements Financial Year As on 31 March 2018			
			netripples
Note 18 Changes in inventories of finished goods, work-in-progress and stock-in-trade @			
Ref. No.	Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
	<u>Inventories at the end of the year:</u>		
	Finished goods	73,372,977	73,007,938
	Work-in-progress	34,118,463	33,948,719
	Stock-in-trade		
		107,491,440	106,956,657
	<u>Inventories at the beginning of the year:</u>		
	Finished goods	73,007,938	67,599,942
	Work-in-progress	33,948,719	31,727,775
	Stock-in-trade/Milestone Under Acceptance		
		106,956,657	99,327,718
	Net (increase) / decrease	534,783	(7,628,940)
 			

NETRIPPLES SOFTWARE LIMITED netripples			
Notes forming part of the financial statements Financial Year As on 31 March 2018			
Note 19 Employee benefits expense			
	Particulars	For the year ended 31 March,	For the year ended 31 March, 2017
	Salaries and wages #	4932438.56	4,403,963
	Contributions to provident and other funds (Refer Note 30.4) @		
	Expense on employee stock option (ESOP) scheme (Refer Note 31) *		
	Staff welfare expenses **	108308.48	96,704
	Total	5,040,747	4,500,667



<p style="text-align: right;">netripples</p> <p>NETRIPPLES SOFTWARE LIMITED Notes forming part of the financial statements Financial Year As on 31 March 2018</p>			
Note 20 Finance costs			
	Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
	(a) Interest expense on: Borrowings	4,487,330	4,879,923.00
	(b) Bank Charges	22,002	66,289
	Total	4,509,332	4,946,212



NETRIPPLES SOFTWARE LIMITED		netripples	
Notes forming part of the financial statements Financial Year As on 31 March 2018			
Note 21 Other expenses			
	Particulars	For the year	For the year
		ended 31 March, 2018	ended 31 March, 2017
	Travelling and conveyance *	297,270	276,880
	Communication *	103,703	81,775
	Computer Peripherals and Consumables	56,523	50,467
	Rent A/c		-
	Insurance A/c	170,573	152,297
	Rates and Taxes	115,376	103,014
	Project Infrastructure & Networking Services	64,496,472	60,391,285
	Printing & Stationary and Books	74,972	66,939
	Power and Fuel	172,083	213,825
	Advertisement Expenses	12,930	11,545
	Project Operating Software Tools and SW Services	53,309,187	53,013,493
	Security Services		-
	Business Promotions		-
	Repairs and maintenance - Others *	58,686	34,740
	Office Maintenance	68,871	61,492
	General Expenses	168,226	163,393
	Project Consulting Charges	25,474,901	23,273,323
	Directors Sitting Fee	18,807	16,792
	Miscellaneous Expenses		-
	Project Third party SW Integration & Config Services	48,129,258	40,668,861
	Preliminary & Pre-Operative expenses written off	145,396	201,041
	Public issue expenses written off	79,572	110,025
	R & T ,Legal and Professional Charges	112,564	100,504
	Subscriptions & Seminars Membership Fees	102,247	91,292
	Vehicle Maintenance	139,467	19,428
	Project Medical Equipment & Device Integration	45,763,719	39,027,438
	Total	239,070,803	218,129,850
Note 21 Other expenses (contd.)			
Particulars			
Notes:			
	Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
	(i) Payments to the auditors comprises (net of service As auditors - statutory audit	60610	60610
	Total	60610	60610



	<p style="text-align: right;">netripples</p> <p>NETRIPPLES SOFTWARE LIMITED</p> <p>Notes forming part of the financial statements Financial Year As on 31 March 2018</p> <p>Note 22 Exceptional items @</p>		
	Particulars	For the year ended March , 2018	For the year ended March , 2017
	Product Upgrade and Compatibility to New	695,460	2,834,590
	Total	695,460	2,834,590
	<p>@ Exceptional items are items of income and expenses which are of such size, nature or incidence that their disclosure (giving details) is relevant to explain the performance of the Company.</p>		



Note 23 Revenue Segment Information as on 31.03.2018

netripples

Ref. No.	Note	Particulars								
		Segment information								
		The Company has identified business segments as its primary segment and geographic segments as its secondary segment. Business segments are primarily Application Software Health care and Software Products & Services. Revenues and expenses directly attributable to segments are reported under each reportable segment. Expenses which are not directly identifiable to each reportable segment have been allocated on the basis of associated revenues of the segment and manpower efforts. All other expenses which are not attributable or allocable to segments have been disclosed as unallocable expenses. Assets and liabilities that are directly attributable or allocable to segments are disclosed under each reportable segment. All other assets and liabilities are disclosed as unallocable.								
		Particulars	For the year ended 31 March 2018				For the year ended 31 March 2017			
			Business Segments		Eliminations	Total	Business Segments		Eliminations	Total
			Healthcare Application Software	Software Products & Services			Healthcare Application Software	Software Products & Services		
		Revenue	154,002,379	102,668,252	-	256,670,631	136,863,574	91,242,383		228,105,957
		Inter-segment revenue								
		Total	154,002,379	102,668,252		256,670,631	136,863,574	91,242,383		228,105,957



NETRIPPLES SOFTWARE LIMITED		netripples	
Notes forming part of the financial statements Financial Year As on 31.03.2018			
Note 24 Earnings Per Share			
Note	Particulars	For the Year ended on 31st March 2018	For the Year ended on 31st March 2017
	Earnings per share		
	<u>Basic</u>		
	<u>Continuing operations</u>		
	Net profit / (loss) for the year from continuing operations	3,873,506	2,811,324
	Less: Preference dividend and tax thereon	-	-
	Net profit / (loss) for the year from continuing operations attributable to	3,873,506	2,811,324
	Weighted average number of equity shares	6,816,900	6,816,900
	Par value per share	10	10
	Earnings per share from continuing operations - Basic	0.5682	0.4124
	<u>Total operations</u>		
	Net profit / (loss) for the year	3,873,506	2,811,324
	Less: Preference dividend and tax thereon	-	-
	Net profit / (loss) for the year attributable to the equity shareholders	3,873,506	2,811,324
	Weighted average number of equity shares	6,816,900	6,816,900
	Par value per share	10	10
	Earnings per share - Basic	0.5682	0.4124
	<u>Continuing operations</u>	0	0
	Net profit / (loss) for the year from continuing operations	3,873,506	2,811,324
	Net profit / (loss) for the year from continuing operations attributable to	3,873,506	2,811,324
	Weighted average number of equity shares	6,816,900	6,816,900
	Par value per share	10	10
	Earnings per share from continuing operations, excluding extraordinary	0.5682	0.4124
	<u>Total operations</u>		
	Net profit / (loss) for the year	3,873,506	2,811,324
	Net profit / (loss) for the year attributable to the equity shareholders,	3,873,506	2,811,324
	Weighted average number of equity shares	6,816,900	6,816,900
	Par value per share	10	10
	Earnings per share, excluding extraordinary items - Basic	0.5682	0.4124



NETRIPPLES SOFTWARE LIMITED				
Notes forming part of the financial statements Financial Year 2017-18				
netripples				
GN 6.13 Note 25 Deferred Tax Liabilities				
Ref. No.	Note	Particulars	As at 31 March 2018	As at 31 March 2017
		Deferred tax (liability) / asset		
		Tax effect of items constituting deferred tax liability		
		On difference between book balance and tax balance of fixed		
		On expenditure deferred in the books but allowable for tax	2,361,065	2,361,065
		On items included in Reserves and surplus pending		
		Others		
		Tax effect of items constituting deferred tax liability	2,361,065	2,361,065
		Net deferred tax (liability) / asset	2,361,065	2,361,065
		The Company has recognised deferred tax asset on unabsorbed depreciation to the extent of the corresponding deferred tax liability on the difference between the book balance and the written down value of fixed assets under Income Tax (or) The Company has recognised deferred tax asset on unabsorbed depreciation and brought forward business losses based on the Management's estimates of future profits considering the non-cancellable customer orders received by the Company.		
		The net deferred tax liability / asset should always be classified as non-current and disclosed on the face of the Balance Sheet.		




NETRIPPLES SOFTWARE LIMITED
Notes forming part of the financial statements

netripples

Note 26 Disclosures on Employee share based
payments

FINANCIAL YEAR ENDING
31-03-2018

d)	Employee stock options				
	Particulars	As on 31 March 2018		As on 31 March 2017	
		Options (Numbers)	Weighted average exercise price per option (₹)	Options (Numbers)	Weighted average exercise price per option (₹)
	Option outstanding at the - ESOP A	30000		30000	

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