



**netripples**®

26<sup>th</sup> Annual Report  
Financial Year  
2018-19

NETRIPPLES SOFTWARE  
LIMITED

[www.netripples.org](http://www.netripples.org), [www.netripples.com](http://www.netripples.com)

## **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**

*STATE BANK OF INDIA, HYDERABAD*  
*ANDHRA BANK, HYDERABAD*

## **REGISTERED OFFICE**

STREET NO 4  
KAKATEEYANAGAR  
HABSIGUDA  
HYDERABAD  
TELANGANA STATE 500007

## NOTICE

Notice is hereby given, calling for the 26<sup>th</sup> Annual General Meeting will be held on 30-9-2018 at 2.30 p.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 31<sup>st</sup> March, 2019, 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

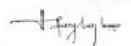
Place: Hyderabad

Date: 03-09-2019

### 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 26<sup>th</sup> Annual Report on the business and operations of your company with audited accounts for the year ended 31<sup>st</sup> March 2019.

### **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 24,98,65,156/- mark and the net operational profits will be Rs 43,89,000/-

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

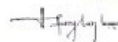
Complimenting the Digital Growth in India, we have setup a online Store [www.netripples.com](http://www.netripples.com) where is as first time a health care product is available online for instant download, easy self-installed with installation guide and guarantees life time license with 12 months warranty online. Your company will be the first company in the world to offer Health care software products online directly downloadable from any country and paid online with payment gateway in Indian rupees and as well US dollars.

Secondly your company is the one and only company with all of its products are available online in top online stores like Amazon India, Amazon Worldwide including USA and Canada and Flip Kart , Snapdeal, Shopclues and over 10 worldwide stores.

The prices of these products are so designed to cater to any Pharmacy Shop, Medical store, Diagnostic Labs, Small Hospitals. Large Hospitals. Dental Clinics, Pediatric Clinics, Children Hospital, Multi-Specialty Hospitals, Super specialty Hospitals, Maternity Nursing Homes, Women's Hospital, Homeopathy clinics. Homeopathy Hospitals and many more.

We have now automated with Artificial intelligence to automatically appoint Channel partners which includes Resellers, Dealers, Distributors etc. online and creates their login user id and password and they will get their margins directly credited to their bank account.

For **netripples** Software Ltd.



Managing Director

We are getting good response from both online customers, and also from channel partners across the world. We see tremendous growth in this segment with increasing demand for online purchases and healthcare segment has been one of the segments where Netripples has created a new market and many are still working on it.

Lastly with this development we have added another feather in the cap by setting the webstore to be mobile compatible which makes easier for any customer or healthcare segment partners to access their products easily on their mobile or tablets.

We have also added Videos for instant training for all the products along with screen shots for easier and self-analyzing of the product which reduces the requirement of demos physically or online and customers can get themselves trained in the respective product for their staff and themselves for easier operations.

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:**

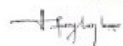
Your company being the online company with online Store in healthcare ID segment we plan to explore further by adding lot of new products in the Webstore to cater to healthcare segment will continue to explore the possibilities of entering into new markets. We will also explore to add more channel partners worldwide including major cities in India.

### **DIRECTORS' RESPONSIBILITY STATEMENT:**

Your Directors wish to confirm that:

- i. in the preparation of annual accounts for the year ended 31<sup>st</sup> March, 2019, 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 31<sup>st</sup> March, 2019 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, 1956/2013 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 31<sup>st</sup> March, 2019 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.

For **netripples** Software Ltd.

  
Managing Director

## 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 2019. As required by the said clause your company has constituted two committees.

1. Shareholders/Investors Grievance Committee comprising of Mr.

- a. Sameer Sohrab  
Non-Executive Independent Director,
- b. Sajid Salman  
Non-Executive Director, Member.
- c. Jameela Afreen.  
Non-Executive Director, Member.

2. Audit Committee comprising of

- a. Sameer Sohrab  
Non-Executive Independent Director,
- b. Sajid Salman  
Non-Executive Director, Member.
- c. Jameela Afreen.  
Non-Executive Director, Member.

3. Nomination and Remuneration Committee

- a. Sameer Sohrab  
Non-Executive Independent Director,
- b. Sajid Salman  
Non-Executive Director, Member.
- c. Jameela Afreen.  
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, 1956/2013 and the companies (particulars of Employees), Rules 1975 as amended.

**Listing:** Your Company is now listed in Bombay Stock Exchange and traded actively.

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 2018-2019 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.

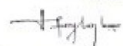
Place: Hyderabad

Date: 03.09.2019

Sd/-

MAZHAR PASHA  
CHAIRMAN

For **netripples** Software Ltd.

  
Managing Director

## 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

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.

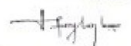
#### 2. BOARD OF DIRECTORS

##### • 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	Non Executive		6	6	Yes

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For **netripples** Software Ltd.

  
 Managing Director



Afreen	Director	Director			
Sameer Sohrab	Non-Executive Director	Director	64	64	Yes
Sajid Salman	Non Executive Director	Director	6	6	Yes

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

During the financial year 2018-19, 6 meetings of the Board of Directors were held. These meetings were held on 10.04.2018, 28.06.2018, 28.09.2018, 15.10.2018, 10.01.2019 and 31.03.2019.

### 3. AUDIT COMMITTEE

- Terms of Reference

The Audit Committee has inter alia 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.
- Reviewing with the management, the Annual financial statements before submission to the Board.

- Composition

- Sajid Salman -Non-Executive - Director
- Jameela Afreen -Non Executive Independent Director
- Sameer Sohrab- Non-Executive Director

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

- Meetings and attendance during the year

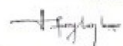
Members	Meetings held	Meetings attended
Sameer Sohrab	4	4
Jameela Afreen	4	4
Sajid Salman	4	4

### REMUNERATION COMMITTEE

The Company has constituted Remuneration Committee during the financial year 2018-19

Members	Meetings held	Meetings attended
Sameer Sohrab	4	4

For **netripples** Software Ltd.

  
 Managing Director

Jameela Afreen	4	4
Sajid Salman	4	4

#### 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

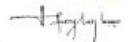
Members	Meetings held	Meetings attended
Sameer Sohrab	6	6
Mazhar Pasha	6	6
Jameela Afreen	6	6
Sajid Salman	6	4

#### 6. SHAREHOLDERS' MEETINGS

- Details of last three Annual General Meetings held:

Date	Venue	Time	No of Special Resolutions
Sept 30, 2017	Registers Office 1-2-36/2 Street no 4 Kakateeyanagar Habsiguda Hyderabad	10.30 am	Nil

For **netripples** Software Ltd.

  
 Managing Director

Sept 28 2018	Registered Office 1-2-36/2 Street no 4 Kakateeyanagar Habsiguda, Hyderabad 7	10.30 am	Nil
Sept 30 2019	Registered Office 1-2-36/2 Street no 4 Kakateeyanagar Habsiguda, Hyderabad 7	2.30 pm	Nil

Unaudited financial results on quarterly basis was upload in BSE Dashboard on regular basis on each quarter during the whole year.

- 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

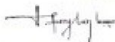
- The Annual General Meeting of the Company will be held on 30<sup>th</sup> September 2019 at 2:30 PM at registered office 1-2-36/2; Street no 4; Kakateeyanagar; Habsiguda; Hyderabad.

- Financial Calender (Subject to change):

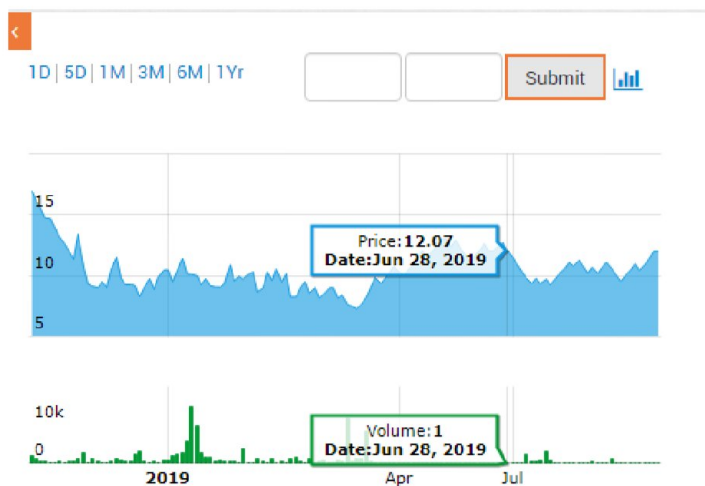
First Quarter      April to June 2018  
Second Quarter    July to September 2018  
Third Quarter      October to December 2018  
Fourth Quarter    January 2019 to March 2019

- Date of Book Closure from 25<sup>TH</sup> September 2019 to 30<sup>th</sup> September 2019 (both days inclusive)

For **netripples** Software Ltd.

  
Managing Director

- The shares of the Company are listed in Bombay Stock Exchange vide Scrip Code NETRIPPLES with Scrip ID 542117,
- ISIN Code: INE 478B01018
- Monthly price data: Date of Listing 15<sup>th</sup> October 2018 to 30<sup>th</sup> September 2019.



• **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

• **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.

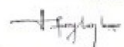
The shares of the Company were issued to public in Dematerialization form.

The Company has not issued any instruments, which are convertible into equity during the financial year 2018-19

• **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: 03.09.2019, Place: Hyderabad

For netripples Software Ltd.

  
Managing Director

**Annexure - I**  
**Form NO. MR-3**

**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2019**

(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 31<sup>st</sup>, 2019, 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.

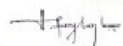
We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31<sup>st</sup>, 2019, according to the provisions of:

- 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.

For **netripples** Software Ltd.

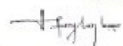
  
Managing Director

- 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 14<sup>th</sup> may 2015) and Securities And Exchange Board Of India (Prohibition Of Insider Trading) Regulations, 2015 ( Effective From 15<sup>th</sup> 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.

For netripples Software Ltd.

  
Managing Director

- 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 : 02/09/2019

CS KODE HEMACHAND  
Company Secretary

Mem. No. 35463  
CP No. 13416

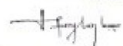
**'ANNEXURE A'**

To,

The Members,  
Netripples Software Limited

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

For **netripples** Software Ltd.

  
Managing Director

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.

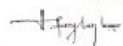
Place : VIJAYAWADA

Date : 02/09/2019

CS KODE HEMACHAND  
Company Secretary

Mem. No. 35463  
CP No. 13416

For **netripples** Software Ltd.

  
Managing Director



## **CERTIFICATE ON CORPORATE GOVERNANCE**

(April 2018 to March 2019)

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, 2019, 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.

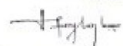
5. We further state that compliance is neither an assurance as to the future viability of the company nor the efficiency with which the management has conducted the affairs of the company.

For BGS & ASSOCIATES  
Chartered Accountants

Sd/-  
B.Govardhana Setty  
Proprietor

Date : 01.09.2019,  
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, 2019, 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.

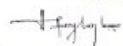
#### Auditor's responsibility

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

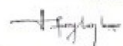
In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the company as March 31, 2019, 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 31<sup>st</sup> March 2019 from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure B”. 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/-

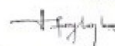
B. Govardhana Setty  
Proprietor  
Membership No :224317  
Place: Hyderabad  
Date: 01.09.2019.

“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, 2019:

- 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

For **netripples** Software Ltd.

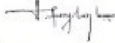
  
Managing Director

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 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, 2019 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

For netripples Software Ltd.

  
Managing Director

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 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/-

B. Govardhana Setty

*Proprietor*

Membership number:224317

Place: Hyderabad,

Date: 01.09.2019.

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

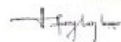
We have audited the internal financial controls over financial reporting of NETRIPPLELS SOFTWARE LIMITED as of March 31, 2019 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

### 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

Page 21 of 28

For **netripples** Software Ltd.



Managing Director

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, 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.

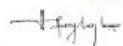
### Meaning of Internal Financial Controls over Financial Reporting:

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 authorizations of management and directors of the company.
- 3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### Inherent Limitations of Internal Financial Controls over Financial Reporting:

For **netripples** Software Ltd.

  
Managing Director

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

### Opinion

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

For BGS & ASSOCIATES,  
Chartered Accountants.  
Sd/-  
Proprietor  
Membership No :224317  
Place: Hyderabad,  
Date: 01.09.2019.

*NETRIPPLELS SOFTWARE LIMITED  
HYDERABAD*

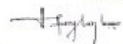
### SIGNIFICANT ACCOUNTING POLICIES FORMING A PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2019

#### 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 realization 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.

For **netripples** Software Ltd.

  
Managing Director



A. Change in Accounting policy

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

B. Use of Estimates

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.

iii) The company has collected the receivables through third party instead of directly from clients. Third part has collected and transferred from their account to company account on regular basis.

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.

#### 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 of during the year, depreciation/ amortization 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 recognized, if the carrying amount exceeds the recoverable amount.

#### E. 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.

#### F. 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.

#### G. 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

#### H. Cash and Cash equivalents

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

#### I. 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.

#### J. 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.

#### K. 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 there off 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.

#### 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.

#### L. 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.

#### M. 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.

**N. Earnings Per Share.**

Basic earnings per share is calculate by dividing the net profit or loss for the period attributable to equity shareholders 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.

**O. 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.

**P. 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. The accounts of Sundry Debtors, Sundry Creditors and Advances are subject to confirmation. The figures have been rounded off to the nearest Rupee.

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

**R. 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/-

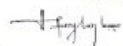
B. Govardhana Setty

Proprietor, Membership No :224317

Place: Hyderabad,

Date: 01.09.2019

For **netripples** Software Ltd.

  
Managing Director



**netripples**<sup>®</sup>

# **NETRIPPLES SOFTWARE LIMITED**

**AUDITED FINANCIAL STATEMENTS**  
**FINANCIAL YEAR 2018-19**



1st September 2019  
[www.netripples.com](http://www.netripples.com)

NETRIPPLES SOFTWARE LIMITED		<b>netripples</b>		
BALANCE SHEET As on 31 March 2019				
AS	Particulars	Note No.	As on 31 March 2019	As on 31 March 2018
			Rs.	Rs.
A	<b>EQUITY AND LIABILITIES</b>			
1	Shareholders' funds			
	(a) Share capital	3	68,169,000	68,169,000
	(b) Reserves and surplus	4	30,295,142	25,906,142
	(c) Money received against share warrants			
			<b>98,464,142</b>	<b>94,075,142</b>
2	Share application money pending allotment		0	
3	Non-current liabilities		0	
	(a) Long-term borrowings		0	
	(b) Deferred tax liabilities (net)	25	2,361,065	2,361,065
	(c) Other long-term liabilities		0	
	(d) Long-term provisions		0	
			<b>2,361,065</b>	<b>2,361,065</b>
4	Current liabilities			
	(a) Short-term borrowings	5	-	28,690,270
	(b) Trade payables	6	1,505,600	1,850,863
	(c) Other current liabilities		-	
	(d) Short-term provisions	7	295,670	331,321
				<b>30,872,454</b>
	<b>TOTAL</b>		<b>102,626,477</b>	<b>127,308,661</b>
B	<b>ASSETS</b>			
1	Non-current assets			
	(a) Fixed assets			
	(i) Tangible assets	8	2,008,963	3,147,289
	(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
			<b>3,104,788</b>	<b>5,129,492</b>
2	Current assets			
	(a) Current investments			
	(b) Inventories	12	86,016,715	107,491,440
	(c) Trade receivables	13	10,558,366	11,510,540
	(d) Cash and cash equivalents	14	325,205	18,450
	(e) Short-term loans and advances	15	-	11,450
	(f) Other current assets	16	612,439	-
			<b>97,512,725</b>	<b>119,031,880</b>
	<b>TOTAL</b>		<b>102,626,476</b>	<b>127,308,661</b>
	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		
Sd/- B.Govardhana Setty Date : 01.09.2019 Place : Hyderabad		Sd/- Mazhar Pasha Managing Director	Sd/- Sameer Sohrab Director	



NETRIPPLES SOFTWARE LIMITED				
PROFIT AND LOSS ACCOUNT (WITH EBITDA) As on 31 March 2019				
(Statement of Profit and Loss stating EBITDA)				
	Particulars	Note No.	For the Year ended 31 March 2019	For the Year ended 31 March 2018
	<b>A CONTINUING OPERATIONS</b>			
	1 Revenue from operations (gross)	22	249,604,474	255,373,059
	Domestic Income	22	260,526	1,297,572
	Revenue from operations (net)		249,865,000	256,670,631
	2 Expenses			
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	24.c	-7,081,755	534,783
	(d) Employee benefits expense	25	4,985,000	5,040,747
	(e) Other expenses	27	242,565,651	239,070,803
	Total		240,468,896	244,646,333
	3 Earnings before exceptional items, extraordinary		9,396,104	12,024,297
	4 Finance costs	26	1,940,519	4,509,332
	5 Depreciation and amortisation expense	12.C	2,770,915	2,614,679
	6 Other income	23		
	7 Profit / (Loss) before exceptional and		4,684,826	4,900,287
	8 Exceptional items	28.a		
	9 Profit / (Loss) before extraordinary items and tax		4,684,826	4,900,287
	10 Extraordinary items	28.b	0	695,460
	11 Profit / (Loss) before tax (9 + 10)		4,684,826	4,204,827
	12 Tax expense:			
	(a) Current tax expense for current year		295,826	331,321
	(b) (Less): MAT credit (where applicable)			
	(c) Current tax expense relating to prior years			
	(d) Net current tax expense		295,826	331,321
	(e) Deferred tax			
	13 Profit / (Loss) from continuing operations (11 ±		295,826	331,321
	B DISCONTINUING OPERATIONS		4,389,000	3,873,506
GN 9.9.2	14.i Profit / (Loss) from discontinuing operations	30.11		
GN 9.9.3	14.ii Gain / (Loss) on disposal of assets / settlement	30.11		
GN 9.10	14.iii Add / (Less): Tax expense of discontinuing operations	30.11	-	
AS 24.32(a)	(a) on ordinary activities attributable to the discontinuing operations		-	
AS 24.23(a)	(b) on gain / (loss) on disposal of assets / settlement of liabilities		-	
GN 6.5 GN 6.6 GN 9.9	15 Profit / (Loss) from discontinuing operations (14.i ± 14.ii ± 14.iii)	30.11		
	C TOTAL OPERATIONS		4,389,000	3,873,506
	16 Profit / (Loss) for the year (13 + 15)		4,389,000	3,873,506
	<p>In terms of our report attached. For BGS &amp; ASSOCIATES Chartered Accountants</p> <p>Sd/- B.Govardhana Setty</p> <p>Date 01.09.2019 Place : Hyderabad</p>			
	<p>For and on behalf of the Board of Directors Netripples Software Limited</p> <p>Sd/- Mazhar Pasha Managing Director</p> <p>Sd/- Sameer Sohrab Director</p>			



CASH FLOW STATEMENT FOR COMPANIES OTHER THAN FINANCE		<b>netripples</b>	
Cash Flow Statement for the year ended As on 31 March 2019			
		For the Year ended 31 March 2019	For the Year ended 31 March 2018
		Rs	
<b>A. Cash flow from operating activities</b>			
Net Profit / (Loss) before extraordinary items		4,684,826	4,900,287
<i>Adjustments for:</i>			
Depreciation and amortisation		2,770,915	2,614,679
Provision for impairment of fixed assets and Other R & T and Legal Expenses		159,956	112,564
(Profit) / loss on sale / write off of assets			
Expense on employee stock option scheme			
Finance costs		146,085	22,002
<b>Operating profit / (loss) before working</b>		<b>7,761,782</b>	<b>7,649,532</b>
<i>Adjustments for (increase) / decrease in</i>			
Inventories		21,474,725	-534,783
Trade receivables		952,174	4,819,419
Short-term loans and advances			
Long-term loans and advances		3,104,788	3,104,788
Other current assets		2,024,704	224,967
Other non-current assets			
<i>Adjustments for increase / (decrease) in</i>			
Trade payables		-345,263	1,216,303
Other current liabilities			
Other long-term liabilities			
Short-term provisions		-35,651	268,981
Long-term provisions			
Cash flow from extraordinary items			
<b>Cash generated from operations</b>		<b>34,937,259</b>	<b>16,749,207</b>
Net income tax (paid) / refunds		-	-
		<b>34,937,259</b>	<b>16,749,207</b>
<b>Net cash flow from / (used in) operating</b>		<b>34,937,259</b>	<b>16,749,207</b>

#REF!

Notes forming part of the financial statements Financial Year As on 31 March 2019

Note 3 Share capital @

**netripples**

Particulars	As on 31 March 2019		As on 31 March 2018	
	No of Shares	Amount	No of Shares	Amount
(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
Total	6,816,900	68,169,000	6,816,900	68,169,000

	<b>NETRIPPLES SOFTWARE LIMITED</b>		<b>netripples</b>
	Notes forming part of the financial statements Financial Year As on 31 March 2019		
	Note 4 Reserves and surplus		
	Closing balance	For the year ended 31 March 2019	For the year ended 31 March 2018
	(g) General reserve		
	Opening balance	25,906,142	22,032,636
	Add: Transferred from surplus in Statement of Profit	4,389,000	3,873,506
	Less: Utilised / transferred during the year for:		
	Issuing bonus shares		
	Others (give details)		
	Closing balance	30,295,142	25,906,142

	<b>netripples</b>		
	<b>NETRIPPLES SOFTWARE LIMITED</b>		
	Notes forming part of the financial statements Financial Year As on 31 March 2019		
	Note 5 Short-term borrowings		
	Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
	(a) Loans repayable on demand		
	From banks		
	Secured	-	20,119,532
	Unsecured Loans		
	Term Loan	-	7,732,774
	Vehicle Loan	-	837,964
	Others		
	Total	-	28,690,270
	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> .		

	<b>NETRIPPLES SOFTWARE LIMITED</b>		<b>netripples</b>
	Notes forming part of the financial statements Financial Years on 31 March 2019		
	Note 6 Trade payables *		
	Particulars	As at 31 March 2019	As at 31 March 2018
	Trade payables:		
	Acceptances	1,505,600	1,850,863
	Other than Acceptances		
	Total	1,505,600	1,850,863
	* 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, 2019	For the year ended 31 March, 2018
(b) Provision - Others:		261,500
(i) Provision for tax - Current Year	295,670	69,821
(ii) Provisions for taxes up to last year		
	295,670	331,321
Total	295,670	331,321

## Note 8.0 Fixed assets

A.	Tangible assets	Gross block									
		Balance as at 1 April, 2018	Additions	Disposals	Acquisitions through business combinations	Reclassified as held for sale	Revaluation increase	Effect of foreign currency exchange differences	Borrowing cost capitalised	Other adjustments (Difference deducted as per Present Value)	Balance as at 31 March, 2019
	(a) Plant and Equipment	16371947	140450								16512397
	(b) Furniture and Fixtures	5481744	390650								5872394
	(c) Electrical Installations	4515537	491260								5006797
	(d) Vehicles	2259860	0								2259860
	(e) Office equipment	5703675	610230								6313905
	<b>Total</b>	<b>34332763</b>	<b>1632590</b>								<b>35965353</b>
	Previous year										

## Note 8 Fixed assets (contd.)

A	Tangible assets	Accumulated depreciation and impairment							Net block		
		Balance as at 1 April, 2018	Depreciation / amortisation expense for the year 2018-19	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, 2019	Balance as at 31 March, 2019	Balance as at 31 March, 2018
	(a) Plant and Equipment	15007641	825620						15833261	679136	1364306
	(b) Furniture and Fixtures	5259386	587239						5846626	25768	222358
	(c) Electrical Installations	4445698	500680						4946378	60419	69839
	(d) Vehicles	822784	225986						1048770	1211090	1437076
	(e) Office equipment	5649965	631391						6281356	32549	53710
	<b>Total</b>	<b>31185474</b>	<b>2770915</b>						<b>33956390</b>	<b>2008963</b>	<b>3147289</b>

		<b>NETRIPPLES SOFTWARE LIMITED</b> Notes forming part of the financial statements Financial Year As on 31 March 2019 <div style="text-align: right;"><b>netripples</b></div>		
		Note 9 Depreciation		
Ref. No.	Particulars	UNAUDITED		
	C.	Depreciation and amortisation relating to continuing operations:		
		Particulars	For the year ended 31 March 2019	For the year ended 31 March 2018
		Depreciation and amortisation for the year on tangible assets as per Note 12 A	2,770,915	2,614,679
		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	2,770,915	2,614,679
		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:		




<b>NETRIPPLES SOFTWARE LIMITED</b> Notes forming part of the financial statements Financial Year As on 31 March 2019 Note 10 Long-term loans and advances <span style="float: right;"><b>netripples</b></span>			
	Particulars	For the year ended 31 March 2019	For the year ended 31 March 2018
	(b) Security deposits Secured, considered good	99,788	99,788
	Less: Provision for doubtful deposits Secured and Considered Good ( ESOP )	3,005,000	0
	Total	3,104,788	3,104,788

<b>NETRIPPLES SOFTWARE LIMITED</b> Notes forming part of the financial statements As on 31 March 2019 Note 11 Other non-current assets <span style="float: right;"><b>netripples</b></span>			
Ref. No.	Particulars	For the year ended 31 March 2019	For the year ended 31 March 2018
	Non Current Assets		
	(i) Public issue expenses (where applicable)	-	716,143
	(ii) Preliminary & Preoperative	-	1,308,561
	Total	-	2,024,704

NETRIPPLES SOFTWARE LIMITED			
Notes forming part of the financial statements Financial Year As on 31 March 2019			
		<b>netripples</b>	
Note 12 Inventories (At lower of cost and net realisable value)			
	Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
	(b) Work-in-progress @ (Refer Note below) Goods-in-transit	21,479,572	34,118,463
		21,479,572	34,118,463
	(c) Finished goods (other than those acquired for Goods in Transit	64,537,143	73,372,977
		64,537,143	73,372,977
	Total	86,016,715	107,491,440

NETRIPPLES SOFTWARE LIMITED			
		<b>netripples</b>	
Notes forming part of the financial statements Financial Year As on 31 March 2019			
Note 13 Trade receivables @			
	Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
	Other Trade receivables		
	Secured, considered good	10,558,366	11,510,540
	Doubtful		
	Less: Provision for doubtful trade receivables		
	Total	10,558,366	11,510,540
Note: Trade receivables include debts due from:			

<b>NETRIPPLES SOFTWARE LIMITED</b>			
Notes forming part of the financial statements Financial Year As on 31 March 2019			
<b>netripples</b>			
Note 14 Cash and cash equivalents			
	Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
	(a) Cash on hand	15,460	18,450
	(b) Cheques, drafts on hand		
	(c) Balances with banks		
	(i) In current accounts	309,745	-
	(ii) In EEFC accounts		
	(iii) In deposit accounts (Refer Note (i) below)		
	(d) Others (specify nature)		
	<b>Total</b>	<b>325,205</b>	<b>18,450</b>
	Of the above, the balances that meet the definition of Cash and cash equivalents as per AS 3 <i>Cash Flow Statements</i> is		

<b>NETRIPPLES SOFTWARE LIMITED</b> Notes forming part of the financial statements Financial Year As on 31 March 2019 Note 15 Short-term loans and advances (contd.) <div style="text-align: right;"><b>netripples</b></div>			
Particulars			
Note: Short-term loans and advances include amounts due from:			
	Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
	Directors *	-	11,450
	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
 *Or any of them either severally or jointly with any other person to be stated separately.			

NETRIPPLES SOFTWARE LIMITED		netripples	
Notes forming part of the financial statements Financial Years on 31 March 2019			
Note 16 Other Current Assets *			
16.00	Particulars	As at 31 March 2019	As at 31 March 2018
16.1	GST refund claim for FY 2017-18	13,931	-
16.2	GST refund claim for FY 2018-19	566,720	-
	GST credits as on 31 March 2019	31,788	-
16.3			-
16.4	Total	612,439	-
*Current Assets are dues in respect of receivables from Statutory Organizations like GST Income Tax, other Govt Agencies or Private agencies where an amount as on 31st March of that financial year is accumulated and shown here.			

Notes forming part of the financial statements Financial Years on 31 March 2019				
Note 17 Revenue from operations <b>netripples</b>				
		Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
	(a)	Sale of products @ (Refer Note (i) below)		
		Exports	249,604,474	255,373,059
		Domestic Sales	260,526	1,297,572
	(b)	Sale of services @ (Refer Note (ii) below)		
	(c)	Other operating revenues # (Refer Note (iii) below)		
			249,865,000	256,670,631
	(d)	<u>Less:</u> duties		
		Total	249,865,000	256,670,631



NETRIPPLES SOFTWARE LIMITED			
Notes forming part of the financial statements Financial Year As on 31 March 2019			
<b>netripples</b>			
Note 18 Changes in inventories of finished goods, work-in-progress and stock-in-trade @			
Ref. No.	Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
	<u>Inventories at the end of the year:</u>		
	Finished goods	64,537,143	73,372,977
	Work-in-progress	21,479,572	34,118,463
	Stock-in-trade		
		86,016,715	107,491,440
	<u>Inventories at the beginning of the year:</u>		
	Finished goods	73,372,977	73,007,938
	Work-in-progress	34,118,463	33,948,719
		107,491,440	106,956,657
	Add Stock-in-trade/Milestone Under Acceptance	14,392,970	
	Net (increase) / decrease	(7,081,755)	534,783

		<b>netripples</b>	
		<b>NETRIPPLES SOFTWARE LIMITED</b>	
		Notes forming part of the financial statements Financial Year As on 31 March 2019	
		Note 19 Employee benefits expense	
	Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
	Salaries and wages #	4,887,522	4,932,439
	Contributions to provident and other funds (Refer Note 30.4) @		
	Expense on employee stock option (ESOP) scheme (Refer Note 31) *		
	Staff welfare expenses **	97,478	108308.48
	Total	4,985,000	5,040,747

NETRIPPLES SOFTWARE LIMITED

**netripples**

Notes forming part of the financial statements Financial Year As on 31 March 2019

Note 20 Finance costs

	Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
	(a) Interest expense on: Borrowings	1,794,434	4,487,330
	(b) Bank Charges	146,085	22,002
	Total	1,940,519	4,509,332

**NETRIPPLES SOFTWARE LIMITED****netripples**

Notes forming part of the financial statements Financial Year As on 31 March 2019

Note 21 Other expenses

Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
Travelling and conveyance *	239,139	297,270
Communication *	95,926	103,703
Computer Peripherals and Consumables	136,419	56,523
Insurance A/c	157,055	170,573
Rates and Taxes	3,422,568	115,376
Project Infrastructure & Networking Services	63,432,778	64,496,472
Printing & Stationary and Books	76,635	74,972
Power and Fuel	128,274	172,083
Advertisement Expenses	-	12,930
Project Operating Software Tools and SW Services	56,430,257	53,309,187
Business Promotions	128,892	
Repairs and maintenance - Others *	60,530	58,686
Office Maintenance	81,188	68,871
General Expenses	202,358	168,226
Project Consulting Charges	35,236,906	25,474,901
Directors Sitting Fee	17,302	18,807
Project Third party SW Integration & Config Services	46,466,927	48,129,258
Preliminary & Pre-Operative expenses written off	1,308,561	145,396
Public issue expenses written off	716,143	79,572
R & T ,Legal and Professional Charges	159,956	112,564
Subscriptions & Seminars Membership Fees	272,124	102,247
Vehicle Maintenance	140,127	139,467
Project Medical Equipment & Device Integration	33,555,586	45,763,719
<b>Total</b>	<b>242,465,651</b>	<b>239,070,803</b>
Note 21 Other expenses (contd.)		
Particulars		
Notes:		
Particulars		For the year ended 31 March, 2018
(i) Payments to the auditors comprises (net of service As auditors - statutory audit	100000	60610
<b>Total</b>	<b>100000</b>	<b>60610</b>

	<b>netripples</b>		
	NETRIPPLES SOFTWARE LIMITED		
	Notes forming part of the financial statements Financial Year As on 31 March 2018		
	Note 22 Exceptional items @		
	Particulars	For the year ended March , 2019	For the year ended March , 2018
	Product Upgrade and Compatibility to New Operating System and Changes & Net realizable value of Finished and In Process Inventories as it is a End Software is Customized and suitable only for the Contracted Customers and loss estimated due to Non salability of these finished goods to others.		695,460
	Total	-	695,460
	@ 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.		

Note 23 Revenue Segment Information as on 31.03.2019



Ref. No.	Note	Particulars							
		<b>Segment information</b>							
		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 2019				For the year ended 31 March 2018		
			Business Segments		Eliminations	Total	Business Segments		Total
			Healthcare Application Software	Software Products & Services			Healthcare Application Software	Software Products & Services	
		Revenue	149,919,000	99,946,000	-	249,865,000	154,002,379	102,668,252	256,670,631
		Inter-segment revenue							
		Total	149,919,000	99,946,000		249,865,000	154,002,379	102,668,252	256,670,631

NETRIPPLES SOFTWARE LIMITED  
Notes forming part of the financial statements Financial Year As on 31.03.2018  
Note 24 Earnings Per Share

**netripples**

Note	Particulars	For the Year ended on 31st March 2019	For the Year ended on 31st March 2018
	Earnings per share		
	<u>Basic</u>		
	<u>Continuing operations</u>		
	Net profit / (loss) for the year from continuing operations	4,389,000	3,873,506
	Less: Preference dividend and tax thereon	-	-
	Net profit / (loss) for the year from continuing operations attributable to	4,389,000	3,873,506
	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	0.6438	0.5682
	<u>Total operations</u>		
	Net profit / (loss) for the year	4,389,000	3,873,506
	Less: Preference dividend and tax thereon	-	-
	Net profit / (loss) for the year attributable to the equity shareholders	4,389,000	3,873,506
	Weighted average number of equity shares	6,816,900	6,816,900
	Par value per share	10	10
	Earnings per share - Basic	0.6438	0.5682
	<u>Continuing operations</u>	0	0
	Net profit / (loss) for the year from continuing operations	4,389,000	3,873,506
	Net profit / (loss) for the year from continuing operations attributable to	4,389,000	3,873,506
	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	0.6438	0.5682
	<u>Total operations</u>		
	Net profit / (loss) for the year	4,389,000	3,873,506
	Net profit / (loss) for the year attributable to the equity shareholders,	4,389,000	3,873,506
	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	0.6438	0.5682

<p>NETRIPPLES SOFTWARE LIMITED  Notes forming part of the financial statements Financial Year 2018-19 <span style="float: right;"><b>netripples</b></span></p>				
<p>GN 6.13 Note 25 Deferred Tax Liabilities</p>				
Ref. No.	Note	Particulars	As at 31 March 2019	As at 31 March 2018
		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
		<p>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.</p>		
		<p>The net deferred tax liability / asset should always be classified as non-current and disclosed on the face of the Balance Sheet.</p>		