

SVAM SOFTWARE LIMITED

REGD OFF: 224, G/F SWAYAM SEWA, CO-OPERATIVE HOUSING SOCIETY LTD.,
JHILMIL DELHI - 110032

Email: svamsoftwareltd@gmail.com, Website: www.svamsoftwareltd.in
CIN: L65100DL1992PLC047327 PH.: 011-40363174

Date: 07.09.2023

To,

**Listing Compliance Department
BSE LIMITED
25th Floor P J Tower
Dalal Street
Mumbai-400001
Scrip Code: 523722**

Dear Sir,

Subject: Notice of Annual General Meeting and Book Closure

1. Annual General Meeting of the Members of **SVAM SOFTWARE LIMITED** will be held on **Saturday, 30th September, 2023 at 10:30 A.M.** at, "**S-524, Vikas Marg, Shakarpur-Delhi-110092**".
2. Register of members and share transfer books will be closed from Saturday 23rd September, 2023 to Saturday 30th September, 2023 (both the days inclusive).
3. The remote e-voting period begins on Wednesday, 27th September, 2023 (9:00 A.M.) and ends on Friday, 29th September, 2023 (5:00 P.M.)

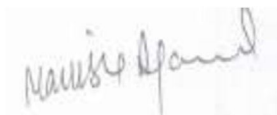
Copy of notice of Annual General Meeting is enclosed herewith.

This is for your information and record.

Thanking you.

Yours Sincerely

For SVAM Software Limited



**Manisha Agarwal
(Managing Agarwal)**

SVAM SOFTWARE LIMITED

CORPORATE INFORMATION

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DIRECTOR'S REPORT

To,
The Members
Svam Software Limited

Your Directors have pleasure in presenting the 31st Annual Report of the Company together with the Audited Accounts for the financial year ended March 31st, 2023.

FINANCIAL SUMMARY HIGHLIGHTS

(Amount in ₹)

PARTICULARS	F.Y. 2022-23	F.Y. 2021-22
Revenue	1,19,45,000	7,6,90,000
Other Income	1,15,47,110	6,0,16,487
Total Expenses	2,48,04,104	1,34,53,363
Profit/ (loss) before tax for the year	(13,11,994.45)	253124.32
Less: Income tax and deferred tax expenses	(1,06,633.47)	(240262)
Total Comprehensive Income(Loss) for the Year	(14,18,628)	12863
Balance carried forward	(14,18,628)	12863

CHANGE IN NATURE OF BUSINESS

There was no change in nature of business of the company during the year 2022-23.

COMPANY'S STATE OF AFFAIRS

Your Company has delivered another year, during the year company's performance fluctuated as bit however management is working upon to advancement for future year, so that performance would be better.

DEPOSITS

During the year under review the Company has not accepted or remain unpaid or unclaimed any deposits covered under chapter V of the Companies Act, 2013. Falling within the meaning of section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

There was none of case, which did not comply with the requirements of chapter V of Companies Act, 2013.

DETAILS OF DIRECTORS AND KMP

S.NO.	NAME	DESIGNATION
1.	Mr. Malikhhan Singh Yadav	Non-Executive - Independent Director
2.	Mrs. Manisha Agarwal	Director-MD
3.	Mr. Adesh Kumar Agarwal	Non-Executive -Independent Director
4.	Mr. Ankit Garg	Additional Director cum Chief Financial Officer
5.	Mr. Parul Kumar	Additional Director

DETAIL OF DIRECTORS AND KMP WHO HAVE APPOINTED AND RESIGNED DURING THE YEAR

S.NO.	NAME	EVENT
1.	Ms. Sandhya Yadav (Company Secretary)	She was appointed as Company Secretary cum Compliance officer w.e.f 01/04/2022.
2	Mr. Ankit Garg (Additional Director)	He was appointed as Additional Director w.e.f 02/08/2023
3	Parul Kumar (Additional Director)	He was appointed as Additional Director w.e.f 02/08/2023
4	Mr. Virender Kumar Gupta	He resigned from the position of Director w.e.f 19/12/2022.
5	Mr. Daksh Agarwal	He was appointed as Additional director w.e.f 19/12/2022 and resigned from the said position from w.e.f 02/08/2023
6	Mr. Sudhir Agarwal	He resigned from the designation of Director w.e.f 02/08/2023

ROTATION OF DIRECTOR

In ensuing AGM no director is liable to retire by rotation.

SUBSIDIARY, JOINT-VENTURE & ASSOCIATE COMPANIES

As on 31st March 2023, the Company has no Subsidiary company, Joint-Venture or Associate companies.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS

There were no significant and material orders passed by the regulators, courts, or tribunals that impact the going concern status and company's operations in future.

COMPANY'S PERFORMANCE

The company Profit has decreased as compared to last year. Still company has tried to enhance shareholder value through sound business decisions, prudent financial management and high standard of ethics throughout the organization.

RESERVES

The Board of the company has transferred loss of Rs. 1418628.

DIVIDEND

The Board has not recommended any dividend for the year 2022-23 and therefore there is no liability arising for the payment of Dividend Distribution Tax (DDT).

STATE OF COMPANY'S AFFAIRS

There was no change in states of the company's affairs during the year 2022-23.

MATERIAL CHANGES AND COMMITMENT THAT AFFECT THE COMPANY'S FINANCIAL POSITION

There was no material change during the year 2022-23 that affect the financial position of company and therefore norequirement was raised to disclose remedial measures.

GENERAL INFORMATION OF COMPANY

Management has overviewed of the industry in respect of our company and observed that there was no important change in industry during the last year 2022-23 which had impacts on company's performance.

CAPITAL AND DEBT STRUCTURE

The Authorized Capital of the company is 30, 00, 00,000.00/- and paid up Equity Share Capital as on 31st March, 2022 was 16, 88, 90,000.00/- @ ` 10/- per share. There was no change in the capital structure of company and company has not issued any new share or convertible securities during the year 2022-23. The Company not issued shares with differential voting rights nor granted stock options nor sweat equity. Instead of above that the company was not issued any debentures, bonds, warrants or any non convertible securities during the year 2022-23.

The company has not held any shares in trust for the benefit of employees where the voting rights are not exercised directly by the employees.

MEETING OF BOARD OF DIRECTORS

The board of Directors meets time to time to discuss important matters in the interest of company. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

During the year F.Y.1st April, 2022 to 31st March, 2023, the board of directors met Nine (9) which are held on 01.04.2022, 22.04.2022, 30.05.2022, 13.08.2022, 05.09.2022, 14.11.2022, 18.11.2022, 19.12.2022, 14.02.2023

DECLARATION BY INDEPENDENT DIRECTOR

The company has two (2) Independent Directors i.e. Mr. Malikhan Singh Yadav and Mr. Adesh Kumar Agarwal. The company has received necessary declaration from Directors under section 149 of the companies Act, 2013 and that the Independent Directors have complied with the Code for Independent Directors prescribed in Schedule IV to the Companies Act, 2013.

POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION

The current policy is to have an appropriate mix of executive, non-executive and independent Director to maintain the independence of the Board, and separate its functions of governance and management. As of March, 31 2023, the Board had Five (5) Directors.

The Policy of the company on director's appointment and remuneration, including the criteria for determining qualifications, positive attributes, independence of a director and other matters, as required under sub-section (3) of section 178 of Companies Act, 2013 is in place and maintained by on website www.svamssoftwareltd.in.

EXPLANATIONS OR COMMENTS BY THE BOARD ON QUALIFICATION, RESERVATION AND ADVERSE REMARK

There was no qualification, reservation and adverse remark given by Statutory Auditor, Secretarial Auditor in their audit reports.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The detail of any loan or guarantees or securities and investment made during the year 2022-23 covered under the provisions of section 186 of the Companies Act, 2013 given under note 26 to financial statement.

COMMITTEE OF BOARD

The Company's Board has the following mandatory committees:

- 1) Audit Committee
- 2) Nomination and Remuneration Committee
- 3) Stakeholders Relationship Committee

Details of terms of reference of the Committees, Committee membership and attendance at meetings are provided in the Corporate Governance Report, which forms part of this Annual Report.

COMPOSITION OF AUDIT COMMITTEE

The Audit Committee of the Company duly constituted by the following members:-

Mr. Malikhan Singh Yadav	Chairman
Mr. Adesh Kumar Agarwal	Member
Mr. Parul Kumar	Member

The Audit committee has three (3) directors as members in the committee from which two third (2/3) of the members were independent directors and all the members of audit committee were financially literate.

During the year F.Y.1st April, 2022 to 31st March, 2023, the Audit Committee met four (4) which are held on 30.05.2022, 13.08.2022, 14.11.2022 and 14.02.2023

NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee of the Company duly constituted by the following members:-

Mr. Adesh Kumar Agarwal	Chairman
Mr. Malikhan Singh Yadav	Member
Mr. Parul Kumar	Member

During the year F.Y.1st April, 2022 to 31st March 2023, Nomination and Remuneration Committee met three (3) times, 01/04/2022, 18/11/2022, and 19/12/2022.

BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an annual evaluation of its own performance, its Committees, as well as the Directors individually.

The outcome of the Board evaluation was discussed by the Nomination & Remuneration Committee and at the Board Meeting held on 18/11/2023 and improvement areas were discussed. Details regarding process and criteria for evaluation are given in the Report on Corporate Governance, which forms a part of this Annual Report.

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT IN ANNUAL GENERAL MEETING

Mr. Malikhan Singh Yadav will be liable to retire by rotation in the Annual General Meeting, whose resolution for re-appointment in the ensuing 31st Annual General Meeting.

Mr. Parul Kumar and Mr. Ankit Garg was appointed as additional director w.e.f 02/08/2023. They are required to be regularized as Director in ensuing 31th Annual General Meeting.

DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to Section 134 (5) of the Companies Act, 2013, your Directors report as under:

- That in the preparation of the annual accounts, the applicable accounting standards have been followed.
- That the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit or loss of the company for that period.
- That the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- That the Directors have prepared the annual accounts on a going concern basis.
- That the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and operating effectively.
- That the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY

The details in respect of internal financial control and their adequacy are included in the Management Discussion and Analysis, which is a part of this report.

REPORTING OF FRAUDS

There have been no instances of fraud reported by the Statutory Auditors under Section 143 of the Act read with relevant Rules framed there under either to the Company or to the Central Government.

RELATED PARTIES TRANSACTIONS

During the financial year ended 31st March 2023, all contracts or arrangements or transactions entered into by the Company with related parties were in the ordinary course of business and on an arm's length basis and were in compliance with the applicable provisions of the Companies Act, 2013, and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations), as applicable. Further, the Company did not enter into any contract or arrangement or transaction with related parties that could be considered material in accordance with the policy of the Company on materiality of related party transactions. In view of the above, disclosure in FORM AOC-2 is not applicable.

FORM AOC-2 **annexed in "Annexure A" herewith** and forming part of this report.

CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

The company needs not to comply with the provisions of Section 135 of Companies act, 2013, as the company does not fall in eligibility ambit of Corporate Social Responsibility initiatives.

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

The information required to be furnished under section 134 (3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 relating to Conservation of Energy, Technology absorption and Foreign Exchange earnings and outgo is **annexed in "Annexure B" herewith** and forming part of this report.

BUSINESS RISK MANAGEMENT

The main objective of this policy is to ensure sustainable business growth with stability and to promote a pro-active approach in reporting, evaluating and resolving risks associated with the business. In order to achieve the key objective, the policy establishes a structured and disciplined approach to Risk Management, in order to guide decisions on risk related issues.

In today's challenging and competitive environment, strategies for mitigating inherent risks in accomplishing the growth plans of the Company are imperative. The common risks inter alia are: Regulations, competition, Business risk, Technology obsolescence, Investments, retention of talent and expansion of facilities. Business risk, inter-alia, further includes financial risk, political risk, fidelity risk, legal risk. As a matter of policy, these risks are assessed and steps as appropriate are taken to mitigate the same.

INDEPENDENT DIRECTORS

S no.	Name	Designation
1.	Malikhan Singh Yadav	Non Executive (Independent Director)
2.	Adesh Kumar Agarwal	Non Executive (Independent Director)

INDEPENDENT DIRECTOR MEETING

During F.Y. 2023, one (1) meeting of the Independent Directors was held on 18th November, 2023. The Independent Directors, inter-alia, reviewed the performance of Non-Independent Directors, Board as a whole and Chairman of the Company, taking into account the views of executive directors and non-executive directors.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

In order to ensure that the activities of the Company and its employees are conducted in a fair and transparent manner by adoption of highest standards of professionalism, honesty, integrity and ethical behavior the company has adopted a vigil mechanism policy and the same has been posted on our website..

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

During the year there was no significant and material order passed by any regulators or court or tribunal which would impact the going concern status and company's operations in future.

AUDITORS REPORTS

G A M S & Associates LLP (FRN N500094) was the statutory auditor of the company for the FY 2022-23. The Independent Auditor Report is annexed herewith.

SECRETARIAL AUDIT REPORTS

Pursuant to provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the Company has appointed **M/S CS Divya Rani, Practising Company Secretary(COP No. 26426)** to undertake the Secretarial Audit of the Company.

The Secretarial Audit Report is annexed herewith as "**Annexure C**" in the Form MR- 3.

EXPLANATIONS BY BOARD ON QUALIFICATIONS BY STATUTORY AUDITOR, SECRETARIAL AUDITOR

There is no qualification or remarks by statutory Auditor or Secretarial Auditor, in their reports.

COMPLIANCE WITH SECRETARIAL STANDARD

All the applicable Secretarial Standard were complied by company during the year 2022-23. Applicable Secretarial Standard-1 and Secretarial Standard-2 took in consideration while meeting of Board of Directors and General meetings are conducted during the year. Secretarial Standard-4 was considered for preparation of Board Report of company during the year 2022-23.

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2023

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, the Annual Return is available on the website of the Company <http://svamssoftwareltd.in/corporate-announcements/>.

DISCLOSURES PERTAINING TO THE SEXUAL HARASSMENT OF WOMEN AT THE WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The company has complied with the provision relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013 and also SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, whose further details are given in Report on Corporate Governance.

SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Your Company is committed to maintain the highest standards of Corporate Governance. Your Director adhere to the stipulations set out in the Listing Regulations with the Stock Exchanges and have implemented all the prescribed requirements.

Pursuant to Securities and Exchange Boards of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 ('Listing Regulations') the Corporate Governance Report and the certificate from Practicing Company Secretary regarding compliance of conditions of Corporate Governance are part of this Annual Report.

CODE OF CONDUCT COMPLIANCE

The declaration signed by the Managing Director affirming compliance with the Code of Conduct by Directors and Senior Management, for the financial year ended March 31, 2023 is given in Report on Corporate Governance, which forms a part of this Annual Report.

INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The internal Audit functions reports to the Chairman of the Audit Committee and to Chairman and Managing Director of the Company.

The Internal Audit monitors and evaluates the efficiency and adequacy of internal control systems in the company. It's compliances with operating systems, accounting procedure and policies at all locations of the Company.

M/ Sandeep Kumar Singh & Co Chartered Accountants, (FRN No: 035528N) acts as an Internal Auditor of the Company.

Business Risk Assessment procedures have been set in place for self-assessment of business risks, operating controls and compliance with Corporate Policies. There is an ongoing process to track the evolution of risks and delivery of mitigating action plans.

LISTING WITH STOCK EXCHANGES

The Company has paid the Annual Listing Fees so far for the year 2022-23 to BSE, where the Company's Shares are listed

ACKNOWLEDGEMENT

Your Directors place on record their sincere appreciation of the services rendered by the employees of the Company. They are grateful to shareholders, bankers, depositors, customers and vendors of the company for their continued valued support. The Directors look forward to a bright future with confidence.

CAUTIONARY STATEMENT

The statements contained in the Board's Report contain certain statements relating to the future and therefore are forward looking within the meaning of applicable securities, laws and regulations various factors such as economic conditions, changes in government regulations, tax regime, other statues, market forces and other associated and incidental factors may however lead to variation in actual results.

**For and on behalf of the Board
Svam Software Limited**

SD/-

Manisha Agarwal
(Managing Director)
(DIN: 00025419)

Malikhan Singh Yadav
(Director)
(DIN: 06732965)

Date: 07/09/2023

Place: Delhi

FORM NO. AOC-2

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

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

1. Details of contracts or arrangements or transactions not at arm's length basis: - None
 - (a) Name(s) of the related party and nature of relationship
 - (b) Nature of contracts/arrangements/transactions
 - (c) Duration of the contracts/arrangements/transactions
 - (d) Salient terms of the contracts or arrangements or transactions including the value, if any
 - (e) Justification for entering into such contracts or arrangements or transactions
 - (f) Date(s) of approval by the Board
 - (g) Amount paid as advances, if any:
 - (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188

2. Details of material contracts or arrangement or transactions at arm's length basis:- None
 - (a) Name(s) of the related party and nature of relationship
 - (b) Nature of contracts/arrangements/transactions
 - (c) Duration of the contracts/arrangements/transactions
 - (d) Salient terms of the contracts or arrangements or transactions including the value, if any:
 - (e) Date(s) of approval by the Board, if any:
 - (f) Amount paid as advances, if any:

**For and on behalf of the Board
Svam Software Limited
Sd/-**

Manisha Agarwal
(Managing Director)
(DIN: 00025419)

Malikhan Singh Yadav
(Director)
(DIN: 06732965)

**Date: 07/09/2023
Place: Delhi**

As per section 134(3) of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014

i) Conservation of Energy

The operations involve low energy consumption. Wherever possible, energy conservation measures have been implemented. Efforts to conserve and optimize the use of energy are a continuous process.

ii) Technology Absorption

1. Specific areas in which R & D carried out are as follows:

- Review of the existing courses and evaluation of feasibility of the new courses to be launched and estimating the costing thereof.
- Providing technical support on existing products.

2. Benefits derived as a result of the above R & D

As a result the organization is being able to implement current courses.

3. Expenditure on R &D: NIL

iii) Foreign Exchange Earnings & Outgo

There were no foreign exchange earnings as well as outgo of the Company during the year under report.

ACKNOWLEDGMENT

Your Directors would like to express their grateful appreciation for assistance and Co-operation received from the financial institutions, Government Authorities, Customers, Vendors and Members during the year under review. Your Directors, also wish to place on record their deep sense of appreciation for the committed services of executives, staff and workers of Company.

**For and on behalf of the Board
Svam Software Limited**

Sd/-

Manisha Agarwal
(Managing Director)
(DIN: 00025419)

Malikhan Singh Yadav
(Director)
(DIN: 06732965)

**Date: 07/09/2023
Place:Delh**

Form No. MR-3

SECRETARIAL AUDIT REPORT

For The Financial Year Ended 31st March, 2023

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

To,
The Members,
SVAM SOFTWARE LIMITED
224, G/F Swayam Sewa, Co-Operative
Housing Society Ltd., Jhilmil Delhi – 110032

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Svam 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 compliance 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, the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, the explanations and clarifications given to us and the representations made by the Management, we hereby report that in our opinion, the Company has during the audit period covering the financial year ended on March 31, 2023, generally complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records made available to us and maintained by the Company for the financial year ended on March 31, 2023 according to the applicable 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;
- (ii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (i) 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; **(No Fresh FDI, ODI and ECB was taken by the Company during the Audit Period)**
- (iii) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’):
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amendments from time to time; **(Company did not issue any securities during the Audit Period);**

- (d) WSThe Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2021; (Not applicable to the Company during the audit period)
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2015; (Not applicable to the Company during the audit period)
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; (Not applicable to the Company during the audit period)
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; (Not applicable to the Company during the audit period) and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 and The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018, (Not applicable to the Company during the audit period).
- (vi) Other laws applicable specifically to the Company namely:-
 - (a) Information Technology Act, 2000 and the rules made there under;
 - (b) Software Technology Parks of India rules and regulations

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India with respect to board and general meetings.
- (ii) The Listing Agreements entered into by the Company with BSE Limited read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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 was given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance for meetings other than those held at shorter notice, 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.

As per the minutes, the decisions at the Board Meetings were taken unanimously.

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. And In respect of other laws specifically applicable to the Company, I have relied on information/records produced by the Company during the course of my audit and the reporting is limited to that extent.

We further report that during the audit period, there were no instances of:

- i. Public/Right/preferential/debentures/sweat equity, etc.
- ii. Redemption / buy-back of securities
- iii. Any approval taken from members in pursuance to section 180 of the Companies Act, 2013
- iv. Merger / amalgamation / reconstruction, etc.
- v. Foreign technical collaborations

For Divya Rani
(Practicing Company Secretaries)

Divya Rani
(Proprietor)
ACS A64841
COP No. 26426
UDIN: A064841E000954796

Date: 05.09.2023
Place: Delhi

This 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.

To,
The Members,
SVAM SOFTWARE LIMITED
224, G/F Swayam Sewa, Co-Operative
Housing Society Ltd., Jhilmil Delhi – 110032

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

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the process and practices, 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 procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Divya Rani
(Practicing Company Secretaries)

Divya Rani
(Proprietor)
ACS A64841
COP No. 26426
UDIN: A064841E000954796

Date: 05.09.2023
Place: Delhi

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

To,
The Members,
SVAM SOFTWARE LIMITED

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of SVAM SOFTWARE LIMITED having CIN: L65100DL1992PLC047327 and having registered office at 224, G/F Swayam Sewa, Co-Operative Housing Society Ltd., Jhilmil, Delhi- 110032 (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Sr. No.	Name of Director	Designation	DIN	Date of appointment in Company
1	MANISHA AGARWAL	Managing Director	00025419	10/08/2014
2	SUDHIR KUMAR AGARWAL	Director	00024935	03/04/2006
3	DAKSH AGARWAL	Director cum C.F.O.	00869792	19/12/2022
4	MALIKHAN SINGH YADAV	Independent Director	06732965	01/04/2021
5	ADESH KUMAR AGARWAL	Independent Director	07966067	01/04/2021

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is specifically being issued in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Divya Rani

(Practising Company Secretaries)

Divya Rani
(Proprietor)
ACS NO. A64841,
CP No. 26426
UDIN: A064841E000954796

Date: 05.09.2023
Place: Delhi

MANAGEMENT DISCUSSION AND ANALYSIS

- **Industry structure and developments**

The company is engaged in trading in shares, financial services and investment activities where the outlook of the business seems to be encouraging over and above we have been diversified into different businesses ranging from third party product distributions (lowest balance sheet risk) to originating unsecured personal loans, corporate loans (highest balance sheet risk). We believe that we are well placed to leverage on the growth opportunities in the economy.

- **Opportunities and Threats**

OPPORTUNITIES

- Increase in Income levels will aid greater penetration of financial products.
- Positive regulatory reforms.
- Increase in corporate growth & risk appetite.
- Greater efficiency in debt market operations which will also help greater penetration.
- Increased securitization.
- Focus on selling new product/services.

THREATS

- Inflation could trigger increase in consumer price inflation, which would dampen growth.
- Increased competition in both local & overseas markets.
- Unfavorable economic development.
- Market risk arising from changes in the value of financial instruments as a result of changes in market variables like interest rate and exchange rates.

- **Segment-wise or product-wise performance**

The company has only one segment line of business. Hence, this head does apply to our company.

- **Risks and concerns**

Management of risk to the business is continuous challenge for any organization growing in size and enhancing its purpose. The traditional risk factors like client risks, industry segment risks and economic risk are well understood and the means to handle them are also fairly established.

- **Internal control systems and their adequacy**

The company ensures existence of adequate internal control through policy and procedures to be followed by the executives at various levels in the company. The operating managers ensure compliance within their areas. The Company has internal Audit system to carry out extensive checking and test and report noncompliance/ weakness, if any through internal Audit Reports on the respective areas. These reports along with reports on compliance made thereafter are reviewed by the Audit Committee of the Board.

- **Material developments in Human Resources / Industrial Relations front, including number of people employed**

Management relation with the employees remains cordial. The Company's Human Resources philosophy is to establish and build a strong performance and competency drive culture with greater senses of accountability and responsibility. The industrial relations scenario remained peaceful and harmonious.

- **Disclosure Of Accounting Treatment**

The financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (IND AS) comply with the Accounting Standards notified under Section 133 of the Companies Act, 2013 ("the 2013 Act") and the relevant provisions of the 2013 Act, as applicable. The financial statements have been prepared on going concern basis under the historical cost convention on accrual basis. The Company has follows to continue with the period of 1st day of April to 31st day of March, each year as its financial year for the purpose of preparation of financial statements under the provisions of Section 2(41) of the Companies Act, 2013.

- **Cautionary Statement**

Statements in the Management Discussion and Analysis describing the Company's objectives, expectations, predictions and assumptions may be "FORWARD LOOKING" within the meaning of applicable Laws and Regulations. Actual results may differ materially from those expressed herein, important factors that could influence the Company's operations include domestic economic Conditions affecting demand, supply, price conditions, and change in Government's regulations, tax regimes, other statutes and other factors such as industrial relations.

For and on behalf of the Board Svam Software Limited

Manisha Agarwal
(Managing Director)
(DIN: 00025419)

Malikhan Singh Yadav
(Director)
(DIN: 06732965)

Date: 07/09/2023
Place: Delhi

CORPORATE GOVERNANCE REPORT

1. PHILOSOPHY ON CODE OF GOVERNANCE

Management believes that Corporate Governance emerges from the application of the best and sound management practices and compliance with the laws coupled with adherence to the highest standards of the transparency and integrity of the management. We believes that Corporate Governance is critical for enhancing and retaining investor trust and thus seeks to ensure that its performance goals are met with integrity.

For **SVAM SOFTWARE LIMITED** Corporate Governance stands for responsible and value creating management and control of the Company. The company's policies and practice are not only consistent with the statutory requirement but also underline its commitment to operate in the best interest of its stakeholders. The company has always worked towards building trust with shareholders, employees, customers, suppliers and other stakeholders based on the principles of good Corporate Governance. Pursuant to Securities and Exchange Boards of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has executed Listing Agreements with Stock Exchanges. The Company is in compliance with the requirements stipulated under regulation 17 to 27 read with Schedule V and clause (b) to (i) of sub-regulation (2) of regulation 46 of SEBI Listing Regulations, as applicable with regard to Corporate Governance.

SVAM SOFTWARE LIMITED is committed to maintain highest standards of ethical behavior and makes an honest endeavor to uphold the attributes of transparency, independence, accountability, responsibility and growth in all aspects of its operations.

2. BOARD OF DIRECTORS

The company has balanced Boards of Directors. It has the number of Independent Directors is one third of the total strength of Directors. The composition of the board is in conformity with the Listing Regulations as well as complies with the provisions of the Companies Act, 2013.

The management of the company is entrusted in the hand of the key management personnel of company and is headed by the Managing Director, who functions under the supervision and control of the board. The board reviews and approves strategy and oversees the action and result of management. None of the Independent Director has any other material pecuniary relationship or transaction with the company, its promoters and its directors which, in their judgment would affect their independence.

As on year ended 31st March, 2023, the Board had strength of five directors:

(a) Composition of Board of Directors:-

S.NO.	NAME	DESIGNATION
1.	Mr. Sudhir Kumar Agarwal	Non-Executive - Non Independent Director
2.	Mrs. Manisha Agarwal	Executive Director -Managing Director
3.	Mr. Daksh Agarwal	Executive Director - Non Independent Director.

4.	Mr. Malikhan Singh Yadav	Non-Executive - Independent Director
5.	Mr. Adesh Kumar Agarwal	Non-Executive - Independent Director

- **Virender Kumar Gupta has resigned w.e.f. 19.12.2022.**

(b) Attendance of directors at Board meeting and Annual General Meeting

During the year F.Y.1st April, 2022 to 31st March, 2023, the board of directors met Nine (9) which are held on 01.04.2022, 22.04.2022, 30.05.2022, 13.08.2022, 05.09.2022, 14.11.2022, 18.11.2022, 19.12.2022, 14.02.2023

The Annual General Meeting (AGM) of the company was held on 30.09.2022.

Attendance of directors, in Board Meetings and directorship membership and chairmanship in other companies is as follows:

Name of Director	Attendance particulars			Committee memberships/ Chairmanships in our Company		Number of other Directorships & Committee Memberships
	Board Meeting		Last AGM	Membership	Chairmanship	Directorship
	Held	Present				
Mrs. Manisha Agarwal	9	9	Yes	0	0	2
Mr. Sudhir Kumar Agarwal	9	9	Yes	3	0	6
Mr. Virender Gupta	8	8	Yes	0	0	2
Mr. Daksh Agarwal	2	2	yes	0	0	0
Mr. Malikhan Singh Yadav	9	9	Yes	3	1	2
Mr. Adesh Kumar Agarwal	9	9	Yes	3	2	1

(c) LIST OF OTHER LISTED COMPANIES IN WHICH PERSON IS DIRECTOR

NAME OF DIRECTOR	NAME OF OTHER LISTED ENTITY	DIRECTOR IN OTHER LISTED ENTITIES	CATEGORY OF DIRECTORSHIP IN OTHER LISTED ENTITY
Mrs. Manisha Agarwal	0	0	0
Mr. Sudhir Kumar Agarwal	Sarnimal Investment Limited	1	Non-Independent and Non-executive
Mr. Virender Gupta	0	0	0

Mr. Malikhan Singh Yadav	Sarnimal Investment Limited	1	Independent & Non-Executive
Mr. Adesh Kumar Agarwal	Jolly Plastic Inds Limited	1	Independent & Non-Executive
Mr. Daksh Agarwal	0	0	0

(a) Disclosure of Relationships between Directors Inter-Se;

Mr. Sudhir Kumar Agarwal and Mrs. Manisha Agarwal is spouse. Other than this there is no relationship between any of director in the company.

(b) Number of shares and convertible instruments held by non- executive directors

S.NO.	NAME OF NON-EXECUTIVE DIRECTORS	SHAREHOLDING OF DIRECTORS
1	Mr. Sudhir Kumar Agarwal	83925
2	Mr. Malikhan Singh Yadav	Nil
3	Mr. Adesh Kumar Agarwal	Nil

(c) Familiarization Policy for Independent Director

In the opinion of the Board, the independent directors fulfill the conditions specified in the SEBI (Listing and Disclosure Requirements), 2015 regulations and are independent of the management.

The familiarization policy for Independent Director is available on company's website i.e. www.svamssoftwareltd.in

(d) MATRIX SETTING OUT THE SKILLS/EXPERTISE/COMPETENCE OF THEBOARD OF DIRECTOR

S.NO.	NAME	DESIGNATION	SKILLS/EXPERTISE/COMPETENCE
1.	Mr. Sudhir Kumar Agarwal	Director	Expertise in financials
2.	Mrs. Manisha Agarwal	Managing Director	Expertise in Marketing
3.	Mr. Virender Kumar Gupta	Director/ C.F.O.	Expertise in financials
4.	Mr. Malikhan Singh Yadav	Independent director	Expertise in Infrastructure
5.	Mr. Adesh Kumar Agarwal	Independent director	Expertise in Export & Import and Electronics

3. AUDIT COMMITTEE

The Audit Committee of the company was constituted to exercise power & discharge functions as stipulated in section 177 of the Companies Act, 2013 and in line with the provisions of Regulation 18 of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015

Composition and Meetings:

Meetings of the Audit Committee: During the financial year 2022-23, the Audit Committee met four (4) which are held on 30.05.2022, 13.08.2022, 14.11.2022 and 14.02.2023 where all the members were present. The Audit Committee comprises following three members having strong background in financial management:-

Name Of Member	Category/ Designation	Number Of Meeting	
		Held	Attended
Mr. Malikhan Singh Yadav	Chairman (Independent & Non-Executive)	4	4
Mr. Sudhir Kumar Agarwal	Member (Non-Independent & Non-Executive)	4	3
Mr. Adesh Kumar Agarwal	Member(Independent & Non- Executive)	4	4

Role of Audit Committee:

The Audit Committee of the Company, inter-alia, provides assurance to the Board on the existence and adequacy of effective internal control systems. Brief description of the terms of reference to the Audit Committee: -

Oversight of the Company's financial reporting process and the disclosure of its financial information.

- Recommending the appointment and removal of external auditors, fixation of audit fee and also approval for payment of any other services.
- Reviewing and recommending the appointment and removal of managerial personnel, fixation of remuneration and also approval for payment for any other services as recommended by the Remuneration Committee.
- Reviewing with management of the annual financial statements before submission to the board, focusing primarily on:
 - Any changes in accounting policies and practice.
 - Major accounting entries based on exercise of judgment by management.
 - Qualifications in draft audit report.
 - Significant adjustments arising out of audit
 - The going concern assumption.
 - Compliance with accounting standard.
- Any related party transactions of the company of material nature, with Promoters or the management, their subsidiaries or relatives etc. that may have potential conflict with the interests of Company at large.
- Reviewing with the management, external and internal auditors, and the adequacy of internal control systems.
- Reviewing the adequacy of internal audit functions.
- Discussion with internal auditors on any significant findings and follow-up there on.

- Reviewing the findings of any internal investigations by the internal auditors into the matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board.
- Discussion, with external auditors before the audit commences, of nature and scope of

- audit as well as has post-audit discussion to ascertain any area of concern.
- Reviewing the Company’s financial and risk management Policies.
- To look into the reasons for substantial defaults in the payment to the creditors.
- To consider and review any other matter as may be directed by the Board.

4. NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee of the company was constituted to exercise power & discharge functions as stipulated in section 178 of the Companies Act, 2013 and Regulation 19 of the of the SEBI Listing regulations.

Composition and Meetings:

Meetings of the Nomination and Remuneration Committee: During the financial year 2022-23, the Nomination and Remuneration Committee met three (3) times, 01/04/2022, 18/11/2022, and 19/12/2022 where all the members were present. The Nomination and Remuneration comprises following three members having strong background in financial management:-

Name Of Member	Category/ Designation	Number Of Meeting	
		Held	Attended
Mr. Adesh Kumar Agarwal	Chairman (Independent & Non-Executive)	3	3
Mr. Sudhir Kumar Agarwal	Member (Non-Independent & Non-Executive)	3	3
Mr. Malikhan Singh Yadav	Member(Independent & Non- Executive)	3	3

Performance evaluation criteria for independent directors

The Board has carried out an annual evaluation of its own performance, performance of its committees, and of the Directors individually, as per the criteria laid down by the Nomination and Remuneration Committee. The evaluation was carried out based on various parameters such as the participation in the Board and its committee meetings, contribution towards accurate financial reporting, strategic guidance, risk mitigation, internal controls, governance, leadership and talent development, and managing external stakeholders.

During the year under review, Mr. Adesh Kumar Agarwal and Mr. Malikhan Singh Yadav, Independent Directors, met on 18th November, 2023 to discuss the evaluation of the Board and the Non-Executive Directors. Further, all the Directors of the Board met to discuss the evaluation of the committees. The discussions covered both strategic and operational aspects of the Board functioning, as well as the quality, content, and timeliness of the flow of information between the Management and the Board. Inputs from the meeting were shared with the Nomination and Remuneration Committee (Regulation 25 of the Listing Regulations). All ratings for the Board, Committees, and the Non-Executive Directors were favorable. The Board committed to provide strategic oversight to the businesses of your Company and help mentor talent for developing leadership succession. The Board also completed the performance evaluation for the Independent Directors.

5. REMUNERATION POLICY

The Remuneration Policy recommended by the Nomination and Remuneration Committee has been accepted by the Board of Directors. The Remuneration policy is enclosed as Annexure VI to the Directors Report. During the year under review, there was no pecuniary relationship or transactions of the non executive directors' vis-à-vis the Company. Both Executive and Non-Executive Directors were not paid any remuneration. Such policy is also placed on the website of the company i.e. www.svamssoftwareltd.in

6. STAKEHOLDERS' RELATIONSHIP COMMITTEE

The Board has Stakeholders Relationship Committee during the year to comply statutory requirements. The Committee specifically looks into the redressal of shareholder's complaints.

Composition and Meetings:

Meetings of the Stakeholders Relationship Committee: During the financial year 2022-23, the stakeholders Relationship Committee met once (1) times i.e. on 18.11.2023 where all the members were present.

Name Of Member	Category/ Designation	Number Of Meeting	
		Held	Attended
Mr. Adesh Kumar Agarwal	Chairman (Independent & Non-Executive)	1	1
Mr. Sudhir Kumar Agarwal	Member (Non-Independent & Non-Executive)	1	1
Mr. Malikhan Singh Yadav	Member(Independent & Non- Executive)	1	1

Compliance Officer of the Company

Sandhya Yadav was appointed as Company Secretary cum compliance officer w.e.f 01/04/2022.

Name, designation and address of Compliance Officer: Mr. Sandhya Yadav
Company Secretary
224, G/F Swayam Sewa, Co-
Operative
Housing Society Ltd., Jhilmil
Delhi - 110032

Shareholders Complaints

All the shareholders complaints received during the year have resolved within specified time period and there were no pending complaints at the end of the year 2022-23.

Role of Stakeholders' Relationship and Share Transfer Committee:

- To receive the report of the registrar and share transfer Agent about Investors' complaint and grievances and follow up for necessary action taken for redressal thereof;
- To review the existing "investor Redressal System" and suggest measures for improvement in investor relation;
- To note the transfer / transmission /transposition / rematerialisation/ dematerialization of shares and consolidation/ splitting of folios as approved by the person duly authorized by the Board in this regard and the issue of shares certificates in exchange for sub-division, Consolidated, defaced, torn, etc.;
- To appoint and remove the Registrar and Share Transfer Agent, decide the terms and conditions, remuneration service charge / fees and review their performance;
- To decide the frequency of audit of the Registrar and Share Transfer Agent and to consider the Auditor's Report thereon

7. GENERAL BODY MEETING: -

Details of Last Three Annual General Meetings

AGM	Financial Year	Date	Time	Location/ Venue
30th	2021-22	30/09/2022	10.30 AM	S-524, Vikas Marg, Shakarpur, Delhi-110092
29 th	2020-21	30/09/2021	10.00 AM	S-524, Vikas Marg, Shakarpur, Delhi-110092
28 th	2019-20	30.09.2020	9.30 AM	Hotel Aura Grand Residency, 439 Jagriti Enclave, Vikas Marg, Delhi-110092

Whether any special resolutions passed in the previous three annual general meetings

AGM	Financial Year	Date	Time	Special Resolution
30th	2021-22	30/09/2022	10.30 AM	<p>1. A special resolution for Approval of Related Party Transaction</p> <p>2. To make investments, give Loan under section 186 of Companies Act, 2013</p> <p>3. To Borrow In Excess Of Paid Up Capital, Free Reserve and Securities Premium Reserve under 180(1)(c)</p>

				of Companies Act,2013
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29 th	2020-21	30/09/2021	10.00 AM	A special resolution for Approval of Related Party Transaction
28 th	2019-20	30.09.2020	9.30 AM	A special resolution for Approval of Related Party Transaction.

Whether any special resolution passed last year through postal ballot: Nil

Person who conducted the postal ballot exercise: Not applicable

Whether any special resolution is proposed to be conducted through postal ballot as ondate, your Company does not have any proposal to pass any special resolution by way of postal ballot.

Procedure for postal ballot: Not applicable

1. MEANS OF COMMUNICATION

Quarterly Results are published in prominent daily newspaper Jansatta (Hindi) and Financial Express (English) in Delhi editions for all the quarters.

Quarterly results are published on the website of company i.e. www.svamssoftwareltd.in

Management Discussions and Analysis Forms part of the Annual Report in a separate section. The Company has not made any formal presentation to the Institutional Investors during the year.

2. GENERAL SHAREHOLDER INFORMATION

Financial Year 1st April, 2022 to 31st March, 2023

The Annual General Meeting will be held on 30th September, 2023 at 10:30 am at “S-524, Vikas Marg, Shakarpur, Delhi-110092.

Financial Calendar

Financial Year	1 st April, 2022 to 31 st March, 2023
1 st Quarter Results	13.08.2022
2 nd Quarter Results	14.11.2022
3 rd Quarter Results	14.02.2023
4 th Quarter Results	29.05.2023

Date of Book Closure : 24th September, 2023 to 30th September 2023

Record Date: 15th September, 2023

Dividend Date Not applicable

Listing on Stock Exchange

The company is listed in following exchanges: BSE Limited situated at Phiroze Jeejeebhoy, Towers, Dalal Street Mumbai-400 022.

The annual listing fees have not been paid to stock exchange where securities of company are listed.

The Equity shares of the company are actively traded at BSE with Scrip code- (523722) in the 'B' Group.

Stock Code 523722
ISIN INE119B01018

Stock Market Data (Year 2022-2023)

MONTH	HIGH	LOW
April, 2022	7.37	6.00
May, 2022	6.99	5.00
June, 2022	7.85	5.05
July, 2022	6.15	4.61
August, 2022	5.40	4.65
September, 2022	5.49	4.44
October, 2022	4.95	3.82
November, 2022	4.47	3.75
December 2022	4.25	3.35
January, 2023	4.70	3.51
February, 2023	4.38	2.70
March, 2023	4.08	2.67

* Source: BSE website

REGISTRAR AND SHARE TRANSFER AGENT

SHARE TRANSFER SYSTEM

SHAREHOLDING PATTERN AS ON 31st MARCH, 2023

Distribution of shareholding as on 31st March, 2023

PAN CONSOLIDATION				
Share or Debenture holding Nomin	Number of Shareholders	% to Total Numbers	Share or Debenture holding Amount	% to Total Amount
(Rs.)			(Rs.)	
1	2	3	4	5
Up To 5,000	31437	88.76	49525660.00	29.32
5001 To 10,000	2249	6.35	18388830.00	10.89
10001 To 20,000	900	2.54	13726230.00	8.13
20001 To 30,000	312	0.88	7914810.00	4.69
30001 To 40,000	128	0.36	4543320.00	2.69
40001 To 50,000	104	0.29	4931030.00	2.92
50001 To 1,00,000	171	0.48	12732280.00	7.54
1,00,000 and Above	116	0.33	57127840.00	33.83
Total	35417	100.00	168890000.00	100.00

Share or Debenture holding Nominal Value (Rs.)	Number of Shareholders	% to Total Numbers	Share or Debenture holding Amount (Rs.)	% to Total Amount
1	2	3	4	5
Up To 5,000	31601	88.78	49733910.00	29.45
5001 To 10,000	2266	6.37	18564060.00	10.99
10001 To 20,000	900	2.53	13714730.00	8.12
20001 To 30,000	308	0.87	7820140.00	4.63
30001 To 40,000	129	0.36	4579870.00	2.71
40001 To 50,000	106	0.30	5030680.00	2.98
50001 To 1,00,000	170	0.48	12799090.00	7.58
1,00,000 and Above	113	0.32	56647520.00	33.54
Total	35593	100.00	168890000.00	100.00

CATEGORY OF SHAREHOLDERS AS ON 31ST MARCH, 2023

Category	No. of Shares	Percentage of Holdings
A. Promoters Holding		
i) Promoters		
a. Indian Individual	2442600	14.46
b. Foreign	0	0
ii) Person acting in Concert		
a. Directors	0	0
b. Director's Relatives	0	0
Total	2442600	14.46
B. Public Shareholding		
i) Institutional Investor		
a. Mutual Fund	4000	0.02
b. Financial Institutions/ Banks	3100	0.02
c. Central Govt./ State Govt. (s)	0	0
d. Venture Capital Funds/ Ins. Cos.	0	0
Sub-Total (B)(i)	5100	0.04
ii) Non-Institutions Investors		
a) Bodies Corporate	466177	2.76
b) Individuals		
i) shareholding <` 2.00 Lakhs	11265279	66.70
ii) shareholding >` 2.00 Lakhs	1798550	10.65
i) Clearing House	0	0
ii) Corporate Body- OCB	0	0
iii) Intermediary/ Other depository A/c	0	0
iv) Hindu Undivided Family	225649	1.34
v) Clearing Member	13586	0.08
vi) NRI Indians	659159	3.90
vii) Trust	700	0.00
viii) Foreign Companies	6600	0.03
ix) Firms	3600	0.02
Sub-Total (B)(ii)	14439300	85.51
Sub-Total (B)	14446400	85.54
Grand Total (A+B)	16889000	100
Shares held by custodian and against with depository receipt is issued	0	0

Registrar to an issue and share transfer agents	<p>SKYLINE FINANCIAL SERVICES LIMITED Unit: Svam Software Ltd D-153A, Okhla Industrial Area, Phase-I, New Delhi-110020 Telephone No: 011-26812682 E-mail Address: viren@skylinerta.com</p>
Share transfer system	<p>Skyline Financial Services (P) Ltd. acts as Registrar and Transfer Agent for the company. Skyline Financial Services has a dedicated management team comprising professional qualified managers who are possessing vast experience in handling the share transfer work. The organization has a proven track record and is committed to maintain quality to service of the highest standards and also handling capacity with a commendable flexibility to quickly upgrade the capacity at shorter notice.</p> <p>Share transfers are registered within maximum of 15 days from the date of lodgment of the documents which are complete in all respects. In case the shares are transferred through Demat mode, the procedure is adopted as stated in Depositories Act, 1996.</p> <p>The company obtains a half yearly certificate of compliance from the Company Secretary in Practice for compliance of the share transfer formalities, as required under Listing Agreement and file copy of the certificate with stock exchanges is obtained.</p>
Dematerialization of shares and liquidity	Your Company has arrangements with NSDL as well as the CDSL for demat facility. 75.15 %2 of your Company's share capital is dematerialized as on March 31, 2023.
Outstanding GDRs / ADRs / Warrants or any convertible instruments, conversion date and likely impact on equity	As on date, your Company has not issued GDRs, ADRs or any other convertible instruments and as such, there is no impact on the equity share capital of your Company.
Commodity price risk or foreign exchange risk and hedging activities	As on date, your company is not exposed to foreign exchange risk and hedging activities as company is nor involved in such activities.
Plant locations	Not Applicable
Address for correspondence	224, G/F Swayam Sewa, Co-Operative Housing Society Ltd., Jhilmil Delhi - 110032
List of all credit ratings obtained by the entity along with any revisions thereto during the relevant financial year, for all debt instruments of such entity or any fixed deposit programme or any scheme or proposal of the listed entity	Not Applicable

involving mobilisation of funds, whether in India or abroad	
Corporate Identity Number	L65100DL1992PLC047327

Compliance with Mandatory Requirements

Your Company affirms that all the requirements applicable under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable amendments thereto are fully complied with.

Other Disclosures:

- The Vigil Mechanism/ Whistle Blower policy of the company is available on the company's website. The web link is <http://svamsoftwareltd.in/code-of-conduct/>
- The Company has well in place "Policy for Material Subsidiary", which is also available on company's website. The web link is <http://svamsoftwareltd.in/code-of-conduct/>
- The Company has well in place "Related Party Transaction Policy", which is also available on company's website. The web link is <http://svamsoftwareltd.in/code-of-conduct/>

DISCLOSURES IN RELATION TO THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The company has complied with the provision relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013 and also SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as follows:

- a. number of complaints filed during the financial year : Nil
- b. number of complaints disposed of during the financial year : Nil
- c. number of complaints pending as on end of the financial year : Nil

CORPORATE GOVERNANCE DISCLOSURE

The company has made all the disclosures of the compliance with corporate governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 on specified time.

CERTIFICATE FROM PRACTISING COMPANY SECRETARIES

The Company has received a certificate from M/s. Divya Rani Company Secretaries confirming that none of the Directors on the Board of the Company have been Debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India/ Ministry of Corporate Affairs/ Reserve Bank of India or any such statutory authority.

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT

This is to confirm that the Company has adopted a Code of Conduct for its employees including the Managing Director and Executive Directors. In addition, the Company has adopted a Code of Conduct for its Non-Executive Directors and Independent Directors. These Codes are available on the Company's website.

I confirm that the Company has in respect of the year ended March 31, 2022, received from the Members of the Board and Senior Management Personnel of the Company, a declaration of compliance with the Code of Conduct as applicable to them.

**For and on behalf of the Board
Svam Software Limited**

Manisha Agarwal
(Managing Director)
(DIN: 00025419)

Malikhan Singh Yadav
(Director)
(DIN: 06732965)

Date: 07/09/2023
Place: Delhi

PRACTICING COMPANY SECRETARIES' CERTIFICATE ON CORPORATE GOVERNANCE

To the Members of

Svam Software Limited

I have examined the compliance of the conditions of Corporate Governance by Svam Software Limited ('the Company') for the year ended on March 31, 2023, as stipulated under Regulations 17 to 27, clauses (b) to (i) of sub regulation (2) of Regulation 46 and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

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

In our opinion and to the best of our information and according to the explanations given to us, and the representations made by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the year ended on March 31, 2023.

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

**For Divya Rani
(Practicing Company Secretaries)**

**Divya Rani
(Proprietor)
ACS A64841
COP No. 26426
UDIN: A064841E000954796**

**Date: 05.09.2023
Place: Delhi**

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF SVAM SOFTWARE LIMITED

I. Report on the Audit of the Standalone financial Statements

1. Opinion

- A. We have audited the accompanying Standalone Financial Statements of **Svam Software Limited** (“the Company”), which comprise the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as “the Standalone Financial Statements”).
- B. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 (“the Act”) in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, (“Indi’s”) and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

2. Basis for Opinion

We conducted our audit of the Standalone Financial Statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor’s Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI’s Code of Ethics. 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.

3. Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone Financial Statements of the current period. These matters were addressed in the context of our audit of the Standalone Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that there are no matters to be described as key audit matters.

4. Information Other than the Standalone Financial Statements and Auditor’s Report Thereon

- A. The Company’s Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board’s Report including Annexure to Board’s Report, Corporate Governance and Shareholder’s Information to the extent applicable, but does not include the Standalone Financial Statements and our auditor’s report thereon. Our opinion on the standalone financial statements does not over the other information and we do not express any form of assurance conclusion thereon.
- B. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Standalone Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

5. Management’s Responsibility for the Standalone Financial Statements

- A. The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Indi's and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.
- B. In preparing the Standalone Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is responsible for overseeing the Company's financial reporting process.

6. Auditor's Responsibilities for the Audit of the Standalone Financial Statements

- A. Our objectives are to obtain reasonable assurance about whether the Standalone Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone Financial Statements.
- B. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
 - i) Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
 - ii) Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(f) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
 - iii) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
 - iv) Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
 - v) Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- C. Materiality is the magnitude of misstatements in the Standalone Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the

Standalone Financial Statements maybe influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Standalone Financial Statements.

- D. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
- E. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.
- F. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Standalone Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

II. Report on Other Legal and Regulatory Requirements

- 1. As required by Section 143(3) of the Act, based on our audit 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 it appears from our examination of those books.
 - C. The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account
 - D. In our opinion, the aforesaid standalone financial statements comply with the Indi's specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014
 - E. On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
 - F. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure A**". 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 the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
 - H. 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, as amended 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.
- iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iv)
 - a. The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity (“Intermediaries”), With the understanding whether recorded in writing or otherwise, that the Intermediary shall, whether directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (“ultimate beneficiaries”) or provide any guarantee, security or the like on behalf of the ultimate Beneficiaries;
 - b. The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in aggregate) have been received by company from any person or entity, including foreign entity (“Funding parties”), with the understanding, whether recorded in writing or otherwise, that the company shall. Whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding party (“Ultimate Beneficiaries”) or provide any guarantee, Security or the like on behalf of Ultimate Beneficiaries;
 - c. Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material mis-statement.
- v) During the year, company has not declared or paid dividend during the year which is in compliance with section 123 of the Companies Act, 2013.

2. As required by the Companies (Auditor’s Report) Order, 2020(“the Order”) issued by the Central Government in terms of Section 143(11) of the Act, we give in “**Annexure B**” a statement on the matters specified in paragraphs 3 and 4 of the Order to the extent applicable.

For: GAMS & Associates LLP
Chartered Accountants
FRN ON500094

CA Anil Gupta
(Partner)
M. No. 008218
UDIN: 23088218BGWJWS8579

Place: New Delhi
Dated: 29/05/2023

SVAM SOFTWARE LIMITED
ANNEXURE “A” TO THE INDEPENDENT AUDITORS REPORT

(Referred to in 1(f) under ‘Report on Other Legal and Regulatory Requirements’ Section of our reports to the Members of Svam Software Limited of even date)

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

We have audited the internal Financial Controls over financial reporting of **SVAM SOFTWARE LIMITED** ("the Company") as at March 31, 2023 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 (ICAI)". These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditors' 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 of 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 the Management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2023, 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: GAMS & Associates LLP
Chartered Accountants
FRN ON500094

CA Anil Gupta
(Partner)
M. No. 008218
UDIN: 23088218BGWJWS8579

Place: New Delhi
Dated: 29/05/2023

SVAM SOFTWARE LIMITED
ANNEXURE “B” TO THE INDEPENDENT AUDITORS REPORT

(Referred to in paragraph 2 under ‘Report on Other Legal & Regulatory Requirements’ section of our report to the Members of Svam Software Limited of even date)

Pursuant to Companies (Auditors Report) Order 2020

To the best of our information and according to the explanations provided to us by the company and the books of accounts and records examined by us in the normal course of Audit, we state that:

- (i)
 - (a) The company has maintained proper records showing full particulars, including quantitative details and situation of property, Plant and Equipments and Intangible Assets.
 - (b) As explained to us, the fixed assets have been physically verified by the management during the year at reasonable intervals having regard to the size of the company and nature of its business. No material discrepancies were noticed on such physical verification.
 - (c) As explained to us, there is no immovable property held by the company.
 - (d) The Company has not revalued any of its Property, Plant and Equipments and Intangible assets during the year.
 - (e) No proceedings have been initiated during the year or are pending against the company as at March 31st, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- (ii)
 - (a) As explained to us, the company holds inventory of shares and those are in demat form so it is not possible to physically verify the inventory by the management.
 - (b) The Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.
- (iii) The Company has granted loans, secured or unsecured to companies, firms, Limited Liability Partnership 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 applicable to the Company.
 - 1. The Terms and conditions of the grant of such loan are prima facie not prejudicial to the company’s interest.
 - 2. The schedule of repayment of principal and payment of interest has been stipulated and the repayments and receipts are regular.
 - 3. In respect of the loans granted by the company, there is no overdue amount remaining outstanding as at the Balance sheet date.
 - 4. No loan granted by the company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to same parties.
 - 5. The Company has not granted any loans or advances in the nature of loans either

repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause 3(iii)(f) is not applicable.

- (iv) 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.
- (v) The company has not accepted any deposit or amounts which are deemed to be deposits and hence the directives issued by the Reserve Bank of India and the provisions of Section 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. Hence, reporting under 3(v) of the order is not applicable.
- (vi) 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 Companies Act, in respect of the activities carried on by the company.
- (vii)
 - (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, Goods and Services 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, 2023 for a period of more than six months from the date on when they become payable.
 - (b) According to the information and explanations given to us, there are no dues of Income Tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute.
- (viii) There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act. 1961.
- (ix)
 - a. The Company has not taken any loans or other borrowings from any lender. hence, reporting under clause 3(ix)(a) of the Order is not applicable.
 - b. The Company has not been declared willful defaulter by any bank or financial institution or government or government authority.
 - c. The company has not taken any long term loan during the year and there are no outstanding term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
 - d. On an overall examination of the financial statements of the company, no funds were raised for short term by the company. Hence reporting under this clause is not applicable.
 - e. On an overall examination of the financial statements of the company, the Company has not taken any funds from the entity or person on account of or to meet the obligations of its subsidiaries.
 - f. The company has not raised any loans during the year and hence reporting of the clause 3(ix) (f) is not applicable.
- (x) Based upon the audit procedures performed and the information and explanations given by the management, the Company has not raised money by way of initial public offer or

further public offer including debt instruments and term loans. Also, Company has not made any preferential allotment or private placement of the shares or convertible debentures (fully or partly or optionally). Accordingly, the provisions of clause 3(x) of the order are not applicable to the company and hence not commented upon.

- (xi) 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. Also, there were no whistle blower complaints received by the company which could be considered while determining the Nature, Timing and Extent of the Audit procedures. hence, reporting under clause 3(xi) is not applicable.
- (xii) In our opinion, the company is not a Nidhi Company. Therefore, the provisions of clause 3(xii) of the order are not applicable to the Company.
- (xiii) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of the Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- (xiv)
 - a. In our opinion the company has an adequate internal audit system commensurate with the size and the nature of its business.
 - b. We have considered the internal audit reports for the year under audit, issued to the company during the year and till date, in determining the nature, timing and extent of our audit procedures.
- (xv) 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 them. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- (xvi)
 - (a) The Company is neither required to be registered nor registered under section 45-IA of the Reserve Bank of India Act, 1934.
 - (b) The company has not conducted any Non-banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from Reserve bank of India Act, 1934;
 - (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.
 - (d) There are no CIC as a part of the group.
- (xvii) The company has not incurred Cash losses during the financial year covered by our audit and the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors of the company during the financial year.
- (xix) On the basis of financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit reports indicating the company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to future viability of the company. We further state that our reporting is based on the facts upto the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling

due within a period of one year from the balance sheet date, will get discharged by the company as they fall due.

(xx) The CSR requirements are not applicable on the company. Hence, reporting under clause 3(xx) is not applicable.

For: GAMS & Associates LLP
Chartered Accountants
FRN ON500094

CA Anil Gupta
(Partner)
M. No. 008218
UDIN: 23088218BGWJWS8579

Place: New Delhi
Dated: 29/05/2023

SVAM SOFTWARE LIMITED

CIN NO. L65100DL1992PLC047327

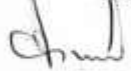
Balance Sheet As on 31st March, 2023

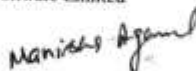
(Amount in ₹)

Particulars	Note No.	As at March 31, 2023	As at March 31, 2022
ASSETS			
Non-current assets			
(a) Property, Plant and Equipment	4	293,278	349,491
(b) Capital Work in Progress		-	-
(c) Intangible assets		-	-
(d) Financial assets		-	-
(i) Investments		-	-
(e) Deferred tax Assets (Net)	5	29,632,360	29,632,360
(f) Advance Income tax assets (net)		705,732	812,365
(g) Other non-current assets	6	169,426,555	145,002,061
		200,057,925	175,796,277
Current assets			
(a) Inventories	7	-	-
(b) Financial Assets		-	-
(i) Trade receivables	8	8,000,000	-
(ii) Cash and cash equivalents	9	1,136,991	13,007,518
(c) Current Income tax assets (net)		-	-
(d) Other current assets	10	4,022,893	6,024,063
		13,159,884	19,631,581
TOTAL ASSETS		213,217,809	195,427,858
EQUITY AND LIABILITIES			
Equity			
Equity share capital	11	168,890,000	168,890,000
Other Equity	12	24,013,952	25,432,580
		192,903,952	194,322,580
Liabilities			
Non-current Liabilities			
(a) Financial liabilities			
(i) Borrowings			
(ii) Other financial liabilities			
(b) Provisions		19,302,685	-
(c) Deferred tax liabilities (Net)		-	-
(d) Other non-current liabilities		-	-
Total A		19,302,685	-
Current Liabilities			
(a) Financial liabilities			
(i) Trade payables			
(ii) Other financial liabilities	13		
(b) Other current liabilities	14	1,011,171	1,039,466
(c) Provisions	15	-	65,812
Total B		1,011,171	1,105,278
Total Liabilities (A+B)		20,313,857	1,105,278
Total equity and liabilities		213,217,809	195,427,858

See accompanying note nos. 1 to 26 forming part of the financial statements
In terms of our report attached of the even date

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


Sudhir Kumar Agarwal
(Director)
DIN-00024935


Manisha Agarwal
(Managing Director)
DIN-00025419


Daksh Agarwal
(C.F.O)
PAN:-BUFPA0469M


Sandhya Yadav
(Company Secretary)
PAN:-ACEPY9584F

For GAMS & Associates LLP
Chartered Accountants
FRN NO. ON500094


CA Anil Gupta
Partner
M.No- 088218

Date: 29/05/2023
Place: New Delhi



UDIN: 2308821886GWJWS8579

SVAM SOFTWARE LIMITED

CIN NO.L65100DL1992PLC947327

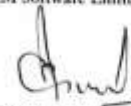
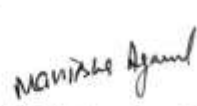


Profit & Loss Account for the year ended 31st March, 2023

(Amount in ₹)

Particulars		Note No	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
I	Revenue from operations (gross)	16	11,945,000	7,670,000
II	Other income	17	11,547,110	6,016,487
III	Total income (I + II)		23,492,110	13,706,487
IV	Expenses:			
	Cost of materials consumed		-	-
	Changes in inventories of finished goods and work-in-progress	18	-	-
	Excise Duty on sales		-	-
	Purchases		11,800,000	7,580,000
	Employee benefit expense	19	702,000	802,000
	Finance costs	20	325,206	-
	Depreciation and amortisation expense	4	56,213	67,070
	Other expenses Administrator & Other expenses	21	11,920,686	5,004,292
	Total expenses		24,804,104	13,453,363
V	Profit/(loss) before exceptional item and tax (III-IV)		(1,311,994.45)	253,124.32
VI	Exceptional item			
VII	Profit/(loss) before tax (V-VI)		(1,311,994.45)	253,124.32
VIII	Tax expense/(Credit):			
	-Current tax			(65,812)
	-Deferred tax		(106,633.47)	(174,449)
	-Earlier Tax Adjustment			
	-Mat Credit Entitlement			
IX	Profit/(loss) for the year (VII-VIII)		(1,418,628)	12,863
X	Other Comprehensive income/(loss)			
	Item that will not be subsequently reclassified to profit or loss		-	-
	Item that may be subsequently reclassified to profit or loss:		-	-
	Total Other Comprehensive income/(loss) for the year		-	-
XI	Total Comprehensive income/(loss) for the year		(1,418,628)	12,863
XII	Earnings/(loss) per equity share (of Rs. 10/- each)			
	Basic and Diluted (in Rs. per share)		(0.084)	0.001

See accompanying note nos. 1 to 26 forming part of the financial statements
In terms of our report attached of the even date

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

Sudhir Kumar Agarwal (Director) DIN-00024933
 Manisha Agarwal (Managing Director) DIN-00025419
 Daksh Agarwal (C.F.O) PAN:-BUFPA0469M
 Sandhya Yadav (Company Secretary) PAN:-ACEPY9584F



For GAMS & Associates LLP
Chartered Accountants
FRN NO. ON500094


 CA Anil Gupta
Partner
M.No- 088218

Date: 29/05/2023
Place: New Delhi

UDIN: 2308821886WJWS8579

SVAM SOFTWARE LIMITED

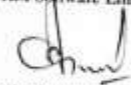
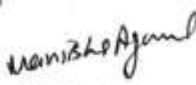


CIN NO. L65100DL1992PLC047327

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2023

	(Amount in ₹)	
PARTICULARS	31st March, 2023	31st March, 2022
A CASH FLOW FROM OPERATING ACTIVITIES:		
Net Profit before taxation, and extraordinary items	(1,418,628)	253,124
Adjustment for:		
Interest Income		-
Finance Costs		-
Loss on investment		-
Depreciation		-
Prior Period item	56,213	67,070
Operating Profit Before Working Capital Changes		
Adjustment for:	(1,362,415)	320,495
(Increases)/Decreases in Inventories		-
Increases/(Decreases) in Trade Payables		-
Increases/(Decreases) in Other Liabilities		-
(Increases)/Decreases in Trade Receivables	(28,294)	404,366
(Increases)/Decreases in Other Current Assets	(8,000,000)	119,650
(Increases)/Decreases in Loan & Advances	2,601,170	(1,544,073)
(Increases)/Decreases in Provisions		-
(Increases)/Decreases in Other Financial liabilities		-
Cash Generated from Operations		
Direct Taxes paid	(5,427,124)	(699,862)
Net Cash From Operating Activities (A)	40,822	152,295
	(6,748,717)	(852,157)
B CASH FLOW FROM INVESTING ACTIVITIES:		
Fixed Asset Sold		-
Change Investment in other companies		-
Interest Income		-
Sale of Fixed assets		-
Purchase of Fixed Assets		-
Loans & Advances		-
Net Cash used in Investing Activities (B)	(24,424,495)	9,720,030
	(24,424,495)	9,720,030
C CASH FLOW FROM FINANCING ACTIVITIES:		
Finance Cost		-
Loan Taken/paid	19,302,685	-
Net Cash flow in Financing Activities (C)	19,302,685	-
Net Increase/(Decrease) in cash and cash equivalents (A+B+C)		
	(11,870,527)	8,867,873
Cash & Cash Equivalents as at beginning of the year	13,007,518	4,139,645
Cash & Cash Equivalents as at Closing of the year	1,136,991	13,007,518

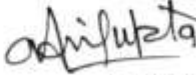
See accompanying note nos. 1 to 26 forming part of the financial statements
In terms of our report attached of the even date

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

 Sudhir Kumar Agarwal (Director) DIN-00024935	 Manisha Agarwal (Managing Director) DIN-00025419	 Daksh Agarwal (C.F.O) PAN:-BUPPA0469M	 Sandhya Yadav (Company Secretary) PAN:-ACEPY9584F
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For GAMS & Associates LLP
Chartered Accountants
FRN NO. 05500094


 CA Anil Gupta
 Partner
 M.No- 088218

Date: 29/05/2023
Place: New Delhi

UDIN: 2308821886 WJWS2579

Statement of Changes in Equity for the year ended March 31, 2023					
A Equity share capital					
Particulars	As at March 31, 2023		As at March 31, 2022		
	No. Of Shares	Rupees	No. Of Shares	Rupees	
Equity shares of Rs. 10 each issued, subscribed and fully paid:					
As at April 1, 2021	16,889,000	168,890,000	16,889,000	168,890,000	
As at April 1, 2022	16,889,000	168,890,000	16,889,000	168,890,000	
As at March 31st 2023	16,889,000	168,890,000	16,889,000	168,890,000	
B Other Equity					
Particulars	Capital Reserve	Retained Earnings	Security Premium	General Reserve	Total Reserves
Balance as at April 1, 2022	233000	(12,115,420)	37315000	0	25,432,580
Profit for the year		(1,418,628)			
Other comprehensive income/(loss) for the year					
Total comprehensive income/(loss) for the year					
Transferred (from)/to Debenture Redemption Reserve					
Balance as at March 31, 2023	233000	(13,534,048)	37315000	-	24,013,952

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Notes-1 (Property Plant & Equipment)
SVAM SOFTWARE LIMITED

Particulars	Gross Block				Accumulated Depreciation/ Deductions/ adjustments	Net Block	
	As at April 1, 2022	Additions/ adjustments	Deductions/ adjustments	As at March 31, 2023		As at March 31, 2023	As at March 31, 2022
Tangible Assets							
Vehicles	4,362,920	-	-	4,362,920	-	4,197,496	1,94,685
(Previous year)	4,362,920	-	-	4,362,920	-	4,168,235	2,29,122
Office Equipment	310,508	-	-	310,508	-	182,654	1,54,806
(Previous year)	310,508	-	-	310,508	-	155,702	154,806
Total	7,480,226	-	-	4,673,428	-	4,380,150	1,87,439
Total - Previous Year	7,480,226	-	-	4,673,428	-	7,130,735	349,491
							416,561



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5 Investments		
Particulars	As at March 31, 2023	As at March 31, 2022
Investment in equity share of subsidiary company		
Other than Trade quoted		
Trade quoted	26,220,000	26,220,000
Jolly Plastic Limited		
Reliance Power Ltd.	3,405,050	3,405,050
	7,310	7,310
Total	29,632,360	29,632,360
6 Other non-current assets		
Particulars	As at March 31, 2023	As at March 31, 2022
Unsecured, considered good		
Loan & Advances		
Doubtful	161,426,555	94,510,475
Loan & Advances	8,000,000	50,491,586
Advance against immovable property		
Total	169,426,555	145,002,061
7 Inventories		
Particulars	As at March 31, 2023	As at March 31, 2022
(c) Finished goods/Traded goods	-	-
Total	-	-
8 Financial assets - Current : Trade receivable		
Particulars	As at March 31, 2023	As at March 31, 2022
Unsecured, considered good		
Trade receivable	8,000,000	-
Total	8,000,000	-
9 Financial assets - Current : Cash and cash equivalents		
Particulars	As at March 31, 2023	As at March 31, 2022
Cash on hand		
Balances with banks *	194,420	227,380
Total	942,571	12,780,158
* Bank balance subject to reconciliation		
	1,136,991	13,007,518
10 Other Current Assets		
Particulars	As at March 31, 2023	As at March 31, 2022
Unsecured, considered good		
Prepaid expenses		
FDR		
Balances with statutory / Government authorities	121,872	121,872
Mat Credit Entitlement	3,060,048	2,561,218
Service Tax Appeal		
Sets Appeal	597,915	597,915
Interest receivable		2,500,000
	243,058	843,058
Total	4,022,893	6,624,063



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11 Share capital				
Particulars	As at March 31, 2023		As at March 31, 2022	
	Number of Shares	Amount	Number of Shares	Amount
(a) Authorised Share Capital				
Opening/Closing balance (equity shares of Rs 10 each)	30,000,000	300,000,000	30,000,000	300,000,000
TOTAL	30,000,000	300,000,000	30,000,000	300,000,000
(b) Issued, subscribed and fully Paid up				
Opening/Closing balance (equity shares of Rs 10 each)	16,889,000	168,890,000	16,889,000	168,890,000
TOTAL	16,889,000	168,890,000	16,889,000	168,890,000
(c) Details of shares held by each shareholder holding more than 5% shares				
Name of Shareholder	As at March 31, 2023		As at March 31, 2022	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Om Prakash Agarwal	1,242,000	7.36	1,242,000	7.36
Manisha Agarwal	1,200,000	7.11	1,200,000	7.11
12 Reserve & Surplus				
Particulars	As at March 31, 2023		As at March 31, 2022	
	Amount		Amount	
Capital reserve		233,000		233,000
Security Premium		37,315,000		37,315,000
		37,548,000		37,548,000
Opening Balance Of Profit & loss A/c		(12,115,420)		(12,128,285)
Add Current year Profit & loss A/c		(1,418,626)		12,863
		(13,534,046)		(12,115,420)
TOTAL		24,013,952		25,432,180

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Manisha Agarwal

13 Financial liabilities - Current : Other financial liabilities		
Particulars	As at March 31, 2023	As at March 31, 2022
Dues to related parties (refer note 26)	19,302,685.30	-
Dues to others	-	-
Total	19,302,685.30	-
14 Other Current liabilities		
Particulars	As at March 31, 2023	As at March 31, 2022
Statutory liabilities	53,550.39	67,455
Other liabilities	957,620.84	972,011
Total	1,011,171.23	1,039,466
15 Provisions		
Particulars	As at March 31, 2023	As at March 31, 2022
Provision for Income Tax	-	65,812
Total	-	65,812






Manish Aggarwal

16 Revenue from operations		
Particulars	For the Year Ended	For the Year Ended
	31st March, 2023	31st March, 2022
Sale of products (gross)	11,945,000	7,690,000
Revenue from operation (gross)	11,945,000	7,690,000
17 Other income		
Particulars	For the Year Ended	For the Year Ended
	31st March, 2023	31st March, 2022
Interest Income		
Capital Gains on Parting	11,547,110	6,016,487
Total	11,547,110	6,016,487
18 Changes in inventories of finished goods and work-in-progress		
Particulars	For the Year Ended	For the Year Ended
	31st March, 2023	31st March, 2022
Opening inventories Finished goods Work in progress By products		
Closing inventories Finished goods Work in progress By products		
Total		
19 Employee benefits expense		
Particulars	For the Year Ended	For the Year Ended
	31st March, 2023	31st March, 2022
(a) Salaries and wages		
Total	702,000	802,000
20 Finance cost		
Particulars	For the Year Ended	For the Year Ended
	31st March, 2023	31st March, 2022
Interest expense		
Total	325,206	-
21 Other expenses		
Particulars	For the Year Ended	For the Year Ended
	31st March, 2023	31st March, 2022
Advertisement Expenses		
Auditors fee		28,500
General Expenses / AGM Expenses	28,000	28,000
Schi Expenses		158,200
Listing Fee	1,000,000	157,500
Depository Charges	311,800	300,000
GST Expenses	222,895	220,410
Misc. Expenses	54,000	102,695
ROC charges		250
Share Transfer expenses		5,000
Bank Charges		
Bad Debts		
Telephone Expenses	9,900,000	50,733
Printing & stationery		5,492
Repairs & Maintenance	14,750	5,870
Amount write off	54,004	
Postage and courier		3,891,564
Total	11,920,686	5,004,292



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22. Contingent Liabilities and commitments			
Particulars		Year Ended March 31, 2023	Year ended March 31, 2022
Guarantee given by bank			
Income Tax matter in dispute		Nil	Nil
		Nil	Nil
23. Obligation & Commitments outstanding			
Particulars		Year Ended March 31, 2023	Year ended March 31, 2022
a). Estimated Value of contracts remaining to be executed			
b). Bill Discounted with Bank		Nil	Nil
		Nil	Nil
<p>a). The response to letters sent by the Company requesting confirmation of balances has been insignificant. In the management's opinions, adjustment on reconciliation of the balances, if any required, will not be material in relation to the financial statements of the company and the same will be adjusted in the financial statements as and when the confirmations are received and reconciliations are completed.</p> <p>b). Inventories, loans & advances, trade receivables and other current / non-current assets are reviewed annually and in the opinion of the management do not have a value on realization in the ordinary course of business, less than the amount at which they are stated in the balance sheet.</p> <p>c). Previous year figures have been regrouped and rearranged to make them comparable with the current year figures.</p> <p>d). Estimation of uncertainties relating to the global health pandemic from COVID-19</p> <p>World Health Organisation (WHO) declared Outbreak of Corona virus disease (COVID-19) a global pandemic on March 11 2020. Consequent to this Government of India declared lock down on 24 March 2020 which has impacted the business activities of the company. The company has taken various measures in consonance with central and state government or it is to contain the pandemic command which includes closing of offices and adopting work from home policy for employees.</p> <p>Given the uncertainty of quick turn down to normalcy, post lifting of the lock down, the company has carried out a comprehensive assessment of possible impact on its business operations, financial assets, contract obligations and its over on equity position, based on the internal external sources of information and application of reasonable estimates. The company does not foresee any significant incremental risk in the recoverability of its assets or in meeting its financial obligations over the foreseeable future given early and its quite steps taken to contain, protect and mitigate the exposure.</p> <p>Pursuant to the relax guidelines, the company has now resumed its operations and activities as allowed in strict keeping with government at advisors. However, most of the staff continued to operate from home. Since the situations are continuously evolving, the impact assessment be different from the estimates made as at the date of approval of these financial statement and the management will continue to monitor any material changes arising due to the impact of this pandemic on financial and operational performance of the company and take necessary measures to address the situations.</p>			
24. Payments to auditors			
Particulars		For the Year Ended	For the Year Ended
As Auditor - for statutory audit and limited review For other services		31st March, 2023	31st March, 2022
Total		28,000	28,000
		28,000	28,000
25 Earnings per share (EPS)			
Particulars		31st March, 2023	31st March, 2022
Net profit/(loss) after tax for the year			
Weighted number of ordinary shares for basic EPS		(1,418,628)	12,863
Nominal value of ordinary share (in Rs. per share)		16,889,000	16,889,000
Basic and Diluted earnings for ordinary shares (in Rs. per share)		10	10
		(0.084)	0.001

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26 RELATED PARTY DISCLOSURES

A Names of related parties and description of relation :

(i) Holding companies: NIL

(ii) Subsidiary companies : NIL

(iii) Related parties other than holding companies with whom transactions have taken place during the year

(a) Fellow subsidiaries :NIL

(b) Other related parties

Sarnimal Investment Limited, Christmatic Developers Private Limited, Shridhar Financial Services Private Limited, Svam Software Limited, Arpa Capital Services Private Limited, Jolly Plastic Indus Limited

(iv) Key Management Personal : Sudhir Kumar Agarwal, Manisha Agarwal(M.D.), Daksh Agarwal(C.F.O), Malikhani Singh Yadav, Adesh Kumar Agarwal, Sandhya Yadav(C.S.)

B Transactions with related parties

Interest Expense			
	Relation	31-Mar-23	31-Mar-22
Shridhar Financial Services Limited	Director Interested	323,200	
	Total	323,206	
Loan Given during the year			
	Relation	31-Mar-23	31-Mar-22
Jolly Plastics Indus Limited	Director Interested	570,000	
Shridhar Financial Services Limited	Director Interested		3,500,000
	Total	570,000	3,500,000
Loan Taken during the year			
	Relation	31-Mar-23	31-Mar-22
Shridhar Financial Services Limited	Director Interested	20,210,500	2,000,000
Jolly Plastics Indus Limited	Director Interested		1,250,000
	Total	20,210,500	3,250,000
Loan Recovered			
	Relation	31-Mar-23	31-Mar-22
Shridhar Financial Services Limited	Director Interested		3,500,000
Jolly Plastics Indus Limited	Director Interested	570,000	
	Total	570,000	3,500,000
Loan Repaid			
	Relation	31-Mar-23	31-Mar-22
Jolly Plastics Indus Limited	Director Interested		1,250,000
Shridhar Financial Services Limited	Director Interested	1,300,500	2,000,000
	Total	1,300,500	3,250,000
Amount Payable			
	Relation	31-Mar-23	31-Mar-22
Shridhar Financial Services Ltd	Director Interested	19,010,500	
	Total	19,010,500	

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Summary of significant accounting policies.

a. Use of Estimates

In preparation of the financial statements, the Company makes judgments, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and the associated assumptions are based on historical experience and other factors that are considered to be relevant.

Actual results may differ from these estimates

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

b. Revenue Recognition

Revenue is recognized for amounts the Company expects to be entitled to in exchange for transferring promised goods and services to a customer excluding amounts collected on behalf of third parties e.g. sales tax.

Revenue from contracts with customers is recognized when the Company satisfies the performance obligation identified in the contract through transfer of control of the promised goods and services.

Contract with a customer is accounted for when all the following criteria are met:

The parties to the contract have approved the contract and are committed to perform their respective obligations;

each party's rights regarding the goods or services to be transferred are identifiable;

payment terms for the goods or services to be transferred are identifiable;

the contract has commercial substance (i.e. the risk, timing or amount of the entity's future cash flows is expected to change as a result of the contract); and

it is probable that the entity will collect the consideration to which it is be entitled in exchange for the goods or services that will be transferred to the customer.

Service income

Revenue from service transactions is usually recognized as the service is performed on conversion of customer's material by the percentage completion method. Processing charges include freight and packaging charges but are net of service tax.

Interest income

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

Dividend income

Dividend income from investments is recognized when the shareholder's rights to receive payment have been established.

c) Inventories

Finished goods are valued at lower of cost or net realizable value. Net realizable value is the price at which the inventories can be realized in the normal course of business after allowing for the cost of conversion from their existing state to a finished condition and for the cost of marketing, selling and distribution.

d) Investments

Long-term investments are stated at cost. Provision for diminution in the value of long term investment is made only if; such a decline is other than temporary in the opinion of the management. The Current investments are stated at lower of cost or quoted/fair vale market value computed category wise

e) Fixed, Intangible Assets & Borrowing Cost

Company has Tangible Fixed Assets and it is properly dealt by company with Ind AS-16.

f) Cash & Cash equivalent

Cash and cash equivalents comprise cash and cash or deposit with banks and corporations. The company considers all highly liquid investments with a remaining maturity at the date of purchase of three months or Less and that are readily convertible to know amounts of cash to be cash equivalents.

g) Employee Benefits

Company has complied with all labour laws.

h) Accounting for Taxes for Income

Deferred Tax: - Deferred tax is provided on timing differences between tax and accounting treatments that originate in one period and are expected to be reversed or settled in subsequent periods. Deferred tax assets and liabilities are measured using the enacted/substantively enacted tax rate for continuing operations. Adjustment of deferred tax liability attributable to change in tax rate is shown in the statement of profit and loss as a part of the deferred tax adjustment for the year.

(ii) There is no Intangible Assets.

(iii) The borrowing cost such as interest, processing fee etc. are recognized in accordance with principal laid down in the Accounting standard 16.

Cost of borrowing related to General borrowing is changed to profit/loss Account.

i) Provisions and Contingent Liabilities

Provisions are recognized in the balance sheet when the Company has a present obligation (legal or constructive) as a result of a past event, which is expected to result in an outflow of resources embodying economic benefits which can be reliably estimated. Each provision is based on the best estimate of the expenditure required to settle the present obligation at the balance sheet date. When appropriate, provisions are measured on a discounted basis

Constructive obligation is an obligation that derives from an entity's actions where:

(a) by an established pattern of past practice, published policies or a sufficiently specific current statement, the entity has indicated to other parties that it will accept certain responsibilities; and

(b) As a result, the entity has created a valid expectation on the part of those other parties that it will discharge those responsibilities.

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

Contingent liabilities are recognized disclosed in the notes. Contingent assets are neither recognized nor disclosed in the financial assets

j) Depreciation and amortization of property, plant and equipment and intangible assets

Depreciation is recognized so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

The estimated useful lives for the main categories of property, plant and equipment and other intangible assets are:

(i) Factory building - 30 years

(ii) Building (others) - 30 to 60 years.

(iii) Roads and pathways - 10 to 20 years

(iv) Plant and equipment - 6 to 20 years

(v) Furniture and fixtures - 10 years

(vi) Office equipment - 5 to 15 years

(vii) Vehicles - 5 years

(viii) Computer (including software) – 5 years

k) Financial liabilities and equity instruments

Equity instruments

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

Financial Liabilities

Trade and other payables are initially measured at fair value, net of transaction costs, and are subsequently measured at amortized cost, using the effective interest rate method. Interest-bearing bank loans, overdrafts and issued debt are initially measured at fair value and are subsequently measured at amortized cost using the effective interest rate method. Any difference between the proceeds (net of transaction costs) and the settlement or redemption of borrowings is recognized over the term of the borrowings in accordance with the Company's accounting policy for borrowing cost

De-recognition of financial liabilities

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or they expire.

Derivative financial instruments and hedge accounting

In the ordinary course of business, the Company uses certain derivative financial instruments to reduce business risks which arise from its exposure to foreign exchange and interest rate fluctuations. The instruments are confined principally to forward foreign exchange contracts, cross currency swaps and interest rate swaps. The instruments are employed as hedges of transactions included in the accounts or for highly probable forecast transactions/ firm contractual commitments. These derivatives contracts do not generally extend beyond 12 months, except for certain interest rate swaps and cross currency interest rate swaps.

In cases where hedge accounting is not applied, changes in the fair value of derivatives are recognized in the Statement of Profit and Loss as they arise. Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or no longer qualifies for hedge accounting. At that time, any cumulative gain or loss on the hedging instrument recognized in equity is retained in equity until the forecasted transaction occurs. If a hedged transaction is no longer expected to occur, the net cumulative gain or loss recognized in equity is transferred to the Statement of Profit and Loss for the period. Certain components, such as terms and conditions, embedded in financial instruments or other hosts contracts are accounted for as separate derivatives and carried at fair value. These components are separately accounted for when their risks and characteristics are not closely related to those of the host contract, the host contract itself is not carried at fair value with gains or losses reported in the Statement of Profit and Loss, and where a separate instrument with the same terms as the embedded component would itself meet the definition of a derivative.

Derivatives are initially accounted for and measured at fair value from the date the derivative contract is entered into and are subsequently re-measured to their fair value at the end of each reporting period. The fair values for forward currency contracts, interest rate swaps are marked to market at the end of each reporting period. The Company adopts hedge accounting for forward and interest rate contracts wherever possible. At the inception of each hedge, there is a formal, documented designation of the hedging relationship. This documentation includes, inter alia, items such as identification of the hedged item or transaction and the nature of the risk being hedged. At inception each hedge is expected to be highly effective in achieving an offset of changes in fair value or cash flows attributable to the hedged risk. The effectiveness of hedge instruments to reduce the risk associated with the exposure being hedged is assessed and measured at the inception and on an ongoing basis. The ineffective portion of designated hedges are recognized immediately in the Statement of Profit and Loss.

When hedge accounting is applied:

For fair value hedges of recognized assets and liabilities, changes in fair value of the hedged assets and liabilities attributable to the risk being hedged, are recognized in the Statement of Profit and Loss and compensate for the effective portion the symmetrical changes in the fair value of the derivative.

1) Earnings per Share

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

For the purpose of calculation diluted EPS the net profit loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effect of

All dilutive potential equity shares.

NOTICE

Notice is hereby given that the 31st Annual General Meeting of the Members of **SVAM SOFTWARE LIMITED** (CIN L65100DL1992PLC047327) will be held on Saturday **30th September, 2023** at 10:30 AM at, “**S-524, VIKAS MARG, SHAKARPUR, DELHI-110092**” to transact the following business:

ORDINARY BUSINESS:-

1. To receive, consider and adopt the Audited Accounts for the year ended 31st March, 2023 and the Auditors and Directors Report thereon.
2. To regularize Mr. Ankit Garg, Additional director as Director cum CFO
3. To regularize Mr. Parul Kumar, Additional director as Director.

SPECIAL BUSINESS:-

4. To re-appoint Mrs. Manisha Agarwal (DIN: 00025419) as Managing Director of the company for a further period of five years.

ITEM NO. 5

APPROVAL FOR RELATED PARTY TRANSACTIONS:-

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

"RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 and all other applicable provisions, if any, of the companies Act, 2013 (the Act) read with the companies (Meetings of board and its powers) Rules, 2014 and read with the regulation 23 of SEBI (Listing Obligations Disclosure Requirements) Regulations 2015 consent of the members be and is hereby accorded to the Board of directors of the Company to enter into the contracts and/or arrangements with the following related parties and its associate companies as defined under the Act, with respect to sale, purchase or supply of any goods or material, selling or otherwise disposing of or buying, leasing of property of any kind, availing or rendering of any services or any other transactions of whatever nature, giving and taking of ICD's creation of secured charges with the following Related Parties and its associates on such terms and conditions as may be mutually agreed upon between the Board of Directors of the Company and all the Related Parties up to maximum amount per amount per transaction not exceeding 5 (Five) Crores/-. The Company hereby approves, ratifies and confirms the said agreements/ transactions entered into with the related parties as defined under the act, Rules made there under and SEBI (LODR), regulations with effect from 1st April, 2023:-

S. No.	Name of Related Party	Period Of Contract	Particulars Of Contract	Expected Maximum Value Of per Transaction W.E.F. 1st April, 2023 (In crores `)
1.	Abhinav Leasing and Finance Limited	1st April, 2023 to 31st March 2024	Availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.	5.00
2.	Jolly Plastic Industries Limited	1st April, 2023 to 31st March 2024	Availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.	
3.	Tridev Infraestates Limited	1st April, 2023 to 31st March 2024	Availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.	
4.	Aglow Financial Services Private Limited	1st April, 2023 to 31st March 2024	Sale, purchase or supply of any goods or material, availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.	
5.	Sarnimal Investment Limited	1st April, 2023 to 31st March 2024	Availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.	
6.	Chrismatic Developers Private Limited	1st April, 2023 to 31st March 2024	Sale, purchase or supply of any goods or material, availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.	
7.	Salora Capital Limited	1st April, 2023 to 31st March 2024	Sale, purchase or supply of any goods or material, availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.	

8.	Midas Global Securities Limited	1st April, 2023 to 31st March 2024	Availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.
9.	Any other related parties not mentioned herein above and as defined under the act	1st April, 2023 to 31st March 2024	Availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.

RESOLVED FURTHER THAT approval of the members be and is hereby accorded to the Board of Directors (which expression shall include the Audit Committee or any other committee thereof for the time being exercising the powers conferred by this resolution) to approve the transactions and the terms and conditions with any of the aforesaid related party/ies and to take such steps as may be necessary for giving effect to this resolution and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution for the purpose of giving effect to this Resolution.”

**For and on behalf of the Board
Svam Software Limited**

Manisha Agarwal
(Managing Director)
(DIN: 00025419)

Malikhan Singh Yadav
(Director)
(DIN: 06732965)

Date: 07/09/2023

Place: Delhi

NOTES:-

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE MEETING / AGM) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIM SELF / HER SELF, AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
- 2. THE INSTRUMENT APPOINTING A PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTYEIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PROXY FORM FOR THE MEETING IS ATTACHED TO THIS NOTICE.**
- 3. A PERSON CAN ACT AS PROXY ON BEHALF OF NOT EXCEEDING FIFTY (50) MEMBERS AND HOLDING IN AGGREGATE NOT MORE THAN TEN (10) PER CENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER, HOLDING MORE THAN TEN (10) PER CENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS, MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER MEMBER.**
4. Register of members and share transfer books will be closed from Saturday 24th September 2023 to Saturday 30th September 2023(both the days inclusive).
5. Members are requested to please notify immediately any change in their addresses to the company.
6. Members/proxies should bring the attendance slip duly filled in for attending the meeting.
7. Mr. Manish Jain (M. No. 523718) Chartered Accountants, in whole time practice, has been appointed as Scrutinizer for the purpose of Postal Ballot Process.
8. Shareholders seeking any information with regard to accounts are requested to write well in advance so as to reach the company at least 7 days prior to the annual general meeting to enable the management to keep the information ready at the AGM.
9. The Member Are Requested To:-
 - a. Intimate changes if any in their address to the company or to the Registrar and Share transfer agent of the company, Skyline Financial Services (P) ltd. At D-153A, Okhla Industrial Area, Phase-I, Delhi 110020, Ph-011-30857575.
 - b. Quote folio number in all their correspondence with the company.
 - c. Bring their copies of annual report including attendance slip at the venue for the AGM.
10. Member holding shares in physical form are requested to lodge share transfer, transmission and intimate changes, if any, in their registered address, bank account and mandate details, residential status etc. Quoting their folio number(s) to company's share transfer agent.
11. Corporate members intending to send their authorized representatives are requested to send a duly certified copy of the Board resolution authorizing the representatives to attend and vote at the general meeting.

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

ITEM NO. 5

Pursuant to Section 188 of the Companies Act, 2013, the Company can enter into transactions which are in the ordinary course of business and/or are on arm's length basis. Transactions that do not satisfy these criteria can be carried out only with the approval of the shareholders accorded by way of a special resolution. Though all the transactions with the related parties mentioned under the resolution in Item No. 5 are in the ordinary course of business and are at arm's length basis. As per Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, has made it mandatory that all material Related Party Transactions (i.e., the transaction/transactions to be entered into individually or taken together with previous transactions during a financial year, exceeds ten percent of the annual consolidated turnover of the company as per the last audited financial statements of the company) shall require approval of the shareholders by way of a special resolution. The Audit Committee and the Board of Directors of the Company in their meetings held on 14th February, 2023 have approved the transactions given in Item No.5 of the Notice. However, since these transactions, though may be on arm's length basis and also may be in the ordinary course of business, yet as an abundant caution, it is proposed to seek approval of members by passing a Special Resolution pursuant to Section 188 read with rules made there under and as per Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Nature of Interest of Related parties in the Company is given below:-

S.No.	Name Of Related Party	Nature Of Interest Or Concern
1.	Abhinav Leasing and Finance Limited	Mr. Sudhir Kumar Agarwal, Director in the Svam Software Limited, who is relative of Mr. Atul kumar Agarwal who is director in Abhinav Leasing and Finance Limited.
2.	Jolly Plastic Industries Limited	Mr. Atul Kumar Agarwal is Common Directors in Abhinav Leasing and Finance Limited and Jolly Plastics Industries Limited.
3.	Tridev Infraestate Limited	Mr. Atul Kumar Agarwal and Mrs. Mamta Agarwal are Common Directors in Midas Global Securities Limited and Abhinav Leasing and Finance Limited.
4.	Aglow Financial Services Private Limited	Mr. Sudhir Kumar Agarwal, Director in the Svam Software Limited, who is relative of Mr. Atul kumar Agarwal who is director in Aglow Financial Services Private Limited.
5.	Sarnimal Investment Limited	Mr. Sudhir Kumar Agarwal, Director in the Svam Software Limited, who is also director in Sarnimal Investment Limited.
6.	Chrismatic Developers Private Limited	Mr. Sudhir Kumar Agarwal, Director in the Svam Software Limited, who is also director in Chrismatic Developers Private Limited
7.	Salora Capital Limited	Mr. Sudhir Kumar Agarwal, Director in the Svam Software Limited, who is also director in Salora Capital Limited
9.	Midas Global Securities Limited	Mr. Sudhir Kumar Agarwal, Director in the Svam Software Limited, who is relative of Mr. Atul kumar Agarwal who is director in Midas Global Securities Limited.

**By For and on behalf of the Board
Svam Software Limited**

Manisha Agarwal
(Managing Director)
(DIN: 00025419)

Malikhan Singh Yadav
(Director)
(DIN: 06732965)

Date: 07/09/2023

Place: Delhi

VOTING THROUGH ELECTRONIC MEANS:

In terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), listed companies are required to provide members with the facility to exercise their right to vote at the Annual General Meeting (AGM) through electronic means. The Company has availed the services of Central Depository Services Limited (CDSL) for providing the necessary e-voting platform to the members of the Company:

The Board of Directors has appointed Mr. Manish Jain (M. No. 523718) Chartered Accountant in whole time Practice as the Scrutinizer for conducting the e-voting process in accordance with law and in a fair and transparent manner. The Scrutinizer shall within a period not exceeding three (2) working days from the conclusion of e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favor or against, if any, and submit it forthwith to the Managing Director and/or Chartered Accountant of the Company.

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

- 1) The remote e-voting period begins on Wednesday, 27th September, 2023 (9:00 A.M.) and ends on Friday, 29th September, 2023 (5:00 P.M.). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) 15th September, 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

The Company has engaged Central Depository Services (India) Limited ("CDSL") to offer e-voting facility to all its Members to enable them to cast their vote electronically. This notice is being sent to all the Members, whose names appear in the Register of Members / Records of Depositories as on the close of working hours on 01st September, 2023 i.e. the cut-off date. Voting rights will be reckoned on the paid-up value of the shares registered in the name of the members as on the cut-off date. E-voting is optional for Members. The Notice of the Annual General Meeting is sent electronically to all the shareholders who have registered their email addresses with the Company / Depositories and to the other shareholders by Speed Post / Registered Post / Courier.

- 2) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period.
- 3) Click on "Shareholders" tab.
- 4) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- 5) Next enter the Image Verification as displayed and Click on Login.
- 6) If you are holding shares in De-mat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- 7) If you are holding shares in physical form or first time user in case holding shares in De-mat form, follow the steps given below:

If you are a first timer user, follow the steps given below and fill the appropriate boxes:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth(DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- 8) After entering these details appropriately, click on “SUBMIT” tab.
- 9) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in De-mat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the De-mat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- 10) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- 11) Click on the EVSN of the **Svam Software Limited** on which you choose to vote.
- 12) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- 13) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- 14) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- 15) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

- 16) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- 17) If De-mat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- 18) Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. I Phone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- 19) Non-Individual shareholders (i.e. other than Individuals, HUF, and NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporate.
- 20) A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote. A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.

- 21) Pursuant to Section 107 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, there will not be voting by show of hands on any of the agenda items at the Meeting and poll will be conducted in lieu thereof.

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

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

	<p>For Physical shareholders and other than individual shareholders holding shares in Demat.</p>
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none">• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.

<p>Dividend Bank Details OR Date of Birth (DOB)</p>	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.
	<p>see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</p> <ol style="list-style-type: none"> 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option here the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.

Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.

GENERAL INSTRUCTIONS:

1. The remote e-voting period begins on Wednesday, 27th September, 2023 (9:00 A.M.) and ends on Friday, 29th September, 2023 (5:00 P.M.). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) 15th September, 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

2. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.
3. The Notice of the Annual General Meeting are being sent to all the Members, whose names appear in the Register of Members as on cut-off date (record date) i.e. 01st September, 2023 through the mode prescribed under the Companies Act, 2013 and also by E-Mail, wherever registered. The Members may also download a copy of the Notice from the Website of the Company at www.svamssoftwareltd.in
4. The Members of the Company, holding Equity Shares either in physical form or in dematerialized (demat) form as on 15th September, 2023 and not casting their vote electronically, may only cast their vote at the Annual General Meeting. The voting rights of shareholders shall be in proportion to their shareholding of paid up share capital of the Company as on 15th September, 2023.
5. Mr. Manish Jain (M. No. 523718) Chartered Accountant in Practice has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer shall within a period not exceeding two (2) working days from the conclusion of e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer’s Report of the votes cast in favour or against, if any, and submitit forthwith to the Managing Director and/or Chartered Accountant of the Company.

**By the order of Board of directors
SVAM SOFTWARE LIMITED**

Sd/-

**Place: Delhi
Date: 07.09.2023**

**Sandhya Yadav
Company Secretary**

SVAM SOFTWARE LIMITED
CIN:- L65100DL1992PLC047327
Regd. Office: 224, G/F Swayam Sewa, Co-Operative Housing Society Ltd., Jhilmil
Delhi 110032
Email ID:-svamsoftwareltd@gmail.com
Website:-www.svamsoftwareltd.in

ATTENDENCE SLIP

Please complete this Attendance Slip and hand it over at the Entrance of the Hall. Only Members or their Proxies are entitled to be present at the meeting.

Name and Address of the Member	Folio No.
	Client ID No.
	DP ID No.
	No. of Shares Held

I hereby record my Presence at the 31st Annual General Meeting of the Svam Software Limited being held on Saturday, 30th Day of September, 2023 at 10.30 A.M. at "S-524, VIKAS MARG, SHAKARPUR, DELHI-110092 at and at any adjournment thereof.

Signature of the Shareholder	Signature of the Proxy

- Note:** 1. The copy of Annual Report may please be brought to the Meeting Hall.
2. Briefcase, Hand Bags etc. are not allowed inside the Meeting Hall.
3. Please note that no gifts will be distributed at the meeting.

SVAM SOFTWARE LIMITED
CIN:- L65100DL1992PLC047327
Regd. Office: 224, G/F Swayam Sewa, Co-Operative Housing Society Ltd., Jhilmil
Delhi 110032
Email ID:-svamssoftwareltd@gmail.com
Website:-www.svamssoftwareltd.in

Form No. MGT-11

Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies
(Management and Administration) Rules, 2014]

CIN: L65100DL1992PLC047327

Name of the company: SVAM SOFTWARE LIMITED

**Registered office: 224, G/F SWAYAM SEWA, CO-OPERATIVE HOUSING SOCIETY LTD.,
JHILMIL
DELHI 110032**

Name of Member(s) :
Registered address :
E-mail Id :
Folio No/ Client Id:
DP ID :

I/We, being the member (s) of..... shares of the above named company, hereby appoint

1. Name :	Address :
E-mail Id :	Signature :

or failing him

1. Name :	Address :
E-mail Id :	Signature :

or failing him

1. Name :	Address :
E-mail Id :	Signature :

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 31st Annual General Meeting of the company, to be held on Saturday, 30th Day of September, 2023 at 10.30 A.M. at "S-524, VIKAS MARG, SHAKARPUR, DELHI-110092 and at any adjournment thereof in respect of such resolutions as are indicated below:

S. No.	Resolutions
ORDINARY BUSINESS	
1	Adoption of Audited Accounts and Auditors and Directors Report for the year ended March 31 st , 2023.
2	Regularization of Additional Director Mr. Ankit Garg as Director cum CFO
3	Regularization of Additional Director Mr. Parul Kumar as Director
SPECIAL BUSINESS	
4	To re-appoint Mrs. Manisha Agarwal (DIN: 00025419) as managing director of the company for a further term of five years.
5	Approval of Related Party transaction.

Signed this day of..... 2023

Affix Revenue Stamp

Signature of shareholder

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly Completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

SVAM SOFTWARE LIMITED

CIN:- L65100DL1992PLC047327

Regd. Office: 224, G/F Swayam Sewa, Co-Operative Housing Society
Ltd., Jhilmil Delhi 110032

Email ID:-svamsoftwareltd@gmail.com

Website:-www.svamsoftwareltd.in

BALLOT FORM

- Name(s) of Shareholder(s) / Beneficial Owner
Including joint-holders, if any :
- Registered Address of the Sole /
First named Shareholder :
- Registered Folio No. / Client ID No. :
- No. of Shares held :
- I / we hereby exercise my / our vote in respect of the Resolution / s to be passed through postal ballot for the business stated in the Notice of the Company by sending my / our assent / dissent to the said Resolution by placing Tick () mark at the appropriate box below:

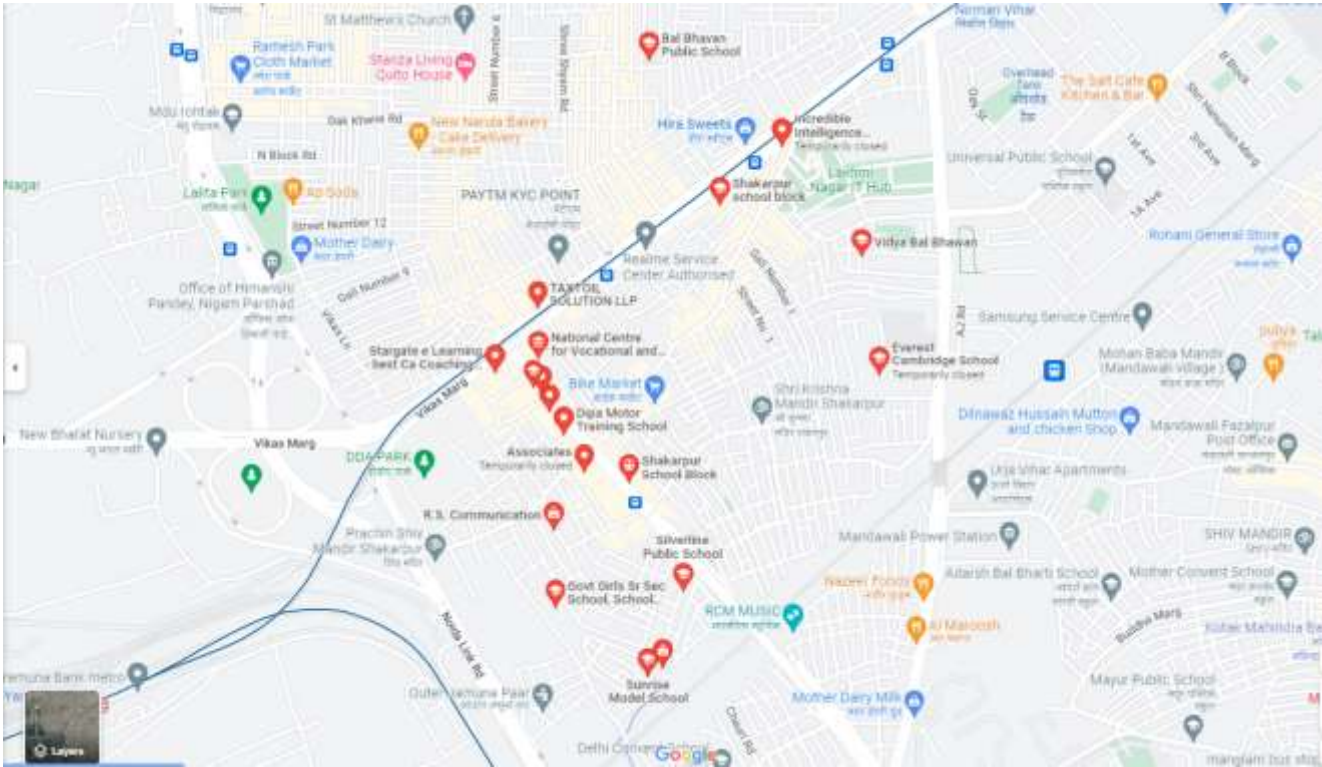
S. No.	Resolution Type	Particulars	I/We assent to the Resolution/s	I/We dissent to the Resolution/s
1.	Ordinary Resolution	Adoption of Audited Accounts and Auditors and Directors Report for the Year ended March 31 st , 2023.		
2.	Ordinary Resolution	Regularization of Additional Director Mr. Ankit Garg, as Director cum CFO		
3.	Ordinary Resolution	Regularization of Additional Director Mr. Parul Kumar, as Director		
4.	Ordinary Resolution	To re-appoint Mrs. Manisha Agarwal (Din: 00025419) as Managing Director of the company for a further term of five years		
5.	Special Resolution	Approval of Related Party transaction.		

Place: Delhi

Date: 07/09/2023

Signature of the Shareholder / Beneficial Owner

Route Map



<https://www.google.com/maps/search/-524,+f%2F,+school+block,+vikas+marg,+sjakarpur+delhi+east+delhi+dl+110092+in/@28.6295451,77.2762172,16z/data=!3m1!4b1>

