

# RESPONSE INFORMATICS LIMITED

CIN NO: L72200TG1996PLC025871

01.09.2021

To

The Corporate Relations Department,  
BSE Ltd,  
P J Towers,  
Dalal Street,  
Mumbai—400 001.

Dear Sirs,

Sub: --- Reg.34(1) --Filing of Annual Report----- Reg .....

Please find herewith attached Annual Report, along with Notice of Annual General Meeting for the Financial Year 2020—21, which is being sent to the members of the company through email. The Annual Report is also available in the website of the company. Please take on record of the same.

Thanking you,

For Response Informatics Ltd.,



Company Secretary & Compliance Officer

Copy To: -

CSE Ltd, Kolkata.

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Regd. Off: Spaces & More Business Park#3, E1,5<sup>th</sup> Floor, vittal Rao Nagar, Madhapur,  
Hyderabad-500081.

Phone.:040-48522701 E-mail: [response@responseinformaticsltd.com](mailto:response@responseinformaticsltd.com)

[www.responseinformaticsltd.com](http://www.responseinformaticsltd.com)



**Response Informatics**  
TECHNOLOGY SIMPLIFIED

RESPONSE INFORMATICS LIMITED

24th ANNUAL REPORT

2020-2021

**CORPORATE INFORMATION****Board of Directors:**

**Smt. Bhuvaneshwari Seetharaman**  
Managing Director

**Sri. Seetha Raman Subramaniyam**  
Non -Executive Director

**Sri. Chandra Sekhar Pattapurathi**  
Non- Executive Independent Director

**Sri. Prakash Babu Kondeti**  
Non- Executive Independent Director

**SECRETARIAL AUDITOR:**

Mr. VBSS Prasad,  
Practicing Company Secretary,  
Flat No. 209, Kubera Towers,  
Narayanaguda, Hyderabad - 500029

**STATUTORY AUDITORS:**

M/s. BRR & ASSOCIATES  
Chartered Accountants  
6-3-596/90, IIPM Lane,  
Naveen Nagar, Road No:1,  
Banjara Hills, Hyderabad-500 034.

**INVESTOR E-MAIL ID :**

csresponseinfo@gmail.com

**REGISTRAR & SHARE TRANSFER AGENTS:**

M/s. Aarathi Consultants Pvt LTD  
1-2-285, Domalguda, Hyderabad – 29  
Tel: (040)27642217/ 27638111  
Fax: (040) 27632184  
E-mail: info@aarthiconsultants.com

**Bankers:**

Federal Bank Ltd., Panjagutta, Hyderabad  
HDFC Bank Limited., Karkhana, Secunderabad

**Registered Office address:**

Spaces & More Business Park, #3  
E1, 5thFloor,1-89/A/8/C/2, Vittal Rao Nagar,  
Madhapur Hyderabad TG 500081, Telangana.  
Ph. No: 040-48522701.  
CIN: L72200TG1996PLC025871

**LISTED AT:**

BSE Limited

**DEMAT ISIN NUMBER IN NSDL & CDSL:**

INE401B01010

**WEBSITE:**

www.responseinformaticsltd.com

**Foreword**

The world has witnessed the global pandemic over the past year, which impacted businesses and employees in a variety of ways, while it opened the doors for many new ideas, innovation and strategies to overcome the uncertainties.

We have anticipated the changes that are going to take place in the workplace, employees' mental health, culture, technology and the processes. Everything has become new normal and rapidly shifting and adjusting to the new normal.



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**The New Normal Strategy**

To stay ahead of the market, an employer has to stay updated with the latest trends.

We have adapted to the new remote working style while enabling technology such as cloud tools and AI, making it viable, optimizing the remote work capabilities taking full advantage of advanced technologies.

The remote working style brought the flexibility and of course, a very big thanks to technology as the number of employees who can work from home has increased this year.

The scope of working from anywhere has given the access to much larger talent pools, without location being a limitation, which resulted in better output and efficiency in employees.

According to a survey, 98% of workers want the option to work remotely for the rest of their career.

**Health Insurance Benefits**



Health and Financial wellness are the major aspects any employee would worry about and this pandemic made it worse even more. We have come up with Group Health Medical Insurance which benefited the employee as well as his/her entire family to cover their hospitalization and medical bills to a large extent.

**Provide Employees with more of a family time**



Employees often complain that they have less time to spend with their families.

We allow the employees to spend a lot of time with the child and elderly care.

We even have paternity leave that gets offered with maternity leave. Employers need to realise that both parents require time with their children.

As the remote working style benefitted the employees to look after their kids during and post pandemic while schools and care centers shutdown due to covid-19.

### **Continuous Learning is part of our culture**



Our focus is on Continuous learning which helps in acquiring knowledge, competencies and get enriched with the current skill set that maximizes ones potential and avoids stagnation.

We invest our time and effort in coaching and mentoring our employees. Provide digital training to enhance their skills and apply new knowledge that helps them become better in their jobs which in turn improves the individual and organization performance. We have also utilized the expertise of the senior or experienced employees and made them as anchors to guide the employees to sharpen their soft and technical skills.

## Going Digital way



With technology evolving and recruiters getting smarter, traditional recruitment methods are fading away and losing their shine these days.

We are re-shaping our hiring efforts by going the digital way as one step further to the traditional recruitment. Digital recruitment ranges from taking the help of the technology to simplify our process which includes our social media hiring, posting the jobs on career websites and also on professional Whatsapp groups, picking up the right candidate from the applicant tracking system and many more.

This helps the hiring process easier and can find plenty of relevant candidates in a short time. Gone are those days where the recruiter was using newspapers or bulletin boards for job postings. Now, LinkedIn has replaced the newspaper, and relevant online groups have replaced bulletin boards. Finding the right candidate is just click away.

Virtual hiring and on-boarding is helping in the reduction of costs of the organization and is more affordable and time saving.



**What's Next?**



After 2020 pandemic, we are looking for a positive 2021. We are focusing upon empathy, resilience, and empowerment. Employees are looking for a workplace that understands them and provides them with benefits. We will take a proactive approach and will stay in a better position to move forward to attract, develop, and retain our talent.

## NOTICE

**NOTICE IS HEREBY GIVEN THAT THE 24TH ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF RESPONSE INFORMATICS LIMITED WILL BE HELD on 30th Day, September 2021 AT 11 A.M. THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO-VISUAL MEANS (“OAVM”) TO TRANSACT THE FOLLOWING BUSINESS:**

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2021, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Notes attached thereto, along with the Report of Auditors and Directors thereon.
2. To appoint a director in place of Mr. Seetha Raman Subramaniam (DIN:06364310) who retires by rotation and being eligible, offers himself for re-appointment.

### **SPECIAL BUSINESS:**

3. Increase of Authorised Share Capital of the Company:  
To consider and if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:

**“RESOLVED** that pursuant to the provisions of Section 13(1) read with section 61 and other applicable provisions of the Companies Act, 2013 and the rules issued there under (including any statutory modification or re-enactment thereof for the time being in force), the Authorised Share Capital of the Company be and is hereby increased from Rs. 8,00,00,000/- (Rupees Eight Crores only) comprising of 80,00,000/- (Eighty Lakhs) Equity Shares of Rs.10 (Rupees Ten) each to Rs. 25,00,00,000/- (Rupees Twenty Five Crores only) comprising of 2,50,00,000/- (Two Crores Fifty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten) each”.

**“RESOLVED FURTHER** that the existing Clause V of the Memorandum of Association of the Company be and is hereby altered as follows: -

“The Authorised Share Capital of the company is Rs. 25,00,00,000/- (Rupees Twenty Five Crores only) divided into 2,50,00,000/- (Two Crores Fifty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten) each”.

**“RESOLVED FURTHER** that Mrs. Bhuvanewari Seetharaman, Chairperson and Managing Director of the company be and is hereby authorized to file all necessary papers, documents, e-forms etc., with the Registrar of Companies for giving effect to this resolution.”

#### 4. Alteration of Articles of Association of the Company:

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

**“RESOLVED THAT** pursuant to the provisions of Sections 14 and other applicable provisions, if any, of the Companies Act, 2013, read with Companies (Incorporation) Rules, 2014, (including any statutory modifications or re-enactment thereof, for the time being in force), consent of the members of the Company be and is hereby accorded, to alter the Article No. 3 of the existing Articles of Association of the Company with new article as follows:-

“The Authorised Capital of the company is Rs. 25,00,00,000/- (Rupees Twenty Five Crores only) divided into 2,50,00,000/-(Two Crores Fifty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten) each”.

**“RESOLVED FURTHER that** Mrs. Bhuvanewari Seetharaman, Managing Director of the Company be and is hereby authorized to sign and execute and also affix his digital signature in all the necessary e Forms, documents, applications, etc., and submit the same to the Registrar of Companies, Telangana and comply with all other necessary formalities to give effect to the aforesaid resolution.”

For and on Behalf of the Board of Directors  
Response Informatics Limited

Sd/-  
Bhuvanewari Seetharaman  
Managing Director  
(DIN: 01666421)

Place: Hyderabad  
Date: 27.08.2021

**Notes:**

1. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the Ordinary/Special Business to be transacted at the Annual General Meeting as set out in the Notice is annexed hereto.
2. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus be held through video conferencing (VC) or other audio-visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
3. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e- Voting's agency. The facility of casting votes by a member using remote e-voting as well as thee-voting system on the date of the AGM will be provided by CDSL.
4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
6. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
7. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at <https://www.responseinformaticsltd.com>. The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com). The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM i.e. [www.evotingindia.com](http://www.evotingindia.com)).
8. The company has appointed Mr. V BSS Prasad, Practicing Company Secretary, as scrutinizer of the company to scrutinize the voting process.
9. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
10. The Register of Members and Share transfer Books of the company will remain closed from Friday 24<sup>th</sup> September, 2021 to Thursday 30<sup>th</sup> September, 2021 (both days inclusive) for the purpose of AGM.

**THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER**

- i) The voting period begins on 27.09.2021 at 09.00 A.M and ends on 29.09.2021 at 05.00 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 of 23.09.2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242** dated **09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- iv) 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 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:

Type of shareholders	Login Method
<p>Individual Shareholders holding securities in Demat mode with <b>CDSL</b></p>	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select NewSystem Myeasi.</li> <li>2) After successful login the Easi / Easiest user will be able to 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 or joining virtual meeting &amp; voting during the meeting. Additionally, there are also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/ so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/Easiregistration">https://web.cdslindia.com/myeasi/Registration/Easiregistration</a></li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
<p>Individual Shareholders holding securities in demat mode with <b>NSDL</b></p>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page.</li> </ol> <p>Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

	<p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. 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 &amp; voting during the meeting</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<p>1) You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/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 NSDL/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 &amp; voting during the meeting.</p>

**Important Note:**

Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

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

Login type	Helpdesk details
<p>Individual Shareholders holding securities in Demat mode with <b>CDSL</b></p>	<p>Members facing any technical issue in login can contact CDSL at: <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 and +91 40-48510926</p>
<p>Individual Shareholders holding securities in Demat mode with <b>NSDL</b></p>	<p>Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30</p>

- v) Login method for e-Voting and joining virtual meetings for shareholders other than individual shareholders holding in Demat form & physical shareholders.
  - 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
  - 2) Click on "Shareholders" module.
  - 3) Now enter your User ID
    - a) For CDSL: 16 digits beneficiary ID,
    - b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
    - c) Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
  - 4) Next enter the Image Verification as displayed and Click on Login.
  - 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
  - 6) If you are a first-time user follow the steps given below:

<b>For Shareholders holding shares in Demat Form and other than individual and Physical Form</b>	
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• 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.</li> </ul>
Dividend Bank Details OR  Date of Birth (DOB)	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 to login. <ul style="list-style-type: none"> <li>• 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 as mentioned in instruction (v).</li> </ul>

- vi) After entering these details appropriately, click on "SUBMIT" tab.
- vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat 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 demat 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.
- viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- x) 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.
- xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xii) 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.
- xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- xv) If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on **Forgot Password &** enter the details as prompted by the system.



- xvi) Shareholders can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.
- xvii) Facility for Non – Individual Shareholders and Custodians –Remote Voting
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto: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 linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and 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 favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address [csresponseinfo@gmail.com](mailto:csresponseinfo@gmail.com) (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

#### **INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING AREAS UNDER:**

- The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
- The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
- Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
- Shareholders are encouraged to join the Meeting through Laptops / I Pads for better experience.
- Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 3 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 3 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
- Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
- If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such

shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES**

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP).
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at 022- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Shiva Prasad Venishetty, Manager, (CDSL,) Central Depository Services (India) Limited, Flat No.302, Mari Gold Pavani Estate, Dwarakapuri Colony, Punjagutta, Hyderabad – 500 082, Telangana or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on +91 40-48510926

For and on Behalf of the Board of Directors  
Response Informatics Limited

Sd/-

Bhuvaneshwari Seetharaman Managing  
Director

(DIN: 01666421)

Place: Hyderabad

Date: 27.08.2021

## EXPLANATORY STATEMENT

## PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Item No 3.

The present Authorised Share Capital of the Company is Rs. 8,00,00,000/- (Rupees Eight Crores only) comprising of 80,00,000/- (Eighty Lakhs) Equity Shares of Rs.10 (Rupees Ten) each.

Considering the increased fund requirements of the Company, the Board at its Meeting held on 12<sup>th</sup> August 2021, had accorded its approval for increasing the Authorised Share Capital from Rs. 8,00,00,000/- (Rupees Eight Crores only) to Rs. 25,00,00,000/- (Rupees Twenty Five Crores only) comprising of 2,50,00,000/- (Two Crores Fifty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten) each by creation of 1,70,00,000 (One Crore Seventy Thousand) additional equity shares of Rs. 10/- each, subject to the Shareholders approval.

It is therefore proposed to increase the Authorised Share Capital of the Company from Rs. Rs. 8,00,00,000/- (Rupees Eight Crores only) to Rs. 25,00,00,000/- (Rupees Twenty Five Crores only) by creation of 1,70,00,000 (One Crore Seventy Thousand) additional equity shares of Rs. 10/- each ranking paripassu with the existing Equity Shares in all respects as per the Memorandum and Articles of Association of the Company.

Consequently, Clause V of the Memorandum of Association would also require alteration so as to reflect the changed Authorised Share Capital.

The proposal for increase in Authorised Share Capital and amendment of Memorandum of Association of the Company requires approval of members at a general meeting.

A copy of the Memorandum & Articles of Association of the Company duly amended will be available for inspection on the Company website: <https://www.responseinformaticsltd.com>.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, are in any way concerned or interested, financially or otherwise in the said resolution.

The consent of the members is, therefore, being sought for passing the aforesaid resolution of the notice as a Special Resolution.

For and on behalf of the Board of Directors

Response Informatics Limited

Sd/-

Bhuvaneshwari Seetharaman

Managing Director

(DIN: 01666421)

Place: Hyderabad Date:  
27.08.2021

**DIRECTORS' REPORT**

Dear Members,

Your Director's have pleasure in presenting the Directors' Report and the Audited Statement ofAccounts of the Company for the Financial Year ended 31st March 2021.

**1. FINANCIAL SUMMARY/HIGHLIGHTS:**

The performance of the Company during the year has been as under: (Rs.)

<b>Particulars</b>	<b>2020-2021</b>	<b>2019-2020</b>
Revenue from Operations	26165530	15334020
Other Income (Including Exceptional Items)	0	111424
Total Expenses	26165530	15445444
Profit Before Tax	-22734564	-5763072
Less: Provision for Taxation	-5294	97698
Profit / (Loss) After Tax	-22729269	-5860770
Other Comprehensive Income	0	0
Total Comprehensive Income	0	0
Earning per Equity Share- Basic & Diluted (in Rs.)	-22729269	-5860770

**REVIEW OF OPERATIONS/ STATE OF COMPANY'SAFFAIRS:**

The total revenue of the Company for the Financial Year 2020-21 under review was Rs. 26165530 as against Rs. 15334020 for the Previous Financial Year2019-20. The company recorded a netloss of Rs. 22729269 for the Financial Year 2020-21 as against the net profit of Rs. 5860770 for the Previous Financial Year 2019-20.

**2. IMPACT OF COVID – 19:**

The COVID-19 created havoc in the world economy and severely affected the health of peopleat large and held the world at its standstill. Accordingly, the lockdowns that were announced from time to time across India resulting in temporary suspension of operations and temporaryclosure of offices of the Company in line with the government/local authorities' directions.

The operations of the company impacted to some extent due to COVID-19 pandemic.

**3. CHANGE IN THE NATURE OF THE BUSINESS, IF ANY**

During the period under review and the date of Board's Report there was no change in the nature of Business.

**4. RESERVES**

Pursuant to provisions of Section 134 (3) (j) of the Companies Act, 2013, the company has notproposed to transfer any amount to general reserves account of the company during the yearunder review.

**5. DIVIDEND**

Keeping the Company's expansion and growth plans in mind, your directors have decided not to recommend dividend for the Financial Year.

**6. MATERIAL CHANGES & COMMITMENT AFFECTING THE FINANCIAL POSITION OF THE COMPANY**

There are no major material changes and commitments affecting the financial position of the Company after the end of the financial year and up to date of this report.

**7. BOARD MEETINGS**

The Board of Directors duly met five (6) times during the Financial Year from 1st April 2020 to 31st March 2021.

The dates on which the Board Meetings were held are 29.06.2020, 31.07.2020, 24.08.2020, 15.09.2020, 13.11.2020 and 12.02.2021.

**8. APPOINTMENT / RE-APPOINTMENT / RESIGNATION / RETIREMENT OF DIRECTORS / CEO / CFO AND KEY MANAGERIAL PERSONNEL**

Mr. Seetha Raman Subramaniyam (DIN:06364310) retires by rotation and being eligible offers himself for re-appointment.

As required under regulation 36 (3) of the SEBI (LODR), Regulations, 2015, brief particulars of the Directors seeking appointment/re-appointment are given as under:

Name of the Director	Seetha Raman Subramaniyam DIN:06364310
Date of Birth	13/07/75
Qualification	B.SC
Expertise in specific functional areas	He is into Business of Software consulting, software development, and sales force. He is an NRI and Green card holder of USA., He is having multiple Businesses in USA, Canada and Mexico. He is a member of Audit Committee and Nomination and Remuneration Committee.
Names of Listed entities in which the person also holds the Directorship and the membership of Committees of the board	NIL
Shareholding	2973681 Equity Shares
Inter se relationship with any Director	He is son of Managing Director Smt. Bhuvaneshwari Seetharaman.

**9. DECLARATION FROM INDEPENDENT DIRECTORS ON ANNUAL BASIS**

The Company has received declarations from Mr. Prakash Babu Kondeti and Mr. Chandra Sekhar Pattapurathi, Independent Directors of the Company to the effect that they are meeting the criteria of independence as provided in Sub-Section (6) of Section 149 of the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Independent Directors have also confirmed that they have complied with the Company's Code of Conduct

In terms of Regulations 25(8) of the Listing Regulations, the Independent Directors have confirmed that they are not aware of any circumstance or situation, which exists or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgment and without any external influence.

**FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS**

Independent Directors are familiarized about the Company's operations and businesses. Interaction with the Business heads and key executives of the Company is also facilitated. Detailed presentations on important policies of the Company are also made to the directors. Direct meetings with the Chairman are further facilitated to familiarize the incumbent Director about the Company/its businesses and the group practices.

**10. POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION AND OTHER DETAILS**

The assessment and appointment of Members to the Board is based on a combination of criterion that includes ethics, personal and professional stature, domain expertise, gender diversity and specific qualification required for the position. The potential Board Member is also assessed on the basis of independence criteria defined in Section 149(6) of the Companies Act, 2013 and Regulation 27 of SEBI (LODR) Regulations, 2015.

In accordance with Section 178(3) of the Companies Act, 2013 and Regulation 19(4) of SEBI (LODR) Regulations, 2015, on the recommendations of the Nomination and Remuneration Committee, the Board adopted a remuneration policy for Directors, Key Management Personnel (KMPs) and Senior Management.

We affirm that the remuneration paid to the Directors is as per the terms laid down in the Nomination and Remuneration Policy of the Company.

**11. DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to the requirement of Section 134(3)(c) and 134(5) of the Companies Act, 2013 and on the basis of explanation given by the executives of the Company and subject to disclosures in the Annual Accounts of the Company from time to time, we state as under:

- a) That in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- b) That the Directors have selected such accounting policies and applied them consistently and made judgment and estimates that are reasonable and prudent 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.
- c) 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.
- d) That the Directors have prepared the annual accounts on a going concern basis:
- e) That the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively and

f) That the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

## 12. INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

During the Year, no amount of dividend was unpaid or unclaimed for a period of seven years and therefore no amount is required to be transferred to Investor Education and Provident Fund under the Section 125(1) and Section 125(2) of the Act.

## 13. NAMES OF THE COMPANIES WHICH HAVE BECOME OR CEASED TO BE ITS SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES DURING THE YEAR

During the year under review no Company has become or ceased to become its subsidiaries, joint ventures or associate Company.

## 14. INFORMATION ABOUT THE FINANCIAL PERFORMANCE / FINANCIAL POSITION OF THE SUBSIDIARIES / ASSOCIATES / JOINT VENTURES

During the Financial Year under review, the Company does not have any subsidiaries, joint ventures or associate Companies.

## 15. ANNUAL RETURN

As required pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an annual return in MGT 7 is disclosed on the website of the company [www.responseinformaticsltd.com](http://www.responseinformaticsltd.com)

## 16. AUDITORS

### a. Statutory Auditors

The members of the Company in accordance with Section 139 of the Companies Act, 2013 passed a resolution for appointment of M/s. BRR & Associates, Chartered Accountants, Hyderabad (Firm Number 013012S) as Statutory Auditors of the Company for a period of 5 years in the 21st AGM held on 29.09.2018 to hold office up to the conclusion of 26th Annual General Meeting of the Company.

#### Statutory Auditors Report

The Board has duly reviewed the Statutory Auditor's Report on the Accounts for the year ended March 31, 2021 and has noted that the same does not have any reservation, qualification or adverse remarks. However, the Board decided to further strengthen the existing system and procedures to meet all kinds of challenges and growth in the coming years.

### b. Secretarial Auditor

Pursuant to the provisions of Section 134(3) (f) & Section 204 of the Companies Act, 2013, the Board has appointed Mr. V. B. S. Prasad, Practising Company Secretary (C.P. No: 4605), as the secretarial auditor of the company, who has undertaken Secretarial Audit of the Company for financial year ending 31.03.2021. The report of the Secretarial Auditor is enclosed herewith vide Annexure-I of this Report.

#### Secretarial Audit Report

The Board has duly reviewed the Secretarial Audit Report for the year ended March 31, 2021 on the Compliances according to the provisions of Section 204 of the Companies Act, 2013 and as there is no adverse remarks by the Secretarial Auditor, Board has not commented.

### c. Cost Auditor

In terms of the provisions of Section 148 of the Companies Act, 2013, read with Rule 3 & 4 of The Companies (Cost Record and Audit) Rules, 2014 and all other applicable provisions of the Companies Act, 2013, the Cost Audit is not applicable to the Company.

**17. INTERNAL AUDIT AND FINANCIAL CONTROLS**

The Company has adequate internal controls consistent with the nature of business and size of the operations, to effectively provide for safety of its assets, reliability of financial transactions with adequate checks and balances, adherence to applicable statutes, accounting policies, approval procedures and to ensure optimum use of available resources. These systems are reviewed and improved on a regular basis. It has a comprehensive budgetary control system to monitor revenue and expenditure against approved budget on an ongoing basis.

**18. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS**

The Company has not given loans, Guarantees or made any investments during the year under review.

**19. RELATED PARTY TRANSACTIONS**

Company has formulated a policy on related party transactions which is also available on Company's website. This policy deals with the review and approval of related party transactions.

All related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of business. There were no material significant related party transactions made by the Company with the Promoters, Directors, Key Managerial Personnel or the Senior Management which may have a potential conflict with the interest of the Company at large.

Particulars of contracts or arrangements with related parties referred to in Section 188(1) of the Companies Act, 2013 in the prescribed Form AOC-2 is appended as Annexure II which forms part of this Report.

**20. DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

The particulars as prescribed under Section 134(3) (m) of the Companies Act, 1956, read with Companies (Accounts) Rules, 2014 are enclosed as Annexure III.

**21. COMMITTEES:** Information on Committees is included in the Corporate Governance report.**22. VIGIL MECHANISM/WHISTLE BLOWER POLICY**

In pursuant to the provisions of Section 177(9) & (10) of the Companies Act, 2013 read with Regulation 22 of SEBI (LODR) Regulations, 2015, a vigil Mechanism for Directors and employees to report genuine concerns has been established. It also provides for necessary safeguards for protection against victimization for whistle blowing in good faith.

Vigil Mechanism Policy has been established by the Company for directors and employees to report genuine concerns pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013. The same has been placed on the website of the Company  
<https://www.responseinformaticsltd.com/codeofinsider/?id=investors>

**23. CORPORATE SOCIAL RESPONSIBILITY (CSR, COMPOSITION OF CSR COMMITTEE AND CONTENTS OF CSR POLICY)**

The provisions of section 135 are not applicable to the Company.

**24. PUBLIC DEPOSITS**

Your Company has not accepted any deposits falling within the meaning of Sec.73, 74 & 76 of the Companies Act, 2013 read with the Rule 8(v) of Companies (Accounts) Rules 2014, during the financial year under review.

**25. SIGNIFICANT & MATERIAL ORDERS PASSED BY COURTS / REGULATORS / TRIBUNALS**

There are no significant and material orders passed by the regulators / courts that would impact the going concern status of the Company and its future operations.



**26. DISCLOSURE OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS**

The Internal Financial Controls with reference to financial statements as designed and implemented by the Company are adequate. The Company maintains appropriate system of internal control, including monitoring procedures, to ensure that all assets are safeguarded against loss from unauthorized use or disposition. Company policies, guidelines and procedures provide for adequate checks and balances, and are meant to ensure that all transactions are authorized, recorded and reported correctly.

During the period under review, there is no material or serious observations have been noticed for inefficiency or inadequacy of such controls.

**27. INSURANCE**

The properties and assets of your Company are adequately insured.

**28. MANAGEMENT DISCUSSIONS AND ANALYSIS REPORT:**

The Management Discussion and Analysis Report, pursuant to Schedule V of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 is appended as Annexure V for information of the Members.

**29. POLICIES:**

The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 mandated the formulation of certain policies for all listed companies. All the policies are available on our website <https://www.responseinformaticsltd.com/policy/?id=investors>

**30. ENVIRONMENT AND HUMAN RESOURCE DEVELOPMENT:**

Your Company always believes in keeping the environment pollution free and is fully committed to its social responsibility. As the company operates in Information Technology sector, environmental pollution issues will not arise.

**31. STATEMENT SHOWING THE NAMES OF THE TOP TEN EMPLOYEES IN TERMS OF REMUNERATION DRAWN AND THE NAME OF EVERY EMPLOYEE AS PER RULE 5(2) & (3) OF THE COMPANIES (APPOINTMENT & REMUNERATION) RULES, 2014:**

SL NO	NAME	DESIGNATION	AGE	YEARLY	EDU QUALIFICATION
1	M Rama Krishna Prasad	Chief Financial Officer	57	1500000	MBA
2	Ashutosh Verma	Vice President	54	900000	PG
3	C Sreekanth	Practice Head	34	900000	MS
4	K Ravi Kumar	Company Secretary	65	650000	CS
5	Teja M	Delivery Head	39	550000	M Tech
6	Sunil Sharma	Vice President	48	480000	PG - DBM
7	Vishwanath Sharma	Delivery Head	49	480000	MBA
8	Nagendra CH	Delivery Manager	36	360000	MCA
9	Swarna Priya T	Delivery Manager	40	360000	MCA
10	Gopi K	Client Partner	46	360000	B Tech

During the year, NONE of the employees is drawing a remuneration of Rs.1,02,00,000/- and above per annum or Rs.8,50,000/- and above in aggregate per month, the limits specified under the Section 197(12) of the Companies Act, 2013 read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

**32. RATIO OF REMUNERATION TO EACH DIRECTOR**

No other Director has drawn any remuneration except Smt. Bhuvaneshwari Seetharaman and hence the ratio of remuneration doesn't arise.

**33. CODE OF CONDUCT COMPLIANCE:**

All Members of the Board and Senior Management have affirmed compliance to the Code of Conduct for the Financial Year 2020-21. A declaration signed by the Managing Director affirming compliance with the Company's Code of Conduct by the Board of Directors and Senior Management for the Financial Year 2020-21 as required under Regulation 26(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is included in the Corporate Governance Report which is appended as Annexure 'IV' and forms part of this Report.

**34. MECHANISM FOR EVALUATION OF THE BOARD**

The Nomination and Remuneration Committee lays down the criteria for performance evaluation of Independent Directors, Board of Directors and Committees of the Board.

The criteria for performance evaluation is based on the parameters like attendance and participation at the meetings of the Board and Committees thereof, contribution to strategic decision making, review of financial statements, business performance.

The evaluation of Board of Directors is performed by the Board after seeking all the inputs from the Directors and the Board Committees by seeking inputs from the Committee members.

The performance evaluation of the individual directors is done by the Nomination and Remuneration Committee.

The performance evaluation of non-independent directors, the Board as a whole and the Chairman is done by a separate meeting of Independent Directors after taking inputs from the Executive directors.

**35. SECRETARIAL STANDARDS**

The Company is in compliance with the applicable secretarial standards.

**36. EVENT BASED DISCLOSURES**

During the year under review, the Company has not taken up any of the following activities except as mentioned:

1. Issue of sweat equity share: NA
2. Issue of shares with differential rights: NA
3. Issue of shares under employee's stock option scheme: NA
4. Disclosure on purchase by Company or giving of loans by it for purchase of its shares: NA
5. Buy back shares: NA
6. Disclosure about revision: NA
7. Preferential Allotment of Shares: NA

**37. CORPORATE INSOLVENCY RESOLUTION PROCESS INITIATED UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (IBC):**

There is no application filed for corporate insolvency resolution process, by a financial or operational creditor or by the company itself under the IBC before the NCLT.

**38. MD/CFO CERTIFICATION:**

The Managing Director and CFO certification of the financial statements for the year 2020-2021 is annexed in this Annual Report as Annexure VII.

**39. CODE OF CONDUCT FOR THE PREVENTION OF INSIDER TRADING:**

The Board of Directors has adopted the Insider Trading Policy in accordance with the requirements of the SEBI (Prohibition of Insider Trading) Regulation, 2015 and Amended Regulations 2018. The Insider Trading Policy of the Company lays down guidelines and procedures to be followed, and disclosures to be made while dealing with shares of the Company, as well as the consequences of violation. The policy has been formulated to regulate, monitor and ensure reporting of deals by employees and to maintain the highest ethical standards of dealing in Company securities.

The Insider Trading Policy of the Company covering code of practices and procedures for fair disclosure of unpublished price sensitive information and code of conduct for the prevention of insider trading, is available on our website <https://www.responseinformaticsltd.com/codeofinsider/?id=investors>.

**40. ACKNOWLEDGEMENTS:**

Your Directors wish to place on record their appreciation of the contribution made by the employees at all levels, to the continued growth and prosperity of your Company. Your Directors also wish to place on record their appreciation of business constituents, banks and other financial institutions and shareholders of the Company for their continued support for the growth of the Company.

For and on behalf of the Board of  
Response Informatics Limited

Sd/-

Bhuvaneshwari Seetharaman

Managing Director

(DIN: 01666421)

Place: Hyderabad

Date: 27.08.2021

**SECRETARIAL AUDIT REPORT  
FOR THE FINANCIAL YEAR ENDED 31.03.2021  
FORM NO. MR.3**

**Pursuant to Section 204 (1) of the Companies Act, 2013 and the Rule 9 of the Companies  
(Appointment and Remuneration of Managerial Personnel) Rules, 2014**

To  
The Members,  
M/s. RESPONSE INFORMATICS LIMITED  
Spaces & More BusinessPark#3,  
E1,5thFloor,1-89/A/8/C/2, Vittal Rao Nagar,  
Madhapur Hyderabad – 500081, Telangana.

1. I have conducted Secretarial Audit pursuant to Section 204 of the Companies Act 2013, on the compliance of applicable Statutory Provisions and the adherence to good corporate practices by M/s. RESPONSE INFORMATICS LIMITED CIN No: L72200TG1996PLC025871 (hereinafter called as "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.
2. The company is engaged in the business of Software.
3. Based on my verification of the books, papers, minutes books, forms, returns filed and other records maintained by the Company and also the information and according to the examinations carried out by me and explanations furnished and representations made to me by the company, its officers, agents and authorised representatives during the conduct of Secretarial Audit, I hereby report that in my opinion, the Company has during the Audit Period covering the Financial Year ended 31st March, 2021 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.
4. I have examined the books, papers, minute books, forms and returns filed and other records maintained by M/s. RESPONSE INFORMATICS LIMITED (hereinafter called as "the Company") for the financial year from 1st April 2020 and ended with 31st March, 2021 ("Audit Period") according to the provisions of :
  - i) The Companies Act, 1956 (to the extent applicable) and the Companies Act, 2013 (the Act) and the Rules made there under.
  - ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under.
  - iii) The Depositories Act, 1996 and the Regulations and byelaws framed there under;
  - iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and external Commercial Borrowings.
  - v) 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, 1992;
    - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009.
    - d) The Securities and Exchange Board of India (Employee Stock Option Scheme) Guidelines 1999.
    - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008.
    - 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;
    - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and

- h) The Securities and Exchange Board of India (buyback of Securities) Regulations, 1998;
- i) The following other laws as specifically applicable in the view of the Management.
- (i) Income Tax act, 1961
- As the Company is not having sufficient no. of Workers/ employees to attract other Industrial and Labour laws compliance was not verified.
5. We have also examined compliance of:
- a. The applicable regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and
- b. the applicable Secretarial Standards.
6. We further report that, during the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, etc. Mentioned above. However, please note for the Audit period:
- (i) SEBI (ICDR) Regulations, 2009 are not applicable, as there being no further issues of any securities.
- (ii) SEBI (ESOS & ESOP) Guidelines, 1999 are not applicable, as there being no schemes of the Company under the said Guidelines.
- (iii) SEBI (Issue and Listing of Debt Securities) Regulations, 2008 are not applicable as there being no debt securities, which are listed on any of the recognized stock exchange.
- (iv) SEBI (Delisting of Equity Shares) Regulations, 2009 are not applicable, as there being not instances of delisting of equity Shares.
- (v) SEBI (Buyback of Securities) Regulations, 1998 are not applicable, as there being no instances of buy-back of shares
- (vi) The compliance of other specific applicable laws as listed in 4 (V) (i) above, were relied on the basis of representations and compliance certificates issued by the Managing director compliance officers and other officials of respective / concerned Departments of the company.
7. We further report that:
- a. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the compositions of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the act.
- b. Adequate Notice is given to all the Directors to Schedule the Board Meetings, agenda and detailed notes on agenda were sent at least 7 days in advance.
- c. There exists a system for seeking and obtaining further information and clarifications on the agenda items before the meeting and meaningful participation at the meeting.
- d. Majority decision is carried through and there were no instances of dissenting members in the Board of Directors.
- e. It is also noted that the Company has an Internal Audit System to constantly monitor the process for efficient compliances.
- f. Required forms were filed with MCA, additional fee paid wherever required.
8. I further report that there exist adequate systems and processes in the Company that commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations, and guidelines.
9. I further report that during the audit period, there were no specific events / actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc., referred to the above.

PLACE: HYDERABAD  
DATE: 05/06/2021

Sd/-  
V B S S Prasad  
Company Secretary  
M No. F4139  
CP No.4605

UDIN number F004139C000423901

**Annexure to the Secretarial Audit Report**

To  
The Members,  
M/s. RESPONSE INFORMATICS LIMITED  
Hyderabad

My Secretarial Audit Report of even date is to be read along with this letter:

1. It is the responsibility of the management of the Company to maintain Secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.
2. My responsibility is to express an opinion on these Secretarial records, Standards and procedures followed by the Company with respect to secretarial compliance.
3. I believe that audit evidence and information obtained from the company's Management is adequate and appropriate for me to provide a basis for my opinion.
4. Wherever required, I have obtained the management's representations about the compliance of laws, rules and regulations and happening of events etc.
5. The secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company

Place : Hyderabad  
Date : 05/06/2021

Sd/-  
V B S Prasad  
Company Secretary  
M No. F4139  
CP No 4605

## ANNEXURE-II

## Form AOC-2

Particulars of contracts/arrangements made with related parties

**[Pursuant to Clause (h) Sub-section (3) of Section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014- AOC-2]**

This form pertains to the disclosure of particulars of contracts/arrangements entered into between the Company with related parties referred to in Sub-Section (1) of Section 188 of the Companies Act, 2013 including arm's length transaction under third proviso thereto.

A. Details of contracts or arrangements or transactions not at arm's length basis: NIL There are no contracts or arrangements or transactions not at arm's length basis.

- (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
- B. Details of contracts or arrangement or transactions at arm's length basis: NIL

## ANNEXURE-III

The conservation of energy, Technology absorption, Foreign Exchange earnings and outgo pursuant to the provisions of section 134(3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014.

**A. DETAILS OF CONSERVATION OF ENERGY**

The operations of the Company are not energy intensive. However, adequate measure have been taken to conserve and reduce the energy consumption by using energy efficient computer monitors and other equipment's, air-conditioners are used only when required. We believe energy saved is energy produced.

**B. TECHNOLOGY ABSORPTION, ADAPTATION, AND INNOVATION**

The company is in the activity of providing Information Technology related services. To the extent possible the company is trying to adopt innovative methods in the technology absorption, adaptation, and innovation.

- (i). Foreign Exchange Earnings and Outgo.

Rs. In Lakhs

Particulars	2020-21	2019-20
Foreign exchange earnings	207.90	153.34
Foreign exchange outgo	NIL	NIL

**CORPORATE GOVERNANCE REPORT**

In accordance with Regulation 34 (3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the report containing the details of Corporate Governance systems and processes at Response Informatics Limited as follows:

Response Informatics Limited is committed to best practices in the area of Corporate Governance. Good governance facilitates effective management and control of business, maintaining a high level of business ethics and optimizing the value for all stakeholders.

The Corporate Governance Structure in the Company assigns responsibilities and entrusts authority among different participants in the organization viz. the Board of Directors, the Senior Management, Employees, etc.

**COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE**

The Company's philosophy on Corporate Governance is backed by Principles of Concern, Commitment, Ethics, Excellence and Learning in all its acts and relationships with Stakeholders, Clients, Associates and Community at large. This philosophy revolves around fair and transparent governance and disclosure practices in line with the principles of Good Corporate Governance. The Corporate Governance Structure in the Company assigns responsibilities and entrusts authority among different participants in the organization viz. the Board of Directors, the Senior Management, Employees, etc. The Company believes that good Corporate Governance is a continuous process and strives to improve the Corporate Governance practices to meet shareholder's expectations.

**DATE OF REPORT**

The information provided in the Report on Corporate Governance for the purpose of unanimity is as on 31st March, 2021. The Report is updated as on the date of the report wherever applicable.

**BOARD DIVERSITY:**

The Company recognizes and embraces the importance of a diverse Board in its success. We believe that a truly diverse Board will leverage differences in thought, perspective, knowledge, skill, regional and industry experience, cultural and geographical background, age, ethnicity, race and gender, which will help us retain our competitive advantage. The Board has adopted the Board Diversity Policy which sets out the approach to diversity of the Board of Directors. The Board Diversity Policy is available on our website.

**1. BOARD OF DIRECTORS****A. COMPOSITION OF THE BOARD**

The Company is managed and controlled through a professional body of Board of Directors which comprises of an optimum combination of Executive, Non Executive and Independent Directors headed by the Managing Director. As on date of this report, the Board of Directors of the

Company has 4 members including one woman director on the Board (including two Independent Non-Executive Directors) with vast experience and knowledge. None of the Directors on the Board is a member of more than 10 committees or Chairman of more than 5 companies across all the Companies in which he/she is a Director.

The Board has been enriched with the advices and skills of the Independent Directors. The composition of the Board of Directors and details of number of Directorships/committee chairmanships/memberships attendance particulars is as under:



Name	Category	Attendance at the AGM held on 30 <sup>th</sup> September 2020	Attendance in Board Meetings		No. of Directorships in other companies		No. of committee positions held in other public companies	
			Held	Present	Chairman	Director	Chairman	Member
Bhuvanewari Seetharaman	Chairperson, Managing Director	Yes	6	6	-	2	-	-
Seetha Raman Subramaniam	Non-Executive Non-Independent Director	Yes	6	6	-	2	-	-
Prakash Babu Kondeti	Non-Executive Independent Director	Yes	6	6	-	2	-	-
Chandra Sekhar Pattapurathi	Non-Executive Independent Director	Yes	6	6	-	6	1	1

B. A

**CHART OR A MATRIX SETTING OUT THE SKILLS/EXPERTISE/COMPETENCE OF THE BOARD OF DIRECTORS:**

Sl.No.	Name of the Director	Core skills/expertise/competencies
1	Bhuvanewari Seetharaman	Management, Administration
2	Seetha Raman Subramaniam	Technical, Operations, Corporate, Strategy
3	Prakash Babu Kondeti	Administration, Management
4	Chandra Sekhar Pattapurathi	Finance, Operations and Business Strategy

**C. DISCLOSURE OF RELATIONSHIPS BETWEEN DIRECTORS INTER-SE**

Mrs. Bhuvanewari Seetharaman Managing Director and Mr. Seetha Raman Subramaniam Director of the company are related to each other by virtue of their relationship as Mother and son. Other Directors do not have any inter se relation with each other.

**D. NUMBER OF SHARES AND CONVERTIBLE INSTRUMENTS HELD BY NON- EXECUTIVEDIRECTORS:**

Mr. Seetha Raman Subramaniam, Non –Executive director of the company holds 2973681 Equity Shares of the company.

**E. INDEPENDENT DIRECTORS**

The Company has complied with the definition of Independence as per Regulation 16(1) (b) of the SEBI (LODR), Regulations, 2015 and according to the Provisions of Section 149(6) of the Companies Act, 2013. The Company has also obtained declarations from all the Independent Directors pursuant to Section 149(7) of the Companies Act, 2013.

It is also confirmed that in the opinion of the Board, the Independent Directors fulfil the conditions specified in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and are independent of the management.

During the year under review, no Independent Director of the Company have resigned before expiry of his tenure from the Board of Directors of the Company.

The listed entity has complied with the provisions of the LODR Regulations and circulars/ guidelines issued thereunder.

The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my examination of those records. The management explained that, as the Paid up capital of the company is Rs. 59764000, as per Regulation 15 (2) of the LODR Regulations 2015 of SEBI, Regulations 17 to 27 are not applicable to the company.

15(2) of LODR regulations: The compliance with the corporate governance provisions as specified in regulations 17, 12[17A,] 18, 19, 20, 21,22, 23, 24, 13[24A,] 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C , D and E of Schedule V shall not apply, in respect of –

(a) the listed entity having paid up equity share capital not exceeding rupees ten crore and net worth not exceeding rupees twenty five crore, as on the last day of the previous financial year:

#### **F. INDEPENDENT DIRECTORS' MEETING:**

As per Clause 7 of the Schedule IV of the Companies Act (Code for Independent Directors) and Regulation 25(3) of SEBI (Listing obligation and Disclosure Requirements) Regulation, 2015, a separate meeting of the Independent Directors of the Company (without the attendance of Non- Independent Directors) was held on 30.03.2021, and discussed the following:

1. Evaluation of the performance of Non-Independent Directors and the Board of Directors as whole;
2. Evaluation of the quality, content and timelines of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties.
3. Reviewed the performance of the Chairperson of the Company.

All the Independent Directors of the Company eligible to attend were present at the meeting.

#### **G. FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS:**

As required under Regulation 25(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 read with Schedule IV of the Companies Act, 2013, the Company regularly familiarizes Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company etc.

Independent Directors are familiarized about the Company's operations and businesses. Interaction with the Business heads and key executives of the Company is also facilitated. Detailed presentations on important policies of the Company is also made to the directors. Direct meetings with the Chairman is further facilitated to familiarize the incumbent Director about the Company/its businesses and the group practices.

2. **AUDIT COMMITTEE:** (Audit Committee constituted in terms of Section 177 of Companies Act, 2013 read with Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

#### **a. BRIEF DESCRIPTION OF TERMS OF REFERENCE:**

The terms of reference of the Audit Committee are placed in the website of the company

#### **b. COMPOSITION, MEETINGS & ATTENDANCE**

There were four (4) Audit Committee Meetings held during the year on 29.06.2020, 15.09.2020, 13.11.2020 and 12.02.2021

Name	Designation	Category	Number of meetings during the year 2020-2021	
			Held	Attended
Mr. P. Chandra Sekhar	Chairman	Independent, Non-Executive	4	4
Mr. K. Prakash Babu	Member	Independent, Non-Executive	4	4
Mr. Subramaniam Seetharaman	Member	Non-Executive	4	4

Previous Annual General Meeting of the Company was held on 24th September 2020 and Mr. P. Chandra Sekhar, Chairman of the Audit Committee attended previous AGM.

3. **NOMINATION AND REMUNERATION COMMITTEE** (Nomination and Remuneration Committee constituted in terms of Section 178 of Companies Act, 2013 read with Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

The terms of reference of the Nomination and Remuneration committee are placed in the website of the company.

a. **COMPOSITION OF THE NOMINATION AND REMUNERATION COMMITTEE, MEETINGS & ATTENDANCE**

There were two Nomination and Remuneration Committee Meetings held on 24/08/2020 & 13/11/2020 during the financial year.

Name	Designation	Category	Number of meetings during the year 2020-2021	
			Held	Attended
Mr. P. Chandra Sekhar	Chairman	Independent, Non-Executive	2	2
Mrs. Bhuvanewari Seetharaman	Member	Managing Director	2	2
Mr. Subramaniam Seetha Raman	Member	Non-Executive	2	2

**REMUNERATION POLICY:**

The objectives of the remuneration policy are to motivate Directors to excel in their performance, recognize their contribution and retain talent in the organization and reward merit. The remuneration levels are governed by industry pattern, qualifications and experience of the Directors, responsibilities shouldered and individual performance.

**MECHANISM FOR EVALUATION OF THE BOARD**

Evaluation of all Board members is performed on an annual basis. The evaluation is performed by the Board, Nomination and Remuneration Committee and Independent Directors with specific focus on the performance and effective functioning of the Board and Individual Directors.

In line with Securities and Exchange Board of India Circular No. SEBI/HO/CFD/CMD/CIR/P/2017/004, dated January 5, 2017 and the Companies Amendment Act, 2017 the Company adopted the recommended criteria by Securities and Exchange Board of India.

The Directors were given six Forms for evaluation of the following:

- (i) Evaluation of Board.
- (ii) Evaluation of Committees of the Board.
- (iii) Evaluation of Independent Directors.
- (iv) Evaluation of Chairperson.
- (v) Evaluation of Non-Executive and Non-Independent Directors and
- (vi) Evaluation of Managing Director.

The Directors were requested to give following ratings for each criteria:

1. Could do more to meet expectations.
2. Meets expectations and
3. Exceeds expectations.

The Directors have sent the duly filled forms to Nomination & Remuneration committee. Based on the evaluation done by the Directors, the Committee has prepared a report and submitted the Evaluation Report. Based on the report, the Board of Directors has informed the rankings to each Director and also informed that the performance of Directors is satisfactory, and they are recommended for continuation as Directors of the Company.

#### REMUNERATION TO DIRECTORS

Name of the Director	Remuneration (Rs)	Sitting Fee (Rs)	Total (Rs)	No. of Shares held
Mrs. Bhuvaneshwari Seetharaman	700,000	Nil	700,000	348,790

4. **STAKEHOLDERS RELATIONSHIP COMMITTEE:** (Stakeholders Relationship Committee constituted in terms of Section 178(5) of Companies Act, 2013 read with Regulation 20 of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015)

#### a. COMPOSITION AND ATTENDANCE FOR MEETINGS:

Name	Designation	Category	Number of meetings during the year 2020-2021	
			Held	Attended
Mr. P. Chandra Sekhar	Chairman	Independent, Non-Executive	2	2
Mr. K. Prakash Babu	Member	Independent, Non-Executive	2	2

#### b. NAME AND DESIGNATION OF COMPLIANCE OFFICER

Mr. Kanneganti Ravi Kumar, Company Secretary of the Company is the Compliance Officer of the Company.

**C. DETAILS OF COMPLAINTS/REQUESTS RECEIVED, RESOLVED AND PENDING DURING THE YEAR 2020-21**

INVESTOR COMPLAINTS	
Particulars	Financial Year ended 31.03.2021
Pending at the beginning of the year	Nil
Received during the year	Nil
Disposed of during the year	Nil
Remaining unresolved at the end of the year	Nil

**5. GENERAL BODY MEETINGS****A. LOCATION, DATE AND TIME OF LAST THREE AGMS AND SPECIAL RESOLUTIONS THEREAS UNDER:**

Financial Year	Date	Time	Venue	Special Resolution Passed
2017-2018	29.09.2018	12:00 Noon.	Flat No. 405, Riviera Apartment, DP Colony, Punjagutta, Hyderabad, Telangana - 500082.	No
2018-2019	05.08.2019	10:30 A.M	JS Krishnamurthy Hall, Federation House, 11-6-841, FAPCCI Marg, Red Hills, Hyderabad, Telangana - 500004	1. Alteration of Objects Clause 2. Alteration of Articles of Association
2019-2020	24.09.2020	03:30 P.M	Video Conference (VC)/ Other Audio- Visual Means (OAVAM)	No

No Extra-ordinary General Meetings/ Postal ballot was held during the year 2020-21.

**6. DISCLOSURES****a. COMPLIANCES:**

There are no penalties imposed on the Company by the Stock Exchanges or SEBI or any other statutory authority on any matter related to capital markets, during the Financial Year 2020-21

**b. WHISTLE BLOWER POLICY:**

The Company has adopted a Whistle Blower Policy and has established the necessary vigil mechanism as defined in Regulation 22 of SEBI (LODR) Regulations 2015 and in terms of Section 177 of the Companies Act, 2013. The Whistle Blower Policy is placed in the website of the company

**c. CERTIFICATE FROM PRACTICING COMPANY SECRETARY**

The Company has obtained certificate from Practicing Company Secretary that none of the Directors on the Board of the Company are debarred or disqualified from being appointed or continuing as Directors of Companies by the Board/Ministry of Corporate Affairs or any such authority. And the Certificate to this effect, duly signed by the Practicing Company Secretary is annexed to this Report as Annexure-VIII.

**d. RECOMMENDATIONS OF COMMITTEES**

The Board has accepted and acted upon all the recommendations by the Audit & Nomination and Remuneration Committees.

**e. DISCLOSURE IN RELATION TO THE SEXUAL HARASSMENT OF WOMEN ATWORKPLACE (PREVENTION, PROHIBITIONAND REDRESSAL) ACT, 2013.**

The following is the summary of sexual harassment complaints received and disposed during the calendar year.

1. No. of complaints received during the financial year: Nil
2. No. of complaints disposed of during the financial year: Nil
3. No. of complaints pending at the end of the financial year: Nil

**f. NON-COMPLIANCE OF ANY REQUIREMENT OF CORPORATE GOVERNANCE REPORT.**

The company has complied with the requirement of Corporate Governance Report of sub-paras (2) to (10) of Schedule-V of the Securities Exchange Board of India (LODR) Regulations, 2015.

**g. CODE OF CONDUCT**

The Company has formulated and implemented a Code of Conduct for Board Members and Senior Management of the Company. Requisite annual affirmations of compliance with the respective Codes have been made by the Directors and Senior Management of the Company.

**h. DECLARATION ON CODE OF CONDUCT FOR THE YEAR 2020-21.**

This is to confirm that the Board has laid down a code of conduct for all Board members and senior management personnel of the Company. The code of Conduct has also been posted on the website of the Company. It is further confirmed that all Directors and senior management personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the Financial Year ended on March 31, 2021 as envisaged in Regulation 26(3) of the SEBI(Listing obligations and disclosure requirements) Regulations, 2015

**i. MD/ CFO Certification**

The Managing Director/CFO certification of the financial statements as specified in Regulation 17(8) read with Part B of Schedule II of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 for the Financial Year 2020-2021 is provided as Annexure-VII.

**7. MEANS OF COMMUNICATION:**

- i. The Board of Directors of the Company approves and takes on record the quarterly, half yearly and yearly financial results in the proforma prescribed by Regulation 33 of SEBI (LODR), Regulations, 2015 within forty-five days/sixty days of the close of the respective period.
- ii. The approved financial results are forthwith sent to the Stock Exchange and are published in the newspapers namely, Nava Telangana and The Indian Mail within forty-eight hours of approval thereof.
- iii. As the Company's quarterly/half yearly financial results are uploaded on Company's website <https://www.responseinformaticsltd.com>.

**8. GENERAL SHAREHOLDERS INFORMATION:**

Company Registration Details	The Company is registered in the State of Telangana, India. The Corporate Identity Number (CIN) allotted to the Company by the Ministry of Corporate Affairs (MCA) is L72200TG1996PLC025871.
Annual General Meeting date, time & Venue:	Date: 30.09.2021 Time: 11:00 A.M Venue: Video Conference (VC)/ Other Audio-Visual Means (OAVM)
Financial Calendar	1 <sup>st</sup> April to 31 <sup>st</sup> March.
<b>Tentative Schedule for considering Financial Results:</b>	
For the Quarter ending June, 2021	July/August, 2021
For the Quarter ending September, 2021	October/ November, 2021
For the Quarter ending December, 2021	January/ February, 2022
For the Quarter/year ending	April/ May, 2022 March, 2022
Name and address of each stock exchange(s) at which the Company's securities are listed	BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai 400 023
Confirmation of Payment of annual listing fees to stock exchanges	Paid to BSE, where the shares of the Company are listed
Scrip Code	538273
ISIN Number for NSDL & CDSL	INE401B01010
In case the securities are suspended from trading, the directors report shall explain the reason thereof	The securities of the Company are not suspended from trading by the Stock Exchanges.
In case the securities are suspended from trading, the directors report shall explain the reason thereof	The securities of the Company are not suspended from trading by the Stock Exchanges.
Address for correspondence/Investor Correspondence / Query on Annual Report, etc:	Space & More Business Park # 3, E1, 5 <sup>th</sup> Floor, 1-89/A/8/C/2, Vittal Rao Nagar, Madhapur Hyderabad Telangana – 500081 Phone No: 040-48522701 Email: csresponseinfo@gmail.com
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 involving mobilization of funds, whether in India or abroad.	Since the Company has not issued any Debt Instruments or Fixed Deposit Programme, therefore company has not obtained any Credit Ratings during the Financial Year.

**1. Registrars & Transfer Agents:** M/s. Aarthi Consultants Private Limited. Address: 1-2-285, Domalguda, Hyderabad - 29 Email: info@arthiconsultants.com

**2. Share Transfer System:**

The Company's Shares are traded on BSE Limited compulsorily in the dematerialized form. Transfer of these shares is done through depositories with no involvement of the Company. However, all requests received for transfer of shares for off market transaction in physical form furnishing with a copy of PAN card of the transferee(s) in compliance with the SEBI circular in that behalf, are processed by the Registrars and Transfer Agents. The Share Transfers are registered and returned within a period of 15 day from the date of lodgment, if documents are complete in all respect.

All matters pertaining to share transfer in physical form are handled by the Registrars and Share Transfer Agents M/s. Aarthi Consultants Private Limited, Hyderabad, who is registrar to the Company. The share transfer requests are processed by them and a transfer register is sent to the Company for approval once in a fortnight. There were no share transfers pending as on 31st March 2021.

**3. Market price data:**

Monthly High/Low of market price of the Company's shares traded on the BSE Limited.

S. No.	Month	High (Rs.)	Low (Rs.)
1	April, 2020	NA	NA
2	May, 2020	NA	NA
3	June, 2020	NA	NA
4	July, 2020	NA	NA
5	August, 2020	NA	NA
6	September, 2020	9.05	8.60
7	October, 2020	NA	NA
8	November, 2020	9.00	7.75
9	December, 2020	8.13	5.99
10	January, 2021	7.02	6.00
11	February, 2021	7.70	6.56
12	March, 2021	8.00	7.30



**4. SHAREHOLDING PATTERN AS ON 31ST MARCH, 2021:**

Category code	Category of Shareholder	Total Number of shares	% of share holding	Shares pledged or otherwise encumbered	
				Number of Shares	As a Percentage
(A)	Shareholding of Promoter and Promoter Group				
-1	Indian				
a.	Individuals/Hindu Undivided Family	1248790	20.9	--	--
b.	Central Government/State Government(s)			--	--
c.	Bodies Corporate	--	--	--	--
d.	Financial Institutions/Banks	--	--	--	--
	Others :-	--	--	--	--
e.	Mutual Funds	--	--	--	--
f.	Trusts	--	--	--	--
	Sub Total (A)(1)	1248790	20.9	--	--
-2	Foreign				
a.	Individuals (Non Resident Individuals/Foreign Individuals)	2973681	49.76	--	--
b.	Bodies Corporate	--	--	--	--
c.	Institutions	--	--	--	--
	Others :-	--	--	--	--
d.	Overseas Corporate Bodies	--	--	--	--
	Sub Total (A)(2)	2973681	49.76	--	--
	Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)	4222471	70.65	--	--
(B)	Public Shareholding			--	--
-1	Institutions	--	--	--	--
a.	Mutual Funds/UTI	--	--	--	--
b.	Financial Institutions/Banks	--	--	--	--
c.	Central Government/State Government(s)	--	--	--	--
d.	Venture Capital Funds	--	--	--	--
e.	Insurance Companies	--	--	--	--
f.	Foreign Institutional Investors	--	--	--	--
g.	Foreign Venture Capital Investors	--	--	--	--
h.	Foreign Companies	--	--	--	--
	Sub Total (B)(1)			--	--
-2	Non-Institutions			--	--
a.	Bodies Corporate	372244	6.23	--	--
b.	Individuals			--	--
	i)Individual shareholders holding nominal share capital up to Rs.2 lakh	880860	14.74	--	--
	ii)Individual shareholders holding nominal share capital in excess of Rs.2 lakh	498325	8.34	--	--
c.	Any Others :-			--	--
	I) Non-Resident Individuals	2500	0.05	--	--
	ii) Overseas Corporate Bodies	--	--	--	--
	iii)Trusts	--	--	--	--
	iv)Employees	--	--	--	--
	v)Clearing Members	--	--	--	--
	vi)Foreign Nationals	--	--	--	--
	vii) NBFCs registered with RBI	--	--	--	--
	viii) IEPF			--	--
	Sub Total (B)(2)	1753929	29.34	--	--
	Total Public Shareholding (B)=(B)(1)+(B)(2)	1753929	29.34	--	--
	Total (A)+(B)	5976400	100	--	--
©	Shares held by Custodians and against Depository Receipts have been Issued	--	--	--	--
	Grand Total (A)+(B)+(C)	5976400	100	--	--

**5. Distribution of Shareholding as on 31.03.2021**

SL. NO.	No. of equity Shares held	No. of Shareholders	%	No. of Shares	%
1	1 - 5000	735	66.04	149965	2.51
2	5001 - 10000	159	14.29	114599	1.92
3	10001 - 20000	81	7.28	123309	2.06
4	20001 - 30000	71	6.38	180334	3.02
5	30001 - 40000	10	0.9	35000	0.59
6	40001 - 50000	16	1.44	76750	1.28
7	50001 - 100000	17	1.53	122732	2.05
8	100001 and above	24	2.16	5173711	86.57
	<b>TOTAL</b>	<b>1113</b>	<b>100</b>	<b>5976400</b>	<b>100</b>

**6. DEMATERIALISATION & LIQUIDITY OF SHARES:**

Dematerialization and Liquidity of Shares:

Trading in Company's shares is permitted only in dematerialized form for all investors. The ISIN allotted to the Company's scrip is **INE401B01010**. Investors are therefore advised to open a demat account with a Depository participant of their choice to trade in dematerialized form.

Mode	No. of shares	% of total paid up
CDSL	1303797	21.82
NSDL	4205493	70.37
Physical	467110	7.82
<b>Total</b>	<b>5976400</b>	<b>100</b>

7. There are no outstanding global depository receipts or American Depository Receipts likely to impact on the Equity.

**GREEN INITIATIVE IN THE CORPORATE GOVERNANCE**

As part of the green initiative process, the Company has taken an initiative of sending documents like notice calling Annual General Meeting, Corporate Governance Report, Directors Report, Audited financial Statements, Auditors Report etc., by email shareholders whose email addresses are not registered with the Company and for bounced mail cases are requested to register their email id with Registrar and Share Transfer Agent/concerned depository to enable the Company to send the documents in electronic form or inform the Company, in writing, in case they wish to receive the above documents in paper mode.

For and on behalf of the Board  
For Response Informatics Limited

Place: Hyderabad.

Date: 27.08.2021

Sd/-  
Bhuvaneshwari Seetharaman  
Managing Director

**CERTIFICATE ON COMPLIANCE WITH THE REGULATIONS OF CORPORATE GOVERNANCE TO THE SHAREHOLDERS OF RESPONSE INFORMATICS LIMITED**

1. I, VBSS Prasad, Company Secretary in Practice, the Secretarial Auditor of Response Informatics Limited ("the Company"), have examined the compliance of conditions of Corporate Governance by the Company, for the year ended on 31st March 2021, as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and paras C and D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments from time to time (the "Listing Regulations").

**MANAGEMENT'S RESPONSIBILITY**

2. The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure compliance with the conditions of the Corporate Governance stipulated in the Listing Regulations.

**AUDITORS' RESPONSIBILITY**

3. My responsibility is limited to examining the procedures and implementation thereof adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
4. I have examined the relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.

**OPINION**

5. Based on my examination of the relevant records and according to the information and explanations provided to me and the representations provided by the Management, I certify that As per regulation 15. (1) of LODR regulations, The provisions of this chapter shall apply to a listed entity which has listed its specified securities on any recognised stock exchange(s) either on the main board or on SME Exchange or on institutional trading platform: (2) The compliance with the corporate governance provisions as specified in regulations 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V shall not apply, in respect of - (a) the listed entity having paid up equity share capital not exceeding rupees ten crore and net worth not exceeding rupees twenty five crore, as on the last day of the previous financial year.

Since during the year ended 31st March 2021 the paid-up capital of the company or net worth do not exceed the limits prescribed under regulation 15 (1), the certificate mentioned in para E of Schedule V is also not applicable.

6. I state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company Reporting of internal auditor directly to the Audit Committee.

UDIN number F004139C000808932

Place: Hyderabad.  
Date: 20-08-2021

VBSS PRASAD  
Company Secretary  
(FCS: 4139, CP. 4605)

**ANNEXURE V****Management's Discussion and Analysis Report****1. Background and Overview**

Response Informatics is a globally established end to end technology and enterprise level management consulting company.

Incorporated in 1996, we have been sailing the ship with a single goal, the global adaption of the best technological and result driven practices for business growth.

With a humble start with management consulting and global staffing solutions, we have moved up the ladder sharply and significantly. Soon enough, we were delivering in various verticals and services ranging from enterprise level software and application development.

From mere technological consultation to high end, in-depth centers of excellence for cutting edge technologies such as Block chain, Artificial intelligence, Data analytics, Robotic Process Automation, Internet of Things.

2020-21 saw the COVID-19 Pandemic ravaging the world, disrupting economic cycles and saw a huge decline in Capital spending by many companies including your company's customers in many regions. The impact of COVID 19 was acutely felt on new project on-site implementation, customer business development visits etc. Yet, your company managed to off-set the loss of revenue and expansion from some of the existing clients by winning new contracts thus managing to register an increase in revenues during this tough year.

Your company sees new opportunities emerging from the prevailing COVID – 19 situation which can present good opportunities for your company. The future of work after COVID -19 has completely changed the work force dependency working from office, so much so, work arenas with high physical proximity were most disrupted. This gave rise to remote work operations, digitization and automation with AI and machine learning taking the center stage. Businesses could respond by reimagining where and how work is done and finding new ways to hire, train, and redeploy workers with a focus on in-demand tasks rather than whole jobs. The paradigm shift in workspace and quality of niche skills hiring has been adapted by your company as a future opportunity. A huge demand and supply have been seen in IT sector with staff augmentation and IT consulting services on the rise with highly skilled resources at vantage points. The company has embarked on this opportunity to fill in the need that has arisen post-Covid from the industry perspective. Your Company will continue to rely on its innovation, adoption, democratized customer Strategies and Strategic partnerships.

**2. Financial Results:**

During the period under review, company has earned revenue of Rs. 2.61 crores as against Rs. 1.53 crores in the form of revenue from its operation during the previous financial year.

**3. Opportunities and Threats:**

COVID-19 has prompted consumer and business behavior shifts, many of which will persist to varying degrees in the long run which will propel faster adoption of automation and AI, especially in work arenas with high physical proximity. The work force has ample opportunity to work from home, avoiding hectic travel to and from office thereby adding quality to work hours. Freelancing and consultation has added value to most of the work force.

Decline in job growth in middle and low wage positions such as customer service jobs and retail segment would affect adversely. Shift of industry and occupations is possible in low wage jobs giving rise to uncertainty in employment.

Workers will need to learn more social and emotional skills, as well as technological skills, to move into occupations in higher wage brackets disrupting the existing lifestyle

**4. Segment wise or product wise performance:**

Your company has seen a significant rise in IT segment, hiring a competent and trained resource pool for major MNCs that as predominantly to do with workforce management.

**5. Industry Outlook:**

The COVID-19 Pandemic continues to infect the global population even after more than a year of its outbreak, resulting in continued uncertainties in the global economic growth and the sector in which the company operates. During such a situation, predicting the industry is difficult and hence need to be viewed in that context. Assessing the extent of delays and slowdown in the projected Market growth is currently not feasible and hence what is presented here is an Industry outlook at a steady state.

The future will be driven by information technology related businesses. As the Indian economy is developing with the advent of increase in the share of service sector in the nation's GDP, which is as a matter of fact an indication for economic development of the country, presents huge opportunities for the information technology sector.

**6. Future growth prospects of the Company:**

The company has seen the shift and change in the economy post Covid and has adapted to the rapid changes. Based on the present scenario and emerging trends, it is observed that human capital management is taking center stage and critical to companies. The possible measures include changes in hiring practices to put the focus on skills rather than academic degrees. Hence, STEP (Source – Train – Engage – Place) methodology is adopted as a conscious decision that can enhance productivity at workplace taking cognizance of WFH as the new normal. Talent acquisition and workforce management of MNCs will be focused along with IT projects and consulting.

**7. Risks and Concerns:**

There are also other corporate legal risks including contractual performance and product performance. The company has evolved procedures in place in place to mitigate these risks.

**a. Foreign Currency Fluctuation**

With major revenues coming from overseas markets, The Company has a substantial exposure to foreign exchange-related risks on account of earnings denominated in foreign currencies by exporting services and solutions software, products and solutions.

**b. Client Concentration**

Your Company's Revenue is distributed across all clients and not dependent on any one company. The company expanded its sales focus on new customers and market segments and will expand its revenue base and achieve a better spread in revenues and clients.

**c. Internal Controls**

The company possesses an adequate system of internal controls in place and reviewed at regular intervals to ensure that transactions were properly authorized and reported correctly. The Audit Committee, in consultation with the Managerial personnel, reviewed the internal control systems at regular intervals and initiated corrective action(s) wherever deemed necessary.

Additionally, the company has already initiated a corporate management initiative to define best practices in processes, methodologies, systems and metrics with a specific focus on customer interaction and service delivery.

**a. Human Assests**

The company enjoys cordial relationship with employees as it endeavors to provide them with a professionally rewarding and enriching work environment. The company possesses an effective performance management system that focuses on employee development, measuring key result areas, competencies and training needs.

Your Company provides training resources accordingly to meet the technological and operational demands that new products may necessarily require.

The company advocates work-life balance and welfare activities that enhance team cohesiveness. The company gives high importance to the health and safety of the employees. The company has career progression policy for employee growth. Also to keep the skill set honed and up to date, the employees are professionally trained in relevant technological developments.

**ANNEXURE-VI****DECLARATION BY THE CEO ON CODE OF CONDUCT AS REQUIRED BY SCHEDULE V OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

I, Bhuvanewari Seetharaman, Managing Director of the Company hereby declare that all the members of Board of Directors and Senior Management Personnel have affirmed compliance with Code of Conduct, as applicable to them, in respect of the Financial Year 2020-2021.

For and on behalf of the Board For  
Response Informatics Limited

Sd/-  
Bhuvanewari Seetharaman  
Managing Director

Place: Hyderabad  
Date: 27.08.2021

## ANNEXURE-VII

## CERTIFICATE BY THE MANAGING DIRECTOR AND CFO OF THE COMPANY

To

The Board of Directors  
Response Informatics Limited

Dear Sirs,

As required under Regulation 17(8) read with Part B, Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we state that:

1. We have reviewed the financial statements and the cash flow statement for the Financial Year ended 31st March, 2021 and to the best of our knowledge and belief;
  - a. These statements do not contain any materially untrue statement nor omit any material fact nor contain statements that might be misleading, and
  - b. These statements present a true and fair view of the company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
2. There are, to the best of my knowledge and belief, no transactions entered into by the company during the year, which are fraudulent, illegal or violative of the company's code of conduct.
3. We accept responsibility for establishing and maintaining internal controls, I have evaluated the effectiveness of the internal control systems of the company and I have disclosed to the auditors and the audit committee, deficiencies in the design or the operation of internal controls, if any, of which I was aware and the steps that I have taken or propose to take and rectify the identified deficiencies and,
4. That we have informed the auditors and the audit committee of:
  - a) Significant changes in the internal control during the year;
  - b) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - c) Instances of significant fraud of which we have become aware and the involvement of any

Place: Hyderabad  
Date: 27.08.2021

Sd/-  
Bhuvanewari Seetharaman  
Managing Director

Sd/-  
M.Ramakrishna Prasad  
CFO



## ANNEXURE-VIII

## 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 of  
M/s. Response Informatics Limited  
Spaces & More Business Park E1,  
5<sup>th</sup> Floor,1-89/A/8/C/2, Vittal Rao Nagar,  
Madhapur, Hyderabad .. 500081

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Response Informatics Limited having CIN L72200TG1996PLC025871 and having registered office at Spaces & More Business Park E1, 5<sup>th</sup> Floor,1-89/A/8/C/2, Vittal Rao Nagar, Madhapur Hyderabad TG 500081 (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](http://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, 2021 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.	Name of Director	DIN No.	Date of appointment in the Company
1	BHUVANESWARI SEETHARAMAN	1666421	31-01-19
2	SEETHA RAMAN SUBRAMANIYAM	6364310	31-01-19
3	CHANDRA SEKHAR PATTAPURATHI	1647212	31-01-19
4	PRAKASH BABU KONDETI	1857170	29-09-18

Ensuring the eligibility 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 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.

UDIN:F004139C000808591

Sd/-

V B S S Prasad  
Company Secretary  
M No.F4139  
CP No.4605

Place: Hyderabad  
Date: 20.08.2021

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**INDEPENDENT AUDITOR'S REPORT****TO THE MEMBERS OF RESPONSE INFORMATICS LIMITED****Report on the Audit of the Standalone Financial Statements Opinion**

We have audited the accompanying standalone financial statements of Response Informatics Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2021, 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").

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, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, the Loss and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

**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 standalone 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

**Emphasis of matters**

We draw your attention to the following matters in the notes to the financial statements

- a) Note No 31 Investments carried in the balance sheet have been written off in the current period. The amount written off being sizeable with respect to the share capital of the Company, has been presented as an extraordinary item so as to enable the users of financial statements to perceive the impact on the results of the company for the year.

### Information Other than the Standalone Financial Statements and Auditor's Report Thereon

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 Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone 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 no material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

### Management's Responsibility for the Standalone Financial Statements

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 Ind AS 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.

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 are responsible for overseeing the Company's financial reporting process.

### Auditor's Responsibilities for the Audit of the Standalone Financial Statements

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.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- 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.
- 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)(i) 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.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures

made by management.

- 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.
- 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.

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 financial statements may be 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 financial statements.

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.

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.

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.

#### 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 Ind AS 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, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 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 positions

ii).The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.

2. There are no amounts which required to be transferred, to the Investor Education and Protection Fund by the Company as required by the Companies (Auditor's Report) Order, 2016 ("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.

For and on behalf of

**BRR & Associates**

Chartered Accountants

Firm's registration number: FRN013012S

**B. Ravinder Rao**

Partner

M.No:221298

UDIN: 21221298AAAABZ4525

Place: Hyderabad

Date: 20.05.2021

**ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT**

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements section of our report to the Members of Response Informatics Limited of even date)

**Report on the Internal Financial Controls over Financial Reporting under Clause (Section 143 of the Companies Act, 2013 ("the Act"))**

We have audited the internal financial controls over financial reporting of **RESPONSE INFORMATICS LIMITED** ("the Company") as of March 31, 2021 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 Board of Directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective 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 internal financial controls over financial reporting of the Company 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") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

**Meaning of Internal Financial Controls over Financial Reporting**

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

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

### **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, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, 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 and on behalf of

**BRR & Associates**

Chartered Accountants

Firm's registration number: FRN013012S

**B. Ravinder Rao**

Partner

M.No:221298

UDIN: 21221298AAAABZ4525

Place: Hyderabad

Date: 20.05.2021

**ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT****(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Response Informatics Limited of even date)**

- i. In respect of the Company's fixed assets:
  - (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
  - (b) The Company has a program of verification to cover all the items of fixed assets in a phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
  - (c) According to the information and explanations given to us, , we report that, company does not have any immovable properties of land and buildings which are held in the name of the Company as at the balance sheet date.
- ii. The Company is in the business of providing software services and does not have any physical inventories. Accordingly, reporting under clause 3 (ii) of the Order is not applicable to the Company.
- iii. The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company and hence not commented upon.
- iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act in respect of grant of loans, making investments and providing guarantees and securities, as applicable.
- v. The Company has not accepted deposits during the year and does not have any unclaimed deposits as at March 31, 2021 and therefore, the provisions of the clause 3 (v) of the Order are not applicable to the Company.
- vi. The maintenance of cost records has not been specified by the Central Government under section 148(1) of the Companies Act, 2013 for the business activities carried out by the Company. Thus reporting under clause 3(vi) of the order is not applicable to the Company.
- vii. According to the information and explanations given to us, in respect of statutory dues:
  - (a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Cess and other material statutory dues applicable to it with the appropriate authorities.
  - (b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Customs Duty, Cess and other material statutory dues in arrears as at March 31, 2021 for a period of more than six months from the date they became payable.
- viii. The Company has not taken any loans or borrowings from financial institutions, banks and government or has not issued any debentures. Hence reporting under clause 3 (viii) of the Order is not applicable to the Company.
- ix. The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause 3 (ix) of the Order is not applicable to the Company.
- x. To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company by its officers or employees has been noticed or reported during the year.



- xi. In our opinion and according to the information and explanations given to us, the Company has paid/provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- xii. The Company is not a Nidhi Company and hence reporting under clause 3 (xii) of the Order is not applicable to the Company.
- xiii. In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed to No 23 the standalone financial statements as required by the applicable accounting standards.
- xiv. During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly paid convertible debentures and hence reporting under clause 3 (xiv) of the Order is not applicable to the Company.
- xv. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected to its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For and on behalf of

**BRR & Associates**

Chartered

Accountants

Firm's registration number: FRN013012S

**B.Ravinder Rao**

Partner

M.No:221298

UDIN: 21221298AAAABZ4525

Place:

Hyderabad Date:

20.05.2021

RESPONSE INFORMATICS LIMITED Spaces & more Business Park E1,5th Floor, 1-89/A/8/C/2, Vittal Rao Nagar, Madhapur, Hyderabad TG 500081 IN CIN : L72200TG1996PLC025871 BALANCE SHEET AS AT 31st MARCH 2021 ( Amount in Rs.)				
	PARTICULARS	Note No.	As at March 31, 2021	As at March 31, 2020
I	<b>ASSETS:</b>			
(1)	<b>Non-current assets</b>			
	(a) Property, Plant and Equipment	2	443,177	712,136
	(b) Capital work-in-progress		-	-
	(c) Goodwill		-	-
	(d) Other Intangible Assets		-	-
	(e) Intangible Assets under development		-	-
	(f) Financial assets			
	(i) Investments	3	-	23,375,000
	(ii) Other Financial Assets		-	-
	(g) Deferred tax assets (net)	4	-	-
	(h) Other non-current assets	5	4,402,546	4,402,546
(2)	<b>Current assets</b>			
	(a) Inventories	6	-	-
	(b) Financial assets			
	(i) Investments		-	-
	(ii) Trade receivables	7	11,823,511	13,565,403
	(iii) Cash and cash equivalents	8	3,076,848	320,332
	(iv) Bank Balances other than (iii) above		-	-
	(v) Loans and advances		-	-
	(vi) Investments held for Sale		-	-
	(c) Other current assets	9	2,060,112	623,707
	<b>TOTAL ASSETS</b>		<b>21,806,195</b>	<b>42,999,123</b>
II	<b>EQUITY AND LIABILITIES:</b>			
	<b>Equity</b>			
	(a) Equity Share Capital	10	59,764,000	59,764,000
	(b) Other Equity			
	(ii) Reserves and Surplus	11	(45,343,527)	(22,614,258)
	<b>Liabilities</b>			
(1)	<b>Non Current Liabilities</b>			
	(a) Financial Liabilities			
	(i) Borrowings	12	4,465,000	2,315,000
	(b) Provisions		-	-
	(c) Deffered tax liability ( net)	4	78,737	84,031
(2)	<b>Current Liabilities</b>			
	(a) Financial Liabilities			
	(i) Borrowings		-	-
	(ii) Trade Payables	13	493,829	-
	(iii) Other financial liabilities		-	-
	(b) Other current liabilities	14	1,943,862	3,217,687
	(c) Provisions	15	404,294	232,663
	(d) Current tax liabilities (Net)		-	-
	<b>TOTAL EQUITY AND LIABILITIES</b>		<b>21,806,195</b>	<b>42,999,123</b>
	<b>Significant accounting policies and notes to accounts</b>	1 to 22		
The Notes referred to above and the notes to accounts form an integral part of the Balance Sheet				
<b>For BRR &amp; ASSOCIATES.,</b> Chartered Accountants FRN : 013012S		For and on behalf of the Board of Directors of <b>RESPONSE INFORMATICS LIMITED</b>		
B.Ravinder Rao Partner Membership No. 221298 UDIN: 21221298AAAABZ4525 Place : Hyderabad Date : 20.05.2021		Bhuvaneshwari Seetharaman Managing Director  K Ravi Kumar Company Secretary	Seetha Raman Subramaniam Director  M Ramakrishna Prasad Chief Financial officer	

## STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH 2021

	PARTICULARS	Note No.	Year Ended March 31, 2021	Year Ended March 31, 2020
I	Revenue from operations	16	26,165,530	15,334,020
II	Other Income	17	-	111,424
III	<b>Total Income (I+II)</b>		<b>26,165,530</b>	<b>15,445,444</b>
IV	<b>Expenses:</b>			
	Cost of raw material and components consumed	18	-	-
	Employee Benefits Expense	19	16,931,029	14,723,939
	Depreciation and amortization expense	2	268,962	268,962
	Finance Cost	20	10,216	19,099
	Admin & General Expenses	21	31,689,886	6,196,515
	<b>Total Expenses</b>		<b>48,900,093</b>	<b>21,208,516</b>
V	Profit before tax (III-IV)		(22,734,564)	(5,763,072)
VI	Tax Expense			
	- Current tax			
	- Deferred tax		(5,294)	97,698
VII	Profit for the period (V-VI)		<b>(22,729,269)</b>	<b>(5,860,770)</b>
VIII	Other Comprehensive Income (OCI)			
	i) Items that will not be reclassified to profit & loss			
	ii) Income tax relating to items that will not be reclassified to profit & loss		-	-
	Other comprehensive income for the year (net of tax)		-	-
IX	Total Comprehensive Income (VII+VIII)		<b>(22,729,269)</b>	<b>(5,860,770)</b>
X	Earnings per equity share: (Equity shares of par value of Rs.10/- each)			
	- Basic	22	(3.80)	(0.98)
	- Diluted	22	(3.80)	(0.98)
	<b>Significant accounting policies and notes to accounts</b>	1 to 22		

For BRR & ASSOCIATES.,  
Chartered Accountants  
FRN : 013012S

B.Ravinder Rao  
Partner  
Membership No. 221298  
UDIN: 21221298AAAABZ4525  
Place : Hyderabad  
Date : 20.05.2021

For and on behalf of the Board of Directors of  
**RESPONSE INFORMATICS LIMITED**

Bhuvaneshwari Seetharaman  
Managing Director  
Seetha Raman Subramaniam  
Director  
K Ravi Kumar  
Company Secretary  
M Ramakrishna Prasad  
Chief Financial officer

Statement of Changes in Equity				
For the year ended 31 March 2021				
a. Equity share capital				
(Amount in Rs.)				
	Amount			
Balance as at the 31 March 2020	59,764,000			
Changes in equity share capital during 2020-21	-			
Balance as at the 31 March 2021	59,764,000			
b. Other equity				
(Amount in Rs.)				
	Reserves and surplus		Items of Other comprehensive income (OCI)	Total
	Capital Reserve	Retained earnings	Others	
Balance at 31 March 2020	369,500	(22,983,758)	-	(22,614,258)
Total comprehensive income for the year ended 31 March 2021				
Profit or loss	-	(22,729,269)	-	(22,729,269)
Other comprehensive income(net of tax)	-	-	-	-
Total comprehensive income	-	(22,729,269)	-	(22,729,269)
Transactions with owners in their capacity as owners	-	-	-	-
Balance at 31 March 2021	369,500	(45,713,027)	-	(45,343,527)
For BRR & ASSOCIATES., Chartered Accountants FRN : 013012S		For and on behalf of the Board of Directors of RESPONSE INFORMATICS LIMITED		
B.Ravinder Rao Partner Membership No. 221298 UDIN: 21221298AAAABZ4525 Place : Hyderabad Date : 20.05.2021	Bhuvaneshwari Seetharaman Managing Director DIN : 01666421  K Ravi Kumar Company Secretary	Seetha Raman Subramaniam Director DIN : 06364310  M Ramakrishna Prasad Chief Financial officer		

## NOTE NO. 2: PROPERTY, PLANT AND EQUIPMENT:

(Amount in Rs.)

PARTICULARS	Computers	Furniture and Fixtures	Printers	Total
<b>Deemed cost (gross carrying amount)</b>				
Balance at 1 April 2020	4,557,864	866,639	11,000	5,435,503
Additions	-	-	-	-
Disposals	-	-	-	-
<b>Balance at 31 March 2021</b>	<b>4,557,864</b>	<b>866,639</b>	<b>11,000</b>	<b>5,435,503</b>
<b>Accumulated depreciation at 1 April 2020</b>	<b>3,889,679</b>	<b>823,234</b>	<b>10,450</b>	<b>4,723,363</b>
Depreciation for the year	268,962	-	-	268,962
<b>Balance at 31 March 2021</b>	<b>4,158,642</b>	<b>823,234</b>	<b>10,450</b>	<b>4,992,326</b>
<b>Carrying amounts(net)</b>				
				-
<b>At 31 March 2020</b>	<b>668,185</b>	<b>43,405</b>	<b>550</b>	<b>712,140</b>
<b>At 31 March 2021</b>	<b>399,222</b>	<b>43,405</b>	<b>550</b>	<b>443,177</b>

Notes to accounts

NOTE NO: 3 NON CURRENT INVESTMENTS:

PARTICULARS	As at March 31, 2021	As at March 31, 2020
	Amount in Rs.	Amount in Rs.
(A) Investment In Subsidiary Company carried at Cost	-	-
(B) Investment In Other Companies carried at Cost		
East India Sports Wear (334500 shares of 10/- each)	-	3,345,000
Ganapathi sugars (850000 shares of 10/- each)		8,500,000
Others (1153000 shares of 10/- each)		11,530,000
	-	23,375,000

NOTE NO: 4 Deffred Tax(Assets/liability)

PARTICULARS	As at March 31, 2021	As at March 31, 2020
	Amount in Rs.	Amount in Rs.
Opening Balance	(84,031)	13,667
Add: Provided for the year	5,294	(97,698)
	(78,737)	(84,031)

NOTE :5 Long Term Loans & Advances

PARTICULARS	As at March 31, 2021	As at March 31, 2020
	Amount in Rs.	Amount in Rs.
Security Deposits	1,000	1,000
Unsecured-Considered and good- Related Parties	-	-
Unsecured-Considered and good- Others	4,401,546	4,401,546
<b>Total</b>	<b>4,402,546</b>	<b>4,402,546</b>

NOTE NO: 6 INVENTORIES:

PARTICULARS	As at March 31, 2021	As at March 31, 2020
	Amount in Rs.	Amount in Rs.
(a) Finished Goods	-	-
	-	-

**NOTE NO: 7 Trade receivables**

PARTICULARS	As at March 31, 2021	As at March 31, 2020
	Amount in Rs.	Amount in Rs.
(a) Outstanding for a period exceeding six months from the date they are due for payment Unsecured, considered good	5,500,000	13,565,403
(b) Outstanding for a period not exceeding six months Unsecured, considered good	6,323,511	-
	<b>11,823,511</b>	<b>13,565,403</b>

**NOTE NO: 8 CASH AND CASH EQUIVALENTS:**

PARTICULARS	As at March 31, 2021	As at March 31, 2020
	Amount in Rs.	Amount in Rs.
(a) Balance with banks	3,019,106	260,402
(b) Cheques in Hand	-	-
(c) Cash on Hand	57,743	59,930
	<b>3,076,848</b>	<b>320,332</b>

**NOTE NO: 9 OTHER CURRENT ASSETS:**

PARTICULARS	As at March 31, 2021	As at March 31, 2020
	Amount in Rs.	Amount in Rs.
(a) GST ( ITC)	933,358	-
(b) MAT Credit Entitlement	-	-
(c) Advance Tax	300,000	75,000
(d) F.Y. 2019-2020 (Refund Receivables)	75,000	-
(e) Supplier advances	-	-
( f ) Others	-	548,707
( g ) Rental deposit	600,000	-
( h ) TDS Receivables	151,754	-
	<b>2,060,112</b>	<b>623,707</b>

Notes to accounts

NOTE NO: 10: EQUITY SHARE CAPITAL:

PARTICULARS	As At March 31,2021		As At March 31,2020	
	Number	Amount in Rs.	Number	Amount in Rs.
Authorised Equity Shares of Rs. 10/- each	8,000,000	80,000,000	8,000,000	80,000,000
Issued, Subscribed Equity Shares of Rs. 10/- each fully paid up (Refer foot note (a) to ( d ) below)	6,050,300	60,503,000	6,050,300	60,503,000
<b>Total</b>	<b>6,050,300</b>	<b>60,503,000</b>	<b>6,050,300</b>	<b>60,503,000</b>
Paid Up Capital Equity shares of 10 each	5,976,400	59,764,000	5,976,400	59,764,000
<b>Total</b>	<b>5,976,400</b>	<b>59,764,000</b>	<b>5,976,400</b>	<b>59,764,000</b>

Foot note:

(a) Reconciliation of the number of shares outstanding as at March 31, 2021 and March 31, 2020 :

PARTICULARS	As At March 31,2021		As At March 31,2020	
	Number	Amount in Rs.	Number	Amount in Rs.
Equity Shares outstanding at the beginning of the year	5,976,400	59,764,000	5,976,400	59,764,000
Equity Shares Issued during the year for Cash	-	-	-	-
Equity Shares Issued during the year for other than cash*	-	-	-	-
Equity Shares bought back during year	-	-	-	-
Equity Shares outstanding at the end of the year	5,976,400	59,764,000	5,976,400	59,764,000

\*48 70,606 shares of Rs. 10 each allotted as fully paid up pursuant to contract without payment being received in cash.

(b) Details of Shareholders holding more than 5 % shares:

PARTICULARS	As At March 31,2021		As At March 31,2020	
	No. of Shares	% of Holding	No. of Shares	% of Holding
1 Subramaniyam Seetha Raman	2,973,681	49.76	2,973,681	49.76
2 Bhuvaneswari Seetharaman	348,790	5.84	348,790	5.84
3 Sarita Suresh Bhumkar	300,000	5.02	300,000	5.02
4 Bhagwan Bhumkar Suresh	300,000	5.02	300,000	5.02
5 S. Seetharaman Manchapara	300,000	5.02	300,000	5.02

(c) Terms and rights attached to the equity shares:

The Company has only one class of equity shares having par value of Rs.10/- each. Each holder of equity shares is entitled for one vote per share. Distribution of dividends and repayment of capital, if any, by the company, shall be subject to the provisions of applicable laws.



## Notes to accounts

## NOTE NO: 11 Reserves and Surplus

PARTICULARS	As at March 31, 2021	As at March 31, 2020
	Amount in Rs.	Amount in Rs.
(a) Capital Reserve:	369,500	369,500
(b) Retained earnings:		
Opening balance	(22,983,758)	(17,122,988)
(+) Net profit during the year	(22,729,269)	(5,860,770)
Closing balance	(45,713,027)	(22,983,758)
(c) Other Comprehensive income:	-	-
Total (a+b+c)	(45,343,527)	(22,614,258)

## NOTE NO:12 BORROWINGS

PARTICULARS	As at March 31, 2021	As at March 31, 2020
	Amount in Rs.	Amount in Rs.
Long term borrowings		
Unsecured Loans from related companies	-	-
Short term borrowings		
Unsecured Loans from related companies	4,465,000	2,315,000
Advances from customers	-	-
	4,465,000	2,315,000

## NOTE NO: 13 Trade Payables

PARTICULARS	As at March 31, 2021	As at March 31, 2020
	Amount in Rs.	Amount in Rs.
Other Trade payables	493,829	-
	493,829	-

**NOTE NO: 14 OTHER CURRENT LIABILITIES:**

PARTICULARS	As at March 31, 2021	As at March 31, 2020
	Amount in Rs.	Amount in Rs.
(a) Statutory Liabilities	-	-
(b) Expenses Payable	245,621	495,647
(c) Security deposits from customers	-	-
(d) Employee Benefits Payable	1,698,241	2,722,040
	<b>1,943,862</b>	<b>3,217,687</b>

**NOTE NO: 15 Short Term Provisions**

PARTICULARS	As at March 31, 2021	As at March 31, 2020
	Amount in Rs.	Amount in Rs.
TDS Payable	104,136	32,171
Statutory Audit Fee	100,000	100,000
Other Provisions	-	75,642
Professional Tax Payable	6,900	-
Provident Fund	53,250	-
GST Payables	140,008	24,850
	<b>404,294</b>	<b>232,663</b>

**NOTE NO: 16 REVENUE FROM OPERATIONS :**

PARTICULARS	Year ended March 31, 2021	Year ended March 31, 2020
	Amount in Rs.	Amount in Rs.
Operating Income		
i) Software development IT ( Exports )	20,709,027	15,051,220
ii) Training Fee	-	282,800
iv) Revenue (Domestic)	5,456,503	
	<b>26,165,530</b>	<b>15,334,020</b>

**NOTE NO: 17 OTHER INCOME :**

PARTICULARS	Year ended March 31, 2021	Year ended March 31, 2020
	Amount in Rs.	Amount in Rs.
Non-Operating Income		
Others	-	-
	-	111,424
	-	<b>111,424</b>

**NOTE NO: 18 Cost of raw material and components consumed**

PARTICULARS	Year ended March 31, 2021	Year ended March 31, 2020
	Amount in Rs.	Amount in Rs.
Inventory at the beginning of the year	-	-
Add: Purchases	-	-
Less: inventory at the end of the year	-	-
<b>Cost of raw material and components consumed</b>	<b>-</b>	<b>-</b>

**NOTE NO: 19 EMPLOYEE BENEFITS EXPENSE:**

PARTICULARS	Year ended March 31, 2021	Year ended March 31, 2020
	Amount in Rs.	Amount in Rs.
(a) Salaries & Wages	15,327,960	14,247,090
(b) PF Contribution (Employer)	270,000	130,792
(c) Gratuity and Leave Encashment	-	-
(d) Staff welfare expenses	107,443	346,057
(e) Software Supporting Services	590,260	-
(f) Group Insurance to Employees	377,766	
(g) Internship Payments	257,600	
	<b>16,931,029</b>	<b>14,723,939</b>

**NOTE NO: 20 FINANCE COST :**

PARTICULARS	Year ended March 31, 2021	Year ended March 31, 2020
	Amount in Rs.	Amount in Rs.
Bank Charges	10,216	19,099
	<b>10,216</b>	<b>19,099</b>

## NOTE NO: 21 ADMIN &amp; GENERAL EXPENSES

PARTICULARS	Year ended March 31, 2021	Year ended March 31, 2020
	Amount in Rs.	Amount in Rs.
Annual Custody Fees	45,000	45,000
FIM Fees CDSL	10,000	10,000
Listing fee	300,000	300,000
Advertisement Charges	23,240	19,810
Audit Fee	100,000	100,000
Bad Debts Written Off	2,823,959	2,353,657
Business Promotion Exp	102,218	-
Computers Amc Charges	2,856	94,538
Consultancy Charges	2,506,349	852,209
Conveyance	-	95,518
Electricity Charges	53,622	64,886
E-Voting Fees	-	1,135
Interest on tax	853	-
General Exp	-	29,430
Internet & Telephone expenses	93,822	32,995
Issuer & NSDL Fee	-	-
Software license	140,400	108,371
Office Expenses	64,794	7,708
Office Maintenance	350,298	119,998
Incentives	-	230,829
Postage & Courior	12,312	22
Printing & Stationary	24,370	17,540
Registrar & STA Fees	67,458	61,967
Rent	1,085,472	1,059,161
Roc Fees	9,100	-
Secraterial Audit Fee	67,000	165,200
Telephone Exp	-	22,514
Travelling Expenses	341,560	20,800
Taxes and Levies	-	32,802
Water Charges	-	12,000
Website Maintenance Charges	25,000	45,600
Vehicle Maintenance Charges	61,275	9,105
Man power services	-	283,720
Interest on tax	853	-
Investments Written Off	23,375,000	-
PF Admin charges	3,075	-
	<b>31,689,886</b>	<b>6,196,515</b>

**Note No.20: Earnings Per Share (EPS)**

	As at 31.03.2021	As at 31.03.2020
<b>EPS – Basic</b>		
Net Profit (Loss)	- 22,729,269	- 5,860,770
Appropriations	-	-
Net Profit (Loss) Attributable to Share Holders as at 31st March (Numerator)	- 22,729,269	- 5,860,770
No of Shares outstanding at the beginning of the year	5,976,400	5,976,400
No of Shares outstanding at the end of the year	5,976,400	5,976,400
Adjusted Weighted average number of equity shares of Face Value Rs.10 each (Denominator)	5,976,400	5,976,400
Nominal Value of Ordinary Shares	10	10
<b>Computation of EPS - Basic (in Rs)</b>	<b>(3.80)</b>	<b>(0.98)</b>
<b>EPS – Diluted</b>		
Net Profit (Loss) Attributable to Share Holders as at 31st March of Face Value Rs.10 each (Numerator)	(22,729,269.28)	(5,860,769.76)
Adjusted Weighted average number of equity shares	5,976,400.00	5,976,400.00
Weighted average number of equity shares that would be issued on conversion of all Shae Warrants into Equity shares		
Total Weighted average number of equity shares for Diluted EPS (Denominator)	5,976,400.00	5,976,400.00
Nominal Value of Ordinary Shares	10.00	10.00
<b>Computation of EPS - Diluted (in Rs)</b>	<b>(3.80)</b>	<b>(0.98)</b>

## **Significant Accounting Policies & Notes on Accounts.**

### **1. Significant Accounting Policies & Notes annexed to and forming part of the financial Statements**

#### **1.1. Basis for preparation of financial statements:**

##### **a) Compliance with Indian Accounting Standards (Ind As)**

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind As) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under section 133 of the Companies Act, 2013.

##### **b) Use of estimates and judgment**

In preparing these financial statements, management has made judgments, estimates and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized prospectively.

#### **1.2. Property, Plant and Equipment & Depreciation**

Items of Property, Plant and Equipment are stated at cost less accumulated depreciation.

Cost of an item of property, plant and equipment comprises its purchase price, excluding import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located. The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labor, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognized in profit or loss.

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less cost of disposal and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units).

Depreciation on the fixed assets has been provided based on useful lives as prescribed under part C of the schedule II of the Companies act, 2013.

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (up to) the date on which asset is ready for use (disposed of).

#### **1.3 Impairment of non-financial assets**

The Company's non-financial assets, other than deferred tax assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the CGU (or the asset).

An impairment loss is recognized if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognized in the statement of profit and loss. Impairment loss recognized in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU (or group of CGUs) on a pro rata basis.

#### **1.4 Intangible assets**

Intangible assets are amortized over the estimated useful lives and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method are reviewed at least at each financial year end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortization period or method, as appropriate, and are treated as change in accounting estimates. The amortization expense on intangible assets with finite useful lives is recognized in profit or loss.

#### **1.5 Inventory**

Cost of inventories have to be computed to include all costs of purchases (including materials), cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Stores and consumables are valued at cost arrived at on FIFO basis or net realizable value, whichever is lower.

## 1.6 Foreign currencies transactions and translations

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rates of exchange at the reporting date. The gain or loss on decrease/increase in reporting currency due to fluctuations in foreign exchange rates, in case of monetary current assets and liabilities in foreign currency, are recognized in the Statement of Profit and Loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are recorded using the exchange rates at the date of the transaction.

## 1.7 Provisions

A provision is recognized when the Company has a present legal or constructive obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made. Provisions (other than employee benefits) are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

## 1.8 Revenue Recognition

The Company derives revenue primarily from software Staffing, Consultancy and allied services.

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are net of trade allowances, rebates, discounts and gst.

The Company recognizes revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the Company's activities as described below.

The Company computes its estimates on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement.

### Interest Income

Interest income from a financial asset is recognized using effective interest rate method. However, in respect of certain financial assets where it is not probable that the economic benefits associated with the transaction will flow to the entity and amount of revenue cannot be measured reliably, in such cases interest income is not recognized.

## 1.9 Dividend Income

Dividends will be recognized when the company's right to receive has been established

## 1.10 Employee benefits

### 1.10.1 Short term employee benefits

The undiscounted amount of short-term employee benefits is expected to be paid in exchange for the services rendered by employees are recognized as an expense during the period when the employees render the services.

### 1.10.2 Defined benefit plans

#### a) Gratuity

In accordance with the Payment of Gratuity Act, 1972, Company provides for gratuity, a defined retirement plan (the "Gratuity Plan") covering the eligible employees. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation, or termination of employment, of an amount based on the respective employee salary and the tenure of employment. Liability regarding the Gratuity Plan are determined by actuarial valuation as of the balance sheet date, based upon which, the Company contributes the ascertained liabilities to Insurer.

#### b) Provident fund

Eligible employees receive benefits from a provident fund, which is a defined contribution plan. Aggregate contributions along with interest thereon are paid at retirement, death, incapacitation, or termination of employment. Both the employee and the Company make monthly contributions to the Regional Provident Fund Commissioner equal to a specified percentage of the covered employee's salary.

#### c) Employee State Insurance Fund

Eligible employees (whose gross salary is less than (Rs.21,000 per month) are entitled to receive benefit under employee state insurance fund scheme. The employer makes contribution to the scheme at a predetermined rate (presently 4.75%) of employee's gross salary. The Company has no further obligations under the plan beyond its monthly contributions. These contributions are made to the fund administered and managed by the Government of India. Monthly contributions are charges to income in the year it is incurred.

## 1.11 Tax Expenses

The tax expense for the period comprises current and deferred tax. Tax is recognized in Statement of Profit and Loss, except to the extent that it relates to items recognized in the comprehensive income or in equity. In which case, the tax is also recognized in other comprehensive income or equity.

### Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Current tax assets and current tax liabilities are off set only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

### Deferred tax

Deferred tax is recognised on temporary differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax is also recognised in respect of carried forward tax losses and tax credits.

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

### 1.12 Leases

Leases are classified as finance lease whenever the terms of the lease, transfers substantially all the risks and rewards of ownership to the lessee. Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases are charged to the Statement of Profit and Loss on a straight line basis over the period of the lease.

### 1.13 Borrowing costs

Borrowing costs incurred for obtaining assets which takes substantial period to get ready for their intended use are capitalized to the respective assets wherever the costs are directly attributable to such assets and in other cases by applying weighted average cost of borrowings to the expenditure on such assets. Other borrowing costs are treated as expense for the year.

Transaction costs in respect of long-term borrowings are amortized over the tenor of respective loans using effective interest method.

### 1.14 Earnings per equity share

#### (i) Basic earnings per share

Basic earnings per share are calculated by dividing:

- The profit attributable to owner of the company.
- By the weighted number of equity shares outstanding during the financial year

#### (ii) Diluted earnings per share

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

### 1.15 Financial Instruments

#### i. Financial assets

##### A. Initial recognition and measurement

All financial assets and liabilities are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition.

##### a) Financial assets carried at amortized cost (AC)

A financial asset is measured at amortized cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

##### b) Financial assets at fair value through profit or loss (FVTPL)

A Financial asset which is not classified as AC or FVOCI are measured at FVTPL e.g. investments in mutual funds. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss is recognized in profit or loss and presented net in the Statement of Profit and Loss within other gains/(losses) in the period in which it arises.

##### c) Financial assets at fair value through other comprehensive income (FVTOCI)

A financial asset is measured at FVTOCI if it is held within a business model whose Objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

#### ii. Financial Liabilities

##### A. Initial recognition

All financial liabilities are recognized at fair value.

##### B. Subsequent measurement

Financial liabilities are carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.



**Notes to Accounts.**

**23. Related Party Disclosures**

**As per Ind As 24 the disclosure of transactions with the related parties are given below**

**Key Management Personnel**

- i) Bhuvanewari Seetharaman -- Managing Director
- ii) Makkena Ramakrishna Prasad — Chief Financial Officer
- iii) Kanneganti Ravi Kumar — Company Secretary & Compliance Officer

**Related Parties and Nature of relationship:**

Name of the Related party	Nature of Transaction	
Ariston Tek Inc (USA)	Common director	Subramaniam Seetha Raman
Response Informatics Inc (USA)	Common director	Subramaniam Seetha Raman
Ariston Tek Solutions Pvt. Ltd	Common director	Subramaniam Seetha Raman Bhuvanewari Seetharaman

**b) Related parties outstanding balances:**

Name of the related party	Nature of transaction	As at 31-03-2021 (Rupees)	As at 31-03-2020 (Rupees)
Ariston Tek Inc (USA)	Revenue ( Exports)	33,94,626	44,46,725
Response Informatics Inc (USA)	Revenue ( Exports)	-	81,68,607
Ariston Tek Solutions Pvt. Ltd	Unsecured borrowings	44,65,000	23,15,000

**24. Auditors remuneration:**

PARTICULARS	2020-2021 (Rupees)	2019-2020 (Rupees)
Statutory Audit Fee	80,000	80,000
Tax audit fee	20,000	20,000
<b>Total</b>	<b>1,00,000</b>	<b>1,00,000</b>

**25. Managerial remuneration:**

PARTICULARS	2020-2021 (Rupees)	2019-2020 (Rupees)
Smt Bhuvanewari Seetharaman	7,00,000	Nil
<b>Total</b>	<b>7,00,000</b>	<b>Nil</b>

26. In accordance with the requirement of IND AS-108 on segment reporting, the company has determined its business segment as computer programming consultancy, and related services. There are no other primary reportable segments, and secondary reportable segments. There are no secondary reportable segments (Geographical Segments).

**27. Employee Benefits Ind AS 19**

Contributions to Provident and Employee State Insurance etc accruing during the accounting period are charged to the statement of Profit and Loss. Provision for liabilities in respect of gratuity are accrued and provided at the end of each accounting period. No existing employees were eligible for Gratuity liability during the year.

**28. Earnings per share (EPS):**

The details of number of Equity shares used in calculating Basic and Diluted earnings per share are set out below :Particulars	Year ended 31-03-2021	Year ended 31-03-2020
Weighted average Equity shares for computing Basic EPS	59,76,400	59,76,400
Dilutive impact of Share Warrants	-	-
Weighted average Equity shares for computing Diluted EPS	59,76,400	59,76,400
Profit After Tax	-22729,269	-58,60,770
Earnings per Share	-3.8	-0.98

**29. Dues to Micro & Small Enterprises:**

There are no overdue principle amounts and interest thereon payable to Micro Enterprises and Small Enterprises, as at 31-03-2021.

**30. Confirmation of Closing Balances:**

The Company has sought for confirmations in respect of Trade receivables, Trade Payables, loans and advances given and received. However, the confirmations from few parties are yet to be received in respect of the said items.

**31. Financial Assets:**

Rupees

Financial Assets Valuation	Year ended 31-03-2021	Year ended 31-03-2020
Non-Current Investments		
Investment in equity instruments of subsidiaries (cost)	-	-
Total Investment in subsidiaries (a)	-	-
Investment in equity instruments of other companies (cost) Unquoted: (b) Details to be mentioned	-	2,33,75,000
TOTAL (a+b)	-	2,33,75,000
Aggregate book value of quoted investments	-	-
Aggregate market value of quoted investments -	-	-
Other Financial Assets ( Non-Current) Security Deposits at (at amortized cost)	-	-
Total non-current Financial assets	-	2,33,75,000

As mentioned in Emphasis of Matter in Independent Auditors Report, Balances carried as Investments do not represent any realizable value as the investee entities are no longer operational. On the basis of recommendations from the audit committee and other information available, Investments were written off in full.

**32. Quantitative Details:**

The Company is engaged in providing development of Computer Software and services. The software development services cannot be expressed in any generic unit. Hence, it is not possible to give the quantitative details of sales and certain information as required as per Schedule III to the companies Act, 2013.

**33. 1 Foreign Currency Outflows:**

Foreign Exchange outflows as reported by the Company to Government of India and as certified by Management.

(Amount in Rs.)

Particulars	Year Ended 31 <sup>st</sup> March,	
	2021	2020
Foreign Travelling & Other Exp	Nil	Nil
<b>Total</b>	<b>NIL</b>	<b>NIL</b>

### 33.2 Foreign Currency Inflows:

Foreign Exchange inflows as reported by the Company to Government of India and as certified by Management.

Particulars	(Amount in Rs.) Year Ended 31 <sup>st</sup> March,	
	2021	2020
Export Sales & Services	2,07,09,027	1,50,51,220
<b>Total</b>	<b>2,07,09,027</b>	<b>1,50,51,220</b>

### 34. Contingent Liabilities & Guarantees:

Contingent liabilities are not recognized in the financial statements, as there are no obligations.

### 35. Names of Share Holders holding more than 5% of shares:

Sl.No.	Names	No. Of Shares	Shares as a % of Total number of shares
1	Subramaniam Seetha Raman	29,73,681	49.76
2	Bhuvanewari Seetharaman	3,48,790	5.84
3	Sarita Suresh Bhumkar	3,00,000	5.02
4	Bhagwan Bhumkar Suresh	3,00,000	5.02
5	S. Seetharaman Manchapara	3,00,000	5.02

36. The figures of previous year have been regrouped and rearranged wherever necessary.

37. The figures have been rounded off to the nearest rupee.

As per our report of even date  
**For BRR & Associates.,**  
Chartered Accountants  
Firm Registration No.013012S

for and on behalf of the Board  
**RESPONSE INFORMATICS LIMITED**

S. Bhuvanewari  
Managing Director

S. Subramaniam  
Director

B. Ravinder Rao  
PARTNER  
(M.NO.221298)

K. Ravi Kumar  
Company Secretary

M. Ramakrishna prasad  
Chief financial officer

Place: Hyderabad  
Date: 20.05.2021.

UDIN:21221298AAAABZ4525

## RESPONSE INFORMATICS LIMITED

## STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31st MARCH, 2021

PARTICULARS	Year ended 31-03-2021 Amount in Rs.	Year ended 31-03-2020 Amount in Rs.
<b>A. CASH FLOW FROM OPERATING ACTIVITIES :</b>		
Net profit before tax	(22,734,564)	(5,763,072)
<b>Adjustment for:</b>		
Depreciation and Amortisation	268,962	268,962
Interest Expenses		-
Investments Written off	23,375,000	
Interest Earned		-
Cash Flows from Operations before changes in assets and liabilities	909,399	(5,494,109)
<b>Movements in Working Capital::</b>		
(Increase)/ Decrease in trade receivables	1,741,892	2,827,004
(Increase)/Decrease in other Current Assets	(1,436,405)	(617,707)
(Increase) / Decrease in Inventories	-	-
Increase/ (Decrease) in Trade Payables	493,829	-
Increase / (Decrease) in Short Term Provision	171,631	(213,022)
Increase/(Decrease) in Other current liabilities	(1,273,825)	2,302,987
<b>Change in Working Capital</b>	<b>(302,878)</b>	<b>4,299,262</b>
<b>Changes in non current assets and liabilities</b>		
Decrease/(Increase) in Other non Current Assets		-
Decrease/(Increase) in Long Term Provisions		-
<b>Changes in non current assets and liabilities</b>		-
<b>Cash Generated From Operations</b>	<b>606,521</b>	<b>(1,194,847)</b>
Less: Taxes		-
<b>Net Cash from operating activities(A)</b>	<b>606,521</b>	<b>(1,194,847)</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
(Increase) / Decrease in Fixed assets and Capital Work In progress		(847,034)
Bank Balances not considered as Cash and Cash equivalents		-
Investment in equity Shares		-
<b>Net cash used in Investing activities (B)</b>	<b>-</b>	<b>(847,034)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Increase / (Decrease) in Share Capital		-
Increase / (Decrease) in Borrowings	2,150,000	2,315,000
Interest paid		-
<b>Net cash Flow from Financing Activities ( C )</b>	<b>2,150,000</b>	<b>2,315,000</b>
<b>Net Increase/(Decrease) in cash &amp; cash equivalents [A+B+C]</b>	<b>2,756,521</b>	<b>273,119</b>
CASH & CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	320,332	47,213
CASH & CASH EQUIVALENTS AT THE END OF THE YEAR	<b>3,076,852</b>	<b>320,332</b>
<b>For BRR &amp; ASSOCIATES., Chartered Accountants FRN : 013012S</b>	<b>For and on behalf of the Board of Directors of RESPONSE INFORMATICS LIMITED</b>	
B.Ravinder Rao Partner Membership No. 221298 UDIN: 21221298AAAABZ4525 Place : Hyderabad Date : 20.05.2021	Bhuvaneshwari Seetharaman Managing Director  K Ravi Kumar Company Secretary	Seetha Raman Subramaniam Director  M Ramakrishna Prasad Chief Financial officer