

**PROYUGA ADVANCED TECHNOLOGIES LIMITED**  
**(CIN: U74999MH2017PLC296222)**

**MUMBAI**

**FOURTH ANNUAL GENERAL MEETING**

to be held on

Monday, the 15<sup>th</sup> Day of November, 2021 at 10.00 A.M

**Registered Office:**

1609 Lodha Supremus Powai,  
Saki Vihar Road Oppo Mtnl Office,  
Powai, Mumbai-400072,  
Maharashtra, India  
Phone: 8008767676  
Email: [company@proyuga.tech](mailto:company@proyuga.tech)

## **BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Mr. Trivikrama Reddy Kothinti	- Managing Director & Chief Executive Officer
Mr. Vasantha Sai Sama	- Whole Time Director
Mr. Sriram G Teja	- Whole Time Director
Ms. Spandana Rachamadugu	- Whole Time Director
Ms. Reshika Reddy Gattupally	- Whole Time Director
Mr. Jaya Kiran Reddy Ambavarapu	- Independent Director
Mr. Venugopal Rao Kancherla	- Independent Director
Mr. Hari Haran Gorijavola	- Non Executive Director
Ms. Navya Surapaneni	- Chief Financial Officer
Mr. Prince Pandey	- Company Secretary

## **AUDITORS**

M/s NRG & Co.  
Chartered Accountants,  
11-2-597/28, 303, 4th Floor,  
GVS Towers Beside Ramakrishna math,  
Lower Tank Bund Rd,  
Hyderabad, Telangana 500029

## **SECRETARIAL AUDITOR**

M/s. ASN Associates  
Company Secretary in Practice,  
Door No 9-29-19/A, Flat No 201, Level 2,  
Waltair Heights, Siripuram, opposite Canara Bank,  
VIP Rd, Balaji Nagar, Visakhapatnam,  
Andhra Pradesh- 530003 India

## **REGISTERED OFFICE**

1609 Lodha Supremus Powai,  
Saki Vihar Road Oppo Mtnl Office,  
Powai, Mumbai-400072,  
Maharashtra, India  
Phone:8008767676

## **REGISTRAR & SHARE TRANSFER AGENTS**

KFin Technologies Private Limited  
Selenium Building, Tower-B  
Plot No 31&32, Financial District,  
Nanakramguda, Serilingampally,  
Hyderabad, Telangana - 500032 India



## NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the **FOURTH ANNUAL GENERAL MEETING** of the Members of **PROYUGA ADVANCED TECHNOLOGIES LIMITED** will be held on Monday, the 15th day of November, 2021 at 10.00 A.M through Video Conference (VC)/Other Audio Visual Means (OAVM) to transact the following business. The deemed venue of the AGM shall be the Registered Office of the Company situated at 1609 Lodha Supremus Powai, Saki Vihar Road, Oppo Mtnl Office, Powai, Mumbai-400072, Maharashtra, India.

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### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statements (Both Standalone and Consolidated Financial Statements) consisting of the Statement of Profit & Loss and Cash Flow Statement for the period ending 31<sup>st</sup> March, 2021 and the Balance Sheet as on that date, with all its Annexures, Schedules and Notes thereon together with the Independent Auditors' Report and the Directors' Report thereon.
2. To appoint a Director in place of Reshika Reddy Gattupally (DIN: 07987202), Whole Time Director who retires by rotation and being eligible, offers herself for re-appointment.

### **SPECIAL BUSINESS:**

3. **ACCORDING CONSENT FOR VARIATION OF THE TERMS OF 0.02% NON-CUMULATIVE REDEEMABLE PREFERENCE SHARES ("NCRPS") ALLOTTED ON 18.11.2019:**

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

"**RESOLVED THAT** pursuant to the provisions of Sections 48 and 55 of Companies Act, 2013 and applicable provisions, if any of the Companies Act,2013, (including any statutory modification(s) or re-enactment thereof for the time being in force) and in accordance with the enabling provisions of the Memorandum and Articles of Association of the Company, and subject to such approvals, consents, sanctions and permissions of appropriate authorities, departments and bodies as may be required and subject to such terms and conditions, alteration and modifications as may be considered appropriate and agreed to by the Board of Directors of the Company (hereinafter referred to as the 'Board' which term shall include a duly authorized committee thereof for the time being exercising the powers conferred by the Board), not affecting the rights of any other class of Shareholder and pursuant to the consent of the NCRPS holders, consent of the Members be and is hereby accorded for variation in the terms attached to 29,60,000 (Twenty Nine Lakhs Sixty Thousand Only) 0.02% Non Cumulative Redeemable Preference Shares (NCRPS) of face value of Rs. 10/- each allotted on 18.11.2019 pursuant to the Members approval at their Extra-ordinary General Meeting held on 09.11.2019, as mentioned below:

### **Registered address :**

1609, Lodha Supremus, Saki Vihar Road,  
Opp MTNL Office, Powai, Mumbai - 400072.

+91 8008 76 76 76

company@proyuga.tech

**Varied Terms and Conditions:**

1) The Tenure of NCRPS (Non Cumulative Redeemable Preference Shares) be increased from two years to Seven years from the date of allotment as mentioned in the below table:

Number of NCRPS	Date of allotment	EGM date on which the Members approved the issue	Original Due date for redemption	Extended date of redemption
29,60,000	18.11.2019	09.11.2019	17.11.2021	any time before 17.11.2026

2) The NCRPS will be redeemed at any time before the extended due date i.e 17.11.2026 at the discretion of the board at Rs 21/-

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board be and is hereby authorized to take all such steps and actions and give such directions as may be in its absolute discretion deem necessary and to settle any question that may arise in this regard, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any committee of Directors of any other office(s) / Authorized Representative (s) of the Company to give effect to the aforesaid resolution."

By Order of the Board  
For M/s. **ProYuga Advanced Technologies Limited**

Sd/-

(Trivikrama Reddy Kothinti)  
Managing Director & CEO  
DIN: 07795482

**Registered office:**

1609, Lodha Supremus  
Powai, Saki Vihar Road  
Oppo MTNL Office  
Powai, Mumbai,  
Maharashtra-400072

Place: Kurnool  
Date: 22nd October 2021

## NOTES:

1. In view of the continuing COVID-19 pandemic, for maintaining social distancing norms and pursuant to General Circular nos. 14/2020, 17/2020, 20/2020, and 02/2021 dated April 8, 2020, April 13, 2020, May 5, 2020, and January 13, 2021, respectively, issued by the Ministry of Corporate Affairs (MCA) (collectively referred to as "MCA Circulars") permitted to hold the AGM through VC/OAVM, without the physical presence of the members at a common venue. Accordingly, the 04th AGM of the company will be convened through VC/OAVM in compliance with the provisions of Act, and Rules made thereunder read with MCA circulars. The deemed venue for the 04th AGM shall be the registered office of the company i.e. 1609 Lodha Supremus Powai, Saki Vihar Road, Oppo Mtnl Office, Powai, Mumbai-400072, Maharashtra, India.
2. Pursuant to the provisions of Section 105 of the Companies Act, 2013 and Rule 19 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time), a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a Member of the Company. Since this AGM is being held through VC or OAVM pursuant to the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for this AGM and hence the Proxy Form and attendance slip is not annexed hereto.
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 from time to time) and MCA Circulars, the Company is providing facility of Remote e-Voting (e-Voting from a place other than venue of the Meeting) and e-Voting during AGM, to its Members in respect of the businesses to be transacted at the AGM. For this purpose, necessary arrangements have been made by the Company with NSDL to facilitate Remote e-Voting and e-Voting during AGM. The instructions for the process to be followed for Remote e-Voting and e-Voting during the AGM are forming part of this Notice.
4. In compliance with the aforesaid MCA Circulars, Notice of the AGM along with the Annual Report for FY 2020-21 is being sent only through electronic mode to those Members whose name appear in the Register of Members / Beneficial Owners maintained by the Depositories as on benpos date i.e., 15th October 2021 and whose email addresses are registered with the Company / Depositories. Members may note that the Notice and Annual Report for FY 2020-21 will also be available on the website of the Company, i.e. <https://www.proyuga.tech> and also available on the website of NSDL (Agency for Providing Remote E-voting facility) i.e [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
5. The recorded transcript of the AGM which will be held on Monday, November 15th , 2021, shall be maintained by the Company and also be made available on the website of the Company at the earliest soon after the conclusion of the Meeting.
6. The Relevant documents referred to in the accompanying Notice, Registers and all other documents will be available for inspection in electronic mode. Members can inspect the same up to the date of AGM, by sending an e-mail to the Company at [company@Proyuga.tech](mailto:company@Proyuga.tech)

7. The Company has appointed Mr. K Bhaskar as the Scrutinizer for scrutinizing the Remote e-voting and E-voting process to ensure that the process is carried out in a fair and transparent manner.

8. The Member whose name appears on the Register of Members / Beneficial Owners maintained by the Depositories as on the cut off date i.e., 10th November 2021 will only be considered for the purpose of Remote e-voting and E-voting.

9. Voting rights shall be reckoned on the paid-up value of shares registered in the name of Members / Beneficial Owners maintained by the Depositories as on the cut-off date i.e., 10th November 2021 .

10. Pursuant to the Second Proviso of Section 47(2) of the Companies Act, 2013, the holders of the following preference shares with the following ISINs shall be entitled to attend, participate, speak and vote at the 04th Annual General Meeting of the Company:

S no	ISIN	No of shares allotted
1.	INE495Y03119	65,00,000
2.	INE495Y04034	313,000
3.	INE495Y03036	70,00,000
4.	INE495Y03044	84,00,000
5.	INE495Y03051	3,46,00,000
6.	INE495Y03069	1,55,85,000
7.	INE495Y03077	4,250,000
8.	INE495Y03085	14,792,000
9.	INE495Y03093	1,500,000

\*Note: Except the holders holding above mentioned shares, all the remaining classes of Preference Shareholders shall treat this Notice for information purpose only and will not be entitled to participate in the AGM.

11. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

12. The Members attending the AGM should note that those who are entitled to vote but have not exercised their right to vote by Remote e-voting, may vote during the AGM through E-voting for all businesses specified in the accompanying Notice. The Members who have exercised their right to vote by Remote e-voting may attend the AGM but shall not vote at the AGM.

13. A person who is not a Member as on the cut-off date i.e., 10th November 2021 should treat this Notice for information purpose only.

14. The Members who still hold share certificate(s) in physical form are advised to dematerialize their shareholding to avail the benefits of dematerialization, which include easy liquidity, since trading is permitted in dematerialised form only, electronic transfer, savings in stamp duty and elimination of any

possibility of loss of documents and bad deliveries. Further, effective from April 01, 2019, requests for effecting transfer of securities shall not be processed unless the securities are held in a dematerialized form with a depository. Therefore, the Members who still hold share certificate(s) in physical form are advised to dematerialize their shareholding at the earliest.

15. All grievances connected with the facility for voting by electronic means may be addressed to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

16. Since the AGM will be held through VC / OAVM, the Route Map is not annexed to this Notice.

17. The deemed venue for 04th AGM shall be the Registered Office of the Company at 1609, Lodha Supremus Powai, Saki Vihar Road, Oppo Mtnl Office, Powai, Mumbai-400072, Maharashtra, India.

18. The Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013, setting out material facts in respect of the Special business is annexed hereto.

19. The requirement to place the matter relating to appointment of Statutory Auditors for ratification by members at every Annual General Meeting is done away with vide notification dated May 7, 2018 issued by MCA. Accordingly, no resolution is proposed for ratification of appointment of Statutory Auditors.

**THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING BEFORE DAY OF AGM ARE AS UNDER:-**

The remote e-voting period begins on Friday, the 12th day of November, 2021 at 9:00 A.M. and ends on Sunday, the 14th day of November, 2021 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter.

**How do I vote electronically using NSDL e-Voting system?**

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:





**Step 1: Access to NSDL e-Voting system**

**A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

Login method for Individual shareholders holding securities in demat mode is given below:

<b>Type of shareholders</b>	<b>Login Method</b>
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"><li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li><li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li><li>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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li></ol>



	<p>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <p style="text-align: center;">  App Store      Google Play </p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>1. Existing users who have opted for Easi / Easiest, they can login through their 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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-Voting service provider i.e. NSDL</b>. Click on <b>NSDL</b> to cast your vote.</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 link in <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 provided links for the respective ESP i.e. <b>NSDL</b> where the e-Voting is in progress.</li> </ol>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL 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 abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	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
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 or 022-23058542-43

**B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID  For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID  For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company  For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c) How to retrieve your 'initial password'?
    - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
    - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
- a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?"** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.

9. After you click on the “Login” button, Home page of e-Voting will open.

## **Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**

### **How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join General Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to bhaskar.kadiyala@gmail.com with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide 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@proyuga.tech.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to company@proyuga.tech. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.

**THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-**

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be 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 in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

1. Members will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under "**Join General meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. 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.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at company@proyuga.tech. The same will be replied by the company suitably.
6. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker may send their request mentioning their name, demat account number/folio number, email id, mobile number at company@proyuga.tech.
7. Those Shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

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

**REGARDING ITEM NO.3:**

The Members are informed that the Company had issued and allotted 29,60,000 (Twenty Nine Lakhs Sixty Thousand Only) "0.02% Non-Cumulative Redeemable Preference Shares (NCRPS)" of Rs. 10/- each on 18th November 2019 with a tenure of 2 years, and which are due to be redeemed on 17th November, 2021.

Now, the Board proposes for variation of the terms of the NCRPS as mentioned below:

**Varied Terms and Conditions:**

1) The Tenure of NCRPS (Non Cumulative Redeemable Preference Shares) be increased from two years to Seven years from the date of allotment as mentioned in the below table:

Number of NCRPS	Date of allotment	EGM date on which the Members approved the issue	Original Due date for redemption	Extended date of redemption
29,60,000	18.11.2019	09.11.2019	17.11.2021	any time before 17.11.2026

2) The NCRPS will be redeemed at any time before the extended due date i.e 17.11.2026 at the discretion of the board at Rs 21/-.

Pursuant to Section 48 of the Companies Act 2013 and other applicable provisions, if any, since the share capital of company is divided into different classes of shares, the rights attached to the shares of any class may be varied with the consent in writing of not less than three -fourths of the issued shares of that class or with the sanction of a special resolution passed at a separate meeting of the holders of the issued shares of that class. The consent in writing of not less than three fourths of the NCRPS holders are already obtained for the said variation.

The Board decided to obtain the consent of the Equity Shareholders also for the said variation.

A copy of the Memorandum and Articles of Association and all other statutory registers & records of the Company are open for inspection by Members of the Company at its registered office on any working day during the business hours.



Directors of the Company deemed to be interested in the proposed Resolutions to the extent of Proposed shares to be allotted to them if any.

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By Order of the Board  
For M/s. **ProYuga Advanced Technologies Limited**

Sd/-

(Trivikrama Reddy Kothinti)  
Managing Director & CEO  
DIN: 07795482

**Registered office:**

1609, Lodha Supremus  
Powai, Saki Vihar Road  
Oppo MTNL Office  
Powai, Mumbai,  
Maharashtra-400072

Place: Kurnool

Date: 22nd October 2021



## DIRECTORS' REPORT

To,  
The Members,  
M/s. ProYuga Advanced Technologies Limited,  
Mumbai

Your Directors have pleasure in presenting the **Fourth Annual Report** and the Audited Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2021.

### 1. FINANCIAL SUMMARY AND PERFORMANCE OF THE COMPANY:

The Company's financial performances for the year under review along with previous year's figures are given hereunder.

Particulars	Standalone		Consolidated	
	Year ended 31.03.2021	Year ended 31.03.2020	Year ended 31.03.2021	Year ended 31.03.2020
Revenue from operations	10,76,02,891	3,14,19,626	107,602,891	32,900,930
Add: Other Income	1,45,95,792	95,86,983	19,922,333	14,098,320
Total revenue	12,21,98,683	4,10,06,609	127,525,224	46,999,250
Expenditure (excl. Depreciation)	8,14,99,096	13,78,72,909	99,594,276	181,859,161
Profits/(Loss) before Depreciation	4,06,99,587	(9,68,66,300)	27,930,948	(134,859,911)
Less: Depreciation	3,87,84,311	3,92,57,751	39,328,329	40,296,017
Profits before extraordinary items and tax	19,15,276	(13,61,24,051)	(11,397,381)	(175,155,928)
Less: Prior Period Expenses	5,94,770	-	594,770	NIL
Profit/(Loss) before Taxes	13,20,506	(13,61,24,051)	(11,992,151)	(175,155,928)
Less: Tax expense	(9,68,439)	17,72,217	23,968	1,770,295
Net Profit/(Loss) of the Year	22,88,945	(13,78,96,268)	(12,016,119)	(176,926,223)

#### Registered address :

1609, Lodha Supremus, Saki Vihar Road,  
Opp MTNL Office, Powai, Mumbai - 400072.

+91 8008 76 76 76

company@proyuga.tech

## **2. REVIEW OF OPERATIONS:**

### **Standalone:**

During the year under review, the Company has earned a total revenue of Rs. 12,21,98,683/- as against the previous year's total revenue of Rs. 4,10,06,609/-. The expenditure incurred during the year (excluding depreciation) was Rs. 8,14,99,096/- as compared to the previous year's amount of Rs. 13,78,72,909/-.

### **Performance of Subsidiary companies:**

Mayuukha Pte Ltd, was incorporated on 5<sup>th</sup> February, 2018 at Singapore. During the year under review revenue for the year was Rs. Nil

During the year under consideration M/s Mayuukha Pte Limited was mainly involved in taking the product into different markets across the Globe with the help of the Parent Company.

As a part of the Global Expansion M/s Mayuukha Pte Ltd had incorporated the Wholly Owned Subsidiaries in Australia with the name of M/s/. Mayuukha Pty Limited on 7<sup>th</sup> May, 2018 and in the United Kingdom with the name of M/s. Mayuukha UK Pvt Limited on 22<sup>nd</sup> June, 2018. These two Companies are responsible for taking the Product into the Australia and UK market respectively and both the Companies have taken the significant steps in this regard with the help of this Company with respect to building the communities in the said region and taking the product into market. The good results of the said operations will be reflected in the next Coming Financial year. The M/s. Mayuukha UK Pvt Limited had incorporated the Associate Company in Dubai on 11<sup>th</sup> October 2018 with the name of M/s. IBC Virtual Reality Video Games LLC. There is a slow down in the operations of the global subsidiary company as a result of the ongoing pandemic.

## **3. DIVIDEND:**

The Board has not recommended any dividend on the Equity Shares of the Company for the Financial Year 2020-21 in view of the financial position of the Company.

## **4. ABOUT THE COMPANY:**

ProYuga develops transformative products in Augmented Reality, Virtual Reality and Mixed Reality. ProYuga has launched its first product iB Cricket in the presence of Shri Ram Nath Kovind, Hon'ble President of India in 2018.

Cricket is the second most popular sport across the world. With more than 2.5 billion fans across the globe, the sport now comes into virtual reality as a vSport. This new format of cricket is the world's most immersive virtual reality cricket bringing an ultimate cricket experience closer to all the cricket lovers.

Built on cutting edge technology, iB Cricket presents a unique way of playing cricket in world-class stadiums with advanced motion control technology, high quality graphics and breathtaking visuals. Anyone can play iB Cricket irrespective of age, gender, nationality or cricketing experience.

In the year 2019, iB Cricket and Viu have introduced iB Cricket Super Over League — the world’s first virtual reality cricket league with 12 international cricket stars like Virender Sehwag, Brendon McCullum, Suresh Raina, Andre Russell etc. competing in iB Cricket. With the uniqueness of the tournament, the viewership has crossed 34 million views by now.

Continuing the success, the brand “iB Cricket” has penetrated into global markets and introduced this new format of cricket to people from different nationalities across the globe through the world-wide release of iB Cricket game on Oculus & Steam. Ever since the release of iB Cricket game on Steam & Oculus, there have been different tournaments happening across the globe.

ProYuga has launched the much awaited, “iB Cricket Home Edition Kit” this year. Gamers who played iB Cricket were so enthralled by the close-to-reality experience of the game that they are consistently spending time playing iB Cricket every day. Following the phenomenal response, queries from the gamers about software updates, continuous suggestions and feature requests about the Improvements in the game, we have created a community of iB Cricket Gamers on Discord.

## 5. VISION OF THE COMPANY

The Vision of your Company is “**To make India a global leader in advanced technologies**”.

**Activities that are planned to achieve the Vision:**

- a. To realize it’s vision, the company is developing transformative products in Virtual, Augmented and Mixed Reality.
- b. The company gives assistance to game developers in developing AR/VR/MR content in their games.
- c. It also extends support to organizations across domains to use this technology to enhance their products or services, for capacity building, to improve the productivity of their employees, to give immersive demos, for visualizing data, rapid prototyping and testing, and much more.

## 6. KEY ACHIEVEMENTS AND RECOGNITIONS

**Huge improvements in Game features and Development process:**

- a. **Quick Start:** Users get to play with 10 wickets in 20, 50, unlimited overs against the country jersey of their choice and in the stadium & the weather conditions they love.
- b. **Challenges:** Users get to play a variety of challenges such as Streak Challenge, Wagon Wheel Challenge, Survival Challenge and Team Chasing Challenge.
- c. **Tournaments:** Starting with the Leaderboard round and followed by knockout rounds leading to finals. There are 6 rounds in each of the iBC 250, iBC 500 & iBC 1000 Tournaments.
- d. **Coaching:** Introduced the coaching module, where users can master a variety of shots and improve their game.

- e. **iB Cricket Profile:** A desktop web application where users get to see their overall batting profile, matches history, tournaments, leaderboards and more.
- f. **PvP with voice chat:** With this Feature, users select the fieldset, pick special balls, and set the line & length and bowl to their friends. Both the players in PvP get to talk to each other and have fun.
- g. Updated Bat Ball Physics Algorithm
- h. **New Pitch Types** - Green, Bouncy and Dry: Pace of the pitch, bounce, swing, cutter and spin vary based on the pitch type.
- i. **International Leagues:** Users can compete against those who are of the same level from across the world & will be rewarded upon winning the match.

### **Worldwide Release on Steam and Oculus:**

With worldwide lockdowns in 2020 due to COVID-19 pandemic, the number of VR gamers increased to 152% from March 2020 to April 2020 on Steam -- one of the largest gaming platforms in the world. iB Cricket has leveraged this huge opportunity with the release of iB Cricket game on Oculus and Steam. Cricket lovers, gamers and tech enthusiasts around the world played the game and loved the experience of playing cricket in world class stadiums.

Here's what some of the gamers say about the game

*"iB Cricket is like Just how you imagine cricket in VR! It gives you a very immersive feeling like you are in the middle of a Stadium"*

*"It's definitely one of the most impressive VR sport simulations I've seen on the market."*

*"Love Cricket? Buy this immediately! This game is simply terrific."*

*"If you like cricket, just buy it!! \$30 is actually cheap for how good this game is"*

Some of the gamers even went on to play for more than 200 hours. This eventually led to the building of a strong community of iB Cricket gamers on Discord. Several gamers are actively taking up the responsibility of guiding others voluntarily by resolving their queries, addressing their challenges (if any), and providing feedback/suggestions to the developers.

To further engage the iB Cricket Gaming Community, Season Tournaments were conducted. 3 season tournaments have taken place, with each season tournament for a duration of 1 month. iB Cricket gamers from all across the world have participated in the season tournaments and enjoyed the thrill of competitive vSports.

iB Cricket has been receiving applause from prominent VR Media houses like Road to VR, VR Focus & VR Fitness Insider. iB Cricket is in the top 10 of the highest rated VR Games on Oculus App Lab.

IPL is considered as one of the best T20 cricket leagues across the world. iB Cricket has made its foray by partnering with Chennai Super Kings, Kolkata Knight Riders, Royal Challengers

Bangalore, Sunrisers Hyderabad and Kings XI Punjab as the official VR Gaming Partner during the recently concluded IPL 2020 season that has happened in UAE. Prominent players like Kane Williamson, Yuzvendra Chahal, Bhuvneshwar Kumar and several others had a great time playing iB Cricket in the bio-bubble.

To engage the cricket lovers and introduce them to a new format of cricket, iB Cricket has made long lasting partnerships with various stakeholders across the metropolitan cities Mumbai, Bangalore, Chennai, Hyderabad and Delhi NCR. Star Hotels like Sheraton, Novotel, Marriott and premium Spaces in Malls/Cafe across India have come forward to work with us. World-class International airports like Mumbai, Hyderabad have also shown immense interest to work with iB Cricket, considering the memorable experience the game delivers to the users.

Brands ranging from Automobiles to FMCG to Fantasy cricket apps are interested to partner with iB Cricket to elevate their brands through new age Experiential Marketing. These brands Include: Xiaomi, DIAGEO, Delta Corp Limited and Majestic Pride.

Cricket and Cinema have a special place in the hearts of Indians. Considering the euphoria iB Cricket brings on to the table, Most-awaited movies like Ranveer Singh Starrer "83 Movie" & Shahid Kapoor Starrer "Jersey" has partnered with iB Cricket. iB Cricket is in talks with Harbhajan Singh starrer "Friendship Movie"

The most awaited iB Cricket Home Edition kit is released in India and is available for purchase to customers from all over the country

#### **Expansion of Operations - B2B Services:**

The outbreak of COVID and subsequent restrictions imposed on the entertainment business gave your company a liberty to extend its Tech services to 3rd party companies.

Your company extended its tech services to a high growth EduTech startup NxtWave. Assistance provided by your company catalysed the growth of NxtWave.

#### **Future Plans and Prospects:**

- a. With the advancement in hardware, it is highly feasible for iB Cricket to soon conduct sponsored tournaments in Standalone VR headset. Operationally, it is very much possible to execute "Rental Models - A New Business Model" in all the tier 1 cities, followed by tier 2 cities. This would help the people who are completely new to VR/Gaming know about iB Cricket. In a way, this would increase the revenues of the company and also create a strong brand value.
- b. Due to the ongoing pandemic, a lot of schools and colleges have suspended the classes indefinitely (or) conducting the classes online. Considering the Immense potential in the edtech space, ProYuga is planning to collaborate with an edtech company for different education related projects. With an additional focus on this sector, it could fetch strong revenues for the company.
- c. Considering the Increase in customers for VR Gaming across the world (due to world-wide lockdowns), availability of low cost of Standalone VR headset, Virtual Reality can disrupt many other sectors across the world.

**7. CONSTITUTION OF THE BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:**

**a. BOARD OF DIRECTORS:**

As on 31<sup>st</sup> March, 2021, the Board comprises of the following Directors:

<b>S. No</b>	<b>DIN</b>	<b>Name of the Director</b>	<b>Designation</b>
1.	07795482	Trivikrama Reddy Kothinti	Managing Director & CEO
2.	07126477	Vasantha Sai Sama	Wholetime Director
3.	07795458	Sriram G Teja	Wholetime Director
4.	07985809	Spandana Rachamadugu	Wholetime Director
5.	07987202	Reshika Reddy Gattupally	Wholetime Director
6	06382576	Hari Haran Gorijavola	Non-Executive Director
7	06717315	Jaya Kiran Reddy Ambavarapu	Independent Director
8	08591597	Venugopala Rao Kancherla	Independent Director

During the year under review, no change took place in the constitution of the Board of Directors of the Company

**b. INDEPENDENT DIRECTORS:**

Independent Directors of the Company as on 31.03.2021 are:

<b>S. No</b>	<b>DIN</b>	<b>Name of the Director</b>	<b>Designation</b>
1	06717315	Jaya Kiran Reddy Ambavarapu	Independent Director
2	08591597	Venugopala Rao Kancherla	Independent Director

The statutory role of the Independent Directors Committee is to review the performance of the non-Independent Directors, including the Chairman of the Company, and the Board, and also to assess the quality, quantity and timeliness of flow of information between the Company management and the Board.

During the financial year ended 31st March, 2021 one meeting of the Independent Directors Committee was held on 31st March 2021.

**c. RETIREMENT BY ROTATION:**

Reshika Reddy Gattupally (DIN: 07987202), Whole Time Director of the Company, retires by rotation at the ensuing Annual General Meeting and being eligible, offers herself for re-appointment.

**d. KEY MANAGERIAL PERSONNEL:**

The provisions relating to appointment of Key Managerial Personnel under Section 203 of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are applicable to the Company.

**Managing Director & Chief Executive Officer:**

Mr. Trivikrama Reddy Kothinti, has been continuing as the Managing Director & CEO of the Company.

**Chief Financial Officer:**

Ms Navya Surapaneni, has been continuing as the Chief Financial Officer of the Company.

**Wholetime Director:**

Mr Vasantha Sai Sama, Mr Sriram G Teja, Ms Spandana Rachamadugu and Ms Reshika Reddy Gattupally have been continuing as Wholetime Directors of the Company.

**Whole-Time Company Secretary:**

The Board of Directors has appointed Mr. Prince Pandey as the Company Secretary w.e.f 08.05.2020 & the requisite forms have been filed with the Registrar of Companies, Mumbai.

**8. PARTICULARS OF MEETINGS OF THE BOARD AND ITS COMMITTEES CONDUCTED DURING THE YEAR UNDER REVIEW:**

- a. The Company has complied with the procedures relating to the Board Meetings.
- b. The meetings are usually held at the Offices of the Company or at any other place within India.
- c. The draft Minutes are circulated to the Members of the Board for their comments and are duly recorded in the concerned books.

**MEETINGS OF THE BOARD OF DIRECTORS:**

- a. During Financial Year 2020-21, 8 (Eight Only) Board Meetings were held.
- b. The Dates of the Board Meetings are:

No.	Date of Meeting of Board of Directors	Board Strength	No. of Directors present
1.	03.06.2020	8	5
2.	18.07.2020	8	5
3.	30.09.2020	8	4
4.	20.10.2020	8	6
5.	23.10.2020	8	6
6.	05.12.2020	8	6
7.	07.12.2020	8	6
8.	05.03.2021	8	4

- c. The details of Directors, their attendance at Board Meetings and the General Meetings of the Company are given below:



S. No.	Name of the Director	Category	Original Date of Appointment	Number of Board Meetings entitled to attend	Number of Board Meetings attended	Whether present at the AGM held on 31.12.2020	Whether present at the Adjourned EGM held on 06.11.2020
1.	Vasantha Sai Sama	Wholetime Director	16/06/2017	8	7	Yes	Yes
2.	Sriram G Teja	Wholetime Director	16/06/2017	8	8	Yes	Yes
3.	Trivikrama Reddy Kothinti	Managing Director & CEO	16/06/2017	8	6	Yes	Yes
4.	Spandana Rachamadugu	Wholetime Director	14/11/2017	8	1	No	No
5.	Reshika Reddy Gattupally	Wholetime Director	14/11/2017	8	4	Yes	Yes
6.	Hari Haran Gorijavola	Non-Executive Director	25/11/2018	8	7	No	No
7.	Jaya Kiran Reddy Ambavarapu	Director (Independent)	25/11/2018	8	8	Yes	No
8.	Venugopala Rao Kancherla	Director (Independent)	29/11/2019	8	1	Yes	No

#### COMMITTEES OF THE BOARD AND THEIR MEETINGS:

Currently, there are four Committees constituted by the Board. They are (a) the Audit Committee, (b) the Nomination & Remuneration Committee, (c) the Independent Directors Committee and d) Stakeholders Relationship Committee.

##### a) MEETINGS OF AUDIT COMMITTEE:

The Audit Committee presently comprises two Non-Executive Independent Directors and one Executive Director. The Chairman of the Committee is an Independent Director.

During the financial year ended 31st March, 2021, Two meetings of the Audit Committee were held on 07th December 2020 and 31st March 2021 and the particulars of attendance of the said meetings are as follows:

S. No.	Name of the Director	Category	Designation	Number of Committee Meetings	Number of Committee Meetings
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				<b>entitled to attend</b>	<b>attended</b>
1.	Mr. Jaya Kiran Reddy Ambavarapu	Independent Director	Chairman	2	2
2.	Mr. Kancherla Venugopala Rao	Independent Director	Member	2	2
3.	Ms. Reshika Reddy Gattupally	Whole time Director (Finance)	Member	2	2

**b) MEETINGS OF NOMINATION AND REMUNERATION COMMITTEE:**

The Nomination and Remuneration Committee presently comprises three Non-Executive Directors out of which two are Independent Directors. The Chairman of the Committee is an Independent Director.

During the financial year ended 31st March, 2021, one meeting of the Nomination and Remuneration Committee was held on 31st March 2021 and the particulars of attendance of the said meetings are as follows:

<b>S. No.</b>	<b>Name of the Director</b>	<b>Category</b>	<b>Designation</b>	<b>Number of Committee Meetings entitled to attend</b>	<b>Number of committee Meetings attended</b>
1.	Mr. Jaya Kiran Reddy Ambavarapu	Independent Director	Chairman	1	1
2.	Mr. Kancherla Venugopala Rao	Independent Director	Member	1	1
3.	Mr. Hari Haran Gorijavola	Non-Executive Director	Member	1	0

**c) MEETINGS OF INDEPENDENT DIRECTORS COMMITTEE:**

During the financial year ended 31st March, 2021, one meeting of the Independent Directors Committee was held on 31st March, 2021.

<b>S. No.</b>	<b>Name of the Director</b>	<b>Designation</b>	<b>Number of Committee Meetings entitled to attend</b>	<b>Number of Committee Meetings attended</b>
1.	Mr. Jaya Kiran Reddy Ambavarapu	Chairman	1	1
2.	Mr. Kancherla Venugopala Rao	Member	1	1

**d) MEETINGS OF STAKEHOLDERS RELATIONSHIP COMMITTEE:**

During the financial year ended 31st March, 2021, one meeting of the Nomination and Remuneration Committee was held on 31st March 2021 and the particulars of attendance of the said meeting is as follows:

S. No.	Name of the Director	Category	Designation	Number of Committee Meetings entitled to attend	Number of Committee Meetings attended
1.	Mr. Jaya Kiran Reddy Ambavarapu	Independent Director	Chairman	1	1
2.	Mr. Kancherla Venugopala Rao	Independent Director	Member	1	1
3.	Ms. Reshika Reddy Gattupally	Whole time Director (Finance)	Member	1	1

#### 9. ANNUAL RETURN:

As required under Clause (a) to Sub-section (3) of Section 134 of the Companies Act, 2013, Annual Return in Form MGT-7 as provided under Sub-Section (3) of Section 92 of the Companies Act, 2013 is placed in the website of the Company i.e <https://proyuga.tech/investor-relations>.

#### 10. DIRECTORS RESPONSIBILITY STATEMENT:

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 the Board hereby submits its Responsibility Statement:—

- a. In the preparation of the Annual Accounts, the applicable Accounting Standards had been followed along with proper explanation relating to material departures;
- b. The Directors had selected such Accounting Policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the Financial Year and of the profit and loss of the Company for that period;
- c. The Directors had 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. The Directors had prepared the Annual Accounts on a Going Concern basis; and
- e. The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

#### 11. EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS IN THEIR REPORTS UNDER

**SUB-SECTION 3(f)(i) OF SECTION 134 OF THE COMPANIES ACT'2013:**

The Auditors' Report is Self Explanatory and does not require any comments from the Board of Directors.

**12. COMPANY'S POLICY RELATING TO DIRECTORS APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES:**

The Provisions of Section 178(1) relating to Constitution of Nomination and Remuneration Committee are applicable to the Company and hence the Company has devised a policy relating to appointment of Directors, Payment of Managerial Remuneration, Directors Qualifications, positive attributes, independency of Directors and other related matters as provided under Section 178 (3) of the Companies Act, 2013.

**13. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013:**

Disclosure on details of loans, guarantees and investments during the year under review pursuant to the provisions of Section 186 of the Act are provided in the financial statements.

**14. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES REFERRED TO IN SUB-SECTION (1) OF SECTION 188 IN THE PRESCRIBED FORM:**

There were no related party transactions entered into by the company during the financial year, which attracted the provisions of Section 188(1) of the Companies Act, 2013. All the transactions with the related parties are in the ordinary course of business and on arm's length basis and the same have been disclosed in the financial statements.

**15. STATE OF COMPANY'S AFFAIRS UNDER SUB-SECTION 3(i) OF SECTION 134 OF THE COMPANIES ACT' 2013:**

**a. BRIEF DESCRIPTION OF THE COMPANY WORKING DURING THE YEAR AND PRESENT STATE OF COMPANY'S AFFAIRS:**

During the year under review the Company was engaged in the business of develop, trade, own, run, manage, carry on research and development of products in advanced technologies and such other objects as mentioned in the Memorandum of Association of the Company. The Board is optimistic about the Company earning profits in the next coming years.

**b. CHANGE IN THE NATURE OF BUSINESS, IF ANY:**

There are no changes in the nature of business of the Company during the Financial Year 2020-21.

**16. THE AMOUNTS, IF ANY, WHICH IT PROPOSES TO, CARRY TO ANY RESERVES UNDER SUB-SECTION 3(j) OF SECTION 134 OF COMPANIES ACT, 2013:**

No specific reserve is considered necessary except the proposed transfer of the profit to the General Reserve as mentioned in the Financial Statements.

**17. MAINTENANCE OF COST RECORDS:**

The Company is not required to maintain cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.

**18. TRANSFER OF UNCLAIMED DIVIDEND / AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND:**

Your Company did not have any funds lying unpaid or unclaimed for a period of seven years. Therefore, there were no funds which were required to be transferred to Investor Education and Protection Fund (IEPF).

**19. DEPOSITS:**

The Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

**20. INSURANCE:**

All the assets of the Company wherever necessary and to the extent required have been adequately insured.

**21. MATERIAL CHANGES AND COMMITMENTS IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT:**

No material changes and commitments affecting the financial position of the Company occurred between the end of the Financial Year to which this Financial Statements relate on the date of this Report.

**22. SUBSIDIARIES, JOIN VENTURES AND ASSOCIATE COMPANIES:**

The Company does not have any Joint Venture or Associate Companies but have 2 Subsidiary Companies namely M/s. Mayuukha Pte Ltd, Singapore and M/s. XR Technologies Limited, Gurgaon, Haryana, India. The particulars of the subsidiary have been given in the Form AOC-1 marked as Annexure -I.

**23. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO, IN SUCH MANNER AS MAY BE PRESCRIBED UNDER SUB-SECTION 3(m) OF SECTION 134 OF COMPANIES ACT, 2013:**

The particulars as prescribed under Section 134 (3)(m) of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 regarding Conservation of Energy, Technology Absorption are provided as under:

**a. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION:**

**Conservation of energy:**

The Board has been constantly endeavoring towards conservation of power and other rare resources.

**Technology Absorption:**

The Company has access and implemented regarding conservation of energy and technology absorption wherever applicable. The Board has been constantly endeavoring for implementation of advanced technologies.

**b. FOREIGN EXCHANGE EARNINGS /OUTGO:**

In accordance with the provisions of 134 (3)(m) of the Companies Act, 2013 read with Companies' (Accounts) Rules, 2014, the information relating to Foreign Exchange Earnings and Outgo is provided as under:

<b>Particulars</b>	<b>F.Y 2020-21 Rs.(In Lakhs)</b>	<b>F.Y 2019-20 Rs. (In Lakhs)</b>
Foreign Exchange Earnings in (Rs.)	11.58	51.56
Foreign Exchange Outgo	13.82	101.20

**24. DISCLOSURES:**

a. The Company has noted the related disclosures relating to the affairs of the company from time to time and also maintained the related Registers.

b. The Company has complied with all applicable Accounting Standards in preparation of its financial statements.

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

There are no significant and material Orders passed by the Regulators or Courts or Tribunals impacting the Going Concern status and Company's operations in future.

**26. EMPLOYEE RELATIONS:**

Employee relations are cordial at all levels. The company has been in touch relating to recruitment of required personnel from time to time.

## **27. AUDITORS:**

### **a. STATUTORY AUDITORS:**

At the Second Annual General Meeting held on 31.12.2019, **M/S NRG & CO, CHARTERED ACCOUNTANTS, HYDERABAD (FRN: 013417S)** were appointed as Statutory Auditors of the Company to hold office for 5 years till the conclusion of the Annual General Meeting to be held in the calendar year 2024.

As, ratification of appointment of Auditors at every Annual General Meeting is done away with vide notification dated May 7, 2018 issued by MCA. Accordingly, no resolution shall be proposed for ratification of appointment of Auditors.

In this regard, the Company has received a Certificate from the Auditors to the effect that if they are reappointed, it would be in accordance with the provisions of Section 141 of the Companies Act, 2013.

**M/S NRG & CO, CHARTERED ACCOUNTANTS, HYDERABAD (FRN: 013417S)** are continuing as the Statutory Auditors for the financial year 2021-22.

### **b. INTERNAL AUDITORS:**

The provisions of section 138 of Companies Act, 2013 read with Rule 13 of Company (Accounts) Rules, 2014 are applicable to the Company. Accordingly, the Company has appointed M/s. Nanduri & Associates, Chartered Accountants, Visakhapatnam, as Internal Auditors of the company for the Financial Year 2020-21.

As the Board is satisfied with the performance of these Auditors, the Board appointed them as Internal Auditors for the Financial Year 2021-22 also at their meeting held on 06.09.2021. These Auditors, report directly to the Chief Financial Officer of the Company.

### **c. SECRETARIAL AUDITORS:**

M/s. ASN Associates, Practicing Company Secretaries, Visakhapatnam has been appointed to conduct the Secretarial Audit of the Company for the Financial Year 2020-21, as required under Section 204 of the Companies Act, 2013 and Rules thereunder. The Secretarial Audit Report for the Financial Year 2020-21 forms part of the Annual Report to the Board's report.

## **28. SHARE CAPITAL:**

### **a. AUTHORISED SHARE CAPITAL:**

The Authorized Share Capital of the Company is ₹ 175,00,00,000/- (Rupees One Hundred and Seventy Five Crores Only) as on 31.03.2021.

### **b. ISSUED AND PAID UP CAPITAL:**

The Issued and Paid-up Share Capital of the Company is ₹ 100,83,55,027/- (Rupees One Hundred Crores Eighty Three Lakhs Fifty Five Thousand Twenty Seven Only) as on 31.03.2021.

**c. ISSUE OF SHARES:**

During the year under review, the Company has not issued any shares.

**d. BUY BACK OF SECURITIES:**

The Company has not bought back any of its Securities during the year under review.

**e. SWEAT EQUITY:**

The Company has not issued any Sweat Equity Shares during the year under review.

**f. BONUS SHARES:**

No Bonus Shares were issued during the year under review.

**g. EMPLOYEES STOCK OPTION PLAN:**

The Company has not provided any Stock Option Scheme to the Employees.

**h. ISSUE OF EQUITY SHARES WITH DIFFERENTIAL RIGHTS:**

The Company has not issued any Equity Shares with differential Rights during the year.

**i. PROVISION OF MONEY BY COMPANY FOR PURCHASE OF ITS OWN SHARES BY EMPLOYEES OR BY TRUSTEES FOR THE BENEFIT OF EMPLOYEES:**

The Company has not provided any money for purchase of own Shares, by Employees or by Trustees for the benefits of Employees.

**29. PARTICULARS OF EMPLOYEES:**

The disclosure required under Section 197 of the Act read with the Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed as Annexure-II and form an integral part of this report. A statement comprising the names of top 10 employees in terms of remuneration drawn and every person is employed throughout the year, who were in receipt of remuneration in terms of Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed as Annexure-II .

The above annexure is not being sent along with this annual report to the members of the Company in line with the provisions of Section 136 of the Act. Members who are interested in obtaining these particulars may write to the Company Secretary /CFO at the Registered Office of the Company, up to the date of the ensuing Annual General meeting during the business hours on working days.

None of the employees listed in the said Annexure is a relative of any Director of the Company. None of the employees hold (by himself or along with his spouse and dependent children) more than two percent of the Equity Shares of the Company.



**30. DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS:**

The Company has maintained adequate accounting records in accordance with the provisions of the Act, has appropriate accounting policies, maintained 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 financial statements of the Company

**31. INDICATING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY FOR THE COMPANY AS REQUIRED UNDER CLAUSE (n) TO SUB-SECTION (3) OF SECTION 134:**

The Company does not have any Risk Management Policy as the elements of risk threatening the Company's existence are very minimal. However, all the risks are discussed in the Board meeting whenever required and care being taken accordingly.

**32. DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:**

The Company has always believed in providing a safe and harassment free workplace for every individual working in premises and always endeavors to create and provide an environment that is free from discrimination and harassment including sexual harassment.

During the year ended 31 March, 2021, the Company has not received any complaint pertaining to sexual harassment.

**33. DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES TAKEN DURING THE YEAR UNDER CLAUSE (o) TO SUB-SECTION (3) OF SECTION 135 OF COMPANIES ACT, 2013:**

The Company is not falling under the category to spend the amount under the Corporate Social Responsibility (CSR) under the Companies Act, 2013.

**34. VIGIL MECHANISM POLICY:**

Pursuant to the provisions of Sub-section (9) & (10) of Section 177 of the Companies Act, 2013, a Vigil Mechanism Policy for Directors and Employees to report genuine concerns has been established. During the current year the Company haven't received any complaint regarding the victimization of Employees and Directors.

**35. SECRETARIAL AUDIT REPORT:**

Your Board appointed M/s. ASN Associates, Practicing Company Secretaries, Visakhapatnam, to conduct secretarial audit of the Company for the financial year ended 31<sup>st</sup> March, 2021. The Report of M/s. ASN Associates is provided in the Annexure-III forming part of this Report, pursuant to Section 204 of the Act.

**36. CORPORATE AFFAIRS:**

The Company has been continuing the best practices of Corporate Governance for ensuring Protection of the rights and interests of its Stakeholders, Customers and Persons dealing with the Company with cautious approach towards in operations, rendering services efficiently and effectively to the Customers and complying with the various Statutory provisions and submitting the required information to the concerned authorities relating to the business affairs of the Company from time to time.

**37. MANAGEMENT DISCUSSIONS AND ANALYSIS:**

The Board has been continuing its efforts and taken the required steps in the area of Industry structure and Development, Growth Strategy, Financial Performance with respect to Operational Performance, Leadership Development, and Talent Retention, Learning and Development.

**38. ENVIRONMENTAL POLICY:**

Your Company has been continuing all its activities with requisite measures to protect the environment.

**39. FORMAL ANNUAL EVALUATION:**

The Company with the approval of its Nomination and Remuneration Committee, has put in place an evaluation framework for evaluation of the Board, Directors and Chairman. The Board also carries out an evaluation of the workings of its Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee. The evaluation of the above Committees is based on the assessment of the compliance with the terms of reference of the respective Committees. The evaluation of the Directors was based on their participation, contributions and guidance provided by them.

**40. ANNUAL GENERAL MEETING:**

The fourth Annual General Meeting of the Company is scheduled to be held on Monday, 15th day of November, 2021. The details of the Agenda and Resolutions to be passed were set out in the Notice given to Members.

**41. STATUTORY COMPLIANCE:**

The Management of the Company is taking utmost care in compliance with the applicable provisions of the Companies Act, 2013.

**42. ACKNOWLEDGEMENTS:**

Your Directors express their gratitude to all the shareholders of the Company for the confidence reposed in the management. They wish to place on record their appreciation of the whole-hearted assistance and Co-operation received by the Company from shareholders, customers, bankers, Financial Institutions, Government & Other Agencies, Local Bodies, other Corporate Bodies and the

Public and look forward to their continued support. Your Directors also wish to place on record their appreciation for the excellent teamwork, dedication & sincere services rendered by all employees at all levels. Thanks to our professionals, advisors, well –wishers and persons dealing with the company.

By Order of the Board  
For ProYuga Advanced Technologies Limited

Sd/-  
(Trivikrama Reddy Kothinti)  
DIN: 07795482  
Managing Director & CEO

Place: Kurnool  
Date: 22nd October 2021

Sd/-  
(Vasantha Sai Sama)  
DIN: 07126477  
Wholetime Director

**Annexure-II**

**Form AOC-1**

(Pursuant to first proviso to Sub-section (3) of Section 129 read with Rule 5 of Companies (Accounts) Rules, 2014)

**Statement containing salient features of the Financial Statement of Subsidiaries/Associate Companies/Joint Ventures**

**Part "A": Subsidiaries**

(Information in respect of each Subsidiary to be presented with amounts in ₹.)

<b>S No</b>	<b>Particulars</b>	
1.	Name of the Subsidiary	Mayuukha Pte Ltd
2.	Reporting period for the Subsidiary concerned, if different from the Holding Company's reporting period	NA
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of Foreign Subsidiaries.	USD
4.	Share Capital	33632811
5.	Reserves & Surplus	-134414590
6.	Total assets	198071057
7.	Total Liabilities	198071057
8.	Investments (in Subsidiary Company)	29401954
9.	Turnover	-
10.	Profit/(Loss) before taxation	-19155825
11.	Provision for taxation ((Deferred Tax Liability)/(Asset))	994329
12.	Profit/(Loss) after taxation	-20150154
13.	Proposed Dividend	-
14.	% of Shareholding	87.42%

\*The standalone Financials are prepared in USD. However, for the purpose of the presentations the value of assets and liabilities are converted into INR at rate of Rs 73.5047

which is prevailing as on 31st March, 2021 and Turnover and Profit/(Loss) for the year is converted at an average rate for the year FY 19-20 amounting to Rs 74.66615

S No	Particulars	
15.	Name of the Subsidiary	XR Technologies Limited
16.	Reporting period for the Subsidiary concerned, if different from the Holding Company's reporting period	NA
17.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of Foreign Subsidiaries.	INR
18.	Share Capital	25,00,000
19.	Reserves & Surplus	(2,216,175)
20.	Total assets	1,844,624
21.	Total Liabilities	1,844,624
22.	Investments (in Subsidiary Company)	25,00,000
23.	Turnover	-
24.	Profit/(Loss) before taxation	(1,174,467)
25.	Provision for taxation (Deferred Tax Liability)/(Asset)	(1922)
26.	Profit/(Loss) after taxation	(1,172,545)
27.	Proposed Dividend	-
28.	% of Shareholding	99.76%

**Notes:** The following information shall be furnished at the end of the statement:

1. Names of Subsidiaries which are yet to commence operations-None.
2. Names of Subsidiaries which have been liquidated or sold during the year- None.

**Part "B": Associates and Joint Ventures**  
**Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to**  
**Associate Companies and Joint Ventures**

<b>Sl. No</b>	<b>Name of Associates/Joint Ventures</b>	--
<b>1.</b>	<b>Latest audited Balance Sheet Date</b>	
<b>2.</b>	<b>Shares of Associate/Joint Ventures held by the Company on the year end</b>	
	No.	--
	Amount of Investment in Associates/Joint Venture	--
	Extend of Holding %	--
<b>3.</b>	<b>Description of how there is significant influence</b>	--
<b>4.</b>	<b>Reason why the Associate/ Joint Venture is not consolidated</b>	--
<b>5.</b>	<b>Net worth attributable to Shareholding as per latest audited Balance Sheet</b>	--
<b>6.</b>	<b>Profit / Loss for the year</b>	
	i. Considered in Consolidation	--
	ii. Not Considered in Consolidation	--

1. Names of Associates or Joint Ventures which are yet to commence operations:  
None.
2. Names of Associates or Joint Ventures which have been liquidated or sold during the year- None.

By Order of the Board  
For ProYuga Advanced Technologies Limited

Sd/-  
(Trivikrama Reddy Kothinti)  
DIN: 07795482  
Managing Director & CEO

Sd/-  
(Vasantha Sai Sama)  
DIN: 07126477  
Wholetime Director

Place: Kurnool  
Date: 22nd October 2021

**Form No. MR-3**  
**SECRETARIAL AUDIT REPORT**

for the Financial Year ended 31st March, 2021

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

To,  
The Members,  
**ProYuga Advanced Technologies Limited**  
1609 Lodha Supremus Powai,  
Saki Vihar Road Oppo Mtnl Office, Powai,  
Mumbai - 400072, Maharashtra, India

We have conducted the Secretarial Audit regarding compliance of applicable Statutory Provisions and the adherence to Good Corporate Practices by **M/s. ProYuga Advanced Technologies Limited (CIN: U74999MH2017PLC296222)** (here-in-after called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the Corporate Conducts/Statutory Compliances and expressing our opinion thereon.

Based on our verification of books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its Officers, Agents and Authorized Representatives during the conduct of Secretarial Audit, we hereby report that in our opinion during the audit period covering the Financial Year ended on 31st March, 2021, the Company has complied with the Statutory provisions listed hereunder and also that the Company has adopted proper Board-processes and compliance-mechanism in place to the extent as mentioned, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by "**M/s. ProYuga Advanced Technologies Limited**" for the Financial Year ended on 31st March, 2021 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the Rules made thereunder;
- (ii) 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 to the extent applicable to the Company;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-Laws framed there under;



(iv) Other laws applicable to the Company as per the representations made by the Management.

We are of the opinion that the Management has complied with the following Laws wherever applicable to the Company:

- (a) The Companies Act, 2013 and the Rules made there under;
- (b) Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under;
- (c) Shops & Establishments Act (Bombay Shops & Establishments Act, 1948);
- (d) The Payment of Wages Act, 1936;
- (e) The Minimum Wages Act, 1948;
- (f) The Employees Provident Fund and Miscellaneous Provisions Act, 1952;
- (g) The Payment of Bonus Act, 1965;
- (h) The Payment of Gratuity Act, 1972;
- (i) The Employees' Compensation Act, 1923;
- (j) The Employees' State Insurance Act, 1948
- (k) Equal Remuneration Act, 1976;
- (l) Industrial Employment (Standing Orders) Act, 1946;
- (m) The Employment Exchanges (Compulsory Notification of Vacancies) Act, 1959;
- (n) The Information Technology Act, 2000 and the Rules made thereunder;
- (o) The Maternity Benefit Act, 1961
- (p) The Sexual Harassment of Women at Workplace (Prevention, Prohibition, and Redressal) Act, 2013

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

- During the year, the office of Company Secretary was vacant for one month. However, the Company has appointed a Whole-time Company Secretary w.e.f 08/05/2020.

**We further report that:**

1. The Board of Directors of the Company is constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and Women Directors. There is no change in the composition of the Board of Directors during the year under review.
2. Adequate notices were given to all Directors to schedule the Board Meetings, Agenda and detailed notes on Agenda were sent, and a system exists for seeking and obtaining further information and clarifications on the Agenda Items before the meeting and for meaningful participation at the meeting.
3. All the decisions of the Board and Committees thereof were carried through with requisite majority.





4. Adequate systems and processes are in place in the Company which is commensurate with its size and operations, to monitor and ensure compliance with applicable Laws, Rules, Regulations and Guidelines.

We have relied on the representation made by the Company and its Officers for systems and mechanisms formed by the Company for Compliances under other applicable Acts, Laws and Regulations to the Company.

**For ASN Associates**  
**Company Secretaries**



**(Surendra Kuchipudi)**  
**ACS No.34205**  
**C P No.:12732**

**UDIN: A034205C001238254**

**Place: Visakhapatnam**  
**Date: 22.10.2021**



\*This report is to be read with our letter of even date which is annexed as 'Annexure A' and forms an integral part of this report.


**ANNEXURE A**

To,  
The Members,  
**ProYuga Advanced Technologies Limited**  
1609 Lodha Supremus Powai,  
Saki Vihar Road Oppo Mtnl Office, Powai,  
Mumbai - 400072, Maharashtra, India

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

1. Maintenance of Secretarial Records is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these Secretarial Records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial Records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial Records. We believe that the processes and practices, we followed for this purpose provided a reasonable basis for our opinion.
3. The Compliance by the Company of applicable financial law like Direct and Indirect Tax Laws and maintaining of financial Records and Books of Accounts have not been reviewed in this Audit since the same have been subject to review by Statutory Financial Audit and other designated Professionals.
4. Wherever required, we have obtained the Management Representation about the compliance of Laws, Rules and Regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable Laws, Rules, Regulations, Standards is the responsibility of Management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the Management has conducted the affairs of the Company.

**For ASN Associates**  
**Company Secretaries**

  
(Surendra Kuchipudi)  
ACS No.34205  
C P No.:12732



**UDIN: A034205C001238254**  
**Place: Visakhapatnam**  
**Date: 22.10.2021**

## INDEPENDENT AUDITOR'S REPORT

To the Members of  
M/s. ProYuga Advanced Technologies Limited

Report on the Audit of the Standalone Financial Statements

### Opinion

We have audited the accompanying standalone financial statements of **M/s ProYuga Advanced Technologies Limited** (“the Company”), which comprise the balance sheet as at March 31, 2021, and the statement of Profit and Loss, and the statement of Cash Flows for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information.

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, as amended (“the Act”) in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, its Profit and its cash flows for the year ended on that date.

### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013 (“the Act”). 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 together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the 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 stand alone financial statements.

### Other matter

We draw your attention to note 2.12 to the standalone financial statements, the company has long term investment in subsidiaries and valued at cost. However, the subsidiaries incurred losses, due to which there were decline in the value of investment. The Management has considered the decline in the value of investment is temporary as mentioned in notes to standalone financial statements, accordingly not made provision in the books of accounts for the decline in the value of investment.

Our opinion is not modified in respect of this matter.

### **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 Annual Report, 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 a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

### **Responsibilities of Management and Those Charged with Governance 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, and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the companies (Accounting Standards) Rules, 2006(as amended) specified under section 133 of the Act, read with Companies (Accounts) Rules 2014.. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of 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 is also 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 control 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 a company has an 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.

- 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.

### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the **"Annexure -A"**, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
  - (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
  - (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 Internal Financial Controls with reference to standalone financial statements of the company and the operating effectiveness of such controls, refer to our separate report in **"Annexure- B"**, and
3. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company does not have any pending litigations which would impact its financial position;

- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
4. With respect to the matter to be included in the Auditors' Report under Section 197(16) of the Act:
- i. In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act.

**For N R G & Co.,**  
Chartered Accountants  
Firm Registration No: 013417S

Sd/-  
**CA. P. Ramakrishna**  
Partner  
Membership No. 512328  
UDIN- 21512328AAAAHU5041

Place: Hyderabad  
Date: 22.10.2021

## Annexure - A to the Independent Auditors' Report

### As referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' of our report of even date

- (i) a) As per information and explanation provided to us and based on our examination of the records of the Company, the Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- b) As per information provided before us, the fixed assets were physically verified by the management at reasonable intervals and no material discrepancies were noticed.
- c) We have inspected the copies of title deeds of immovable properties of the company held as fixed assets and we have obtained third party confirmation in respect of immovable property of the company held as fixed asset which are in the custody of the third party such as mortgagees. According to the information and explanations given to us and on the basis of our examination of records of the company, the title deeds of immovable properties are held in the name of the company. However, we express no opinion on the validity of title of the company to these properties.
- (ii) As per information provided to us and to the best of our knowledge and belief, the physical verification of inventory has been conducted by the management at reasonable intervals. No material discrepancies have been noticed on physical verification of inventories as compared to book records.
- (iii) According to the information and explanations given to us, during the year the Company has not granted any loans or advances in the nature of loans to parties, covered in the register maintained under Section 189 of the Act, 2013. Hence, the question of reporting whether the terms and conditions of such loans are prejudicial to the interest of the company, whether reasonable steps for recovery of over dues of such loans are taken does not arise.
- (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. There were no loans granted during the year under section 185 of Act. The company has waived off interest of Rs. 3,86,29,860 for FY 2020-21 on outstanding loan of Rs.29,00,75,100 of Mayuukha Pte. Ltd, Singapore (A subsidiary company of ProYuga Advanced Technologies Limited).
- (v) According to the information and explanations given to us, during the financial year, the Company has not accepted deposits within the meaning of Section 73 to 76 of the Act. Accordingly, paragraph 3(v) of the Order is not applicable.



- (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)
  - a) According to the information provided and explanations given to us and based on our examination of the records of the Company, the company is generally regular in depositing with appropriate authorities undisputed statutory dues of income tax, Goods and Service tax, sales tax, service tax, duty of customs, Cess and other statutory dues as applicable to it. There are no material outstanding statutory dues existing as on the last day of the financial year which is outstanding for more than six months from the day these become payable.
  - b) According to the information and explanations given to us and based on our examination of the records of the Company, there are no dues of income tax, goods and service tax, sales tax, service tax, duty of customs, duty of excise, value added tax as applicable which have not been deposited on account of any dispute.
- (viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to financial institutions, banks or debenture holders.
- (ix) According to records of the company, the company has not raised any moneys by way of Initial Public Offer or Further Public Offer. The company has obtained term loan under Loan Against Properties as a top up facility under Guaranteed Emergency Credit Line from ICICI Bank Limited for the purpose of business.
- (x) According to the information and explanations given to us and to the best of our knowledge and belief, no fraud by or 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) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has entered transactions, during the period, with the related parties are in compliance with section 177 and 188 of the Act, and where applicable and details have been disclosed in the Standalone financial statements as required by the applicable accounting standards.

- (xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, the provisions stated in paragraph 3 (xiv) of the Order are not applicable to the Company
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) According to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

**For N R G & Co.,**  
Chartered Accountants  
Firm Registration No: 013417S

Sd/-  
**CA. P. Ramakrishna**  
Partner  
Membership No. 512328  
UDIN- 21512328AAAAHU5041

Place: Hyderabad  
Date: 22.10.2021

**Annexure - B to the Independent Auditors' Report on the standalone financial statements.**

Report on the Internal Financial Controls with reference to the aforesaid standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

(Referred to in paragraph 2 (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

**Opinion**

We have audited the internal financial controls with reference to standalone financial statements of M/s. **ProYuga Advanced Technologies 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.

In our opinion, the Company has, in all material respects, an adequate internal financial controls with reference to standalone financial statements and such internal financial controls were operating effectively as at March 31, 2021, based on the internal financial controls with reference to standalone financial statements 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.

**Management's Responsibility for Internal Financial Controls**

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

**Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an

audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to standalone financial statements 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 with reference to standalone financial statements reporting and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of internal financial controls with reference to standalone financial statements, 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 Company's internal financial controls with reference to standalone financial statements.

#### **Meaning of Internal Financial Controls with reference to standalone financial statements**

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

Contd...

**Inherent Limitations of Internal Financial Controls with reference to standalone financial statements**

Because of the inherent limitations of internal financial controls with reference to standalone financial statements, 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 with reference to standalone financial statements to future periods are subject to the risk that the internal financial controls with reference to standalone financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**For N R G & Co.,**  
Chartered Accountants  
Firm Registration No: 013417S

Sd/-  
**CA. P. Ramakrishna**  
Partner  
Membership No. 512328  
UDIN- 21512328AAAAHU5041

Place: Hyderabad  
Date: 22.10.2021

**ProYuga Advanced Technologies Limited**

1609, Lodha Supremus, Saki Vihar Road, Opp. MTNL office, Powai, Mumbai-400072

**Standalone Balance Sheet as at 31st March, 2021**

(Amount in INR)

	Particulars	Note No.	As at March 31, 2021	As at March 31, 2020
<b>I</b>	<b>EQUITY AND LIABILITIES</b>			
<b>1</b>	<b>Shareholder's funds:</b>			
(a)	Share Capital	1	1,008,355,027	1,008,355,027
(b)	Reserves and surplus	2	(341,018,279)	(343,307,224)
(c)	Money received against share warrants			
<b>2</b>	<b>Share application money pending for allotment</b>		-	-
<b>3</b>	<b>Non - current liabilities:</b>			
(a)	Long - term borrowings	3	42,715,675	35,226,564
(b)	Deferred tax liabilities (Net)		7,167,782	8,136,221
(c)	Other Long - term liabilities	4	177,159,207	405,000
(d)	Long - term provisions	5	2,852,738	2,071,481
<b>4</b>	<b>Current liabilities</b>			
(a)	Short - term borrowings	6	9,778,543	-
(b)	Trade payables	7	3,725,480	6,098,668
(c)	Other current liabilities	8	11,491,880	160,622,734
(d)	Short - term provisions	9	447,625	202,500
	<b>Total</b>		<b>922,675,678</b>	<b>877,810,971</b>
<b>II</b>	<b>ASSETS</b>			
<b>1</b>	<b>Non - current assets:</b>			
(a)	Fixed assets			
(i)	Tangible assets	10	204,248,949	219,420,908
(ii)	Intangible assets	11	84,268,074	109,252,749
(iii)	Capital work-in-progress	12	-	33,050
(iv)	Intangible assets under development			
(b)	Non - current investments	13	30,267,566	30,267,566
(c)	Deferred tax assets (Net)		-	-
(d)	Long-term loans and advances	14	449,739,112	353,038,930
(e)	Other non-current assets	15	3,927,883	4,394,365
<b>2</b>	<b>Current assets:</b>			
(a)	Current investments			
(b)	Inventories	16	15,091,420	17,141,356
(d)	Trade receivables	17	6,065,144	4,759,768
(e)	Cash and cash equivalents	18	4,790,488	2,989,609
(f)	Short-term loans and advances	19	60,142,353	71,235,340
(g)	Other current assets	20	64,134,689	65,277,330
	<b>Total</b>		<b>922,675,678</b>	<b>877,810,971</b>

The notes are an integral part of these Standalone Financial Statements.

As per our attached report of even date

**For N R G & Co**

Chartered Accountants

(Firm Reg. No. 013417S)

Sd/-

**CA P Rama Krishna**

Partner

Membership No. 512328

Place: Hyderabad

Date: 22-10-2021

Sd/-

**Trivikrama Reddy Kothinti**

Managing Director & CEO

DIN: 07795482

Sd/-

**Navya Surapaneni**

CFO

Place: Kurnool

Date: 22.10.2021

**For on Behalf of the Board of Directors**

**ProYuga Advanced Technologies Limited**

Sd/-

**Vasantha Sai Sama**

Whole Time Director

DIN: 07126477

Sd/-

**Prince Pandey**

Company Secretary

Membership No: A59040

**ProYuga Advanced Technologies Limited**  
**1609, Lodha Supremus, Saki Vihar Road, Opp. MTNL office, Powai, Mumbai-400072**  
**Standalone Statement of Profit and loss for the year ended 31st March, 2021**

(Amount in INR)

Particulars	Note No.	For the Year ended March 31, 2021	For the Year ended March 31, 2020
I Revenue From Operations	21	107,602,891	31,419,626
II Other income	22	14,595,792	9,586,983
<b>III Total Revenue (I + II)</b>		<b>122,198,683</b>	<b>41,006,609</b>
Cost of Goods Sold		303,429	5,829,925
Employee benefits expense	23	33,509,932	44,302,766
Finance costs	24	4,797,377	2,478,183
Depreciation and amortization expense	10,11	38,784,311	39,257,751
Other Expense	25	42,888,358	85,262,035
<b>IV Total expenses</b>		<b>120,283,407</b>	<b>177,130,660</b>
<b>V Profit before exceptional and extraordinary items and tax (III-IV)</b>		<b>1,915,276</b>	<b>(136,124,051)</b>
VI Exceptional items		-	-
<b>VII Profit before extraordinary items and tax (V - VI)</b>		<b>1,915,276</b>	<b>(136,124,051)</b>
VIII Extraordinary Items			
(a) Prior period Item		594,770	-
<b>IX Profit before tax (VII- VIII)</b>		<b>1,320,506</b>	<b>(136,124,051)</b>
<b>X Tax expense:</b>			
(a) Current tax		-	-
(b) Deferred tax	28	(968,439)	1,772,217
(c) Fringe benefit tax		-	-
(d) MAT Credit entitlememnt		-	-
<b>XI Profit (Loss) for the period from continuing operations (IX-X)</b>		<b>2,288,945</b>	<b>(137,896,268)</b>
XII Profit/(loss) from discontinuing operations		-	-
XIII Tax expense of discontinuing operations		-	-
<b>XIV Profit/(loss) from Discontinuing operations (after tax) (XII-XIII)</b>		<b>-</b>	<b>-</b>
<b>XV Profit (Loss) for the period (XI + XIV)</b>		<b>2,288,945</b>	<b>(137,896,268)</b>
<b>XVI Earnings Per Share</b>	31		
a) Basic		<b>0.05</b>	<b>(3.04)</b>
b) Diuted		<b>0.05</b>	<b>(3.04)</b>

The notes are an integral part of these Standalone Financial Statements.

As per our attached report of even date

**For N R G & Co**  
Chartered Accountants  
(Firm Reg. No. 013417S)

**For on Behalf of the Board of Directors**  
**ProYuga Advanced Technologies Limited**

**Sd/-**  
**CA P Rama Krishna**

Partner  
Membership No. 512328

Place: Hyderabad  
Date: 22-10-2021

**Sd/-**  
**Trivikrama Reddy Kothinti**

Managing Director & CEO  
DIN: 07795482

**Sd/-**  
**Navya Surapaneni**  
CFO

Place: Kurnool  
Date: 22.10.2021

**Sd/-**  
**Vasantha Sai Sama**

Whole Time Director  
DIN: 07126477

**Sd/-**  
**Prince Pandey**  
Company Secretary  
Membership No: A59040

**ProYuga Advanced Technologies Limited**  
**1609, Lodha Supremus, Saki Vihar Road, Opp. MTNL office, Powai, Mumbai-400072**  
**Standalone Statement of Cash Flow For the Year Ended March 31, 2021**

(Amount in INR)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
<b>A. Cash Flow from Operating Activities</b>		
Profit before Tax	1,320,506	(136,124,051)
Adjustments for:		
Depreciation	38,784,311	39,106,682
Assets written off and Loss on Sale of Assets	3,429,569	-
Interest Expense	4,792,307	2,462,766
Other Income	(14,522,596)	(9,586,983)
<b>Operating profit before working capital changes</b>	<b>33,804,097</b>	<b>(104,141,583)</b>
<b>Changes in working capital:</b>		
(Increase)/ Decrease in Receivables	(1,305,376)	(4,494,517)
(Increase)/ Decrease in Short term loans & advances	11,092,987	(51,633,042)
(Increase)/ Decrease in Other current assets & Inventory	3,192,577	(22,190,257)
Increase / (Decrease) in Trade payables	(2,373,188)	2,388,540
Increase / (Decrease) in Current Liabilities	27,623,353	139,531,840
Increase / (Decrease) in Long term Provisions	781,257	2,071,481
Increase / (Decrease) in short term Provisions	245,125	-
<b>Cash generated from operations</b>	<b>73,060,832</b>	<b>(38,467,538)</b>
Income tax paid	-	-
<b>Net cash generated from/(used in) operating activities</b>	<b>73,060,832</b>	<b>(38,467,538)</b>
<b>B. Cash Flow from Investing Activities:</b>		
Purchase of fixed assets	(4,666,476)	(143,517,503)
Sale of fixed assets	2,642,280	-
(Increase) / Decrease in Non current Assets	(96,233,700)	(259,708,867)
Other Income	14,522,596	9,586,983
<b>Net cash generated from/(used in) investing activities</b>	<b>(83,735,300)</b>	<b>(393,639,387)</b>
<b>C. Cash Flow from Financing Activity</b>		
Increase / (decrease) in Unsecured Loans	17,267,654	18,902,850
Increase in share Capital	-	48,600,000
Interest paid	(4,792,307)	(2,462,766)
<b>Net cash generated from/(used in) financing activities</b>	<b>12,475,347</b>	<b>65,040,084</b>
<b>D. Net Increase/( Decrease) in Cash and Cash Equivalents</b>	<b>1,800,879</b>	<b>(367,066,841)</b>
Cash and Cash Equivalents at the beginning of the year	2,989,609	370,056,451
<b>Cash and Cash Equivalents at the end of the year</b>	<b>4,790,488</b>	<b>2,989,609</b>
<b>Cash and cash equivalents comprise of:</b>		
Cash on hand	58,223	241,140
Amount maintained in wallet	378,231	574,507
Bank balances		
- in current accounts	4,354,034	2,173,962
<b>Total</b>	<b>4,790,488</b>	<b>2,989,609</b>

The notes are an integral part of these Standalone Financial Statements.

As per our attached report of even date

**For N R G & Co.,**  
Chartered Accountants  
Firm Regd. No. 013417S

**For on Behalf of the Board of Directors**  
**ProYuga Advanced Technologies Limited**

**Sd/-**  
**CA P Rama Krishna**  
Partner  
Membership No. 512328

**Sd/-**  
**Trivikrama Reddy Kothinti**  
Managing Director & CEO  
DIN: 07795482

**Sd/-**  
**Vasantha Sai Sama**  
Whole Time Director  
DIN: 07126477

Place: Hyderabad  
Date: 22-10-2021

**Sd/-**  
**Navya Surapaneni**  
CFO

**Sd/-**  
**Prince Pandey**  
Company Secretary  
Membership No: A59040

Place: Kurnool  
Date: 22.10.2021



**ProYuga Advanced Technologies Limited**  
**1609, Lodha Supremus, Saki Vihar Road, Opp. MTNL office, Powai, Mumbai-400072**  
**Notes Forming Part of Standalone Financial Statements**

**Note 1. Share Capital**

Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of Shares	Rs.	No. of Shares	Rs.
<b>a) Authorised :</b>				
Equity Shares of Rs.1/- each	100,000,000	100,000,000	100,000,000	100,000,000
<b>Preference Shares of different Classes</b>				
Preference Shares of Rs 1/- each	20,000,000	20,000,000	20,000,000	20,000,000
Preference Shares of Rs 10/- each	158000000	1,580,000,000	158000000	1,580,000,000
Preference Shares of Rs 100/- each	500000	50,000,000	500000	50,000,000
	<b>278,500,000</b>	<b>1,750,000,000</b>	<b>278,500,000</b>	<b>1,750,000,000</b>
<b>b) Issued, Subscribed and Fully Paid up :</b>				
Fully Paid up capital Equity Shares of Rs.1/- Each	45,355,027	45355027	45,355,027	45,355,027
Fully Paid up Preference Shares Capital of Rs 10/- Each				
0.2% Non Cumulative Optionally Convertible Preference Shares	6,500,000	65,000,000	6500000	65,000,000
0.02% Non Cumulative Redeemable Preference Shares	3,273,000	32,730,000	3273000	32,730,000
0.02% Non-Cumulative Optionally Convertible Preference Shares	86,527,000	865270000	86527000	865270000
<b>Total</b>	<b>141,655,027</b>	<b>1,008,355,027</b>	<b>141,655,027</b>	<b>1,008,355,027</b>

**1. Rights, preferences and restrictions attached to equity shares**

The company has only one class of Equity shares having a par value of Rs.1/- each. Each holder of Equity share is entitled to one vote per share on poll and have one vote on show of hands. In the event of liquidation, the equity, share holders are eligible to receive the remaining assets of the company in proportion to their shareholding after distribution of payments to preferential creditors.

In the event of liquidation of the Company, the equity shareholders will be entitled to receive the remaining assets of the Company, after distribution of all preferential amounts, if any, in proportion to the number of equity shares held by the shareholders

**2. Details of share holders holding more than 5% of total number of shares**

Name of the Shareholder	As at March 31, 2021		As at March 31, 2020	
	No. of Shares	% of holding	No. of Shares	% of holding
Sama Vijaya Kumar Reddy	38,334,052	84.52%	38,334,052	84.52%
Sama Vasantha Sai	3,792,500	8.36%	3,792,500	8.36%

**3. Reconciliation of number of Equity shares:**

Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of Shares	Amount	No. of Shares	Amount
Shares outstanding at the beginning of the year	45,355,027	45,355,027	45,355,027	45,355,027
Add: Shares Issued during the year	-	-	-	-
	45,355,027	45,355,027	45,355,027	45,355,027
Less: Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	<b>45,355,027</b>	<b>45,355,027</b>	<b>45,355,027</b>	<b>45,355,027</b>

**4. The company has not issued any bonus shares during the last five financial years.**

**5. None of the shares were allotted in pursuant to contract without payment being received in cash.**

**NOTES FORMING PART OF STAND ALONE FINANCIAL STATEMENTS**

**1 GENERAL INFORMATION:**

ProYuga Advanced Technologies Limited ("Company") incorporated on 16th June, 2017. The main vision of the Company is to make India a global leader in advanced technologies. To realize its vision, the company is developing transformative products in Virtual, Augmented and Mixed Reality. The company is giving assistance to game developers in developing AR/VR/MR content in their games. It also extends support to organisations across domains to use this technology to enhance their products or services, for capacity building, to improve the productivity of their employees, to give immersive demos, for visualizing data, rapid prototyping and testing, and much more.

**2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:**

**2.1 BASIS OF PREPARATION OF STANDALONE FINANCIAL STATEMENTS:**

The Standalone Financials statements are prepared in accordance with the generally accepted accounting principles in India under the historical cost convention on an accrual basis in compliance with all material aspects of the Accounting Standards specified under section 133 of the Companies Act, 2013 ("the Act") read with Rule 7 of the Companies (Accounts) Rules, 2014, other relevant provisions of the Act and other pronouncements of the Institute of Chartered Accountants of India.

The accounting policies have been consistently applied by the company and are consistent with those used in the previous year. The Standalone financials statements are presented in Indian rupees rounded off to the nearest rupee.

The assets and liabilities of the Company have been classified as current or non-current based on the estimation of whether it is expected to be realized/ settled within 12 months after the reporting date.

**2.2 USE OF ESTIMATE**

The preparation of the financial statements in conformity with the generally accepted accounting principles requires management to make estimates and assumptions to be made that affect the reported amount of assets and liabilities and the disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

**2.3 TANGIBLE ASSET**

Property, Plant and Equipment are stated at cost less accumulated depreciation and impairment, if any. Costs comprises the purchase price and borrowing cost if the capitalisation criteria is met and directly attributable to bringing the said asset into the use as intended by the management and includes freight, duties taxes and other incidental expenses related to acquisition. Subsequent expenditure related to an item of Property Plant and equipment is added to its book value only if recognition criteria is met. All other expenses on existing fixed assets, including day to day repair and maintenance expenditure and cost of replacing parts are charged to Statement of Profit and loss for the period during which such expense is incurred. The Company depreciates Property, Plant and Equipment over their estimated useful lives using Straight Line Method. The estimated life of the assets considered as per the Companies Act, 2013 is

**Estimated Useful life Adopted by the Company**

Particulars	Life of asset
End user devices, such as, desktops, laptops etc	3 years
Servers and networks	6 Years
Electrical Installations and Equipment	10 years
Furniture and fittings	10 years
Office Equipment	5 years

Fixed asset should be eliminated from the financial statements on disposal or when no further benefit is expected from its use and disposal. Losses arising from the retirement or gains or losses arising from disposal of fixed asset which is carried at cost should be recognised in the Statement of Profit and Loss.

During the year under consideration, the company has closed its arcades developed in the previous years considering the ongoing pandemic and also in the best interest of the Company. In this process, the company has written off assets which are unavailable for further use, disposed off non-essential assets and transferred remaining assets to company inventory.

The Company has reclassified the Opening Gross block and Opening Depreciation block, considering the nature of the asset at the time of transfer of asset from one location to Company's other location. Majority of the assets which are classified as Lease Hold Improvements in FY 19-20 are reclassified into Furniture & Fixtures and Office Equipment considering the further usage of assets in the Company.

**NOTES FORMING PART OF STAND ALONE FINANCIAL STATEMENTS**

**2.4 INTANGIBLE ASSETS**

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any.

**Computer software, Domain Names**

Costs incurred towards purchase of computer software are depreciated using the straight-line method over a period based on the license period of the software or based on the management's estimate of useful lives of such software which is 5 years from the date of capitalisation of asset

**Design**

Cost incurred toward purchase of the design relating to arrangement of electronic components in the Customised electronic bat are depreciated using the straight-line method over a period based on management's estimate of useful lives of such design which is 5 years. The Rights that are acquired by the Company is for life time.

The Company has also applied for patents with respect to the design that the Company has procured.

**2.5 BORROWING COSTS:**

Borrowing costs include interest, other costs incurred in connection with borrowing and exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to the interest cost. General and specific borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. All other borrowing costs are recognised in Statement of Profit and Loss in the period in which they are incurred.

**2.6 IMPAIRMENT OF ASSETS:**

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are 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 asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

The Company bases its impairment calculation on detailed budgets and forecast calculations which are prepared separately for each of the Company's cash-generating units to which the individual assets are allocated. These budgets and forecast calculations are generally covering a period of five years.

After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

An assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the Company estimates the asset's or cash-generating unit's recoverable amount. A previously recognized impairment loss is increased or reversed depending on changes in circumstances. However, the carrying value after reversal is not increased beyond the carrying value that would have prevailed by charging usual depreciation if there was no impairment.

The carrying amount of goodwill arising on consolidation is reviewed for impairment in accordance with the requirements of Accounting Standard 28 "Impairment of Assets" and impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount.

**2.7 INVENTORIES:**

Inventories are stated at lower of cost and net realisable value. Cost is determined using the first-in, first-out (FIFO) method. The method of determination of cost of various categories of inventory are as follows:

a) Raw Materials and Stores and Spares - at Cost.

b) Finished goods at lower of Cost or Market value.

c) Consumables at lower of Cost or Market value

Inventory for further use by the Company, the management has decided to write them off. In FY 20-21, a total of Rs 5,61,424/- was written off as inventory.

**NOTES FORMING PART OF STAND ALONE FINANCIAL STATEMENTS**

**2.8 FOREIGN CURRENCY TRANSLATIONS:**

**Initial Recognition:**

On initial recognition, all foreign currency transactions are recorded by converting the foreign currency amount with the exchange rate prevailing as on the date of the transaction

**Subsequent Recognition:**

All the foreign current assets and liabilities are restated with the closing date exchange rate and Unrealised loss arising on account of such restatement is recognised in the statement of Profit & Loss account and the Unrealised gain on account of such restatement is not recognised in books of accounts on account considering the concept of Conservatism.

Realised Foreign Gain/Loss earned during the year under consideration is recognised in the statement of Profit & Loss Account

**2.9 REVENUE RECOGNITION:**

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. The following specific recognition criteria must also be met before the revenue is recognized.

Revenue recognition of services depends as the service is performed. This is further divided into two ways:

(a) **Proportionate Completion Method:** This method of accounting recognizes revenue in the statement of profit & loss proportionately with the degree of completion of each service.

Here the service completion consists of the execution of more than one act. Revenue is recognized with the completion of each such act.

(b) **Interest**

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable. During the year, the Company has waived off the interest on the loan given to its Subsidiary Company (Mayuukha Pte Ltd) in the best interest of both the Companies. Accordingly, the interest income against the said loan is not recognised in the books of accounts

**2.10 GRATUITY:**

The Company provides for gratuity, covering eligible employees in accordance with the Payment of Gratuity Act, 1972. The Gratuity provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment.

Liability with regard to the Gratuity plan are determined by actuarial valuation, performed by an independent actuary, at each balance sheet date using the projected unit credit method. The Company recognised the net obligation as a liability in the Balance Sheet. The effect of change in the net obligations are recognised in the statement of Profit & loss account under Employment Benefit Expenses

**Leave Encashment:** The Company has a policy on Earned Leaves which are both cumulative and non cumulative in nature. The expected cost of accumulating earned leaves is determined by actuarial valuation performed by independent actuary at each Balance Sheet date using the projected unit credit method on the additional amount expected to be paid/availed as a result of the unused entitlement that has accumulated at the Balance Sheet date. Expense on the non accumulating earned leaves is recognised in the period in which absence occurs. The liability in respect of all long term benefits is accrued in the books of account on the basis of actuarial valuation performed by independent actuary at each Balance Sheet date using the projected unit credit method and the company recognised the net obligation as a liability in the Balance Sheet. The effect of change in the net obligations are recognised in the statement of Profit & loss account under Employment Benefit Expenses

**NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS**

**2.11 CURRENT AND DEFERRED TAX:**

Tax expense comprises current and deferred income taxes. Provision for current income tax is made on the assessable income at the tax rate applicable to the relevant assessment year. Deferred income taxes are recognized for the future tax consequences attributable to timing differences between the financial statement determination of income and their recognition for tax purposes.

Deferred income taxes reflect the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences for the earlier years. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted at the reporting date. Deferred income tax relating to items recognized directly in equity is recognized in equity and not in the statement of profit and loss.

Deferred tax liabilities are recognized for all taxable timing differences. Deferred tax assets are recognized for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situations where the Company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits.

At each reporting date, the Company re-assesses unrecognized deferred tax assets. It recognizes unrecognized deferred tax asset to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized.

The carrying amount of deferred tax assets are reviewed at each reporting date. The Company writes-down the carrying amount of deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realized. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

**2.12 INVESTMENTS**

**Current Investment:** Investments which are readily realisable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments.

**Long Term Investment:** All other investments are classified as long-term investments

**Recognition of Investment:**

On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties. Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments. On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

The Subsidiary Company (Mayuukha Pte Ltd) has incurred business loss during the year. As a result, there is a diminution in the value of Investment. However, the management is considering the said diminution as temporary as the cause of diminution was ongoing pandemic which resulted in the slow down of the operations of the subsidiary company. Once the operations of the Subsidiary company run as per the expectations of the management, the business loss incurred until now can be recovered. Hence, no provision is created in the books of accounts for the FY 20-21.

**2.13 LEASES:**

**Operating Leases:**

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.

**Finance Leases:**

Leases under which the Company assumes substantially all the risks and rewards of ownership are classified as finance Lease. Such assets are capitalised at fair value of the asset or the present value of minimum lease payments at the inception of the lease which ever is lower.

Each lease payment is apportioned between the finance charge and the reduction of the outstanding liability. The outstanding liability is included in other short/long-term borrowings. The finance charge is charged to the Statement of Profit and Loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

**2.14 SEGMENT REPORTING:**

The Segment reporting is not applicable for the Company for the FY 20-21

**NOTES FORMING PART OF STAND ALONE FINANCIAL STATEMENTS**

**2.15 EARNING PER SHARE:**

The earnings considered in ascertaining the Company's earnings per share comprise the net profit or loss after tax attributable to equity share holders. The number of shares used in computing basic earnings per share is the weighted average number of shares outstanding during the year.

The number of shares used in computing diluted earnings per share comprises the weighted average number of shares considered for deriving basic earnings per share and also the weighted average number of shares, if any, which would have been issued on the conversion of all dilutive potential equity shares.

**2.16 PROVISIONS:**

A provision is recognized when the Company has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

**2.17 CONTINGENT LIABILITIES**

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

**2.18 CASH AND CASH EQUIVALENT**

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand and short-term investments with an original maturity of three months or less

**2.19 CASH FLOW STATEMENT:**

The Cash flow statement is prepared in Indirect Method and the same is attached to the Financial Statements.

**2.20 CONTINGENCIES AND EVENTS OCCURING AFTER THE BALANCE SHEET DATE:**

There is no such Events during the year.

**2.21 PRIOR PERIOD ITEMS AND CHANGES IN ACCOUNTING POLICIES:**

The Company has disclosed the prior period items in the Statement of Profit & Loss

**2.22 ACCOUNTING FOR GOVERNMENT GRANTS:**

The company has not received any grant from the Government.

**2.23 RELATED PARTY DISCLOSURES:**

The disclosures for the transactions with related parties are made as per the standards in the notes to accounts of the financial statements.

**2.24 CONSOLIDATED FINANCIAL STATEMENTS:**

The Company has Singapore Subsidiary named Mayuukha Pte Ltd. The Company was incorporated on 5th February, 2018. The Consolidated financial statements are prepared considering the Accounting principles stated in AS-11 and AS-21  
The Company has Indian Subsidiary name XR Technologies Limited. The Company was incorporated on 20th March, 2019. The Consolidated financial statements are prepared considering the Accounting principles stated in AS-21

**ProYuga Advanced Technologies Limited**

1609, Lodha Supremus, Saki Vihar Road, Opp. MTNL office, Powai, Mumbai-400072

**Notes Forming Part of Standalone Financial Statements**

**Note:2. Reserve and surplus**

**(Amount in INR)**

Particulars		As at March 31, 2021	As at March 31, 2020
(i)	Security Premium	-	-
(ii)	General reserve	-	-
(ii)	Surplus / (Deficit) in Statement of Profit and Loss		
	a. Balance at the beginning of the year	(343,307,224)	(205,410,956)
	b. Add: Profit / (Loss) for the year	2,288,945	(137,896,268)
	Balance at the end of the year	<b>(341,018,279)</b>	<b>(343,307,224)</b>
	<b>Total</b>	<b>(341,018,279)</b>	<b>(343,307,224)</b>

**Note:3 Long Term Borrowings**

Particulars		As at March 31, 2021	As at March 31, 2020
(i)	Term loans From Banks- Secured		
	a. Commercial Loans- (Note:1)	42,291,404	34,486,325
	b. Vehicle Loans- (Note:2)	424,271	740,239
	<b>Total</b>	<b>42,715,675</b>	<b>35,226,564</b>

**Note:**

1. The Company had taken the Commercial Loan by keeping the following Office Premises as Security for the Loan
  - a. Office Premises Located in Mumbai with address 1609, Lodha Supremus, SakiVihar Road, Opp. MTNL office, Powai, Mumbai-400072
  - b. Office Premises located in Hyderabad with address Plot No 30, Brigade Towers, East Wing, Ground Floor, Nanankramguda, Financial District, Gachibowli, Hyderabad-500032
2. The Company had taken the Vehicle loans by keeping following Vehicles as Security for the Loans
  - a. The Company has purchased 2 Alto's & 2 Omni's motor Vehicles for the office purpose and the same are kept as security for taking the loans

**Note: 4 Other Long Term Liabilities**

Particulars		As at March 31, 2021	As at March 31, 2020
(i)	Security Deposits	558,000	405,000
(ii)	Advances received from related parties	176,601,207	-
	<b>Total</b>	<b>177,159,207</b>	<b>405,000</b>

**Note: 5 Long term provisions**

Particulars		As at March 31, 2021	As at March 31, 2020
(i)	<b>Provision for employee benefits:</b>		
	a. Gratuity	2,168,902	1445043
	b. Leave Encashment	683,836	626,438
	<b>Total</b>	<b>2,852,738</b>	<b>2,071,481.00</b>

**ProYuga Advanced Technologies Limited**  
**1609, Lodha Supremus, Saki Vihar Road, Opp. MTNL office, Powai, Mumbai-400072**  
**Notes Forming Part of Standalone Financial Statements**

<b>Note: 6 Short term Borrowings</b>			
<b>Particulars</b>		<b>As at March 31, 2021</b>	<b>As at March 31, 2020</b>
(i)	<b>Un Secured</b>		
	a. Loans and advances from related parties	9,778,543	-
	b. From Others	-	-
<b>Total</b>		<b>9,778,543</b>	<b>-</b>

<b>Note :7 Trade Payables</b>			
<b>Particulars</b>		<b>As at March 31, 2021</b>	<b>As at March 31, 2020</b>
(i)	Trade payable Expenses*	2,312,480	5,014,905
(ii)	Trade Payable Capital purchases*	1,413,000	1,083,763
<b>Total</b>		<b>3,725,480</b>	<b>6,098,668</b>

**\*Note:** For the information relating to the amount payable to MSME Vendors payable out of the above payable mentioned, refer to Note 32

<b>Note:8 Other Current Liabilities</b>			
<b>Particulars</b>		<b>As at March 31, 2021</b>	<b>As at March 31, 2020</b>
(i)	Employee Benefit Expenses	3,895,229	2,380,594
(ii)	Professional Charges Payable	82,875	12,150
(iii)	Statutory Dues Payable		
	a. Provident Fund	135,806	185,680
	b. Professional Tax	10,050	12,850
	c. Tax Deducted at Source	1,162,230	323,618
	d. Goods and Service Tax	6,202,599	66,868
	e. Labour Welfare Fund	3,091	-
	f. Others- Expenses	-	-
	g. Advances Received from Customer	-	157,640,974
<b>Total</b>		<b>11,491,880</b>	<b>160,622,734</b>

(Amount in INR)

<b>Note:9 Short term provisions</b>			
<b>Particulars</b>		<b>As at March 31, 2021</b>	<b>As at March 31, 2020</b>
(i)	Provision for Audit Fees	447,625	202,500
<b>Total</b>		<b>447,625</b>	<b>202,500</b>

<b>Note:13 Non current Investments</b>			
<b>Particulars</b>		<b>As at March 31, 2021</b>	<b>As at March 31, 2020</b>
(i)	Investments (At cost):		
	Investment in Subsidiary Company Mayuukha Pte Ltd, Singapore (Note-1)	27,773,566	27,773,566
(ii)	Investment in Subsidiary Company XR Technologies Limited (Note-2)	2,494,000	<b>2,494,000</b>
<b>Total</b>		<b>30,267,566</b>	<b>30,267,566</b>

**Notes**

- 1 The Company had invested in 400001 Equity Shares of Mayuukha Pte Ltd at a Face Value of 1USD per Share
- 2 The Company had invested in 249400 Equity Shares of XR Technologies Limited at a Face Value of Rs 10 per Share



**ProYuga Advanced Technologies Limited**  
**1609, Lodha Supremus, Saki Vihar Road, Opp. MTNL office, Powai, Mumbai-400072**  
**Notes Forming Part of Standalone Financial Statements**

S.No	Particulars	Gross Block (At cost)			Depreciation/Amortisation			Net block			
		As at April 1, 2020*	Additions during the year	Deductions during the year	As at March 31, 2021	Up to March 31, 2020	Addition for the year	Deletion for the year	Up to March 31, 2021	As at March 31, 2021	As at March 31, 2020
<b>10</b>	<b>Tangible assets</b>										
	(i) Desktops & Laptops etc.	29,070,340	2,222,000	863,921	30,428,419	11,422,284	9,024,014	595,088	19,851,210	10,577,209	17,648,056
	(ii) Servers	621,289	-	-	621,289	182,058	96,129	-	278,187	343,102	439,231
	(iii) Office Equipment	8,684,896	-	1,844,940	6,839,956	1,867,976	1,457,427	522,539	2,802,864	4,037,092	6,816,920
	(iv) Furniture and Fixtures	5,683,022	33,051	948,439	4,767,634	738,827	500,071	124,507	1,114,391	3,653,243	4,944,195
	(v) Buildings	61,076,991	-	-	61,076,991	1,652,470	967,054	-	2,619,524	58,457,467	59,424,521
	(vi) Land	123,225,576	1,378,976	-	124,604,552	-	-	-	-	124,604,552	123,225,576
	(vii) Electrical Installations	3,133,663	-	1,022,791	2,110,872	409,320	242,070	162,722	488,668	1,622,204	2,724,343
	(viii) Lease Hold	4,499,789	-	4,269,700	230,089	1,314,681	402,424	1,569,925	147,180	82,909	3,185,108
	(ix) Vehicle	1,193,974	-	-	1,193,974	181,016	141,788	-	322,804	871,170	1,012,958
		<b>237,189,540</b>	<b>3,634,027</b>	<b>8,949,791</b>	<b>231,873,776</b>	<b>17,768,632</b>	<b>12,830,977</b>	<b>2,974,782</b>	<b>27,624,827</b>	<b>204,248,949</b>	<b>219,420,908</b>
<b>11</b>	<b>Intangible assets</b>										
	(i) Intangible Assets	136,433,679	-	-	136,433,679	29,162,472	25,926,589	-	55,089,061	81,344,618	107,271,207
	(ii) Moulds	1,890,650	1,065,500	97,500	2,858,650	18,988	1,168	659	19,497	2,839,153	1,871,662
	(iii) Stencils	134,620	-	-	134,620	24,740	25,577	-	50,317	84,303	109,880
		<b>138,458,949</b>	<b>1,065,500</b>	<b>97,500</b>	<b>139,426,949</b>	<b>29,206,200</b>	<b>25,953,334</b>	<b>659</b>	<b>55,158,875</b>	<b>84,268,074</b>	<b>109,252,749</b>
<b>12</b>	<b>(i) Capital WIP related to Tangibles</b>										
		33,051	-	33,051	-	-	-	-	-	-	33,051
		33,051	-	33,051	-	-	-	-	-	-	33,051
	<b>Total tangible assets</b>	<b>237,222,591</b>	<b>3,634,027</b>	<b>8,982,842</b>	<b>231,873,776</b>	<b>17,768,632</b>	<b>12,830,977</b>	<b>2,974,782</b>	<b>27,624,827</b>	<b>204,248,949</b>	<b>219,453,959</b>
	Other Intangible assets	-	-	-	-	-	-	-	-	-	-
	<b>Total Intangible assets</b>	<b>138,458,949</b>	<b>1,065,500</b>	<b>97,500</b>	<b>139,426,949</b>	<b>29,206,200</b>	<b>25,953,334</b>	<b>659</b>	<b>55,158,875</b>	<b>84,268,074</b>	<b>109,252,749</b>
	<b>Total</b>	<b>375,681,540</b>	<b>4,699,527</b>	<b>9,080,342</b>	<b>371,300,725</b>	<b>46,974,832</b>	<b>38,784,311</b>	<b>2,975,441</b>	<b>82,783,702</b>	<b>288,517,023</b>	<b>328,706,708</b>

**ProYuga Advanced Technologies Limited**  
**1609, Lodha Supremus, Saki Vihar Road, Opp. MTNL office, Powai, Mumbai-400072**  
**Notes Forming Part of Standalone Financial Statements**

**Note:14 Long Term Loans and Advances**

Particulars		As at March 31, 2021	As at March 31, 2020
(i)	Capital Advances		
	a. Secured, Considered Good	-	-
	b. Unsecured, Considered Good	37,793,500	60,486,094
(ii)	Security Deposit		
	a. Secured, Considered Good	-	-
	b. Unsecured, Considered Good	1,748,352	2,477,736
(iii)	Loans and Advances to Related Parties		
	a. Secured, Considered Good	-	-
	b. Unsecured, Considered Good	410,197,260	290,075,100
<b>Total</b>		<b>449,739,112</b>	<b>353,038,930</b>

**Note:15 Other Non Current Assets**

Particulars		As at March 31, 2021	As at March 31, 2020
(i)	Preliminary Expenditure Carried Forward to	501,740	1,003,480
(ii)	Fixed Deposit Account	609,375	588,037
(iii)	Interest Accrued but not Due		
	a. From Related Parties	2,802,848	2,802,848
	b. From Others	13,920	-
<b>Total</b>		<b>3,927,883</b>	<b>4,394,365</b>

**Note: 16 Inventory**

Particulars		As at March 31, 2021	As at March 31, 2020
(i)	Raw materials	3,096,078	2,635,642
(ii)	Work-in-progress	403,214	11,466
(iii)	Finished goods (other than those acquired for trading)	321,398	321,398
(iv)	Stock-in-trade (acquired for trading)	11,270,730	14,172,850
<b>Total</b>		<b>15,091,420</b>	<b>17,141,356</b>

**ProYuga Advanced Technologies Limited**  
**1609, Lodha Supremus, Saki Vihar Road, Opp. MTNL office, Powai, Mumbai-400072**  
**Notes Forming Part of Standalone Financial Statements**

<b>Note:17 Trade Receivables</b>		
Particulars	As at March 31, 2021	As at March 31, 2020
(i) Secured considered good	-	-
(ii) Unsecured considered good		
a. Receivable from more than 6 Months		
(i) From Related Parties	652,088	417,236
(ii) From Others	3,911,035	2,603,041
b. Receivable from less than or Equal to 6 Months		
(i) From Related Parties	1,229,400	488,904
(ii) From Others	272,621	1,250,587
Less: Provision for doubtful trade receivables	-	-
<b>Total</b>	<b>6,065,144</b>	<b>4,759,768</b>
<b>Note:18 Cash and cash equivalents</b>		
Particulars	As at March 31, 2021	As at March 31, 2020
(i) Balances with banks	4,354,034	2,173,962
(ii) Cash on hand	58,223	241,140
(iii) Balance in Wallets, Other Cards	378,231	574,507
<b>Total</b>	<b>4,790,488</b>	<b>2,989,609</b>
<b>Note:19 Short term loans and advances</b>		
Particulars	As at March 31, 2021	As at March 31, 2020
<b>Unsecured Loans and Advances Considered Good</b>		
(i) <b>Loans and Advances to Related Parties</b>		
a. Secured, Considered Good	-	-
b. Unsecured, Considered Good	58,400,153	63,155,678
(ii) <b>Others</b>		
a. Secured, Considered Good	-	-
(iii) <b>Unsecured, Considered Good</b>		
a. Advance paid to Suppliers	351,660	718,256
b. Salary Advance	29,195	16,664
c. Prepaid Expenses	331,509	3,768,310
d. Security Deposits	838,836	3,426,432
e. Other Short term loans and advances	191,000	150,000
<b>Total</b>	<b>60,142,353</b>	<b>71,235,340</b>
<b>Note:20 Other Current assets</b>		
Particulars	As at March 31, 2021	As at March 31, 2020
(i) Advance Tax	-	-
(ii) <b>TDS Receivable</b>		
a. TDS Receivable FY 20-21	9,078,312	
b. TDS Receivable FY 19-20	1,570,004	2,027,678
c. TDS Receivable FY 18-19	-	252,509
(iii) GST Receivable	51,323,244	60423726
(iv) Others Receivables	890,684	1289087
(v) Other Current Assets	1,272,445	1,284,330
<b>Total</b>	<b>64,134,689</b>	<b>65,277,330</b>

**ProYuga Advanced Technologies Limited**  
**1609, Lodha Supremus, Saki Vihar Road, Opp. MTNL office, Powai, Mumbai-400072**

**Notes Forming Part of Standalone Financial Statements**

<b>Note:21 Revenue From Operations</b>		<b>(Amount in INR)</b>	
<b>Particulars</b>		<b>For the Year ended March 31, 2021</b>	<b>For the Year ended March 31, 2020</b>
(i)	Sale of services	105,373,025	9,364,833
(ii)	Sale of Goods	1,072,035	16,898,307
(iii)	Export services	1,157,831	5,156,486
<b>Total</b>		<b>107,602,891</b>	<b>31,419,626</b>

<b>Note:22 Other Income</b>			
<b>Particulars</b>		<b>For the Year ended March 31, 2021</b>	<b>For the Year ended March 31, 2020</b>
(i)	Interest Income	12,664,220	4,262,318
(ii)	Rent & Maintenance Received	1,858,376	611,016
(iii)	Interest on Income Tax Refund	43,869	35,544
(iv)	Other non-operating income	29,327	4,678,105
<b>Total</b>		<b>14,595,792</b>	<b>9,586,983</b>

<b>Note:23 Employee Benefits Expense</b>			
<b>Particulars</b>		<b>For the Year ended March 31, 2021</b>	<b>For the Year ended March 31, 2020</b>
(i)	Salaries and incentives Other than Directors	27,241,331	34,119,613
(ii)	Directors Remuneration excluding contribution to PF	4,478,400	4,478,400
(iii)	Contributions to -		
	a. Provident fund & Other funds	883,142	1,299,516
	b. Gratuity Expense	723,859	1,445,043
	c. Staff welfare expenses	125,802	2,333,756
	d. Leave Encashment	57,398	626,438
<b>Total</b>		<b>33,509,932</b>	<b>44,302,766</b>

<b>Note:24 Finance Cost</b>			
<b>Particulars</b>		<b>For the Year ended March 31, 2021</b>	<b>For the Year ended March 31, 2020</b>
(i)	Interest expense	4,792,307	2,462,766
(ii)	Interest on TDS	5,070	15,417
<b>Total</b>		<b>4,797,377</b>	<b>2,478,183</b>

**ProYuga Advanced Technologies Limited**  
**1609, Lodha Supremus, Saki Vihar Road, Opp. MTNL office, Powai, Mumbai-400072**  
**Notes Forming Part of Standalone Financial Statements**

<b>Note:25 Other Expenses</b>		<b>(Amount in INR)</b>	
<b>Particulars</b>		<b>For the Year ended March 31, 2021</b>	<b>For the Year ended March 31, 2020</b>
(i)	Bank and Other Charges	217,403	908,254
(ii)	Repairs & Maintenance		
	(i) Repiars & Maintenane Building	1,398,502	3,269,874
	(ii) Repiars & Maintenane Others	55,681	441,645
(iii)	Rent	6,154,181	15,318,101
(iv)	Rates & Taxes	1,141,653	666,182
(v)	Travelling Expenses	111,916	7,320,170
(vi)	Power and Fuel Charges	673,618	1,772,421
(vii)	Marketing Expenses	11,585,028	9,599,388
(viii)	Printing & Stationery	-	106,849
(ix)	Professional Charges	12,919,818	32,841,537
(x)	Research and Development Expenses	-	550,110
(xi)	Subscription	2,572,500	5,934,706
(xii)	Telephone and Communication	242,387	1,111,454
(xiii)	Stipends	212,400	430,902
(xiv)	Audit Fees	265,000	225,000
(xv)	Misc. Expense	2,617	191,141
(xvi)	Foreign Exchange Loss	23,175	94,439
(xvii)	Preliminary Expenses Written Off	501,740	501,740
(xviii)	Withholding Taxes written off	43,505	46,440
(xix)	Assets Written off, Impairment of Asset and loss on sale of asset	3,824,268	258,537
(xx)	Inventory Written off	561,424	666,091
(xxi)	Commissions	381,541	3,007,055
<b>Total</b>		<b>42,888,358</b>	<b>85,262,035</b>

<b>Note-26</b>			
<b>Sl.No</b>	<b>Contingent Liabilities</b>	<b>For the Year ended March 31, 2021</b>	<b>For the Year ended March 31, 2020</b>
(i)	Unexpired Letter of Credit	Nil	Nil
(ii)	Unexpired Bank Guarantees	Nil	Nil

<b>Note-27</b>			
<b>Sl.No</b>	<b>Statutory Auditors Remuneration</b>	<b>For the Year ended March 31, 2021</b>	<b>For the Year ended March 31, 2020</b>
(i)	Statutory Audit fee	150000	150000
(ii)	Tax Audt fees	50000	50,000
(iii)	Other Certifications	25000	25,000
<b>Total</b>		<b>225000</b>	<b>225000</b>

<b>Note-28</b>			
<b>Sl.No</b>	<b>Tax Expense</b>	<b>For the Year ended March 31, 2021</b>	<b>For the Year ended March 31, 2020</b>
(i)	Current Tax	-	-
(ii)	Deferred Tax	(968,439)	1772217
<b>Total</b>		<b>-968439</b>	<b>1772217</b>

**Notes Forming Part of Standalone Financial Statements**

**Note-29: Related Party Disclosures - As identified by the management and relied upon by the auditors:**

**(A) Associates:**

CyberEye Research Labs & Security Solutions Private Limited - Common Share holder  
iBuild Innovations India Limited- Common Shareholder  
Social Infra Developers Private Limited - Common Share holder  
Nxtwave Disruptive Technologies Private Limited- Common Shareholder

**(B) Subsidiaries:**

XR Technologies Limited  
Mayuukha Pte Limited

**(c) Key Management Personnel (KMP)**

Trivikrama Reddy Kothinti	Managing Director, CEO & Shareholder
Vasantha Sai Sama	WholeTime Director & Shareholder
Teja G Sriram	Whole Time Director & Shareholder
Reshika Reddy Gattupally	Whole Time Director & Shareholder
Spandana Rachamadugu	WholeTime Director
Hari Haran Gorijavola	Non Executive Director
Amabavarapu Jaya Kiran Reddy	Independent Director
Kancherla Venu Gopala Rao	Independent Director
Navya Surapaneni	Chief Financial Officer
Prince Pandey	Company Secretary

**(d) Controlling Share holder**

Sama Vijaya Kumar Reddy

**(e) Enterprise on which KMP or relatives of KMP have significant Influence**

Rentian Private Limited  
HySports LLP

**ProYuga Advanced Technologies Limited**  
1609, Lodha Supremus, Saki Vihar Road, Opp. MTNL office, Powai, Mumbai-400072

**Notes Forming Part of Standalone Financial Statements**

Transactions	As at			As at	
	March 31,2021			March 31,2020	
	Associates & Subsidiaries	KMP & Shareholder or Shareholder	Relative of KMP	Associates & Subsidiaries	KMP & Shareholder or Shareholder
<b>CyberEye Research Labs &amp; Security Solutions Private Limited</b>					
- Services Rendered		-	-		-
Towards Rent	600,000			200,000	
-Amount Receivable/(payable)	606,568	-	-	92,503	-
-Unsecured Business Loan Receivable/(Payable)	1,764,244	-	-	4,755,525	-
<b>Social Infra Developers Private Limited</b>					
- Services Rendered		-	-		-
Towards Rent	120,000			120,000	
-Amount Receivable/(payable)	288,148	-	-	146,548	-
<b>Nxtwave Disruptive Technologies Limited</b>					
- Services Rendered		-	-		-
Towards Rent	180,000				
Towards Content Development & Platform	90,100,000				
Towards Content Marketing Expense	5,075,000				
Towards Professional & Operational Service	9,825,000				
-Amount Receivable/(payable)	257,400	-	-		-
<b>XR Technologies Limited</b>					
-Amount Receivable/(payable)	542,826	-	-	542,826	-
-Investment	2,494,000	-	-	2,494,000	-
<b>Mayukha Pte Ltd</b>					
-Unsecured Business Loan Receivable/(payable)	290,075,100	-	-	290,075,100	-
-Investment	27,773,566	-	-	27,773,566	-
<b>iBuild Innovations India Ltd</b>					
- Services Rendered		-	-		-
Towards Rent	600,000			119,355	
- Services Taken		-	-		-
Towards Professional Service	12,000,000			30,000,000	
Towards Rent & CAM	1,102,500			816,713	
Towards Interest on MSME Dues	147,926				
Towards Purchase of Fixed Assets				884,138	
- Sale of Fixed Assets				229,616	
-Amount Receivable/(payable)	-2,609,328	-	-	-2,596,642	-
-Unsecured Business Loan Receivable/(Payable)	176,758,069	-	-	58,400,153	-
<b>Rentian Private Limited</b>					
- Services Rendered		-	-	66,500	-
Towards Rent	180,000				
-Amount Receivable/(payable)	-176,310,337	-	-	-156,876,530	-
-Unsecured Business Loan Receivable/(Payable)	-9,778,543	-	-		-
<b>Hysports LLP</b>					
- Services Rendered		-	-		-
Towards Rent			52,376		
- Sale of Fixed Assets			399,934		
<b>Trivikrama Reddy Kothinti</b>					
- Sale of Fixed Assets		135,170			
-Amount Receivable/(payable)		115,416			-162,303
- Remuneration		900,000			900,000
-Remuneration payable					-67,893
<b>Vasantha Sai Sama</b>					
- Sale of Fixed Assets		309,085			
-Amount Receivable/(payable)		112,480			-385,635
- Remuneration		1,800,000			1,800,000
-Remuneration payable					-120,612
<b>Teja G Sriram</b>					
- Sale of Fixed Assets		76,713			
-Amount Receivable/(payable)		84,574			-91,175
- Remuneration		600,000			600,000
-Remuneration payable					-47,890
<b>Reshika Reddy Gattupally</b>					
- Sale of Fixed Assets		269,105			
-Amount Receivable/(payable)		91,951			-317,914
- Remuneration		600,000			600,000
-Remuneration payable					48,094
<b>Spandana Rachamadugu</b>					
- Remuneration		600,000			600,000
-Remuneration payable		128,700			31,200
<b>Prince Pandey</b>					
- Remuneration		667,970			
<b>Navya Surapaneni</b>					
- Remuneration		600,000			600,000
- Sale of Fixed Assets		19,800			
-Amount Receivable/(payable)		-52			-22,177
-Remuneration payable					-32,890
<b>Sama Vijaya Kumar Reddy</b>					
-Amount Receivable/(payable)		290,000			290,000

Note:

All Directors have been considered as Key Management Personnel as they are involved in planning, directing and controlling the activities of the reporting enterprise.

**ProYuga Advanced Technologies Limited**

1609, Lodha Supremus, Saki Vihar Road, Opp. MTNL office, Powai, Mumbai-400072

**Notes Forming Part of Standalone Financial Statements**

**Note-30: Foreign Exchange Transactions**

Particulars	As at	
	March 31,2021	March 31,2020
Earnings	1,157,831	5,156,486
Expenditure and Assets	1,382,010	10,120,602

**Note-31: Earning Per share:**

Net Profit after tax for the year has been used as the numerator and number of shares has been used as denominator for calculating the basis and diluted earning per share.

	As at	
	March 31,2021	March 31,2020
<b>Basic and Diluted</b>		
Face Value per Share	1	1
Net Profit / (Loss) After Tax	2,288,945	(137,896,268)
Wighted Average No of Shares	45,355,027	45,355,027
Basic & Diluted Earning Per Share	0.05	-3.04

**Note: 32 Micro, Small and Medium Enterprises Development Act, 2006**

**(Amount in INR)**

	As at	
	March 31,2021	March 31,2020
The principal amount remaining unpaid as at the end of the year	2,518,641	3190598
The amount of interest accrued and remaining unpaid at the end of the year	136,832	0
Amount of interest paid by the Company in terms of Section 16 of Micro, Small and Medium Enterprise Development Act, 2006 along with the amounts of payments made beyond the appointed date during the year	0	0
Amount of interest due and payable for the period of delay in making payments without the interest specified under the Micro, Small and Medium Enterprise Development Act, 2006	0	0
Amount of further interest remaining due and payable in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises for the purpose of dis allowance as a deductible expenditure under section 23 of the Micro, Small and Medium Enterprise Development Act, 2006	136832	0

**Note:33 Figures are rounded off to the nearest rupee.**

For N R G & Co.,  
Chartered Accountants  
Firm Regd. No. 0134175

**For on Behlaf of the Board of Directors  
ProYuga Advanced Technologies Limited**

**Sd/-**  
**CA P Rama Krishna**  
Partner  
M.No.512328

**Sd/-**  
**Trivikrama Reddy Kothinti**  
Managing Director & CEO  
DIN: 07795482

**Sd/-**  
**Vasantha Sai Sama**  
Whole Time Director  
DIN: 07126477

Place: Hyderabad  
Date: 22-10-2021

**Sd/-**  
**Navya Surapaneni**  
CFO

**Sd/-**  
**Prince Pandey**  
Company Secretary  
Membership No: A59040

Place: Kurnool  
Date: 22.10.2021



## INDEPENDENT AUDITOR'S REPORT

To the Members of  
M/s. ProYuga Advanced Technologies Limited

Report on the Audit of Consolidated Financial Statements

### Opinion

We have audited the accompanying consolidated financial statements of **M/s. ProYuga Advanced Technologies Limited** (hereinafter referred to as “the Holding Company”), its subsidiaries (the Holding Company and its subsidiaries together referred to as “the Group”) which comprising of the consolidated Balance sheet as at March 31, 2021, the consolidated Statement of Profit and Loss, the consolidated Cash Flow Statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as “the consolidated financial statements”).

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of Reports of other Auditors on separate financial statements of a subsidiaries as were audited by the other Auditors and financial statements given by management of the subsidiaries, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013, as amended (“the Act”) in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2021, and it's consolidated loss and its consolidated cash flows for the year then ended..

### Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of companies the Act 2013 (the Act). Our responsibilities under those Standards are further described in the ‘Auditor’s Responsibilities for the Audit of the Consolidated Financial Statements’ section of our report. We are independent of the Group in accordance with the ‘Code of Ethics’ issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained by us along with the consideration of audit reports of the other Auditors referred in “other matters” paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

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

The Holding Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Annual Report, but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated 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 consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated 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 on the other information that we obtained prior to the date of this Auditors Report, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

### **Management and Board of Directors Responsibilities for the Consolidated Financial Statements**

The Holding Company's Board of Directors are responsible for the preparation and presentation of these consolidated financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated state of affairs, consolidated profit or loss and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act read with rules, as amended. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group 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 the 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Board of Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the each company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group is also responsible for overseeing the financial reporting process of the each company.

### **Auditor's Responsibilities for the Audit of the Consolidated Financial Statements**

Our objectives are to obtain reasonable assurance about whether the consolidated 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 consolidated 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 consolidated 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 control 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 holding company and its subsidiary companies incorporated India 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 and board of directors.
- Conclude on the appropriateness of management and board of director's use of the going concern basis of accounting in preparation of consolidated financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. 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 consolidated 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 Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial information of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regards are further described in "other matters" paragraph in this audit report.

We believe that the audit evidence obtained by us along with the consideration of audit reports of the other auditors referred to "other matters" paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors 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.

### **Other Matters**

- a) The subsidiaries are located outside India and whose financial statements and other financial information have been prepared in accordance with accounting principles generally accepted in their respective countries and the Company's management has converted the financial statements of the subsidiaries located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Company's management. Our opinion in so far as it relates to the balances

and affairs of such subsidiaries located outside India is based on Report of other Auditors and the financial information certified by the management and the conversion adjustments prepared by the management of the Company and audited by us.

- b) We did not audit the financial statements/ financial information of subsidiaries located outside India, whose financial statements / financial information reflect total assets of Rs. 19,93,28,216/-as at March 31, 2021 and total revenues/income of Rs.53,26,534/- as considered in the consolidated financial statements. These financial statements/ financial information have been audited by others auditors and financial statements/information certified by Management and whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of sub-section (3) of Section 143 of the Act in so far as it relates to the aforesaid subsidiaries is based solely on such reports of the other auditors and management.
- c) We did not audit the financial statements/ financial information of Indian subsidiary whose financial statements/ financial information reflect total assets of Rs. 18, 44,624/- as at March 31, 2021 and total revenues of Rs. Nil, and expenditure of Rs. 11, 74,467/- and net cash flows amounting to Rs.13, 85,084/- for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net profit/(loss) of Rs. (11,69,731)/- for the year ended March 31, 2021, as considered in the consolidated financial statements, whose financial statements/ financial information have not been audited by us. These financial statements/ financial information have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiary and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary, is based solely on the reports of the other auditors

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of other auditors and the financial statements / financial information certified by the Management of the Holding company.

### **Report on Other Legal and Regulatory Requirements**

1. As required by Section 143(3) of the Act, we report, to the extent applicable, 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 of the aforesaid consolidated financial statements;

- (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and report of the other auditors and Reports given by the by the management
  - (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, the and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;
  - (d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards prescribed under section 133 of the Act read Rules, as amended
  - (e) On the basis of the written representations from the directors of the Holding Company as on March 31, 2021 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary company, which are incorporated in India, none of the directors of the Holding company and its subsidiary company, which are incorporated in India, 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 Internal Financial Controls with reference to financial statement of the Holding company and its subsidiary company, which are incorporated in India and operating effectiveness of such controls, refer to our separate report in **Annexure A** to this report.
2. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate financial statements of a subsidiary, as noted in the "other matters" paragraph.
- i. There were no pending litigations which would impact the consolidated financial position of the Group.
  - ii. The Holding company and its subsidiary company, which are incorporated in India, did not have any material foreseeable losses on long-term contracts including derivative contracts;
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiary company, which are incorporated in India.

3. With respect to the matter to be included in the Auditors' Report under Section 197(16) of the Act:

- i. In our opinion and according to the information and explanations given to us, the remuneration paid during the current year by the Holding Company and its subsidiary companies which are incorporated in India to its directors is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director by the Holding Company and its subsidiary companies which are incorporated in India are not in excess of the limit laid down under Section 197 of the Act.

**For N R G & Co.,**  
Chartered Accountants  
Firm Registration No: 013417S

Sd/-  
**CA. P Ramakrishna**  
Partner  
Membership No. 512328  
UDIN: 21512328AAAAHV7309

Place: Hyderabad  
Date: 22.10.2021

**Annexure – A to the Independent Auditors’ Report on the consolidated financial statements.**

Report on the Internal Financial Controls with reference to the aforesaid consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

(Referred to in paragraph 1 (f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

**Opinion**

We have audited the Internal financial controls with reference to consolidated financial statements of M/s. **ProYuga Advanced Technologies Limited** (“the Holding Company”) and its subsidiary companies, which are companies incorporated in India, as of March 31, 2021 in conjunction with our audit of the consolidated financial statements of the Company for the year ended on that date.

In our opinion, the Holding company and its subsidiary companies, which are incorporated in India has, in all material respects, an adequate internal financial controls with reference to consolidated financial statements and such internal financial controls were operating effectively as at March 31, 2021, based on the internal controls with reference to consolidated financial statements criteria established by the Such companies considering the essential components of such internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**Other Matter**

Our report under section 143 (3) (i) of the act on the adequacy and operative effectiveness of the internal financial controls over financial reporting of the holding company and its subsidiary companies, which are companies incorporated in India. We have not expressed any opinion on internal financial controls over financial reporting of subsidiaries located outside India.

**Management’s Responsibility for Internal Financial Controls**

The respective Board of directors of holding company and subsidiary companies incorporated in India is responsible for establishing and maintaining internal financial controls with reference to consolidated financial statements based on the criteria established by the respective company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring



the orderly and efficient conduct of its business, including adherence to the 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.

### **Auditors' Responsibility**

Our responsibility is to express an opinion on the Internal financial controls with reference to consolidated financial statements based on our Audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to consolidated financial statements. 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 with reference to consolidated financial statements 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 with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to consolidated financial statements, 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 consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their report referred to other matter paragraph below is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements.

### **Meaning of Internal Financial Controls with reference to consolidated financial statements**

A company's internal financial controls with reference to consolidated financial statements 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 controls with reference to consolidated financial statements 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 unauthorized

acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

**Inherent Limitations of Internal Financial Controls with reference to consolidated financial statements**

Because of the inherent limitations of internal financial controls with reference to consolidated financial statements, 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 with reference to consolidated financial statements to future periods are subject to the risk that the internal financial controls with reference to consolidated financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**For N R G & Co.,**

Chartered Accountants

Firm Registration No: 013417S

Sd/-

**CA. P Ramakrishna**

Partner

Membership No. 512328

UDIN: 21512328AAAAHV7309

Place: Hyderabad

Date: 22.10.2021

**ProYuga Advanced Technologies Limited**  
**1609, Lodha Supremus, Saki Vihar Road, Opp. MTNL office, Powai, Mumbai-400072**  
**Consolidated Balance Sheet as at 31st March, 2021**

(Amount in INR)

	Particulars	Note No.	As at March 31, 2021	As at March 31, 2020
<b>I</b>	<b>EQUITY AND LIABILITIES</b>			
<b>1</b>	<b>Shareholder's funds:</b>			
(a)	Share Capital	1	1,008,355,027	1,008,355,027
(b)	Reserves and surplus	2	(475,205,625)	(463,189,505)
(c)	Money received against share warrants			
<b>2</b>	<b>Share application money pending for allotment</b>		-	-
<b>3</b>	<b>Minority Interest</b>		681	3,495
<b>4</b>	<b>Non - current liabilities:</b>			
(a)	Long - term borrowings	3	42,715,675	35,226,564
(b)	Deferred tax liabilities (Net)		8,160,189	8,136,221
(c)	Other Long - term liabilities	4	177,159,207	405,000
(d)	Long - term provisions	5	2,867,524	2,078,874
<b>5</b>	<b>Current liabilities</b>			
(a)	Short - term borrowings	6	9,778,543	69,319
(b)	Trade payables	7	12,190,673	14,296,741
(c)	Other current liabilities	8	12,470,067	161,040,783
(d)	Short - term provisions	9	1,686,041	405,323
	<b>Total</b>		<b>800,178,003</b>	<b>766,827,843</b>
<b>II</b>	<b>ASSETS</b>			
<b>1</b>	<b>Non - current assets:</b>			
(a)	Fixed assets			
(i)	Tangible assets	10	204,472,262	220,188,241
(ii)	Intangible assets	11	84,268,074	109,252,749
(iii)	Capital work-in-progress	12	-	33,050
(iv)	Goodwill		21,718	21,718
(b)	Non - current investments	13	-	-
(c)	Deferred tax assets (Net)		-	1,922
(d)	Long-term loans and advances	14	159,807,231	63,083,830
(e)	Other non-current assets	15	1,450,731	2,025,778
<b>2</b>	<b>Current assets:</b>			
(a)	Current investments			
(b)	Inventories	16	15,091,420	17,141,356
(c)	Trade receivables	17	6,398,120	5,029,527
(d)	Cash and cash equivalents	18	24,704,499	33,535,489
(e)	Short-term loans and advances	19	233,217,380	249,719,628
(f)	Other current assets	20	70,746,569	66,794,555
	<b>Total</b>		<b>800,178,003</b>	<b>766,827,843</b>

The notes are an integral part of these Consolidated Financial Statements.

As per our attached report of even date

**For N R G & Co**

Chartered Accountants  
(Firm Reg. No. 0134175)

Sd/-

**CA P Rama Krishna**  
Partner  
Membership No. 512328

**For on Behalf of the Board of Directors**  
**ProYuga Advanced Technologies Limited**

Sd/-

**Trivikrama Reddy Kothinti**  
Managing Director & CEO  
DIN: 07795482

Sd/-

**Vasantha Sai Sama**  
Whole Time Director  
DIN:07126477

Sd/-

**Navya Surapaneni**  
CFO

Sd/-

**Prince Pandey**  
Company Secretary  
Membership No: A59040

Place: Hyderabad  
Date: 22-10-2021

Place: Kurnool  
Date: 22-10-2021

**ProYuga Advanced Technologies Limited**

**1609, Lodha Supremus, Saki Vihar Road, Opp. MTNL office, Powai, Mumbai-400072**

**Consolidated Statement of Profit and Loss for the year ended 31st March, 2021**

		(Amount in INR)	
Particulars	Note No.	For the Year ended March 31, 2021	For the Year ended March 31, 2020
I. Revenue From Operations	21	107,602,891	32,900,930
II. Other income	22	19,922,333	14,098,320
<b>III. Total Revenue (I + II)</b>		<b>127,525,224</b>	<b>46,999,250</b>
a. Cost of Goods Sold		303,429	5,829,925
b. Employee benefits expense	23	33,796,925	44,543,159
c. Finance costs	24	4,797,377	2,529,817
d. Depreciation and amortization expense	10,11	39,328,329	40,296,017
e. Other Expense	25	60,696,545	128,956,260
<b>IV Total expenses (a+b+c+d+e)</b>		<b>138,922,605</b>	<b>222,155,178</b>
<b>V. Profit before exceptional and extraordinary items and tax (III-IV)</b>		<b>(11,397,381)</b>	<b>(175,155,928)</b>
VI. Exceptional items		-	-
<b>VII Profit before extraordinary items and tax (V - VI)</b>		<b>(11,397,381)</b>	<b>(175,155,928)</b>
VIII Extraordinary Items			
a. Prior period Item		594,770	-
<b>IX Profit before tax (VII- VIII)</b>		<b>(11,992,151)</b>	<b>(175,155,928)</b>
X Tax expense:			
a. Current tax		-	-
b. Deferred tax		23,968	1,770,295
c. Fringe benefit tax		-	-
d. MAT Credit entitlememnt		-	-
<b>XI Profit (Loss) for the period from continuing operations (IX-X)</b>		<b>(12,016,119)</b>	<b>(176,926,223)</b>
XII Profit/(loss) from discontinuing operations		-	-
XIII Tax expense of discontinuing operations		-	-
<b>XIV Profit/(loss) from Discontinuing operations (after tax) (XII-XIII)</b>		-	-
<b>Profit/ (Loss) for the period (XI + XIV)</b>		<b>(12,016,119)</b>	<b>(176,926,223)</b>
<b>XV Profit/(Loss) attributable to</b>			
Owners of the Company		<b>(12,016,119)</b>	<b>(176,926,223)</b>
Minority Interest		-	-
<b>Earnings Per Share</b>			
a. Basic		<b>(0.26)</b>	<b>(3.90)</b>
b. Diuted		<b>(0.26)</b>	<b>(3.90)</b>

The notes are an integral part of these Consolidated Financial Statements.

As per our attached report of even date

**For N R G & Co**  
Chartered Accountants  
(Firm Reg. No. 013417S)

**Sd/-**  
**CA P Rama Krishna**  
Partner

Place: Hyderabad  
Date: 22-10-2021

**For on Behalf of the Board of Directors**  
**ProYuga Advanced Technologies Limited**

**Sd/-**  
**Trivikrama Reddy Kothinti**  
Managing Director & CEO  
DIN: 07795482

**Sd/-**  
**Navya Surapaneni**  
CFO

Place: Kurnool  
Date: 22-10-2021

**Sd/-**  
**Vasantha Sai Sama**  
Whole Time Director  
DIN:07126477

**Sd/-**  
**Prince Pandey**  
Company Secretary  
Membership No: A59040

ProYuga Advanced Technologies Limited			
1609, Lodha Supremus, Saki Vihar Road, Opp. MTNL office, Powai, Mumbai-400072			
Consolidated Statement of Cash Flow For the Year Ended March 31, 2021			
		(Amount in INR)	
	Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
<b>A.</b>	<b>Cash Flow from Operating Activities</b>		
	Profit before Tax	(11,992,151)	(175,155,928)
	Adjustments for:		
	Depreciation	39,328,329	40,296,017
	Financial Charges	4,792,307	2,462,766
	Assets written off and Loss on Sale of Assets	3,429,569	-
	Impairment of Assets	-	3,174,564
	Other Income	(19,922,333)	(14,098,320)
	<b>Operating profit before working capital changes</b>	<b>15,635,721</b>	<b>(143,320,902)</b>
	<b>Changes in working capital:</b>		
	(Increase)/ Decrease in Receivables	(1,368,593)	879,848
	(Increase)/ Decrease in Short term loans & advances	16,502,248	(229,325,431)
	(Increase)/ Decrease in Other current assets & Inventory	(1,902,078)	(23,615,502)
	Increase / (Decrease) in Trade payables	(2,106,068)	94,044
	Increase / (Decrease) in Long term Liabilities, Current Liabilities, Short term provisions	29,464,209	139,267,760
	Increase / (Decrease) in Long Term provision	788,650	2,078,874
	<b>Cash generated from operations</b>	<b>57,014,089</b>	<b>(253,941,309)</b>
	Income tax paid	-	-
	<b>Net cash generated from/(used in) operating activities</b>	<b>57,014,089</b>	<b>(253,941,309)</b>
<b>B.</b>	<b>Cash Flow from Investing Activities:</b>		
	(Increase) / Decrease in Fixed Assets	(2,024,194)	(144,405,242)
	(Increase) / Decrease in Non current Assets	(96,146,432)	(57,576,273)
	Other Income	19,922,333	14,098,320
	<b>Net cash generated from/(used in) investing activities</b>	<b>(78,248,293)</b>	<b>(187,883,195)</b>
<b>C.</b>	<b>Cash Flow from Financing Activity</b>		
	Increase / (decrease) in Unsecured Loans	17,198,335	18,355,816
	Increase in share Capital	(2,814)	48,603,495
	Interest paid	(4,792,307)	(2,462,766)
	<b>Net cash generated from/(used in) financing activities</b>	<b>12,403,214</b>	<b>64,496,545</b>
<b>D.</b>	<b>Net Increase/( Decrease) in Cash and Cash Equivalents</b>	<b>(8,830,990)</b>	<b>(377,327,959)</b>
	Cash and Cash Equivalents at the beginning of the year	33,535,489	410,863,447
	<b>Cash and Cash Equivalents at the end of the year</b>	<b>24,704,499</b>	<b>33,535,489</b>
	<b>Cash and cash equivalents comprise of:</b>		
	Cash on hand	630,825	826,185
	Amount maintained in wallet	378,231	574,507
	Bank balances		
	- in current accounts	23,695,443	32,134,797
	<b>Total</b>	<b>24,704,499</b>	<b>33,535,489</b>
<p>The notes are an integral part of these Consolidated Financial Statements.  In terms of our report attached</p>			
<p><b>For N R G &amp; Co.,</b>  Chartered Accountants  Firm Regd. No. 013417S</p>		<p style="text-align: center;"><b>For on Behalf of the Board of Directors</b>  <b>ProYuga Advanced Technologies Limited</b></p>	
<p>Sd/-  <b>CA P Rama Krishna</b>  Partner  Membership No. 512328</p>		<p style="text-align: center;">Sd/-  <b>Trivikrama Reddy</b>  Kothinti  Managing Director &amp; CEO  DIN: 07795482</p>	
		<p style="text-align: center;">Sd/-  <b>Vasantha Sai Sama</b>  Whole Time Director  DIN:07126477</p>	
		<p style="text-align: center;">Sd/-  <b>Navya Surapaneni</b>  CFO</p>	
		<p style="text-align: center;">Sd/-  <b>Prince Pandey</b>  Company Secretary  Membership No: A59040</p>	
<p>Place: Hyderabad  Date: 22-10-2021</p>		<p style="text-align: center;">Place: Kurnool  Date: 22-10-2021</p>	

**ProYuga Advanced Technologies Limited**  
**1609, Lodha Supremus, Saki Vihar Road, Opp. MTNL office, Powai, Mumbai-400072**  
**Notes Forming Part of Consolidated Financial Statements**

**Note 1. Share Capital**

Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of Shares	Rs.	No. of Shares	Rs.
<b>a) Authorised :</b>				
Equity Shares of Rs.1/- each	100,000,000	100,000,000	100,000,000	100,000,000
<b>Preference Shares of different Classes</b>				
Preference Shares of Rs 1/- each	20,000,000	20,000,000	20,000,000	20,000,000
Preference Shares of Rs 10/- each	158000000	1,580,000,000	158000000	1,580,000,000
Preference Shares of Rs 100/- each	500000	50,000,000	500000	50,000,000
	<b>278,500,000</b>	<b>1,750,000,000</b>	<b>278,500,000</b>	<b>1,750,000,000</b>
<b>b) Issued, Subscribed and Fully Paid up :</b>				
Fully Paid up capital Equity Shares of Rs.1/- Each	45,355,027	45355027	45,355,027	45,355,027
Fully Paid up Preference Shares Capital of Rs 10/- Each				
0.2% Non Cumulative Optionally Convertible Preference Shares	6,500,000	65,000,000	6500000	65,000,000
0.02% Non Cumulative Redeemable Preference Shares	3,273,000	32,730,000	3273000	32,730,000
0.02% Non-Cumulative Optionally Convertible Preference Shares	86,527,000	865270000	86527000	865270000
<b>Total</b>	<b>141,655,027</b>	<b>1,008,355,027</b>	<b>141,655,027</b>	<b>1,008,355,027</b>

**1. Rights, preferences and restrictions attached to equity shares**

The company has only one class of Equity shares having a par value of Rs.1/- each. Each holder of Equity share is entitled to one vote per share on  
In the event of liquidation of the Company, the equity shareholders will be entitled to receive the remaining assets of the Company, after

**2. Details of share holders holding more than 5% of total number of shares**

Name of the Shareholder	As at March 31, 2021		As at March 31, 2020	
	No. of Shares	% of holding	No. of Shares	% of holding
Sama Vijaya Kumar Reddy	38,334,052	84.52%	38,334,052	84.52%
Sama Vasantha Sai	3,792,500	8.36%	3,792,500	8.36%

**3. Reconciliation of number of Equity shares:**

Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of Shares	Amount	No. of Shares	Amount
Shares outstanding at the beginning of the year	45,355,027	45,355,027	-	-
Add: Shares Issued during the year	-	-	45,355,027	45,355,027
	45,355,027	45,355,027	45,355,027	45,355,027
Less: Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	<b>45,355,027</b>	<b>45,355,027</b>	<b>45,355,027</b>	<b>45,355,027</b>

**4. The company has not issued any bonus shares during the last five financial years.**

**5. None of the shares were allotted in pursuant to contract without payment being received in cash.**

**Notes Forming Part of Consolidated Financial Statements**

**1 GENERAL INFORMATION:**

ProYuga Advanced Technologies Limited ("Company") incorporated on 16th June, 2017. The main vision of the Company is to make India a global leader in advanced technologies. To realize its vision, the company is developing transformative products in Virtual, Augmented and Mixed Reality. The company is giving assistance to game developers in developing AR/VR/MR content in their games. It also extends support to organisations across domains to use this technology to enhance their products or services, for capacity building, to improve the productivity of their employees, to give immersive demos, for visualizing data, rapid prototyping and testing, and much more.

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed to or has rights to, variable returns from its involvement with the entity and has ability to affect those returns through its power over its entity. The financial statements of subsidiaries are included in the consolidated financial statements from the date on which control commences until the date on which control ceases.

The financial statements of the Group are consolidated on line-by-line basis.

**2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:**

**2.1 BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS:**

The Consolidated Financials statements are prepared in accordance with the generally accepted accounting principles in India under the historical cost convention on an accrual basis in compliance with all material aspects of the Accounting Standards specified under section 133 of the Companies Act, 2013 ("the Act") read with Rule 7 of the Companies (Accounts) Rules, 2014, other relevant provisions of the Act and other pronouncements of the Institute of Chartered Accountants of India.

The accounting policies have been consistently applied by the Group and are consistent with those used in the previous year. The consolidated financials statements are presented in Indian rupees rounded off to the nearest rupee.

The assets and liabilities of the Group have been classified as current or non-current based on the estimation of whether it is expected to be realized/ settled within 12 months after the reporting date.

**2.2 USE OF ESTIMATE**

The preparation of the financial statements in conformity with the generally accepted accounting principles requires management to make estimates and assumptions to be made that affect the reported amount of assets and liabilities and the disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

**2.3 PREPARATION OF CONSOLIDATION**

- i. The Consolidated Financial Statements ('CFS') of the Group have been prepared based on a line-by-line consolidation of the balance sheet as at March 31, 2021 and statement of profit and loss and cash flows of the Group for the year ended March 31, 2021.
- ii. The financial statements of the Subsidiaries considered for the purpose of consolidation are drawn for the same reporting period as that of the Company i.e. year ended March 31, 2021.
- iii. The CFS have been prepared using uniform accounting policies, except as stated otherwise, for similar transactions and are presented to the extent possible, in the same manner as the Company's separate financial statements.
- iv. All material inter-company transactions and balances between the entities included in the CFS have been eliminated on consolidation.
- v. Any excess / shortage of cost to the Company of its investment in the subsidiaries over its proportionate share in the equity of such subsidiaries as at the date of the investment are recognized as goodwill / capital reserve in the CFS.
- vi. Minority interests have been excluded. Minority interests represent that part of the net profit or loss and net assets of subsidiaries that are not, directly or indirectly, owned or controlled by the Company.

**Notes Forming Part of Consolidated Financial Statements**

**2.4 TANGIBLE ASSET**

Property, Plant and Equipment are stated at cost less accumulated depreciation and impairment, if any. Costs comprise the purchase price and borrowing cost if the capitalisation criteria is met and directly attributable to bringing the said asset into the use as intended by the management and includes freight, duties taxes and other incidental expenses related to acquisition. Subsequent expenditure related to an item of Property Plant and equipment is added to its book value only if recognition criteria is met. All other expenses on existing fixed assets, including day to day repair and maintenance expenditure and cost of replacing parts are charged to Statement of Profit and loss for the period during which such expense is incurred. The Group depreciates Property, Plant and Equipment over their estimated useful lives using Straight Line Method. The estimated life of the assets considered as per the Companies Act, 2013 is

**Estimated Useful life Adopted by the Holding Company**

Particulars	Life of asset
End user devices, such as, desktops, laptops etc	3 years
Servers and networks	6 Years
Electrical Installations and Equipment	10 years
Furniture and fittings	10 years
Office Equipment	5 years

**Estimated Useful life Adopted by the Mayuukha Pte Ltd**

Particulars	Life of asset
End user devices, such as, desktops, laptops etc	3 years
Furniture and fittings	5 years
Office Equipment	5 years

As per the provisions of Australia, Mayuukha Pty Ltd has claimed the 100% depreciation on the fixed assets in the year of purchase.

The holding company has reclassified the Opening Gross block and Opening Depreciation block, considering the nature of the asset at the time of transfer of asset from one location to holding company's other location. Majority of the assets which are classified as Lease Hold Improvements in FY 19-20 are reclassified into Furniture & Fixtures and Office Equipment considering the further usage of assets in the Group.

**2.5 INTANGIBLE ASSETS**

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any.

**Computer software, Domain Names**

Costs incurred towards purchase of computer software are depreciated using the straight-line method over a period based on the license period of the software or based on the management's estimate of useful lives of such software which is 5 years from the date of capitalisation of asset

**Design**

Cost incurred toward purchase of the design relating to arrangement of electronic components in the Customised electronic bat are depreciated using the straight-line method over a period based on management's estimate of useful lives of such design which is 5 years. The Rights that are acquired by the Company is for life time.

The holding company has also applied for patents with respect to the design that the Company has procured.

**2.6 BORROWING COSTS:**

Borrowing costs include interest, other costs incurred in connection with borrowing and exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to the interest cost. General and specific borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. All other borrowing costs are recognised in Statement of Profit and Loss in the period in which they are incurred.

**2.7 IMPAIRMENT OF ASSETS:**

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are 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 asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

The Group bases its impairment calculation on detailed budgets and forecast calculations which are prepared separately for each of the Group's cash-generating units to which the individual assets are allocated. These budgets and forecast calculations are generally covering a period of five years.

After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

An assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the Group estimates the asset's or cash-generating unit's recoverable amount. A previously recognized impairment loss is increased or reversed depending on changes in circumstances. However, the carrying value after reversal is not increased beyond the carrying value that would have prevailed by charging usual depreciation if there was no impairment.

The carrying amount of goodwill arising on consolidation is reviewed for impairment in accordance with the requirements of Accounting Standard 28 "Impairment of Assets" and impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount.



Notes Forming Part of Consolidated Financial Statements

**2.8 INVENTORIES:**

Inventories are stated at lower of cost and net realisable value. Cost is determined using the first-in, first-out (FIFO) method. The method of determination of cost of various categories of inventory are as follows:

a) Raw Materials and Stores and Spares - at Cost.

b) Finished goods at lower of Cost or Market value.

c) Consumables at lower of Cost or Market value

Statement of Profit & Loss section includes the loss incurred as a result of the inventory write-off. As a result of unavailability of the Inventory for further use by the holding company, the management has decided to write them off. In FY 20-21, a total of Rs 5,61,424/- was written off as inventory.

**2.9 FOREIGN CURRENCY TRANSLATIONS:**

**Initial Recognition:**

On initial recognition, all foreign currency transactions are recorded by converting the foreign currency amount with the exchange rate prevailing as on the date of the transaction

**Subsequent Recognition:**

All the foreign current assets and liabilities are restated with the closing date exchange rate and Unrealised loss arising on account of such restatement is recognised in the statement of Profit & Loss account and the Unrealised gain on account of such restatement is not recognised in books of accounts on account considering the concept of Conservatism.

Realised Foreign Gain/Loss earned during the year under consideration is recognised in the statement of Profit & Loss Account

**2.10 REVENUE RECOGNITION:**

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. The following specific recognition criteria must also be met before the revenue is recognized.

Revenue recognition of services depends as the service is performed. This is further divided into two ways:

(a) **Proportionate Completion Method:** This method of accounting recognizes revenue in the statement of profit & loss proportionately with the degree of completion of each service.

Here the service completion consists of the execution of more than one act. Revenue is recognized with the completion of each such act.

**(b) Interest**

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable. During the year, the holding company has waived off the interest on the loan given to its Subsidiary Company (Mayuukha Pte Ltd) in the best interest of both the Companies. Accordingly, the interest income against the said loan is not recognised in the books of accounts

**2.11 Post Employment Benefits**

**Gratuity:** The holding company provides for gratuity, covering eligible employees in accordance with the Payment of Gratuity Act, 1972. The Gratuity provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment.

Liability with regard to the Gratuity plan are determined by actuarial valuation, performed by an independent actuary, at each balance sheet date using the projected unit credit method. The Company recognised the net obligation as a liability in the Balance Sheet. The effect of change in the net obligations are recognised in the statement of Profit & loss account under Employment Benefit Expenses.

**Leave Encashment:** The holding company has a policy on Earned Leaves which are both cumulative and non cumulative in nature. The expected cost of accumulating earned leaves is determined by actuarial valuation performed by independent actuary at each Balance Sheet date using the projected unit credit method on the additional amount expected to be paid/availed as a result of the unused entitlement that has accumulated at the Balance Sheet date. Expense on the non accumulating earned leaves is recognised in the period in which absence occurs. The liability in respect of all long term benefits is accrued in the books of account on the basis of actuarial valuation performed by independent actuary at each Balance Sheet date using the projected unit credit method and the company recognised the net obligation as a liability in the Balance Sheet. The effect of change in the net obligations are recognised in the statement of Profit & loss account under Employment Benefit Expenses

## Notes Forming Part of Consolidated Financial Statements

### 2.12 CURRENT AND DEFERRED TAX:

Tax expense comprises current and deferred income taxes. Provision for current income tax is made on the assessable income at the tax rate applicable to the relevant assessment year. Deferred income taxes are recognized for the future tax consequences attributable to timing differences between the financial statement determination of income and their recognition for tax purposes.

Deferred income taxes reflect the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences for the earlier years. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted at the reporting date. Deferred income tax relating to items recognized directly in equity is recognized in equity and not in the statement of profit and loss.

Deferred tax liabilities are recognized for all taxable timing differences. Deferred tax assets are recognized for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situations where the Group has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits.

At each reporting date, the Group re-assesses unrecognized deferred tax assets. It recognizes unrecognized deferred tax asset to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized.

The carrying amount of deferred tax assets are reviewed at each reporting date. The Group writes-down the carrying amount of deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realized. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

Investments which are readily realisable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments. On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties. Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments. On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

### 2.13 INVESTMENTS

**Current Investment:** Investments which are readily realisable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments.

**Long Term Investment:** All other investments are classified as long-term investments

**Recognition of Investment:**

On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties. Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments. On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

The Subsidiary Company (Mayukha Pte Ltd) has incurred business loss during the year. As a result, there is a diminution in the value of Investment. However, the management is considering the said diminution as temporary as the cause of diminution was ongoing pandemic which resulted in the slow down of the operations of the subsidiary company. Once the operations of the Subsidiary company run as per the expectations of the management, the business loss incurred until now can be recovered. Hence, no provision is created in the books of accounts for the FY 20-21.

### 2.14 LEASES:

**Operating Leases:**

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.

**Finance Leases:**

Leases under which the Group assumes substantially all the risks and rewards of ownership are classified as finance Lease. Such assets are capitalised at fair value of the asset or the present value of minimum lease payments at the inception of the lease which ever is lower.

Each lease payment is apportioned between the finance charge and the reduction of the outstanding liability. The outstanding liability is included in other short/long-term borrowings. The finance charge is charged to the Statement of Profit and Loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

### 2.15 SEGMENT REPORTING:

The Segment reporting is not applicable for the Group for the FY 20-21

### 2.16 EARNING PER SHARE:

The earnings considered in ascertaining the Group's earnings per share comprise the net profit or loss after tax attributable to equity share holders. The number of shares used in computing basic earnings per share is the weighted average number of shares outstanding during the year.

The number of shares used in computing diluted earnings per share comprises the weighted average number of shares considered for deriving basic earnings per share and also the weighted average number of shares, if any, which would have been issued on the conversion of all dilutive potential equity shares.

### 2.17 PROVISIONS:

A provision is recognized when the Group has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

**Notes Forming Part of Consolidated Financial Statements**

**2.18 CONTINGENT LIABILITIES**

A provision is recognized when the Group has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

**2.19 CASH AND CASH EQUIVALENT**

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand and short-term investments with an original maturity of three months or less

**2.20 CASH FLOW STATEMENT:**

The Cash flow statement is prepared in Indirect Method and the same is attached to the Financial Statements.

**2.21 CONTINGENCIES AND EVENTS OCCURRING AFTER THE BALANCE SHEET DATE:**

There is no such Events during the year.

**2.22 PRIOR PERIOD ITEMS AND CHANGES IN ACCOUNTING POLICIES:**

The Group has disclosed the prior period items in the Statement of Profit & Loss

**2.23 ACCOUNTING FOR GOVERNMENT GRANTS:**

The Group has not received any grant from the Government.

**2.24 RELATED PARTY DISCLOSURES:**

The disclosures for the transactions with related parties are made as per the standards in the notes to accounts of the financial statements.

**2.25 CONSOLIDATED FINANCIAL STATEMENTS:**

The Company has Singapore Subsidiary named Mayuukha Pte Ltd. The Company was incorporated on 5th February, 2018. The Consolidated financial statements are prepared considering the Accounting principles stated in AS-11 and AS-21

The Company has Indian Subsidiary name XR Technologies Limited. The Company was incorporated on 20th March, 2019. The Consolidated financial statements are prepared considering the Accounting principles stated in AS-21

**2.26 COVID-19 IMPACT NOTE:**

The spread of 'COVID-19' across the globe and in India has contributed to a significant decline and volatility in global and Indian markets and a contraction in the economic activities. On March 11, 2020, COVID-19 outbreak was declared as a global pandemic by the World Health Organization (WHO). Many countries have announced lockdowns since then, which are being extended from time to time with or without relaxations based on the severity of the spread at local levels. The extent to which the COVID-19 pandemic will impact the operations and financial results of the Group and consequently the estimates and judgments made, could vary on future developments, including, among other things, any new information concerning the severity of the COVID-19 pandemic and any action to contain its spread or mitigate its impact whether government-mandated or elected by the Group, which are uncertain as at the date of approval of these financial statements. The Group continues to closely monitor any material changes to future economic conditions, which will be given effect to in the respective future period. However, considering the overall condition of the economy and the interventions of the Governments to ensure revival of economic activity, the Group does not consider that there is any uncertainty regarding the assumption of Going Concern.

**ProYuga Advanced Technologies Limited**

1609, Lodha Supremus, Saki Vihar Road, Opp. MTNL office, Powai, Mumbai-400072

**Notes Forming Part of Consolidated Financial Statements**

**Note:2. Reserve and surplus**

Particulars		As at March 31, 2021	As at March 31, 2020
(i)	Security Premium	-	-
(ii)	General reserve		
(ii)	Surplus / (Deficit) in Statement of Profit and Loss		
	Balance at the beginning of the year	(463,189,505)	(286,263,282)
	Add: Profit / (Loss) for the year	2,288,945	(137,896,276)
	Loss arising on account of consolidation	(14,305,064)	(39,029,947)
	<b>Balance at the end of the year</b>	<b>(475,205,625)</b>	<b>(463,189,505)</b>
	<b>Total</b>	<b>(475,205,625)</b>	<b>(463,189,505)</b>

**Note:3 Long Term Borrowings**

Particulars		As at March 31, 2021	As at March 31, 2020
<b>Term loans From Banks</b>			-
(i)	Commercial Loans	42,291,404	34,486,325
(ii)	Vehicle Loans	424,271	740,239
	<b>Total</b>	<b>42,715,675</b>	<b>35,226,564</b>

**Note:**

1. The Company had taken the Commercial Loan by keeping the following Office Premises as Security for the Loan
  - a. Office Premises Located in Mumbai with address 1609, Lodha Supremus, SakiVihar Road, Opp. MTNL office, Powai, Mumbai-400072
  - b. Office Premises located in Hyderabad with address Plot No 30, Brigade Towers, East Wing, Ground Floor, Nanankramguda, Financial District, Gachibowli, Hyderabad-500032
2. The Company had taken the Vehicle loans by keeping following Vehicles as Security for the Loans
  - a. The Company has purchased 2 Alto's & 2 Omni's for the office purpose and the same are kept as security for taking the loans

**Note: 4 Other Long Term Liabilities**

Particulars		As at March 31, 2021	As at March 31, 2020
(i)	Security Deposits	558,000	405,000
(ii)	Advances received from related parties	176,601,207	-
	<b>Total</b>	<b>177,159,207</b>	<b>405,000</b>

**Note:5 Long Term Provisions**

Particulars		As at March 31, 2021	As at March 31, 2020
(i)	<b>Provision for employee benefits:</b>		
	a. Gratuity	2,183,688	1,452,436
	b. Leave Encashment	683,836	626,438
	<b>Total</b>	<b>2,867,524</b>	<b>2,078,874.00</b>

**ProYuga Advanced Technologies Limited**  
**1609, Lodha Supremus, Saki Vihar Road, Opp. MTNL office, Powai, Mumbai-400072**  
**Notes Forming Part of Consolidated Financial Statements**

<b>Note:6 Short Term Borrowings</b>		<b>As at March 31, 2021</b>	<b>As at March 31, 2020</b>
<b>Particulars</b>			
(i)	<b>Un Secured</b>		
	a. Loans and advances from related parties	9,778,543	
	b. From Others	-	69,319
<b>Total</b>		<b>9,778,543</b>	<b>69,319</b>

<b>Note :7 Trade Payables</b>		<b>As at March 31, 2021</b>	<b>As at March 31, 2020</b>
<b>Particulars</b>			
(i)	Trade payable Expenses	10,777,673	13,212,978
(ii)	Trade Payable Capital purchases	1,413,000	1,083,763
<b>Total</b>		<b>12,190,673</b>	<b>14,296,741</b>

<b>Note: 8 Other Current Liabilities</b>		<b>As at March 31, 2021</b>	<b>As at March 31, 2020</b>
<b>Particulars</b>			
(i)	Employee Benefit Expenses	3,895,229	2,403,894
(ii)	Professional Charges Payable	82,875	12,150
(iii)	Statutory Dues Payable		
	a. PF Payable	135,806	185,680
	b. Professional Tax Payable	10,050	12,850
	c. TDS Payable	1,165,396	327,839
	d. GST Payable	6,202,599	146,702
	e. Labour Welfare Fund	3,091	-
(iv)	Outstanding Liabilities	975,021	310,695
(v)	Advances Received from Customer	-	157,640,974
(vi)	Director Fees Payable	-	-
<b>Total</b>		<b>12,470,067</b>	<b>161,040,783</b>

<b>Note:9 Short Terms Provision</b>		<b>(Amount in Rs)</b>	
<b>Particulars</b>		<b>As at March 31, 2021</b>	<b>As at March 31, 2020</b>
(i)	Provision for Audit Fees	1,686,041	405,323
<b>Total</b>		<b>1,686,041</b>	<b>405,323</b>

<b>Note:13 Non current Investments</b>		<b>As at March 31, 2021</b>	<b>As at March 31, 2020</b>
<b>Particulars</b>			
(i)	Investments (At cost):		
	Investment in Associate (Dubai LLC)	-	-
<b>Total</b>		<b>-</b>	<b>-</b>

**ProYuga Advanced Technologies Limited**  
**1609, Lodha Supremus, Saki Vihar Road, Opp. MTNL office, Powai, Mumbai-400072**  
**Notes Forming Part of Consolidated Financial Statements**

S.No	Particulars	Gross Block (At cost)			Depreciation/Amortisation			Net block			
		As at April 1, 2020	Additions during the year	Deductions during the year	As at March 31, 2021	Up to April 1, 2020	Addition for the year	Deletion for the year	Up to March 31, 2021	As at March 31, 2021	As at March 31, 2020
<b>10</b>	<b>Tangible assets</b>										
	(i) Desktops & Laptops etc.	31,045,742	2,222,000	863,921	32,403,821	12,742,053	9,529,653	595,088	21,676,618	10,727,203	18,303,689
	(ii) Servers	621,289	-	-	621,289	181,942	96,129	-	278,071	343,218	439,347
	(iii) Office Equipment	8,773,060	-	1,844,940	6,928,120	1,939,980	1,463,774	522,539	2,881,215	4,046,905	6,833,080
	(iv) Furniture and Fixtures	5,987,106	33,051	948,439	5,071,718	947,488	532,103	124,507	1,355,084	3,716,634	5,039,618
	(v) Buildings	61,076,991	-	-	61,076,991	1,652,469	967,054	-	2,619,523	58,457,468	59,424,522
	(vi) Land	123,225,576	1,378,976	-	124,604,552	-	-	-	-	124,604,552	123,225,576
	(vii) Electrical Installations	3,133,663	-	1,022,791	2,110,872	409,320	242,070	162,722	488,668	1,622,204	2,724,343
	(viii) Lease Hold Improvements	4,499,789	-	4,269,700	230,089	1,314,681	402,424	1,569,925	147,180	82,909	3,185,108
	(ix) Vehicle	1,193,974	-	-	1,193,974	181,016	141,788	-	322,804	871,170	1,012,958
		<b>239,557,190</b>	<b>3,634,027</b>	<b>8,949,791</b>	<b>234,241,426</b>	<b>19,368,949</b>	<b>13,374,995</b>	<b>2,974,781</b>	<b>29,769,164</b>	<b>204,472,262</b>	<b>220,188,241</b>
<b>11</b>	<b>Intangible assets</b>										
	(i) Intangible Assets	136,433,679	-	-	136,433,679	29,162,472	25,926,589	-	55,089,061	81,344,618	107,271,207
	(ii) Moulds	1,890,650	1,065,500	97,500	2,858,650	18,988	1,168	659	19,497	2,839,153	1,871,662
	(iii) Stencils	134,620	-	-	134,620	24,740	25,577	-	50,317	84,303	109,880
		138,458,949	1,065,500	97,500	139,426,949	29,206,200	25,953,334	659	55,158,875	84,268,074	109,252,749
		33,050	-	33,050	-	-	-	-	-	-	33,050
		<b>239,590,240</b>	<b>3,634,027</b>	<b>8,982,841</b>	<b>234,241,426</b>	<b>19,368,949</b>	<b>13,374,995</b>	<b>2,974,781</b>	<b>29,769,164</b>	<b>204,472,262</b>	<b>220,221,291</b>
	Other intangible assets										
		138,458,949	1,065,500	97,500	139,426,949	29,206,200	25,953,334	659	55,158,875	84,268,074	109,252,749
		<b>378,049,189</b>	<b>4,699,527</b>	<b>9,080,341</b>	<b>373,668,375</b>	<b>48,575,149</b>	<b>39,328,329</b>	<b>2,975,440</b>	<b>84,928,039</b>	<b>288,740,335</b>	<b>329,474,040</b>

**ProYuga Advanced Technologies Limited**  
**1609, Lodha Supremus, Saki Vihar Road, Opp. MTNL office, Powai, Mumbai-400072**  
**Notes Forming Part of Consolidated Financial Statements**

**Note:14 Long Term Loans and Advances**

Particulars		As at March 31, 2021	As at March 31, 2020
(i)	<b>Capital Advances</b>		
	a. Secured, Considered Good	-	-
	b. Unsecured, Considered Good	37,793,500	60,486,094
(ii)	<b>Secutiry Deposit</b>		
	a. Secured, Considered Good	-	-
	b. Unsecured, Considered Good	1,891,571	2,597,736
(iii)	<b>Loans and Advances to Related Parties</b>		
	a. Secured, Considered Good	-	-
	b. Unsecured, Considered Good	120,122,160	-
<b>Total</b>		<b>159,807,231</b>	<b>63,083,830</b>

**Note:15 Other Non Current Assets**

Particulars		As at March 31, 2021	As at March 31, 2020
(i)	Preliminary Expenditure Carried Forward	827,436	1,437,741
(ii)	Fixed Deposit Account	609,375	588,037
(iii)	Interest Accured but not Due		
	a. From Related Parties	-	-
	B. From Others	13,920	-
<b>Total</b>		<b>1,450,731</b>	<b>2,025,778</b>

**Note: 16 Inventory**

Particulars		As at March 31, 2021	As at March 31, 2020
(i)	Raw materials	3,096,078	2,635,642
(ii)	Work-in-progress	403,214	11,466
(iii)	Finished goods (other than those acquired for trading)	321,398	321,398
(iv)	Stock-in-trade (acquired for trading)	11,270,730	14,172,850
<b>Total</b>		<b>15,091,420</b>	<b>17,141,356</b>

**Note:17 Trade Receivables**

Particulars		As at March 31. 2021	As at March 31. 2020
(i)	Secured considered good	-	-
(ii)	Unsecured considered good		
	a. Receivable from more than 6 Months		
	(i) From Related Parties	985,064	417,236
	(ii) From Others	3,911,035	2,872,800
	b. Receivable from less than or Equal to 6 Months		
	(i) From Related Parties	1,229,400	488,904
	(ii) From Others	272,621	1,250,587
<b>Total</b>		<b>6,398,120</b>	<b>5,029,527</b>

**ProYuga Advanced Technologies Limited**  
**1609, Lodha Supremus, Saki Vihar Road, Opp. MTNL office, Powai, Mumbai-400072**  
**Notes Forming Part of Consolidated Financial Statements**

**Note:18 Cash and cash equivalents**

Particulars		As at March 31, 2021	As at March 31, 2020
(i)	Balances with banks	23,695,443	32,134,797
(ii)	Cash on hand	630,825	826,185
(iii)	Balance in Wallets, Other Cards	378,231	574,507
<b>Total</b>		<b>24,704,499</b>	<b>33,535,489</b>

**Note:19 Short term loans and advances**

Particulars		As at March 31, 2021	As at March 31, 2020
(i)	<b>Loans and Advances to Related Parties</b>		
	a. Secured, Considered Good	-	-
	b. Unsecured, Considered Good	58,400,153	63,155,678
(ii)	<b>Others</b>		
	a. Secured, Considered Good	-	-
	<b>b. Unsecured, Considered Good</b>		
	(i) Advance paid to Suppliers	351,660	718,256
	(ii) Salary Advance	29,195	16,664
	(iii) Prepaid Expenses	670,491	4,547,597
	(iv) Security Deposits	838,836	4,641,498
	(v) Other Short term loans and advances	172,927,045	176,639,935
<b>Total</b>		<b>233,217,380</b>	<b>249,719,628</b>

**Note:20 Other Current assets**

Particulars		As at March 31, 2021	As at March 31, 2020
(i)	Advance Tax	-	-
(ii)	<b>TDS Receivable</b>		
	a. TDS Receivable FY 20-21	9,078,312	-
	b. TDS Receivable FY 19-20	1,570,004	2,027,678
	c. TDS Receivable FY 18-19	-	252,509
(iii)	GST Receivable	51,329,912	60475096
(iv)	Others Receivables	8,038,722	3297768
(v)	Other Current Assets	729,619	741,504
<b>Total</b>		<b>70,746,569</b>	<b>66,794,555</b>



**ProYuga Advanced Technologies Limited**  
**1609, Lodha Supremus, Saki Vihar Road, Opp. MTNL office, Powai, Mumbai-400072**  
**Notes Forming Part of Consolidated Financial Statements**

<b>Note:21 Revenue From Operations</b>		<b>(Amount in INR)</b>	
<b>Particulars</b>		<b>For the Year ended March 31, 2021</b>	<b>For the Year ended March 31, 2020</b>
(i)	Sale of services	105,373,025	10,846,137
(ii)	Sale of Goods	1,072,035	16,898,307
(iii)	Export services	1,157,831	5,156,486
<b>Total</b>		<b>107,602,891</b>	<b>32,900,930</b>

<b>Note:22 Other Income</b>			
<b>Particulars</b>		<b>For the Year ended March 31, 2021</b>	<b>For the Year ended March 31, 2020</b>
(i)	Interest Income	17,928,184	6,193,688
(ii)	Rent & Maintenance Received	1,858,376	611,016
(iii)	Interest on Income Tax Refund	43,869	35,544
(iv)	Other non-operating income	91,904	4,679,883
(v)	Foreign Exchange conversion gain on Consolidation	-	2,578,189
<b>Total</b>		<b>19,922,333</b>	<b>14,098,320</b>

<b>Note:23 Employee Benefits Expense</b>			
<b>Particulars</b>		<b>For the Year ended March 31, 2021</b>	<b>For the Year ended March 31, 2020</b>
(i)	Salaries and incentives Other than Directors	27,241,331	34,119,613
(ii)	Directors Remuneration	4,758,000	4,711,400
(iii)	Contributions to -		
	a. Provident fund & Other funds	883,142	1,299,516
	b. Gratuity Expense	731,252	1,452,436
	c. Staff welfare expenses	125,802	2,333,756
	d. Leave Encashment	57,398	626,438
<b>Total</b>		<b>33,796,925</b>	<b>44,543,159</b>

<b>Note:24 Finance Cost</b>			
<b>Particulars</b>		<b>For the Year ended March 31, 2021</b>	<b>For the Year ended March 31, 2020</b>
(i)	Interest expense	4,792,307	2,462,766
(ii)	Interest on TDS	5,070	67,051
<b>Total</b>		<b>4,797,377</b>	<b>2,529,817</b>

**ProYuga Advanced Technologies Limited**  
**1609, Lodha Supremus, Saki Vihar Road, Opp. MTNL office, Powai, Mumbai-400072**  
**Notes Forming Part of Consolidated Financial Statements**

<b>Note:25</b>		<b>(Amount in INR)</b>	
<b>Sl.No</b>	<b>Other Expenses</b>	<b>For the Year ended March 31, 2021</b>	<b>For the Year ended March 31, 2020</b>
(i)	Bank and Other Charges	485,704	1,436,320
(ii)	Repairs & Maintenance		
	(i) Repiars & Maintenane Building	1,751,795	3,380,503
	(ii) Repiars & Maintenane Others	55,681	441,645
(iii)	Rent	8,361,754	22,823,681
(iv)	Rates & Taxes	1,204,890	709,686
(v)	Travelling Expenses	111,916	8,362,551
(vi)	Power and Fuel Charges	692,653	1,823,258
(vii)	Marketing Expenses	11,585,028	9,523,264
(viii)	Printing & Stationery	-	109,649
(ix)	Professional Charges	20,915,131	54,789,557
(x)	Research and Development Expenses	-	550,110
(xi)	Subscription	2,614,714	5,970,954
(xii)	Telephone and Communication	252,730	1,157,453
(xiii)	Stipends	212,400	430,902
(xiv)	Audit Fees	1,458,701	417,386
(xv)	Misc. Expense	23,958	768,482
(xvi)	Foreign Exchange Loss	112,149	613,980
(xvii)	Preliminary Expenses Written Off	610,305	610,305
(xviii)	Withholding Taxes written off	43,505	46,440
(xix)	Assets Written off & Impairment of Asset	3,824,268	7,453,659
(xx)	Inventory Written off	561,424	666,091
(xxi)	Commissions	381,541	3,091,267
(xxii)	Director Fees	616,390	573,937
(xxiii)	Insurance	38,228	30,618
(xxiv)	Foreign Exchange conversion loss on Consolidation	4,781,680	-
(xxv)	Impairment loss on revaluation of sharesof Dubai Co	-	3,174,564
	<b>Total</b>	<b>60,696,545</b>	<b>128,956,260</b>
<b>Note-26</b>			
<b>Sl.No</b>	<b>Contingent Liabilities</b>	<b>For the Year ended March 31, 2021</b>	<b>For the Year ended March 31, 2020</b>
(i)	Unexpired Letter of Credit	Nil	Nil
(ii)	Unexpired Bank Guarantees	Nil	Nil
<b>Note-27</b>			
<b>Sl.No</b>	<b>Statutory Auditors Remuneration</b>	<b>For the Year ended March 31, 2021</b>	<b>For the Year ended March 31, 2020</b>
(i)	Statutory Audit fee	1343701	342386
(ii)	Tax Audt fees	50000	50,000
(iii)	Other Certifications	25000	25,000
	<b>Total</b>	<b>1418701</b>	<b>417386</b>
<b>Note-28</b>			
<b>Sl.No</b>	<b>Tax Expense</b>	<b>For the Year ended March 31, 2021</b>	<b>For the Year ended March 31, 2020</b>
(i)	Current Tax	-	-
(ii)	Deferred Tax	23,968	1770295
	<b>Total</b>	<b>23968</b>	<b>1770295</b>