

INDEPENDENT AUDITORS' REPORT

To,
The Members of,
Expleo Engineering India Private Limited (formerly known as Assystem India Private Limited),
Bangalore.

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Expleo Engineering India Private Limited (formerly known as Assystem India Private Limited) ("the Company"), which comprise the balance sheet as at 31st March 2019, the Profit and Loss statement of, and cash flow statement for the year then ended and notes to the 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 financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, its loss, and its cash flows for the year ended on that date.

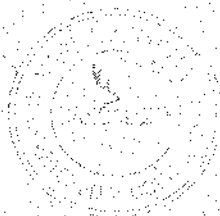
Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the 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 financial statements under the provisions of the Companies Act, 2013 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 opinion.

Emphasis of Matter

We draw attention to Note 13.1 of the accompanying financial statements for the year ended 31 March 2019. As stated therein, the Company has substantial accumulated loss as at the balance sheet date and had sold its business in an earlier year and is yet to decide on the future course of business and that the accompanying financial statements have not been prepared on a going concern basis which is considered appropriate by the Management of the company

Our opinion is not modified in respect of the above matter.



Other Information

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

Our opinion on the 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 financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the 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.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these 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 accounting Standards specified under section 133 of the Act. 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 financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern or otherwise, 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.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 financial statements. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:



- (i) Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- (ii) Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls.
- (iii) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- (iv) Conclude on the appropriateness of management's use of the going concern basis of accounting or otherwise 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 financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained upto the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- (v) Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the 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 Section 143 (11) of the Companies Act, 2013, we give in the Annexure A a statement on the matters specified in Paragraphs 3 and 4 of the said 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 Profit and Loss Statement, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid 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 31st March, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2019 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) As per the notification of the Ministry of Corporate Affairs G.S.R. 464(E) dated 5th June, 2015 read with amended notification G.S.R. 583(E) dated 13th June, 2017 the reporting requirement on Internal Financial Control under section 143(3)(i) of the Act is not applicable to the company since the turnover of the company is less than the prescribed threshold of rupees fifty crores as per last audited financial statements and the aggregate outstanding borrowings (excluding Non-fund based facilities) from banks or financial institutions or anybody corporate at any point of time during the financial year is less than the prescribed threshold of rupees twenty five crores.
- (g) With respect to the other matters to be included in the Auditors Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanation given to us, the provisions of section 197 of the Act is not applicable to the company for the year under audit.

- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, 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.

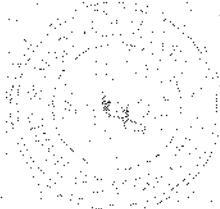
- (ii) The Company did not have any long-term contracts, including derivative contracts for which there were any material foreseeable losses.
- (iii) There were no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Company

for VARMA & VARMA
Chartered Accountants
FRN 004532S

S. K. Srinivas
K P SRINIVAS
Partner
M. No.208520

Place of signature: Bangalore

Date: 18/9/2019



UDIN: 191020520AAAA508954

ANNEXURE A TO THE AUDITORS' REPORT

The Annexure referred to in paragraph (1) under the heading 'Report on Other Legal and Regulatory Requirements' of our Independent Audit Report of even date on the financial statements of Expleo Engineering India Private Limited for the year ended 31 March, 2019

- (i) The company did not have any property, plant and equipments during the year and at the year end. Accordingly, paragraph 3(i) of the Order is not applicable to the company.
- (ii) The company was primarily into the business of providing engineering consultancy services. Accordingly, paragraph 3(ii) of the Order is not applicable to the company.
- (iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured, to companies/firms or other parties covered in the register maintained under section 189 of the Act. Accordingly, paragraph 3(iii) of the Order are not applicable to the company.
- (iv) As per the information and explanations given to us, the Company has not granted any loans, investments, guarantees and security to parties covered under section 185 and 186 of the Act. Accordingly, paragraph 3(iv) of the Order is not applicable to the company.
- (v) As per the information and explanations given to us, the Company has not accepted deposits in accordance with directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act and the rules under there. Accordingly, paragraph 3(v) of the Order is not applicable to the company.
- (vi) As per the information and explanations given to us, the provisions of maintenance of cost records prescribed by the Central Government are not applicable to the Company. Accordingly, paragraph 3(vi) of the Order is not applicable to the company.
- (vii)
 - (a.) According to the information and explanations given to us, and on the basis of our examination of the records of the Company, the Company has been generally regular in depositing the statutory dues including provident fund, Employees State Insurance, income tax, sales tax, Goods and Service Tax, wealth tax, service tax, duty of customs, excise duty, value added tax, cess and other material statutory dues with the appropriate authorities to the extent applicable. There are no arrears of undisputed statutory dues of a material nature outstanding as at the last day of the financial year for a period of more than six months from the due date except for advance tax Rs. 62,928/-.
 - (b.) According to the information and explanations given to us and as per the records of the Company examined by us, no dues of income tax or sales tax or wealth tax or service tax or Goods and Service Tax or duty of customs or duty of excise or value added tax or cess have not been deposited on account of any dispute.

- (viii) According to the information and explanations given to us and as per our verification of the records of the Company, the Company has not taken any loans from banks or financial institutions. Accordingly, paragraph 3(vii) of the Order is not applicable to the company.
- (ix) In our opinion and according to the information and explanations given to us, the Company has not raised money by way of initial public offer/ further public offer. Accordingly, paragraph 3(ix) of the Order is not applicable to the company.
- (x) According to the information and explanations given to us and the records of the company examined by us, no frauds by the Company or on the Company by its officers or employees has been noticed or reported during the year. Accordingly, paragraph 3(x) of the Order is not applicable to the company.
- (xi) Since the Company is a Private Company, the provisions of section 197 of the Act and the rules made thereunder are not applicable to the Company. Accordingly, paragraph 3(xi) of the Order is not applicable to the Company.
- (xii) In our opinion and 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, transactions with the related parties are in compliance with sections 177 and 188 of the Act, wherever applicable and details of such transactions have been appropriately disclosed in the 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, paragraph 3(xiv) of the Order is not applicable.
- (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 the Directors. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) The Company is not required to be registered under section 45IA of the Reserve Bank of India Act, 1934, since the principal business of the Company is not that of financing activity. Accordingly, paragraph 3(xvi) of the Order is not applicable.

for VARMA & VARMA
Chartered Accountants
FRN 04532S

Srinivas K P
K P SRINIVAS

Partner

M No. 208520

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Place of Signature: Bengaluru

Date: 22/11/17

Expleo Engineering India Private Limited
(Formerly Known as Assystem India Private Limited)

BALANCE SHEET

CIN: U72900KA2003PTC031849

(Amounts in Indian Rupees, In thousands)

Particulars	Note No.	As at 31 March 2019	As at 31 March 2018
I. EQUITY AND LIABILITIES			
(1) Shareholders' Funds			
(a) Share Capital	1	8,736	8,736
(b) Reserves and Surplus	2	7,215	7,922
		15,951	16,658
(2) Current Liabilities			
(a) Trade payables	3	-	-
- total outstanding dues of micro and small enterprises		-	-
- total outstanding dues of creditors other than micro and small enterprises		212	125
(b) Other current liabilities	4	4	180
(c) Short Term Provisions	5	155	-
		371	305
TOTAL		16,322	16,963
ASSETS			
(1) Non-current assets			
(a) Long-term loans and advances	6	5,800	8,593
(2) Current assets			
(a) Cash and bank balances	7	10,267	8,370
(b) Other current assets	8	255	-
		10,522	8,370
TOTAL		16,322	16,963
Significant Accounting Policies	13		
Accompanying notes forming an integral part of the financial statements	12, 14-17		

For and behalf of the Board of Directors of
Expleo Engineering India Private Limited

VENKATARAMANA MANTHA
Director
DIN:07485325

SUNIL KUMAR BEHARA
Director
DIN:07609856

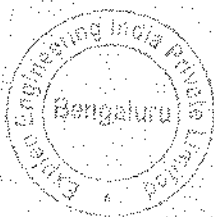
Place : Bengaluru
Date : 28-09-2019

Place : Bengaluru
Date : 28-09-2019

As per our report of the even date attached.
for VARMA & VARMA
Chartered Accountants
FRN 004532S

K P SRINIVAS
Partner
M No. 208520

Place: Bengaluru
Date: 28/09/19



Expleo Engineering India Private Limited
(Formerly Known as Assystem India Private Limited)

PROFIT AND LOSS STATEMENT

CIN: U72900KA2003PTC031849

(Amounts in Indian Rupees, in thousands)

Particulars	Note No.	For the year ended 31st March 2019	For the year ended 31st March 2018
OTHER INCOME	9	1,074	586
		1,074	586
EXPENSES			
Finance Costs	10	7	-
Other expenses	11	347	688
		354	688
Profit (Loss) before Tax expense		720	(102)
Tax expense for the year			
Current year		140	-
Earlier year		1,287	-
		1,427	-
Profit (Loss) for the year after tax		(707)	(102)
Earnings per equity share (Rs.10 each)			
Weighted Average Number of Equity Shares outstanding		8,73,585	8,73,585
Basic Earnings/ (Loss) per equity share(in Rupees)		(0.81)	(0.12)

Significant Accounting Policies

13

Accompanying notes forming an integral part of the financial statements

12, 14-17

For and behalf of the Board of Directors of
Expleo Engineering India Private Limited

As per our report of the even date attached.

For VARMA & VARMA
Chartered Accountants
FRN 004532S

VENKATARAMANA MANTHA

Director

DIN:07485325

SUNIL KUMAR BEHARA

Director

DIN:07609856

K P SRINIVAS

Partner

M No. 208520

Place : Bengaluru

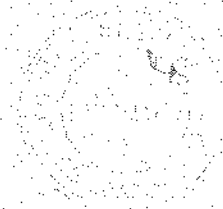
Date : 28-09-2019

Place : Bengaluru

Date : 28-09-2019

Place : Bengaluru

Date : 28/9/19



Expleo Engineering India Private Limited
(Formerly Known as Assystem India Private Limited)

CASH FLOW STATEMENT

CIN: U72900KA2003PTC031849

(Amounts in Indian Rupees, In thousands)

Particulars	(Amounts in Indian Rupees, In thousands)	
	For the year ended 31st March 2019	For the year ended 31st March 2018
A. Cash flow from operating activities :		
Net Profit Before Taxes	720	(102)
Adjustments For :		
Interest Income	(942)	(586)
Interest Paid	7	-
Operating Profit before Working Capital Changes	(215)	(688)
Adjustments For :		
(Increase)/ Decrease in Other current assets	(255)	-
(Increase)/ Decrease in Loans and Advances	(47)	1,835
Increase/(Decrease) in Trade payables	87	(108)
Increase/(Decrease) in Short-term provision	-	-
Increase/(Decrease) in Other Liabilities	(176)	145
Cash generated from operations	(606)	1,184
Less: Income tax paid (net of refund)	1,561	-
Net cash from operating activities	955	1,184
B. Cash flow from investing activities :		
Increase in Fixed Deposit	(27)	(27)
Interest Income	942	586
Net Cash used in investing activities	915	559
C. Cash flow from financing activities :		
Net increase in Cash and Cash Equivalents (A+B+C)	1,870	1,743
Cash and cash equivalents (Refer Note No. 7)		
At the beginning of the year	7,868	6,125
At the end of the year	9,738	7,868

For and behalf of the Board of Directors of
Expleo Engineering India Private Limited

VENKATARAMANA MANTHA

Director
DIN:07485325

Place : Bengaluru
Date : 28-09-2019

SUNIL KUMAR BEHARA

Director
DIN:07609856

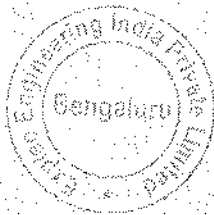
Place : Bengaluru
Date : 28-09-2019

As per our report of the even date attached

For VARMA & VARMA
Chartered Accountants
FRN 004532S

K P SRINIVAS
Partner
M No. 208520

Place : Bengaluru
Date : 28/09/19



Expleo Engineering India Private Limited
(Formerly Known as Assystem India Private Limited)
NOTES FORMING AN INTEGRAL PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019
(Amounts in Indian Rupees, In thousands)

Particulars	As at 31 March 2019	As at 31 March 2018
1 Share Capital		
1.1 Equity Share Capital		
1.1.1. Authorised Equity Share Capital:-		
2,350,000 (2018: 2,350,000) Equity Shares of Rs.10 each	23,500	23,500
1.1.2. Issued, Subscribed and Fully Paid Up:-		
8,73,585 (2018: 8,73,585) Equity Shares of Rs.10 each	8,736	8,736
1.2 Reconciliation of number of shares outstanding is given below:	31 March 2019	31 March 2018
	No. of shares	No. of shares
Equity shares outstanding:		
at the beginning of the year	8,73,585	8,73,585
at the end of the year	8,73,585	8,73,585
Change in Equity shares outstanding		
1.3 Shares held by holding company, its subsidiaries and associates;	31 March 2019	31 March 2018
	No. of shares	No. of shares
Expleo International SASU, France (Holding Company) (Formerly known as Assystem International SASU, France)	8,73,575	8,73,575
Expleo Germany Holding GmbH, Germany (Subsidiary of holding company) (Formerly known as Assystem Deutschland GmbH, Germany)	10	10
1.4 Shares in the company held by each shareholder holding more than 5 percent shares;	31 March 2019	31 March 2018
Expleo International SASU, France (Formerly known as Assystem International SASU, France)		
- Number of shares held	8,73,575	8,73,575
- Percentage (%) of shareholding	99.9989%	99.9989%
* Above disclosures are as per the records maintained by the Company including members register.		
1.5 Other notes on 'Share Capital':		
1.5.1. The company has only one class of shares referred to as Equity Shares having a par value of Rs.10/-. Each holder of equity share is entitled to one vote per share.		
1.5.2. For the period of five years immediately preceding 31 March 2019: No shares were allotted as fully paid up pursuant to contract(s) without payment being received in cash. No shares were allotted as fully paid up by way of bonus shares. No shares were bought back.		
1.5.3. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company after payment of all liabilities. The distribution will be in proportion to the number of equity shares held by the shareholders.		
2 Reserves & Surplus		
2.1 Reserves		
Securities Premium Account (As per the earlier financial statement)	6,685	6,685
2.2 Surplus/(Deficit) in Profit and Loss Statement		
Surplus/(Deficit) - Opening Balance	1,237	1,339
Loss for the year as per profit and loss statement	(707)	(102)
Surplus/(Deficit) - Closing Balance	530	1,237
	7,215	7,922

Explico Engineering India Private Limited
 (Formerly Known as Assystem India Private Limited)

NOTES FORMING AN INTEGRAL PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019
 (Amounts in Indian Rupees, In thousands)

Particulars	As at 31 March 2019	As at 31 March 2018
Current Liabilities		
3 Trade Payables		
(Unsecured, considered good)		
- total outstanding dues of micro and small enterprises	-	-
- total outstanding dues of creditors other than micro and small enterprises	212	125
	<u>212</u>	<u>125</u>
3.1 There are no Micro and Small Enterprises, to whom the company owes dues, which are outstanding beyond the time period stipulated in the Micro, Small & Medium Enterprises Development (MSMED) Act, 2006, as at the Balance Sheet date. The above information has been determined to the extent such parties have been identified on the basis of information available with the company.		
4 Other Current Liabilities		
Statutory dues	4	-
Due to others	-	132
Payable to Related party	-	48
	<u>4</u>	<u>180</u>
5 Short Term Provisions		
Provision for Income Tax (Net of advance tax)	155	-
	<u>155</u>	<u>-</u>

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Expleo Engineering India Private Limited
(Formerly Known as Assystem India Private Limited)

NOTES FORMING AN INTEGRAL PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019
(Amounts in Indian Rupees, In thousands)

Particulars	As at 31 March 2019	As at 31 March 2018
6 Long-Term Loans and Advances <i>(Unsecured, considered good)</i>		
Others		
GST Input Credit (Refer Note 6.1 below)	76	29
Advance Income Tax & Tax deducted at source (Net of provisions)	5,724	8,564
	<u>5,800</u>	<u>8,593</u>
6.1 The Management of the Company is confident of utilisation of these input credits in books and hence no provision is considered necessary at this stage.		
6.2 The Management of the Company expects the income tax refunds to be received in full and hence no provision is considered necessary at this stage.		
7 Cash and Bank Balances		
7.1 Cash and Cash equivalents		
Balances held with banks		
In current accounts	4,608	2,738
In fixed deposits with less than 3 months maturity	5,130	5,130
	<u>9,738</u>	<u>7,868</u>
7.2 Other bank balances		
Balances held with banks in deposit accounts		
With maturity period more than 3 months but less than 12 months (Also, Refer Note 14)	529	502
	<u>529</u>	<u>502</u>
	<u>10,267</u>	<u>8,370</u>
8 Other current assets		
Interest receivable	72	-
Recoverable from related party	183	-
	<u>255</u>	<u>-</u>

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Expleo Engineering India Private Limited
(Formerly Known as Assystem India Private Limited)

NOTES FORMING AN INTEGRAL PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019
(Amounts in Indian Rupees, In thousands)

Particulars	For the year ended 31st March 2019	For the year ended 31st March 2018
9 Other Income		
Interest on Income tax refund	585	429
Balance no longer required written back	132	-
Interest on deposits with bank	357	157
	1,074	586
10 Finance Costs		
Interest on Income Tax	7	-
	7	-
11 Other Expenses		
Office Rent	24	24
Professional fees	83	362
Auditors' Remuneration		
- as statutory auditor	100	100
- for taxation services	122	51
Bank Charges	1	15
Conveyance Expenses	1	-
Rates and taxes	16	136
	347	688

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12. CORPORATE INFORMATION:

Expleo Engineering India Private Limited ("the Company") was incorporated on 23 April 2003 under the provisions of Companies Act with its registered office in Bengaluru, Karnataka. The Company changed its name to Expleo Engineering India Private Limited with effect from 29 March 2019. The Company was registered with Software Technology Park Scheme upto 3 June 2018. The principal activities of the company include providing engineering consultancy services to its clients.

13. SIGNIFICANT ACCOUNTING POLICIES

13.1 Basis of Preparation of Financial Statements

These financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles (IGAAP) under the historical cost convention on the accrual basis. IGAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 ('Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, and the provisions of the Act. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of services, the Company has ascertained its operating cycle as 12 months for the purpose of current – non current classification of assets and liabilities.

The Company is a Small and Medium Sized Company (SMC) as defined in the General instructions in respect of Accounting Standards notified under the Companies Act, 1956, which is also made applicable under section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (accounts) Rules, 2014. Accordingly, the Company has complied with the Accounting Standards as applicable to a SMC.

Going Concern

The Company has sold its business on slump sale on a going concern to Expleo Technology India Private Limited (formerly known as Assystem Technology India Private Limited) w.e.f 1st November 2015 based on the approval accorded at the extra-ordinary general meeting of the Company. The company is yet to decide on the future course of business. Accordingly these financial statements have not been prepared on a going concern basis which is considered appropriate by the Management of the company.

13.2 Use of Estimates

The preparation of financial statements in conformity with IGAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities as on the date of financial statements and the result of operations during the reporting period. Actual results could differ from those estimates. Any revision to accounting estimates is recognised prospectively in current and future periods as applicable.

13.3 Cash Flow

The Cash flow statement is prepared in accordance with Accounting Standard – 3 issued by the Institute of Chartered Accountants of India using indirect method to determine cash flow from operating activities.

13.4 Revenue Recognition

a. Revenue from engineering consultancy services is recorded as per the terms of the contract entered into with the clients primarily following a time and material model which are recognised when service are rendered and related costs are incurred.

b. Revenue from delivery based engineering consultancy services contracts are recognized in accordance with the terms of the contracts with customers as the service is performed by the proportionate completion method and when it is reasonably certain that the ultimate collection will be made. Unbilled revenue represents services provided and not yet billed to the customer.

c. Interest is recognised using the time proportion basis taking into account the amount outstanding and the interest rate applicable.



13.5 Foreign exchange transactions

Foreign exchange transactions are recorded using the exchange rates prevailing on the dates of the respective transactions. Exchange differences arising on foreign exchange transactions settled during the year are recognised in the Profit and Loss Statement for the year.

Monetary assets and liabilities denominated in foreign currencies as at the balance sheet date are translated at the closing exchange rate on that date, the resultant exchange differences are recognised in the Profit and Loss Statement.

13.6 Provisions and contingent liabilities

The Company recognises a provision when there is a present obligation as a result of an obligating event that probably requires outflow of resources and a reliable estimate can be made of the amount of the obligation.

The disclosure of contingent liability is made when, as a result of obligating events, there is a possible obligation or a present obligation that may, but probably will not, require outflow of resources.

No provision or disclosure is made when, as a result of obligating events, there is a possible obligation or a present obligation where the likelihood of outflow of resources is remote.

Provision for onerous contracts, i.e. contracts where the expected unavoidable cost of meeting the obligations under the contract exceed the economic benefits expected to be received under it, are recognised when it is probable that an outflow of resources embodying economic benefits will be required to settle a present obligation as a result of an obligating event based on a reliable estimate of such obligation.

13.7 Taxation

Tax expense comprising of current tax and deferred tax are recognised in Profit and Loss statement for the year. Current tax is the amount of Income Tax determined to be payable in respect of taxable income of the current year as computed under the tax laws.

Certain items of income and expenditure are not reported in tax returns and financial statements in the same year. The net tax effect calculated at the current enacted tax rates of this timing difference as also that relating to carry forward unabsorbed depreciation and business loss at the end of an accounting year is reported as deferred income tax asset/liability. The effect on deferred tax assets and liabilities due to change from such assets/liabilities as at the end of the previous accounting year and due to a change in tax rates are recognised in the profit and loss statement of the year.

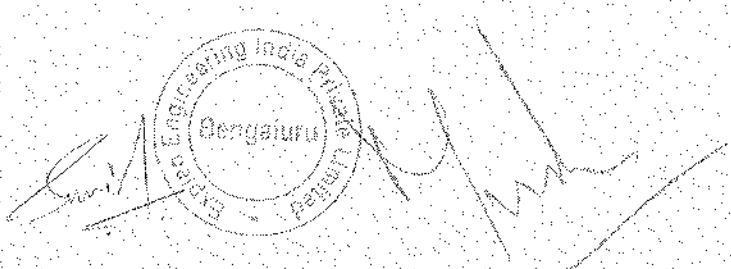
Deferred tax assets are recognized only if there is a reasonable certainty of their realisation except in the case of deferred tax asset on unabsorbed depreciation and carried forward business losses which are recognized only if there is virtual certainty of their realisation.

Provision for current income tax is made on the tax payable method on the basis of assessable income and expenditure at the tax rates applicable to relevant assessment year.

Minimum Alternative Tax (MAT) credit is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the foreseeable future. In the year in which MAT credit becomes eligible to be recognized, the said asset is created by way of a credit to the Profit and Loss Statement and shown as MAT credit entitlement. The Company reviews the same at each balance sheet date and writes down the carrying amount of the MAT credit entitlement to the extent there is no longer convincing evidence to the effect that the Company will pay normal Income-tax during the specified period.

13.8 Earnings per share

The basic earnings per share is computed by dividing the net profit or loss attributable to equity shareholders for the year by the weighted average number of equity shares outstanding during the year.



Expleo Engineering India Private Limited
(Formerly Known as Assystem India Private Limited)

NOTES FORMING AN INTEGRAL PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019
(Amounts in Indian Rupees, In thousands)

14 CONTINGENT LIABILITIES & COMMITMENTS

14.1 Contingent liabilities not provided for

Particulars	As at	
	31st March 2019	31st March 2018
Bond furnished to the Customs Authorities (the Company has furnished bank guarantee for Rs.4.32 (2018:Rs.4.32) in this regard which expired on 02.03.2018)	2,006	2,006

15 Related Party Disclosures are given below:

15.1 Related parties and their relationship:

i. Parties having significant control

Name of the Related Party	Nature of Relationship
Expleo Groupe SAS, France (formerly known as Assystem Technologies Groupe SAS)	Ultimate Holding company
Expleo International SASU, France (formerly known as Assystem International SASU, France)	Holding Company

ii. Parties with whom there were transactions

Expleo Technologies India Private Limited (formerly known as Assystem Technologies India Pvt. Ltd.)	
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iii. Key Management Personnel

Mr. Michael John Sheehan	Director
Mr. David Christopher Counce	Director
Mr. Sunil Kumar Behara	Director
Mr Venkataramana Mantha	Director

15.2 Transactions during the year with the related parties

Description	For the year ended	
	31 March, 2019	31 March, 2018
Expleo Technologies India Private Limited (formerly known as Assystem Technologies India Pvt. Ltd.)		
(i) Interest on deposits of the Company credited to the account of related entity	258	-
(ii) Rent Paid	24	24
(iii) Expense paid on behalf of company	3	-

15.3 Balance as at the year end with related parties.

Expleo Technologies India Private Limited, India (formerly known as Assystem Technologies India Pvt. Ltd.)		
Year-end Payable		48
Year-end Receivable	183	

15.4 The above information is determined to the extent such parties have been identified on the basis of information available with the company.

The image shows several handwritten signatures in black ink. To the left, there is a circular stamp with the text 'Expleo Engineering India Private Limited' around the perimeter and 'Bengaluru' in the center. The signatures appear to be from various individuals, likely directors or authorized representatives of the company.

Expleo Engineering India Private Limited

(Formerly Known as Assystem India Private Limited)

NOTES FORMING AN INTEGRAL PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

(Amounts in Indian Rupees, In thousands)

16 Taxation:

The provision for current tax has been made based on the estimates of the Management.

The deferred tax asset arising mainly from unabsorbed depreciation and carry forward loss has not been recognised in financial statements as there is no virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which such deferred tax assets will be realised.

17 Previous year's figures have been regrouped/ reclassified wherever necessary to correspond with the current year's classification/ disclosure.

(Signatures to Notes 1 to 17)

For and behalf of the Board of Directors of
Expleo Engineering India Private Limited

VENKATARAMANA MANTHA
Director
DIN:07485325

Place : Bengaluru
Date : 28-09-2019

SUNIL KUMAR BEHARA
Director
DIN:07609856

Place: Bengaluru
Date: 28-09-2019

As per our report of the even date attached.

For VARMA & VARMA
Chartered Accountants
FRN 004532S

K P SRINIVAS
Partner
M.No. 208520

Place : Bengaluru
Date : 27/9/19

