

**NOTICE OF 17<sup>TH</sup> ANNUAL GENERAL MEETING**

**SHORTER NOTICE IS HEREBY GIVEN THAT THE 17<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF COGENT E-SERVICES PRIVATE LIMITED (THE "COMPANY") IS SCHEDULED TO BE HELD ON WEDNESDAY, 10<sup>TH</sup> DAY OF NOVEMBER 2021 AT 4.30 P.M. AT C-652 KH. NO. 920, F/FLOOR, CHHATARPUR EXTN. C-BLOCK, JVTS GARDENS, NEW DELHI -110074, INDIA TO TRANSACT THE FOLLOWING BUSINESS:**

---

**ORDINARY BUSINESS:**

**Item No. 1:**

**To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March 2021 and the reports of the Board of Directors and the Auditors thereon**

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

**"RESOLVED THAT** the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March 2021, comprising of Balance Sheet as on 31<sup>st</sup> March 2021, Statement of Profit & Loss Account and Cash Flow Statements for the year ended 31<sup>st</sup> March 2021, together with the Report of the Board of Directors and the Auditors thereon as laid before this meeting, be and are hereby, considered and adopted by the Members."

**Item No. 2:**

**To appoint M/s Walker Chandiok and Co LLP, Chartered Accountants as Joint Statutory Auditor of the Company**

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

**"RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013, if any, read with the Companies (Audit and Auditors)

Rules, 2014 including any statutory enactment or modification thereof, M/s. Walker Chandiok & CO. LLP, Chartered Accountants, (FRN No. 001076N/N500013) be and is hereby appointed as Joint Auditor of the Company to hold office for the period of 5 years from the conclusion of this Annual General Meeting (AGM) till the conclusion of Annual General Meeting (AGM) of the Company to be held in the year 2026, at such remuneration as mutually agreed."

**SPECIAL BUSINESS:**

**Item No. 3:**

**To align existing Memorandum of Association with Table A of schedule I of Companies Act, 2013**

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 section 13 of the Companies Act, 2013 (as amended or re-enacted from time to time) read with the applicable rules if any, the approval of the members be and are hereby accorded for replacing the existing Memorandum of Association of the Company with a new set of Memorandum of Association aligned with the Table-A of Schedule-I of the Companies Act, 2013 as placed before this meeting.

**RESOLVED FURTHER THAT** all the Directors or key managerial personnel of the Company, be and are hereby authorized severally to do all necessary acts, deeds and matters as its necessary to give effect to the aforesaid resolutions and henceforth authorized to file the requisite forms, papers, documents along with requisite fee with the Registrar of Companies and also to do all such acts, deeds and things which are necessary or incidental for the purpose."

**Item No. 4:**

**To approve increase the Authorised Share Capital, re-classification of Preference Shares and consequent alteration of Memorandum of Association**

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 13, 61, 62, 64 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and Articles of Association, the consent of the Members of the Company be and is hereby accorded to increase and reclassify the Authorized Share Capital of

the Company from Rs. 1,50,00,000/- (Rupees One Crore Fifty Lakhs Only) divided into 10,00,000 (Ten Lakhs) Equity Shares of Rs.10/- (Rupees Ten Only) each amounting Rs. 1,00,00,000 (Rupees One Crore Only) and 5,00,000 (Five Lakhs) Cumulative Redeemable Preference Shares of Rs. 10/- (Rupees Ten Only) each amounting Rs. 50,00,000 (Rupees Fifty Lakhs Only) to Rs. 12,00,00,000/- (Rupees Twelve Crores Only) divided into 1,15,00,000 (One Crore Fifteen Lakhs) Equity Shares of Rs.10/- (Rupees Ten Only) each amounting to Rs. 11,50,00,000/- (Rupees Eleven Crores Fifty Lakhs Only) and 5,00,000 (Five Lakh) Preference Shares of Rs. 10/- (Rupees Ten Only) each amounting to Rs. 50,00,000 (Rupees Fifty Lakhs Only) ranking pari passu in all respect with the existing Equity Shares and Preference Shares of the Company as per Memorandum and Articles of Association of the Company.

**RESOLVED FURTHER THAT** existing Clause 5<sup>th</sup> of Memorandum of Association of Company be and is hereby deleted and following clause be inserted:

*5<sup>th</sup>. The Authorised Share Capital of the Company is Rs. 12,00,00,000/- (Rupees Twelve Crores Only) divided into 1,15,00,000 (One Crore Fifteen Lakhs) Equity Shares of Rs.10/- (Rupees Ten Only) each amounting to Rs. 11,50,00,000/- (Rupees Eleven Crores Fifty Lakhs Only) and 5,00,000 (Five Lakh) Preference Shares of Rs. 10/- (Rupees Ten Only) each amounting to Rs. 50,00,000 (Rupees Fifty Lakhs Only).*

**RESOLVED FURTHER THAT** all the Directors or key managerial personnel of the Company, be and are hereby authorized severally to do all necessary acts, deeds and matters as its necessary to give effect to the aforesaid resolutions and henceforth authorized to file the requisite forms, papers, documents along with requisite fee with the Registrar of Companies and also to do all such acts, deeds and things which are necessary or incidental for the purpose."

**For Cogent E-Services Private Limited**



**(Abhinav Singh)**

**Managing Director**

**DIN: 01351622**

**Add: C-100, Sector 63, Noida**

**Date: 10-November-2021**

**Place: Noida**

**NOTES:**

1. *A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the company.*
2. *A proxy in order to be effective, must be deposited at the Registered Office of the Company not later than 48 hours before the commencement of the meeting*
3. *In terms of Section 105 of the Companies Act, 2013 read with Rule 19 of the Companies (Management and Administration) Rules, 2014 a person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other shareholder. Proxy form is attached.*

***Annexures to the notice:***

1. Copy of Auditor's Report
2. Copy of Audited Financial Statements
3. Copy of Directors' Report
4. Explanatory Statement
5. Attendance Slip
6. Proxy Form
7. Route map of the venue of the meeting.



**EXPLANATORY STATEMENT UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013**

**Item No. 3:**

**To align existing Memorandum of Association with Table A of schedule I of Companies Act, 2013**

The existing Memorandum of Association of the company was made as per Companies Act, 1956. In view of the changes made by the Companies Act, 2013, your Board suggest to replace the existing Memorandum of Association of the Company with a new set of Memorandum of Association aligned with the Table-A of Schedule-I of the Companies Act, 2013 and member's approval is sought in the ensuing Annual General Meeting through Special Resolution.

The Board recommends the resolution for approval of the shareholders as Special Resolution.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at item no. 3.

**Item No. 4:**

**To approve increase the Authorised Share Capital, re-classification of Preference Shares and consequent alteration of Memorandum of Association.**

Presently, the Authorised Share Capital of the Company is Rs. 1,50,00,000/- (Rupees One Crore Fifty Lakhs Only). As there is a requirement of funds in the Company for expansion of business operations and for this purpose the additional funding is proposed to be done by way of issue of Equity Share Capital. The present Authorised Share Capital is not sufficient to support the increase in share capital, therefore the increase in present Authorised Share Capital of the Company is required to be made with the approval of shareholders of the Company.

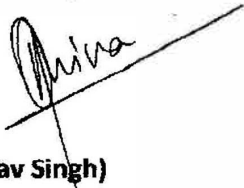
Further, presently the Authorised Share Capital of the Company is Rs. 1,50,00,000/- (Rupees One Crore Fifty Lakhs Only) out of which Rs. 50,00,000 (Rupees Fifty Lakhs Only) is classified as Cumulative Redeemable Preference Shares. The Board in its meeting held on 10<sup>th</sup> November 2021 had proposed to re-classify the same as Preference Shares which will include Redeemable, Non-Redeemable or Convertible Preference Shares).

Therefore, the Board of directors of the Company had proposed to increase and re-classify the Authorised Share Capital from Rs. 1,50,00,000/- (Rupees One Crore Fifty Lakhs Only) divided into 10,00,000 (Ten Lakhs) Equity Shares of Rs.10/- (Rupees Ten Only) each amounting Rs. 1,00,00,000 (Rupees One Crore Only) and 5,00,000 (Five Lakhs) Cumulative Redeemable Preference Shares of Rs. 10/- (Rupees Ten Only) each amounting Rs. 50,00,000 (Rupees Fifty Lakhs Only) to Rs. 12,00,00,000/- (Rupees Twelve Crores Only) divided into 1,15,00,000 (One Crore Fifteen Lakhs) Equity Shares of Rs.10/- (Rupees Ten Only) each amounting to Rs. 11,50,00,000/- (Rupees Eleven Crores Fifty Lakhs Only) and 5,00,000 (Five Lakh) Preference Shares of Rs. 10/- (Rupees Ten Only) each amounting to Rs. 50,00,000 (Rupees Fifty Lakhs Only).

The applicable provisions of the Companies Act, 2013 stipulate that increase and reclassification of Authorised Share Capital can be given effect only when it is approved by the shareholders by way of Special Resolution. Hence this resolution is placed before the members to pass it as Special Resolution.

None of the Directors of the Company, Key Managerial Personal or their relatives, is in anyway, directly or indirectly, interested or concerned in the aforesaid resolution.

**For Cogent E-Services Private Limited**

A handwritten signature in black ink, appearing to read 'Abhinav', is written over a horizontal line.

**(Abhinav Singh)**

**Managing Director**

**DIN: 01351622**

**Add: C-100, Sector 63, Noida**

**Date: 10-November-2021**

**Place: Noida**

**ATTENDANCE SLIP:**

Ledger Folio No.:	No of equity share held:
Name:	
Address:	

I hereby record my presence at the 17<sup>th</sup> Annual General Meeting of Cogent E-Services Private Limited (the "Company") held on Wednesday, 10<sup>th</sup> day of November 2021 at 4.30 P.M. AT C-652 Kh. No. 920, F/Floor, Chhatarpur Extn. C-Block, Jvts Gardens, New Delhi -110074, India.

(Members /proxy signature)  
(PROXY'S FULL NAME IN BLOCK CAPITALS)

**PROXY FORM**

*Pursuant to section 105(6) of the companies act 2013 & Rule 19(3) of the Companies (Management and Administration rules) Rules, 2014*

I/ we, being the member(s) of ..... Shares of the above name Company, hereby appoint

1. Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
Email ID: \_\_\_\_\_  
Signature: \_\_\_\_\_, or falling him
  
2. Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
Email ID: \_\_\_\_\_  
Signature: \_\_\_\_\_, or falling him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 17<sup>th</sup> Annual General Meeting of Cogent E-Services Private Limited (the Company), to be held on Wednesday, 10<sup>th</sup> day of November 2021 at 4.30 P.M. AT C-652 Kh. No. 920, F/Floor, Chhatarpur Extn. C-Block, Jvts Gardens, New Delhi -110074, India and at any adjournment thereof in respect of such Resolution as are indicated below:

**Resolution No:**

1. To receive, consider and adopt the financial statements including audited Balance Sheet as on March 31, 2021, the Profit & Loss Account for the year ended on that date, Cash Flow statements along with the Auditor's Report and Director's Report thereon
2. To appoint M/s Walker Chandiok and Co LLP, Chartered Accountants as Joint Statutory Auditor of the Company
3. To align existing Memorandum of Association with Table A of schedule I of Companies Act, 2013
4. To approve increase the Authorised Share Capital, re-classification of Preference Shares and consequent alteration of Memorandum of Association

Signed this \_\_\_\_\_ day of November 2021

Affix  
Revenue  
Stamp

\_\_\_\_\_  
Signature of Proxy Holder

\_\_\_\_\_  
Signature of shareholder

**Note: This Form of Proxy, in order to be effective, should be duly completed and deposited at the Registered Office of the Company, not less than 2 hours before the commencement of the Meeting.**

## ROUTE MAP:

Indira Gandhi International Airport

JVTS Garden Block C, Chhatarpur Ext.

Add destination

Leave now

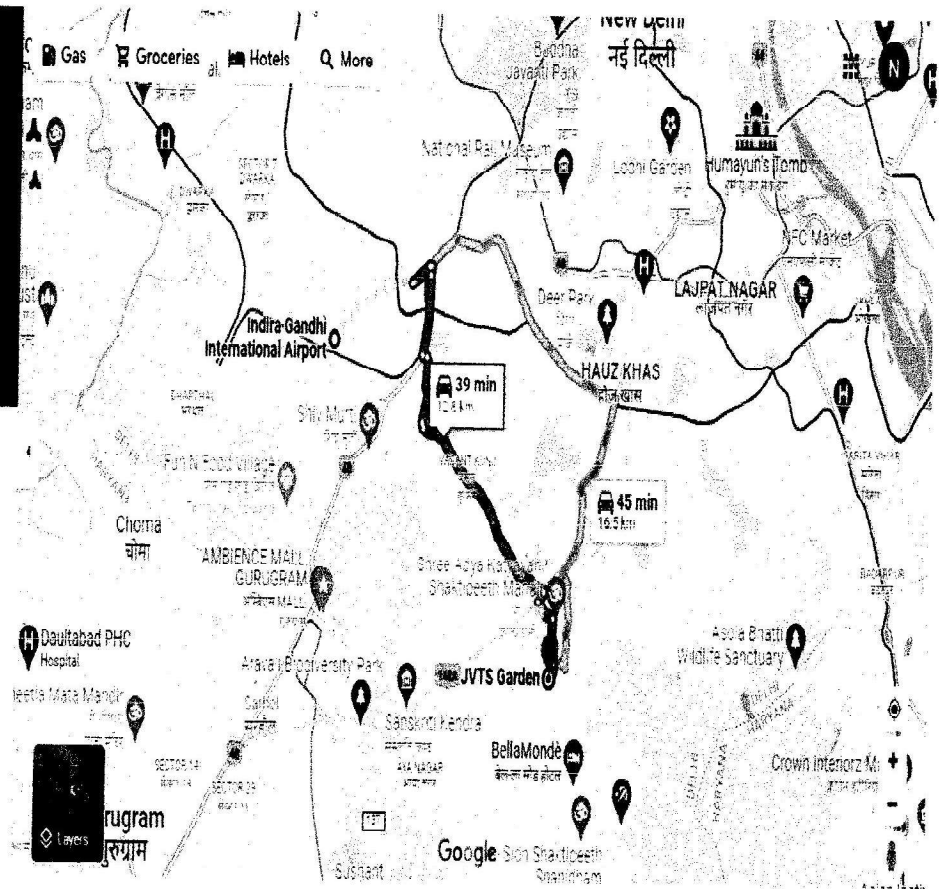
Options

Send directions to your phone

**via Abdul Gaffar Khan Marg/Vasant Kunj Rd** 39 min  
 12.8 km  
 Fastest route, despite heavier traffic than usual

DETAILS

**via Rao Tularam Marg** 45 min  
 16.5 km  
 Heavier traffic than usual



**BOARD'S REPORT**

To,  
The Members,  
**Cogent E-Services Private Limited (the "Company")**

Your Directors have immense pleasure in presenting their Seventeenth (17<sup>th</sup>) Annual Report together with the Audited Financials Statement for the Financial Year ended on **31<sup>st</sup> March 2021**.

**1. COMPANY SPECIFIC INFORMATION**

**1.1. AN OVERVIEW**

Cogent E Services Private Limited was established in 2004. Company is one-stop shop omnichannel customer experience ("CX") solutions provider that enables businesses and brands to connect with their end customers, transform customer experience across all their touch points and channels, and improve response times, business outcomes and performance. Company delivers industry-specific solutions based on its insights on customer behavior and preferences across industry verticals derived from its analysis of data collected from customer interactions over the years. It designs and implements impeccable customer experience through analytics, digital, and automation powered with the latest technologies. Company provides transformation within its clients' operations through excellent domain expertise in human resources outsourcing solutions, contact centers, and back-office processes.

The services offered by the company includes voice solutions, non-voice solutions, back-office solutions and specialized services including digital marketing & transformation services.

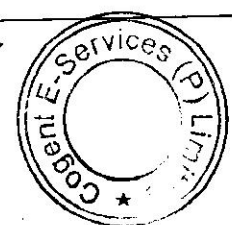
**1.2. FINANCIAL PERFORMANCE AND FINANCIAL HIGHLIGHTS**

The key highlights of the audited financial results for the year under review along with previous year's figures are tabulated below:

**(Amount in INR millions)**

Particulars	31 <sup>st</sup> March 2021	31 <sup>st</sup> March 2020
Revenue from operations	2739.42	2481.29
Other Income	11.65	2.92
Less: Other Expenses (other than depreciation & Finance Costs)	2246.83	2176.13
Profit / (loss) before depreciation, Finance Costs, Exceptional items and Tax Expense	504.24	308.08





Less: Depreciation/ Amortisation/ Impairment	174.53	137.08
Profit/Loss before Finance Costs, Exceptional items and Tax Expenses	329.71	171.00
Less: Finance Costs	53.93	51.28
Profit/loss before Exceptional items, Tax Expense after other expenses	275.78	119.72
Add/(Less): Exceptional Items	0	0
Profit/ Loss before Tax Expense	275.78	119.72
Less: Tax Expenses (Current and Deferred)	74.62	30.77
Profit/loss for the year (1)	201.16	88.92
Total Comprehensive Income/Loss (2)	(3.26)	(1.73)
Total (1+2)	197.9	87.19
Balance of profit/loss for earlier years (3)	358.83	271.64
Less: Transfer to Debenture Redemption Reserve	0	0
Less: Amount utilised for bonus issue of equity and preference shares	6.95	0
Less: Transfer to Reserves	0	0
Less: Dividend paid on Equity Shares	0	0
Less: Dividend paid on Preference Shares	0	0
Less: Dividend Distribution Tax	0	0
Balance carried forward (1+2+3)	549.78	358.83

During the year, your Company registered a profit of INR 201.16/- million as against a profit of INR. 88.92 million in the previous year. Your Directors are continuously looking for avenues for future growth and are hopeful that the Company will perform better in the coming years.

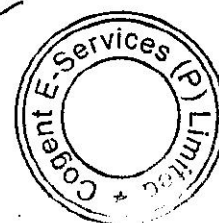
### 1.3. AMOUNT, IF ANY, WHICH THE BOARD PROPOSES TO CARRY TO ANY RESERVES

The Board of Directors of your company has decided not to transfer any amount to the Reserves for the year under review.

### 1.4. DIVIDEND

The Board of Directors of your Company, after considering holistically the relevant circumstances and keeping in view the company's dividend distribution policy, has decided that it would be prudent, not to recommend any dividend for the year under review.





## **1.5. MAJOR EVENTS OCCURRED DURING THE YEAR**

### **1.5.1. State of the Company's affairs**

The Company is in the business of providing IT Enabled Services (ITeS) to its Clients. The services offered by the company includes voice solutions, non-voice solutions, back-office solutions and specialized services including digital marketing & transformation services. During the last financial year, the Company had carried out its business activities in normal course.

### **1.5.2. Change in the nature of business, if any**

There has been no change in the nature of business of the Company.

### **1.5.3. Material changes and commitments, if any, affecting the financial position of the company, having occurred since the end of the year and till the date of Report**

There have been no material changes and commitments, which affect the financial position of the Company which have occurred between the end of the financial year to which financial statement relate and date of this Report.

## **2. DEPOSITS**

The Company has neither accepted nor renewed any deposits during the year under review and, as such, no amount of principal or interest was outstanding as at 31<sup>st</sup> March 2021.

## **3. CAPITAL AND DEBT STRUCTURE**

### **3.2. ISSUE OF SHARES OR OTHER CONVERTIBLE SECURITIES**

The Company had allotted 1,94,951 Equity Shares on 07<sup>th</sup> April 2020 under bonus issue pursuant to approval of Members in an Extra Ordinary General Meeting held on 04<sup>th</sup> April 2020.

### **3.3. ISSUE OF EQUITY SHARES WITH DIFFERENTIAL VOTING RIGHTS**

The Company had not issued any equity shares with differential voting rights during the year under review.

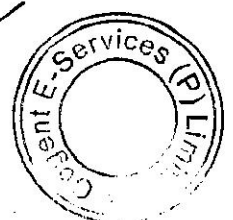
### **3.4. ISSUE OF SWEAT EQUITY SHARES**

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

### **3.5. DETAILS OF EMPLOYEE STOCK OPTIONS**

The Company does not have any Employee Stock Options Scheme in place

### **3.6. SHARES HELD IN TRUST FOR THE BENEFIT OF EMPLOYEES WHERE THE VOTING RIGHTS ARE NOT EXERCISED DIRECTLY BY THE EMPLOYEES**





The Company does not hold any shares in trust for the benefit of employees during the year under review.

### **3.7. ISSUE OF DEBENTURES, BONDS OR ANY NON-CONVERTIBLE SECURITIES**

The Company had not issued any debentures or bonds or any non-convertible securities during the year under review except as follows:

The Company had allotted 5,00,000 Redeemable Preference Shares on 07<sup>th</sup> April 2020 under bonus issue pursuant to approval of Members in an Extra Ordinary General Meeting held on 04<sup>th</sup> April 2020.

### **3.8. ISSUE OF WARRANTS**

The Company had not issued any warrants during the year under review.

## **4. INVESTOR EDUCATION AND PROTECTION FUND (IEPF)**

The Company has not any declared dividend during the year under review, hence provisions relating to IEPF is not applicable on the Company.

## **5. MANAGEMENT**

### **5.1 DIRECTORS AND KEY MANAGERIAL PERSONNEL**

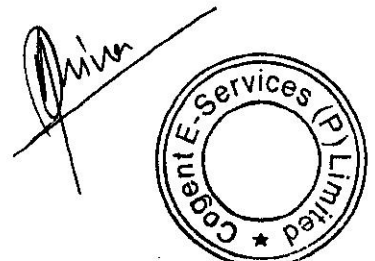
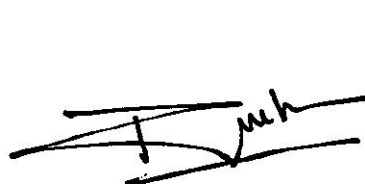
As on 31<sup>st</sup> March 2021, the Company had three directors on the Board of your Company namely Mr. Abhinav Singh (Managing Director), Mr. Gaurav Abrol (Whole-Time Director) and Mr. Pranjal Kumar (Whole-Time Director).

During the year under review, following changes were made in the Directors of the Company:

1. Mr. Gaurav Abrol (DIN: 01605911) was re-appointed as Whole-Time Director of the Company w.e.f 29<sup>th</sup> March 2021 for a period of five years starting from 29<sup>th</sup> March 2021 uptill 28<sup>th</sup> March 2026.
2. Mr. Pranjal Kumar (DIN: 00400950) was re-appointed as Whole-Time Director of the Company w.e.f 29<sup>th</sup> March 2021 for a period of five years starting from 29<sup>th</sup> March 2021 uptill 28<sup>th</sup> March 2026.

Section 203 of the Companies Act, 2013 relating to appointment of Key Managerial Personnel is **not applicable** on the Company.

### **5.2. INDEPENDENT DIRECTOR**



The provisions of Section 149 (6) of Companies Act, 2013 pertaining to the appointment of Independent Directors are **not applicable** to your Company

### 5.3. DECLARATION BY INDEPENDENT DIRECTORS

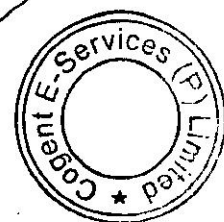
Since the provisions of section 149 (6) related to appointment of Independent Directors are not applicable on the Company, the declaration has not been obtained.

### 5.4. BOARD MEETINGS

During the year, the Board of Directors met twelve (12) times to transact various business pertaining to the operations of the Company and complied with the requirements of holding minimum number of Meetings of the Board.

Sr. No	Name of Director	Mr. Abhinav Singh	Mr. Pranjal Kumar	Mr. Gaurav Abrol
	Date of Board Meeting			
1.	02- April- 2020	Present	Present	Present
2.	07- April- 2020	Present	Present	Present
3.	26- August- 2020	Present	Present	Present
4.	27- August- 2020	Present	Present	Present
5.	03- September- 2020	Present	Present	Present
6.	17-November-2020	Present	Present	Present
7.	26-November-2020	Present	Present	Present
8.	10- December- 2020	Present	Present	Present
9.	17- December- 2020	Present	Present	Present
10.	28- January- 2021	Present	Present	Present





11.	18- February- 2021	Present	Present	Present
12.	04-March- 2021	Present	Present	Present

## 5.5. COMMITTEES OF THE BOARD

### 5.5.1. Audit Committee

The provisions of Section 177 of Companies Act, 2013 read with Rule 6 and 7 of the Companies (Meetings of the Board and its Powers) Rules, 2014 relating to constitution of Audit Committee is **not applicable** to the Company.

### 5.5.2. Recommendations of Audit Committee

Since the provisions of section 177 related to constitution of Audit Committee is not applicable on the Company, the recommendations of Audit Committee is not required to be obtained.

### 5.5.3. Nomination and Remuneration Committee

The provisions of Section 178(1) relating to constitution of Nomination and Remuneration Committee are not applicable to the Company and hence the Company has not devised any policy relating to appointment of directors, payment of managerial remuneration, director's qualifications, positive attributes, independence of directors and other related matters as provided under Section 178(3) of the Companies Act, 2013.

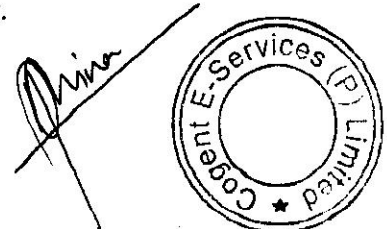
### 5.5.4. Corporate Social Responsibility Committee

During the year, the Board of Directors met one (1) time to decide on the CSR expenditure:

Sl.No	Name of Director	Mr. Abhinav Singh	Mr. Pranjal Kumar	Mr. Gaurav Abrol
	Date of Board Meeting			
1	22-January- 2021	Present	Present	Present

## 5.6. COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION

Provisions related to formulation of policy on Directors' appointment and remuneration as prescribed under 178 of the Act is not applicable on the Company.



## **5.7. BOARD EVALUATION**

Section 178(2) read with rule 8 of the Companies (Accounts) Rules, 2014 is not applicable on the Company, hence statement has not been included in the Board Report.

## **5.8. DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to Section 134 of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and belief, confirm that:

- a) in the preparation of the annual accounts, the applicable accounting standards have been followed, along with proper explanation relating to material departures;
- b) the Board of Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company at the end of the Financial Year, and of the Profit and loss of the Company for the year for that period;
- c) the Board of Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the Board of Directors have prepared the annual accounts on a going concern basis;
- e) the Board of Directors have devised proper systems to ensure compliance with provisions of all applicable laws and that such systems were adequate and operating effectively.

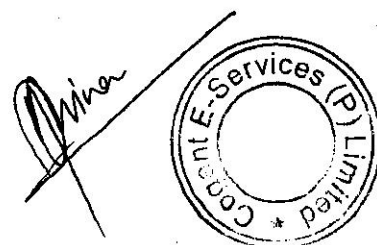
## **5.9. INTERNAL FINANCIAL CONTROL**

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the statutory auditors and external consultants, including audit of internal financial controls over financial reporting by the statutory auditors, and the reviews performed by management, the board is of the opinion that the Company's internal financial controls were adequate and effective during FY 2020-21.

## **5.10. FRAUDS REPORTED BY THE AUDITORS**

There have been no frauds reported by Statutory Auditors during the period under review.

## **6. DISCLOSURES RELATING TO SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES**



**6.1. REPORT IN PERFORMANCE AND FINANCIAL POSITION OF THE SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE**

The Company does not have any Subsidiary, Joint Venture or Associate Company; thus, report is not required to be furnished.

**6.2. COMPANIES WHICH HAVE BECOME OR CEASED TO BE SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES.**

The above clause is not applicable on the Company.

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

There were no investments, loans or guarantees made by the Company under Section 186 of the Companies Act, 2013 during the year under review and hence the said provisions are not applicable.

**8. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES**

The Company had not entered into contract or arrangements with related parties (which are not in ordinary course or not at arm's length) as defined under Section 188 of the Companies Act, 2013 during the year under review.

However, disclosure in form AOC-2 is furnished as an **Annexure- I** and forming part of this Report.

**9. CORPORATE SOCIAL RESPONSIBILITY**

The Board on the recommendation of the CSR Committee has approved and adopted CSR policy in the Board Meeting held on 6<sup>th</sup> July 2018. The total amount required to be spent by the Company was INR. 21,15,000.

CSR Report as required to be prepared under the Act is enclosed herewith as **Annexure-II** and forming part of this report.

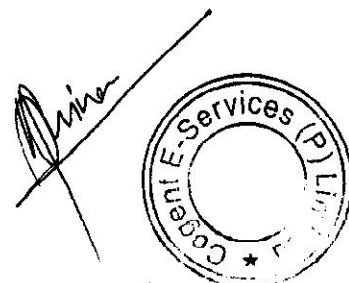
The Weblink where Corporate Social Responsibility policy of the Company is available is provided below: -

<https://cogenteservices.com/>

**10. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO**

The details of energy conservation, technology absorption and foreign exchange earnings and outgo as required under Section 134(3) of the Act read with the Rule 8 of Companies (Accounts of Companies) Rules, 2014 is annexed as **Annexure - III** and forming part of this Report.

**11. RISK MANAGEMENT POLICY OF THE COMPANY**



The Company had identified the risks associated with it, based on the business environment in which the Company is operating and had formulated a plan on risk management and mitigation measures in line with the same, however as the elements of risk threatening the Company's existence are very minimal.

**12. DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM**

The provisions of Section 177 of Companies Act, 2013 read with Rule 6 and 7 of the Companies (Meetings of the Board and its Powers) Rules, 2014 relating to constitution of Audit Committee and establishment of Vigil Mechanism are **not applicable** to the Company.

**13. MATERIAL ORDERS OF JUDICIAL BODIES/REGULATORS**

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.

**14. AUDITORS**

M/s A A M & CO LLP, Chartered Accountants were re-appointed as the Statutory Auditors of the Company in the Annual General Meeting held on 30<sup>th</sup> September 2019 upto the conclusion of the Annual Genral Meeting to be held in Financial Year 2024.

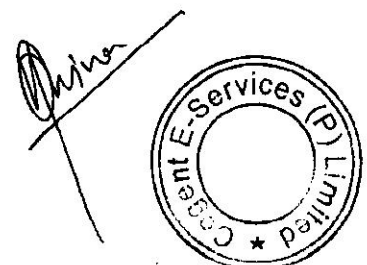
Therefore, the Board now proposes to the members, the appointment of M/s Walker Chandiok & Co. LLP, Chartered Accountants as the Joint Auditors for a tenure of 5 years commencing from FY 2021-22 to 2025-26. The auditors have confirmed that they can be appointed as Joint Statutory Auditors within the prescribed limits under the Companies Act, 2013 and they are not disqualified for appointment.

**15. SECRETARIAL AUDIT AND REPORT THEREON**

The provisions of Section 204 of Companies Act, 2013 pertaining to Secretarial Audit are **not applicable** to the Company.

**16. INDEPENDENT AUDITORS' REPORT**

The Auditors shall make a report to the members of the Company on the accounts examined by them and on every financial statement which are required by or under this Act to be laid before the Company in General Meeting and the report shall after taking into account the provisions of the Companies Act, 2013, the Accounting and Auditing Standards and matters which are required to be included in the audit report under the provisions of this Act, and to the best of their knowledge and information, the said accounts, financial statements give a true and fair view of the state of the Company's affairs as at the end of the financial year.



The Board has duly examined the Statutory Auditors' Report to the accounts, which is self-explanatory. Clarifications, wherever necessary, have been included in the Notes to Accounts section of the Annual Report.

There is no adverse remark/qualification in the Auditors report

**17. COMPLIANCE WITH SECRETARIAL STANDARDS**

The Company has adopted and complied all mandatory secretarial standards (SS-1 and SS-2) as notified by Institute of Company Secretaries of India.

**18. ANNUAL RETURN**

In terms of provisions of Section 92 (3), of the Act, the Annual Return of the Company will be made available on the website of the Company i.e. <https://cogenteservices.com/>.

**19. OTHER DISCLOSURES**

**19.1. PARTICULARS OF EMPLOYEES**

Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 regarding disclosure on managerial remuneration etc. is **not applicable** to the Company

Per Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, no employee of the Company withdraws remuneration exceeding INR 1,02,00,000/-.

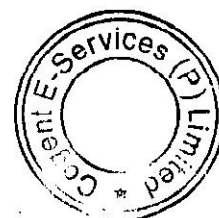
**19.2. ENVIRONMENT**

The company is conscious of the importance of environmentally clean and safe operations. The Company's policy requires conduct of operations in such a manner, to ensure safety of all concerned, compliances, environmental regulations and preservation of natural resources.

**20. DISCLOSURES PERTAINING TO THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013 AND THE NUMBER OF DISPOSALS**

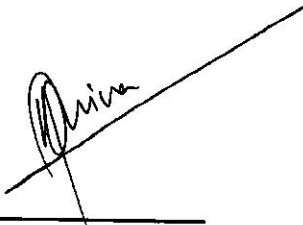
As you are aware that your Company has zero tolerance for sexual harassment at workplace and is committed to creating and maintaining an atmosphere in which employees can work together without fear of sexual harassment, exploitation, or intimidation. As required under the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and rules made thereunder, your company has formed Internal Complaint Committee (ICC). During the year under review, no complaint was received & resolved by the said Committee.

**21. ACKNOWLEDGEMENTS**



Your directors acknowledge with gratitude the co-operation and assistance received from the Central Government, State Governments and all other Government agencies and encouragement they have extended to the Company. Your directors also thank all the Stakeholders, Financial Institutions, Banks/ other lenders Customers, Vendors, and other business associates for their confidence in the Company and its management and look forward for their continuous support. The Board wishes to place on record its appreciation for the hard work, dedication, and commitment of your Company's employees at all levels which has continued to be our major strength.

**BY ORDER OF THE BOARD OF DIRECTORS OF COGENT E-SERVICES PRIVATE LIMITED**



**(Abhinav Singh)**  
**Managing Director**  
**DIN: 01351622**  
**Add: C-100, Sector-63,**  
**Noida-201301, U.P.**



**(Pranjal Kumar)**  
**Whole Time Director**  
**DIN: 00400950**  
**Add: C-100, Sector-63,**  
**Noida-201301, U.P.**

**Place: Noida**

**Date: 10-November-2021**



# ANNEXURE I

## FORM NO. AOC- 2

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

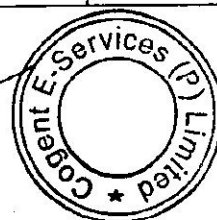
(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

### 1. Details of contracts or arrangements or transactions not at arm's length basis: Nil

(a) Name(s) of the related party and nature of relationship	Nil
(b) Nature of contracts/ arrangements/ transactions	
(c) Duration of the contracts / arrangements/ transactions	
(d) Salient terms of the contracts or arrangements or transactions including the value, if any	
(e) Justification for entering into such contracts or arrangements or transactions	
(f) Date(s) of approval by the Board	
(g) Amount paid as advances, if any	
(h) Date on which the resolution was passed in general meeting as required under first proviso to section 188	

### 2. Details of material contracts or arrangement or transactions at arm's length basis

Name of the Related party and nature of relationship	Nature of Contracts/ Arrangements/ Transactions	Duration of Contracts/ Arrangements /Transactions	Salient terms of the contracts or arrangements or transactions including the value, if any:	Date of approval by Board	Amount paid as advances , if any
Ms. Nimisha Kumar (Relative of KMP)	Availing of professional services	01-04-2020-31-03-2021	INR 1.96 Million	NA	NA
Cogent ES Limited (Companies with common directors / members having significant influence)	Lease expense	01-04-2020-31-03-2021	INR 1.45 Million	NA	NA
Aurum E Serve LLP	Availing of services	01-04-2020-31-03-2021	INR 404.34 Million	NA	NA



(LLP with common partners / designated partners)					
Orion Call Source LLP (LLP with common partners / designated partners)	Availing of services	01-04-2020-31-03-2021	INR 54.16 Million	NA	NA
Sukhmani Infotech Private Limited (Companies with common directors / members having significant influence)	Availing of services	01-04-2020-31-03-2021	INR 21.00 Million	NA	NA
Cogent FS Private Limited (Companies with common directors / members having significant influence)	Availing of services	01-04-2020-31-03-2021	INR 0.79 Million	NA	NA
Sukhmani Infotech Private Limited (Companies with common directors / members having significant influence)	Availing of services	01-04-2020-31-03-2021	INR 15.00 Million	NA	NA

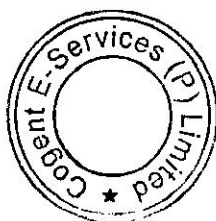
**BY ORDER OF THE BOARD OF DIRECTORS OF COGENT E-SERVICES PRIVATE LIMITED**

  
(Abhinav Singh)

**Managing Director**

**DIN: 01351622**

**Add: C-100, Sector-63,  
Noida-201301, U.P.**



  
(Pranjal Kumar)

**Whole Time Director**

**DIN: 00400950**

**Add: C-100, Sector-63,  
Noida-201301, U.P.**

**Place: Noida**

**Date: 10-November-2021**

**ANNEXURE II**  
**ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY ("CSR") ACTIVITIES**  
**FOR FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH 2021**

**1. Brief outline on CSR Policy of the Company:**

Cogent E-Services Private Limited (the "Company") believes in Principles of "Serving Society through Industry". It aims to achieve, consolidate, and strengthen good corporate including socially and environmentally responsible business practices that balance financial profit with social well-being

The CSR policy focused on addressing critical social, environmental, and economic needs of the marginalized/underprivileged sections of the society. We had adopted an approach that has integrated the solutions to the problems into the strategies of the company to benefit the communities at large and create social and environmental impact.

The Company would focus on development of five thrust areas: -

- Education,
- Hunger, poverty, malnutrition, and health
- Sports,
- Environmental sustainability
- Rural Development

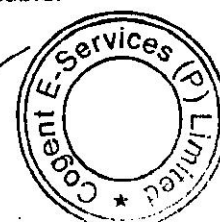
**2. Composition of CSR Committee:**

Sl. No	Name of Director	Designation	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Pranjal Kumar	Chairman of CSR Committee	1	1
2	Abhinav Singh	Member of CSR Committee	1	1
3	Gaurav Abrol	Member of CSR Committee	1	1

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company - <https://cogenteservices.com/>

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report) -

The Company does not have average CSR obligation of ten crore rupees or above in the three immediately preceding financial years, hence the said clause is not applicable.



5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

Sl. No	Financial Year	Amount available for set-off from preceding financial years (in Rs)	Amount required to be set off for the financial year, if any (in Rs)
Not Applicable			

6. Average net profit of the company as per section 135(5)- Rs. 10,57,09,314/- (Rupees Ten Crore Fifty-Seven Lakhs Nine Thousand Three Hundred and Fourteen Only)

7. (a) Two percent of average net profit of the company as per section 135(5) – Rs. 21,14,186/- (Rupees Twenty-One Lakhs Fourteen Thousand One Hundred and Eighty-Six Only)

(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years – Nil

(c) Amount required to be set off for the financial year, if any – Nil

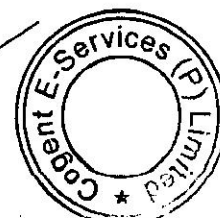
(d) Total CSR obligation for the financial year (7a+7b-7c)- Rs. 21,14,186/- Rupees Twenty-One Lakhs Fourteen Thousand One Hundred and Eighty-Six Only)

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount	Date of transfer	Name of the Fund	Amount.	Date of transfer
Rs. 21,15,000/-	NIL	NA	NA	NA	NA

(b) Details of CSR amount spent against ongoing projects for the financial year:

(1) S. No	(2) Name of the Project	(3) Item from the list of activities in Schedule VII to the Act	(4) Pro Local area (Yes/No)	(5) Location of the project	(6) Project Duration
Not Applicable					



(7)	(8)	(9)	(10)	(11)	
Amount allocated for the project (in Rs.)	Amount spent in the current financial Year (in Rs.)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.)	Mode of Implementation Direct (Yes/No).	Mode of Implementation - Through Implementing Agency	
				Name	CSR Registration number.
Not Applicable					

**(c) Details of CSR amount spent against other than ongoing projects for the financial year:**

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
S. No	Name of the Project	Item from the list of activities in Schedule VII to the Act	Pro Local area (Yes/No)	Location of the Project		Amount spent for the project (in Rs.).	Mode of Implementation - Direct (Yes/No).	Mode of implementation - Through implementing agency.	
				State	District			Name	CSR Registration Number
1	Building of school for education	(ii)- promoting education, including special education especially among children and livelihood enhancement projects	Yes	Uttar Pradesh	Noida	21,15,000	No	NKC Association for Education and Social Welfare	CSR00010129

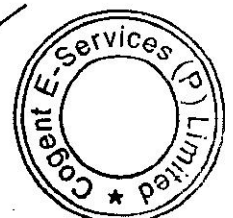
(d) Amount spent in Administrative Overheads -Nil

(e) Amount spent on Impact Assessment, if applicable- Not Applicable

(f) Total amount spent for the Financial Year(8b+8c+8d+8e)- 21,15,000 (Rupees Twenty-One Lakh Fifteen Thousand Only)

(g) Excess amount for set off, if any -Nil

Sl. No.	Particular	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per section 135(5)	Nil
(ii)	Total amount spent for the Financial Year	
(iii)	Excess amount spent for the financial year [(ii)-(i)]	
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	



(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	
-----	---	--

9. (a) Details of Unspent CSR amount for the preceding three financial years: Nil

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
S. No	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years (in Rs.)
				Name of the Fund	Amount (in Rs)	Date of Transfer	
Not Applicable							

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID.	Name of the Project.	Financial Year in which the project was commenced.	Project duration.	Total amount allocated for the project (in Rs.).	Amount spent on the project in the reporting Financial Year (in Rs.).	Cumulative amount spent at the end of reporting Financial Year. (in Rs.)	Status of the project- Completed /Ongoing.
Not Applicable								

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year

The CSR Expenditure is being done in creation of Building for School, which will be used to provide education.

(a) Date of creation or acquisition of the capital asset(s): - Work in Progress

(b) Amount of CSR spent for creation or acquisition of capital asset: - Rs. 21,15,000/-

*[Signature]*

*[Signature]*



- (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.: -

Name- NKC Association for Education and Social Welfare

Address- C-652 Kh. No. 920, F/Floor, Chhatarpur Extn. C-Block, Jvts Gardens, New Delhi South West Delhi, Delhi- 110074, India.

- (d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset): -

Occupying Land and constructing building for running school for underprivileged children.

Add: Plot No. B- 60A, Sector 131, Noida, Uttar Pradesh

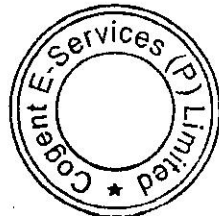
11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5): -

Not Applicable

**BY ORDER OF THE BOARD OF COGENT E-SERVICES PRIVATE LIMITED**



**Abhinav Singh**  
(Managing Director)



**Pranjal Kumar**  
(Chairman of CSR Committee)

### ANNEXURE -III

INFORMATION RELATING TO CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, RESEARCH AND DEVELOPMENT AND FOREIGN EXCHANGE EARNING AND OUTGO FORMING PART OF DIRECTORS' REPORT IN TERMS OF SECTION 134(3) OF THE COMPANIES ACT, 2013 READ WITH THE COMPANIES (ACCOUNTS) RULES 2014.

#### (A) CONSERVATION OF ENERGY

##### a) Steps taken or impact on conservation of energy:

Your Company takes appropriate measures to reduce energy consumption by ensuring using energy efficient equipment, computers, and processes. As an ongoing process your Company continuously evaluates new technologies and techniques to make infrastructure more energy efficient. Continuous study is being made on measures to conserve energy. The results wherever found suitable are implemented from time to time.

##### b) Steps taken by the Company for utilising alternate sources of energy:

The Company has installed roof-top solar panels at two of its office premises in Noida. This ensures reduced dependence on regular sources of energy and reiterates Company's focus on use of alternate sources of energy. Further, by installing this, the Company is not dependent on grid electricity directly as it is utilizing the electricity generated by the sun, making it cost effective.

##### c) Capital Investment on energy conservation equipment's:

The Company has not made any capital investment in energy conservation equipment's during the year under review.

#### (B) TECHNOLOGY ABSORPTION

##### a) Efforts made towards technology absorption:

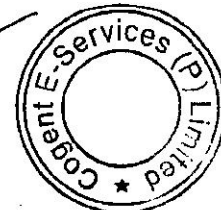


The Company continues to use the latest technology for innovation and improving the quality of its services.

##### b) The benefits derived like product improvement, cost reduction, product development or import substitution:

The Company is getting benefits by using the latest technology for innovation and improving the quality of its services.

##### c) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year):

##### (i) the details of technology imported





- (ii) the year of import
- (iii) whether technology been fully absorbed
- (iv) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof

During the year under review, your Company has not imported any technology.

**d) the expenditure incurred on Research and Development ("R&D")**

The Company being in the IT Enabled Services industry, carries out regular R&D activities to develop and improve its software, internal systems etc. Software purchased is capitalized along with the hardware and amortised over the best estimate of the useful life from the date the asset is available for use. Software product development costs incurred during the research phase until technological feasibility is established, and it becomes part of software support expenses.

Software research & development cost incurred subsequent to the achievement of technological feasibility are capitalized and amortised over the estimated useful life as determined by the management. The capitalization is done only when there is an intention and ability to complete the product and likely to generate future economic benefits.

**(C) FOREIGN EXCHANGE EARNINGS AND OUTGO**

- (a) Activities Relating to Exports, initiatives taken to increase Exports, and Export Plans:**

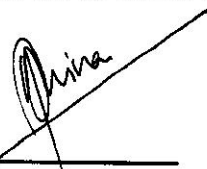
The Company is currently focusing on the opportunities in Indian market.

- (b) Foreign Exchange Earnings and Outgo:**

Total foreign exchange used and earned for the year:

- (i) Total Foreign Exchange Earnings: Nil
- (ii) Total Foreign Exchange Outgo: Rs. 1,00,07,190

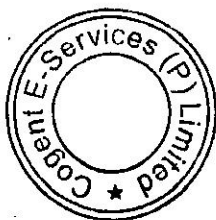
**BY ORDER OF THE BOARD OF DIRECTORS OF COGENT E-SERVICES PRIVATE LIMITED**



**(Abhinav Singh)**  
**Managing Director**

**DIN: 01351622**

**Add: C-100, Sector-63,  
Noida-201301, U.P.**



**(Pranjal Kumar)**  
**Whole Time Director**

**DIN: 00400950**

**Add: C-100, Sector-63,  
Noida-201301, U.P.**

**Place: Noida**

**Date: 10-November-2021**



# AAAM & CO LLP

(LLPIN: AAT - 1669)

## CHARTERED ACCOUNTANTS

REGD. OFF.: A-58, 1st FLOOR, SECTOR-65, NOIDA-201 301 (U.P.)

Tel: +91 120 2406700; Fax: +91 120 2406443

E-mail: atul@aaaca.in; Visit us : www.aaaca.in

### Independent Auditor's Report

To the Members of Cogent E-Services Private Limited

#### I. Report on the Audit of the Standalone Financial Statements

##### 1. Opinion

- a. We have audited the accompanying standalone financial statements of Cogent E-Services Private Limited ('the Company'), which comprise the Balance Sheet as at 31 March 2021, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.
- b. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian Accounting Standards ('Ind AS') specified under section 133 of the Act, of the state of affairs (financial position) of the Company as at 31 March 2021, and its profit (financial performance including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

##### 2. Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. 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 ('ICAI') together with the ethical requirements that are relevant to our audit of the 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 opinion.

##### 3. Information other than the Financial Statements and Auditor's Report thereon

- a. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual 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.
- b. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the 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.

##### 4. Responsibilities of Management for the Standalone Financial Statements

- a. The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs (financial position), profit or loss (financial performance including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Ind AS specified under





# AAAM & CO LLP

(LLPIN: AAT - 1669)

## CHARTERED ACCOUNTANTS

REGD. OFF.: A-58, 1st FLOOR, SECTOR-65, NOIDA-201 301 (U.P.)

Tel: +91 120 2406700; Fax: +91 120 2406443

E-mail: atul@aaaca.in; Visit us : www.aaaca.in

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 statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

- b. In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

### 5. Auditor's Responsibilities for the Audit of the Financial Statements

- a. 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 Standards on Auditing 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.
- b. As part of an audit in accordance with Standards on Auditing, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:
- 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.
  - 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 explaining our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
  - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
  - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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 financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- c. 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.
- d. 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.
- e. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## II. Report on Other Legal and Regulatory Requirements

1. As required by section 197(16) of the Act, we report that the Company has paid remuneration to its directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act.
2. 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 Act, we give in the Annexure Aa statement on the matters specified in paragraphs 3 and 4 of the Order.
3. Further to our comments in Annexure A, 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 purpose 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 and proper returns adequate for the purposes of our audit have been received from the branches not visited by us;
  - c) the standalone financial statements dealt with by this report are in agreement with the books of account;
  - d) in our opinion, the aforesaid standalone financial statements comply with Ind AS specified under section 133 of the Act;
  - e) on the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2021 from being appointed as a director in terms of section 164(2) of the Act;
  - f) we have also audited the internal financial controls over financial reporting (IFCoFR) of the Company as on 31 March 2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date and our report dated 30<sup>th</sup> Oct, 2021 as per Annexure B expressed unmodified.





# AAAM & CO LLP

(LLPIN: AAT - 1669)

## CHARTERED ACCOUNTANTS

REGD. OFF.: A-58, 1st FLOOR, SECTOR-65, NOIDA-201 301 (U.P.)

Tel: +91 120 2406700; Fax: +91 120 2406443

E-mail: atul@aaaca.in; Visit us : www.aaaca.in

g) with respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:

- i. the Company, as detailed to the standalone financial statements, has disclosed the impact of pending litigation on its financial position as at 31 March 2021;
- ii. the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2021;
- iii. there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended 31 March 2021;

For AAAM & CO LLP  
(Formerly known as AAAM & Co.,  
CHARTERED ACCOUNTANTS)  
FRN NO.: 08113C/C400292  
UDIN: 21077293AAAABD2775

(CA ATUL AGRAWAL, FCA)  
DESIGNATED PARTNER  
M. No. 077293

DATE: 30.10.2021  
PLACE: NOIDA

**"Annexure B" to the Independent Auditor's Report of even date to the members of Cogent E-Services Private Limited, on the standalone financial statements for the year ended 31 March 2021**

**Independent Auditor's report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

1. In conjunction with our audit of the standalone financial statements of **Cogent E-Services Private Limited** ("the Company") as of and for the year ended 31<sup>st</sup> March 2021, we have audited the internal financial controls over financial reporting (IFCoFR) of the company of as of that date.

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

2. The Company's Board of Directors is responsible for establishing and maintaining internal financial controls based on "the Internal Control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India". These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of the company's 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 Act,

#### **Auditors' Responsibility**

3. Our responsibility is to express an opinion on the Company's IFCoFR based on our audit. We conducted our audit in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India (ICAI) and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of IFCoFR, and the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI. 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 IFCoFR were 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 IFCoFR and their operating effectiveness. Our audit of IFCoFR included obtaining an understanding of IFCoFR, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's IFCoFR.

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

4. A company's IFCoFR 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 IFCoFR includes those policies and procedures that

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;





- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

**Inherent Limitations of Internal Financial Controls over Financial Reporting**

5. Because of the inherent limitations of IFCoFR, 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 IFCoFR to future periods are subject to the risk that IFCoFR may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**Opinion**

6. In our opinion, the Company has, in all material respects, adequate internal financial controls over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31<sup>st</sup> March 2021, based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India".

For A A A M & CO LLP  
(Formerly known as A A A M & Co.,  
CHARTERED ACCOUNTANTS)  
FRN NO.: 08113C/C400292

(CA ATUL AGRAWAL, FCA)  
DESIGNATED PARTNER  
M. No.:077293

DATE: 30.10.2021  
PLACE: NOIDA

**COGENT E-SERVICES PRIVATE LIMITED**  
Annexure "A" to the Auditors Report

The Annexure referred to in our report to the members of the Company for the year ended on 31st March, 2021, we report that:

I(a)	Whether the Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets including Property, Plant and Equipments as mentioned in Schedule II to the Companies Act, 2013;	YES
(b)	Whether these fixed assets have been physically verified by the management at reasonable intervals; whether any material discrepancies were noticed on such verification and if so, whether the same have been properly dealt with in the books of account;	YES
(c)	Whether the title deeds of immovable properties are held in the name of the company. If not, provide the details thereof;	YES
II	Whether physical verification of inventory has been conducted at reasonable intervals by the management and whether any material discrepancies were noticed and if so, whether they have been properly dealt with in the books of account;	NA
III(a)	Whether the Company has granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. If so:	NO
(b)	Whether the terms and conditions of the grant of such loans are not prejudicial to the company's interest;	NA
(c)	Whether the schedule of repayment of principal and payment of interest has been stipulated and whether the repayments or receipts are regular;	NA
(d)	If the amount is overdue, state the total amount overdue for more than ninety days, and whether reasonable steps have been taken by the company for recovery of the principal and interest;	NA
IV	In respect of loans, investments, guarantees, and security whether provisions of section 185 and 186 of the Companies Act, 2013 have been complied with. If not, provide the details thereof.	YES
V	In case, the Company has accepted deposits, whether the 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, 2013 and the rules framed thereunder, where applicable, have been complied with? If not, the nature of such contraventions be stated; If an order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal, whether the same has been complied with or not?	NA
VI	Whether maintenance of cost records has been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 and whether such accounts and records have been so made and maintained.	NA
VII(a)	Whether the Company is regular in depositing undisputed statutory dues including Provident Fund, Employees' State Insurance, Income-Tax, Sales-Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues to the appropriate authorities and if not, the extent of the arrears of outstanding statutory dues as on the last day of the financial year concerned for a period of more than six months from the date they became payable, shall be indicated;	YES
(b)	Where dues of Income Tax or Sales Tax or Service Tax or duty of Customs or duty of Excise or Value Added Tax have not been deposited on account of any dispute, then the amounts involved and the forum where dispute is pending shall be mentioned. (A mere representation to the concerned Department shall not be treated as a dispute).	NA





VIII	Whether the Company has defaulted in repayment of loans or borrowing to a Financial Institution, Bank, Government or dues to debenture holders? If yes, the period and the amount of default to be reported (in case of defaults to Banks, Financial Institutions, and Government, Lender wise details to be provided).	NO
IX	Whether money is raised by way of initial public offer or further public offer (including debt instruments) and Term Loans were applied for the purposes for which those are raised. If not, the details together with delays or default and subsequent rectification, if any, as may be applicable, be reported;	NA
X	Whether any fraud by the Company or any fraud on the Company by its officers or employees has been noticed or reported during the year; if yes, the nature and the amount involved is to be indicated;	NO
XI	Whether managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013? If not, state the amount involved and steps taken by the company for securing refund of the same;	YES
XII	Whether the Nidhi Company has complied with the Net Owned Funds to Deposits in the ratio of 1: 20 to meet out the liability and whether the Nidhi Company is maintaining ten per cent unencumbered term deposits as specified in the Nidhi Rules, 2014 to meet out the liability;	NA
XIII	Whether all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards;	YES
XIV	Whether the Company has made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and if so, as to whether the requirement of section 42 of the Companies Act, 2013 have been complied with and the amount raised have been used for the purposes for which the funds were raised. If not, provide the details in respect of the amount involved and nature of non-compliance;	NA
XV	Whether the Company has entered into any non-cash transactions with directors or persons connected with him and if so, whether the provisions of section 192 of Companies Act, 2013 have been complied with;	NA
XVI	Whether the Company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and if so, whether the registration has been obtained.	NA

As per our report of even date

For A A A M & CO LLP

(Formerly known as A A A M & Co.,

CHARTERED ACCOUNTANTS)

FRN: 08113C/C400292

(CA ATUL AGRAWAL, FCA)

DESIGNATED PARTNER

M.NO.-077293

DATE: 30.10.2021

PLACE: NOIDA

**Cogent E-Services Private Limited**

Corporate Identification Number (CIN): U72300DL2004PTC126944

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

(All amounts in Rs. millions, unless otherwise stated)

Particulars	Notes	As at March 31, 2021	As at March 31, 2020 (Restated)	As at April 01, 2019 (Restated)
<b>ASSETS</b>				
<b>Non-current assets</b>				
a) Property, plant and equipment	5	256.49	250.36	245.81
b) Right of use assets	6	404.45	473.87	193.94
c) Other intangible assets	7	27.30	33.76	38.84
d) Financial assets				
i) Investments	8	-	-	19.99
ii) Loans	9	22.38	17.16	11.92
e) Non-current tax assets (net)	10	6.74	108.61	45.80
f) Other non-current assets	11	1.37	3.74	0.54
<b>Total non-current assets</b>		<b>718.73</b>	<b>887.50</b>	<b>556.84</b>
<b>Current assets</b>				
a) Financial assets				
i) Trade receivables	12	388.11	496.90	456.43
ii) Cash and cash equivalents	13	75.08	53.45	59.92
iii) Loans	14	29.54	34.46	10.59
iv) Others financial assets	15	225.46	37.77	-
b) Other current assets	16	3.29	1.20	1.80
<b>Total current assets</b>		<b>721.48</b>	<b>623.78</b>	<b>528.74</b>
<b>Total assets</b>		<b>1,440.21</b>	<b>1,511.28</b>	<b>1,085.58</b>
<b>EQUITY AND LIABILITIES</b>				
<b>Equity</b>				
a) Equity share capital	17	10.00	8.05	8.05
b) Other equity	18	637.02	443.11	355.92
<b>Total equity</b>		<b>647.02</b>	<b>451.16</b>	<b>363.97</b>



**Cogent E-Services Private Limited**

Corporate Identification Number (CIN): U72300DL2004PTC126944

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

(All amounts in Rs. millions, unless otherwise stated)

Particulars	Notes	As at March 31, 2021	As at March 31, 2020 (Restated)	As at April 01, 2019 (Restated)
<b>LIABILITIES</b>				
<b>Non-current liabilities</b>				
a) Financial liabilities				
i) Borrowings	19	99.41	62.96	59.97
ii) Others	20	249.40	364.88	124.29
b) Provisions	21	17.12	13.36	8.98
c) Deferred tax liabilities (net)	22	2.47	10.02	16.35
<b>Total non-current liabilities</b>		<b>368.40</b>	<b>451.22</b>	<b>209.59</b>
<b>Current liabilities</b>				
a) Financial liabilities				
i) Borrowings	23	25.17	237.92	222.80
ii) Trade payables	24			
(A) total outstanding dues of micro enterprises and small enterprises		0.25	1.46	4.90
(B) total outstanding dues of creditors other than micro enterprises and small enterprises		39.94	89.92	74.62
iii) Other financial liabilities	25	298.33	204.07	159.47
b) Other current liabilities	26	51.21	71.52	46.39
c) Provisions	27	6.69	4.01	3.84
d) Current tax liabilities (net)	28	3.20	-	-
<b>Total current liabilities</b>		<b>424.79</b>	<b>608.90</b>	<b>512.02</b>
<b>Total liabilities</b>		<b>793.19</b>	<b>1,060.12</b>	<b>721.61</b>
<b>Total equity and liabilities</b>		<b>1,440.21</b>	<b>1,511.28</b>	<b>1,085.58</b>

The above balance sheet should be read in conjunction with the accompanying notes.

This is the balance sheet referred to in our report of even date.

**For A A A M & CO LLP**

(Formerly known as A A A M &amp; Co., Chartered Accountants)

Firm Registration No: 08113CIC400292



Atul Agrawal  
Designated Partner  
Membership No. 077293

Date: October 30, 2021  
Place: Noida

**For and on behalf of Board of Directors  
Cogent E-Services Private Limited**


Abhinav Singh  
Managing Director  
DIN: 01351622



Pranjal Kumar  
Director  
DIN: 00400950



Japreet Singh Arora  
Chief Financial Officer



Unique document identification number (UDIN): 21077293AAAABD2775

**Cogent E-Services Private Limited**

Corporate Identification Number (CIN): U72300DL2004PTC126944

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

(All amounts in Rs. millions, unless otherwise stated)

Particulars	Notes	Year ended March 31, 2021	Year ended March 31, 2020 (Restated)
<b>Income</b>			
Revenue from operations	29	2,739.42	2,481.29
Other income	30	11.65	2.92
<b>Total income</b>		<b>2,751.07</b>	<b>2,484.21</b>
<b>Expenses</b>			
Employee benefits expense	31	1,327.48	1,130.97
Finance costs	32	53.93	51.28
Depreciation and amortisation expense	33	174.53	137.08
Other expenses	34	919.35	1,045.18
<b>Total expenses</b>		<b>2,475.29</b>	<b>2,364.49</b>
<b>Profit before tax</b>		<b>275.78</b>	<b>119.72</b>
<b>Tax expense</b>	<b>35</b>		
Current tax		81.05	36.48
Deferred tax (credit)		(6.43)	(5.71)
<b>Profit after tax for the year</b>		<b>201.16</b>	<b>88.95</b>
<b>Other comprehensive income</b>			
Items that will not be reclassified to profit or loss in subsequent periods			
Remeasurements of defined benefit plans	43	(4.38)	(2.33)
Income tax related to above item	35	1.12	0.60
<b>Other comprehensive (loss) for the year, net of tax</b>		<b>(3.26)</b>	<b>(1.73)</b>
<b>Total comprehensive income for the year</b>		<b>197.90</b>	<b>87.23</b>
<b>Earnings per equity share (of Rs. 10 each)</b>			
Basic (Rs.)	36	197.91	87.19
Diluted (Rs.)		197.91	87.19


The above statement of profit and loss should be read in conjunction with the accompanying notes.

This is the Statement of Profit and Loss referred to in our report of even date.

**For A A A M & CO LLP**

(Formerly known as A A A M &amp; Co., Chartered Accountants)

Firm Registration No: 081136/C400292



Atul Agrawal  
Designated Partner  
Membership No. 077293

For and on behalf of Board of Directors  
Cogent E-Services Private Limited



Abhinav Singh  
Managing Director  
DIN: 01331622



Pranjal Kumar  
Director  
DIN: 00400950

Date: October 30, 2021  
Place: Noida



Jaspreet Singh Arora  
Chief Financial Officer

Unique document identification number (UDIN): 21077293AAAAABD2775



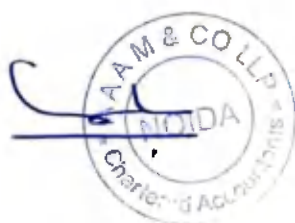
**Cogent E-Services Private Limited**

Corporate Identification Number (CIN): U72300DL2004PTC126944

**Cash Flow Statement Statement for the year ended 31 March 2021**

(All amounts in Rs. millions, unless otherwise stated)

	Year ended March 31, 2021	Year ended March 31, 2020 (Restated)
<b>A. Cash flows from operating activities</b>		
Profit before tax	275.78	119.69
Adjustments for :		
Depreciation on property, plant and equipment	49.30	50.53
Amortisation of right of use assets	116.14	77.79
Amortisation on intangible assets	9.09	8.75
Bad debts written off	20.50	2.02
Loss on sale of property, plant and equipment	1.90	-
Provision for doubtful debts	0.66	1.46
Unwinding of discount on security deposits	(3.09)	(2.58)
Interest on term loan and working capital facilities	15.54	23.70
Interest on lease liabilities	37.93	27.00
Interest on liability component of compound financial instruments	0.16	-
Gain on early termination of leases	(2.07)	-
Interest income	(6.39)	-
	<b>515.46</b>	<b>308.37</b>
Changes in operating assets and liabilities:		
(Increase)/ Decrease in current and non-current financial assets - loans	0.46	(37.64)
(Increase)/ Decrease in trade receivables	87.63	(43.95)
(Increase)/ Decrease in current financial assets - others	(187.70)	(37.77)
(Increase)/ Decrease in other current assets	(2.08)	0.59
Increase/ (Decrease) in current and non-current provisions	2.07	2.22
Increase/ (Decrease) in trade payables	(51.21)	11.85
Increase/ (Decrease) in current financial liabilities	27.50	46.53
Increase/ (Decrease) in other current liabilities	(20.31)	25.13
Cash generated from operations	<b>371.82</b>	<b>275.34</b>
Income taxes paid (net of refund received)	<b>30.26</b>	<b>(99.30)</b>
Net cash inflow/ (outflow) from operating activities (A)	<b>402.08</b>	<b>176.03</b>
<b>B. Cash flows from investing activities</b>		
Payment for purchase of property, plant and equipment	(64.95)	(61.91)
Payment for purchase of intangible assets	(2.62)	(3.67)
Sale of investments	-	19.99
Proceeds from sale of property, plant and equipment	0.04	-
Interest income	0.15	-
Net cash inflow/ (outflow) from investing activities (B)	<b>(67.38)</b>	<b>(45.59)</b>
<b>C. Cash flows from financing activities</b>		
Receipt of term loan from banks	66.37	26.29
Repayment of term loans from banks	(17.66)	(20.71)
Redemption of preference shares	-	(50.00)
Receipt of loan from related parties	69.39	60.00
Repayment of loan to related parties	(70.71)	(53.94)
Repayment of working facilities to banks	(211.43)	-
Receipt of working facilities from banks	-	9.06
Payment of principal amount of lease liabilities	(95.55)	(56.90)
Interest on term loan and working capital facilities	(15.54)	(23.70)
Interest on lease liabilities	(37.93)	(27.00)
Net cash (outflow) from financing activities (C)	<b>(313.07)</b>	<b>(136.91)</b>



**Cogent E-Services Private Limited**

Corporate Identification Number (CIN): U72300DL2004PTC126944

**Cash Flow Statement for the year ended 31 March 2021**

(All amounts in Rs. millions, unless otherwise stated)

	Year ended March 31, 2021	Year ended March 31, 2020 (Restated)
D. Net increase/ (decrease) in cash and cash equivalents (A+B+C)	21.63	(6.46)
E. Cash and cash equivalents at the beginning of the year	53.45	59.91
Cash and cash equivalents at the end of the year (D+E)	<u>75.08</u>	<u>53.45</u>

*Reconciliation of cash and cash equivalents as per the cash flow statement*

	As at 31 March 2021	As at 31 March 2020
Cash and cash equivalents comprise of:		
Cash on hand	0.25	0.24
Bank balances [Refer note 13]	74.83	53.21
In current accounts*		
Total	<u>75.08</u>	<u>53.45</u>

**Notes :**

- Figures in brackets indicate cash outgo.
- Previous year figures have been regrouped/ reclassified to confirm to the current year's classification.

The above cash flow statement should be read in conjunction with the accompanying notes to the financial statements

This is the Cash Flow Statement referred to in our report of even date

**For A A A M & CO LLP**

(Formerly known as A A A M &amp; Co., Chartered Accountants)

Firm Registration No. 08113C/C400292

Atul Agrawal

Designated Partner

Membership No. 077293

Date: October 30, 2021

Place: Noida

Unique document identification number (UDIN): 21077293AAAABD2775

For and on behalf of Board of Directors  
Cogent E-Services Private Limited

Abhinav Singh  
Managing Director  
DIN: 01351622

Franjal Kumar  
Director  
DIN: 00400950

Jaspreet Singh Arora  
Chief Financial Officer



Corporate Identification Number (CIN): U72300DL2004PTC126944

(All amounts in Rs. millions, unless otherwise stated)

	Notes	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
<b>A. Equity share capital</b>	<b>14</b>			
Balance at the beginning of the year		8.05	8.05	8.05
Changes in equity share capital during the year		1.95	-	-
<b>Balance at the end of the year</b>		<b>10.00</b>	<b>8.05</b>	<b>8.05</b>

	Equity			Total
	Securities premium	Retained earnings	Equity component of compound financial instrument	
Balance as at April 01, 2019	66.22	271.64	18.07	355.93
Profit for the year	-	88.92	-	88.92
Other comprehensive (loss)	-	(1.73)	-	(1.73)
<b>Balance as at March 31, 2020</b>	<b>66.22</b>	<b>358.84</b>	<b>18.07</b>	<b>443.13</b>
Balance as at April 01, 2020	66.22	358.84	18.07	443.13
Profit for the year	-	201.16	-	201.16
Shares issued during the year	-	-	2.96	2.96
Other comprehensive (loss)	-	(3.26)	-	(3.26)
Amount utilised for bonus issue of equity and preference shares	-	(6.95)	-	(6.95)
<b>Balance as at March 31, 2021</b>	<b>66.22</b>	<b>549.79</b>	<b>21.03</b>	<b>637.04</b>

**Atul Agrawal**  
Designated Partner  
Membership No. 077293

**Abhinav Singh**  
Managing Director  
DIN: 01351622

**Pranjal Kumar**  
Director  
DIN: 00400950

**Place:** Noida

**Jaspreet Singh Arora**  
Chief Financial Officer

**Unique document identification number (UDIN): 21077293AAAABD2775**



## Cogent E-Services Private Limited

Corporate Identification Number (CIN): U72300DL2004PTC126944

### Notes to financial statements for the year ended March 31, 2021

#### Accounting Policies

##### 1 Corporate information

Cogent E-Services Private Limited ('the Company') is a private Limited Company, domiciled in India under the provision of the Companies Act, 1956 on June 15, 2004. The Company is engaged in the business of provisions of IT enabled Services in India. Registered office of the company is situated at C-652, KH. No.920, first floor, Chatarpur Extension, C-Block, JVTs Gardens, New Delhi-110074, India.

##### 2 Basis of preparation

The standalone financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) prescribed under the Section 133 of the Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.

The standalone Financial Statements have been prepared on the historical cost basis, except for certain financial instruments which are measured at fair values at the end of each reporting period, as explained in the accounting policies below. The financial statements are presented in INR and all values are rounded to the nearest million (INR 000,000), except when otherwise indicated.

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of activities of the Company and the normal time between acquisition of assets and their realization in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

##### 3 Use of Estimates

The preparation of the financial statements in conformity with Ind AS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities on the date of the financial statements and reported amounts of revenues and expenses for the year. Actual results could differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Any revision to accounting estimates is recognized prospectively in the current and future periods.

Borrowing costs directly attributable to acquisition or construction of those fixed assets which necessarily take a substantial period of time to get ready for their intended use are capitalized.

##### 4 Summary of significant accounting policies

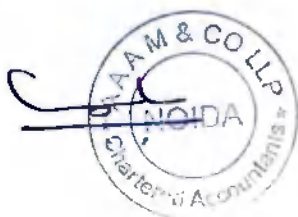
###### 1 Current Vs Non current classification

The company presents assets and liabilities in the Balance Sheet base on current/non-current classification.

An asset is current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalents unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current





**Cogent E-Services Private Limited**

Corporate Identification Number (CIN): U72300DL2004PTC126944

**Notes to financial statements for the year ended March 31, 2021****1.1 A liability is current when it is:**

- i) Expected to be settled in normal operating cycle
- ii) Held primarily for the purpose of trading
- iii) Due to be settled within twelve months after the reporting period, or
- iv) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are treated as non-current

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has evaluated and considered its operating cycle as 12 months.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

**2 Property, plant and equipment**

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment, if any. Costs directly attributable to acquisition are capitalised until the property, plant and equipment are ready for use, as intended by Management. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of respective asset if the recognition criteria for a provision are met.

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under other non-current assets and the cost of assets not put to use before such date are disclosed under 'Capital work-in-progress'. Subsequent expenditures relating to property, plant and equipment is capitalised only when it is probable that future economic benefits associated with these will flow to the Company and the cost of the item can be measured reliably.

The cost and related accumulated depreciation are eliminated from the standalone financial statements upon sale or retirement of the asset and the resultant gains or losses are recognised in the Statement of Profit and Loss. Assets to be disposed off are reported at the lower of the carrying value or the fair value less cost to sell.

The Company depreciates property, plant and equipment over their estimated useful lives using the Straight line method ( SLM). The estimated useful lives of assets are as follows:

Asset Category	Life in Year	Basis for useful life
Building	Life as prescribed under Schedule-II of Companies Act, 2013	
Plant & Machinery		
Furniture & Fixtures		
Office Equipments		
Electrical Installations		
Vehicles		
Computers	5	Based on internal assessment by technical personal
Software	7	
Transformer	15	
Solar System	15	
Leasehold land	Is amortised equally over the remaining life of the lease term.	

Based on an internal assessment, the Management believes that the useful lives as given above represents the period over which Management expects to use the assets. Hence, the useful lives for these assets is different from the useful lives as prescribed under Part C of Schedule II of the Companies Act, 2013.

The Company has evaluated the applicability of component accounting as prescribed under Ind AS 16, Property, plant and equipment, and Schedule II of the Companies Act, 2013, the Management has not identified any significant component having different useful lives. Schedule II requires the Company to identify and depreciate significant components with different useful lives separately.

Depreciation methods, useful lives and residual values are reviewed periodically and updated as required, including at each financial year end.



## Cogent E-Services Private Limited

Corporate Identification Number (CIN): U72300DL2004PTC126944

### Notes to financial statements for the year ended March 31, 2021

Leasehold improvements are depreciated over its lease period including renewable period or estimated useful life, whichever is shorter, on a straight-line basis.

#### 3 Intangible assets

Intangible assets are recorded at the consideration paid for the acquisition of such assets and are carried at cost less accumulated amortisation and impairment. Advances paid towards the acquisition of intangible assets outstanding at each Balance Sheet date are disclosed as other non-current assets and the cost of intangible assets not ready for their intended use before such date are disclosed as intangible assets under development.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

#### 4 Impairment of property, plant and equipment and intangible assets

At each reporting date, the Company assesses whether there is any indication that an asset may be impaired, based on internal or external factors. If any such indication exists, the Company estimates the recoverable amount of the asset or the cash generating unit. If such recoverable amount of the asset or cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the Statement of Profit and Loss. If, at the reporting date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount. Impairment losses previously recognised are accordingly reversed in the Statement of Profit and Loss.

Intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable.

#### 5 Revenue from contract with customer

The specific recognition criteria described below must also be met before revenue is recognized.

##### Sale of services

The Company derives its revenues primarily from IT enabled services. Revenue contracts are recognized as the related services are performed and revenue from the end of the last invoicing to the reporting date is recognized as unbilled revenue. Revenue from fixed-price, where the performance obligations are satisfied over time and where there is no uncertainty as to measurement or collectability of consideration, is recognized as per the percentage-of-completion method.

##### Finance income:

For all financial instruments measured at amortised cost, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating EIR, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses. Interest income is included in finance income in the statement of profit and loss.



## Cogent E-Services Private Limited

Corporate Identification Number (CIN): U72300DL2004PTC126944

### Notes to financial statements for the year ended March 31, 2021

#### Contract balances

##### Contract assets:

A contract asset is the right to consideration in exchange for services transferred to the customer. If the Company performs by providing services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional. Revenues in excess of invoicing are classified as contract assets (which we refer to as Unbilled Revenue).

#### 6 Trade receivables

A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section 2 (o) Financial instruments – initial recognition and subsequent measurement.

#### 7 Employee benefits

Expenses and liabilities in respect of employee benefits are recorded in accordance with Ind AS 19, Employee Benefits.

##### Defined contribution plan

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognises contribution payable to the provident fund scheme as an expenditure, when an employee renders the related service. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

##### Defined benefit plan

###### Gratuity

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets (if any). The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method.





**Notes to financial statements for the year ended March 31, 2021**

**Compensated absences**

The Company provides benefit of compensated absences under which unavailed leave are allowed to be accumulated to be availed in future. The compensated absences comprises of vesting as well as non vesting benefit. The cost of short term compensated absences are provided for based on estimates. Long term compensated absence costs are provided for based on actuarial valuation using the project unit credit method. The Company presents the entire leave as a current liability in the balance sheet, since it does not have an unconditional right to defer its settlement for 12 months after the reporting date.

The present value of the defined benefit obligation denominated in INR is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

Service cost on the Company's defined benefit plan is included in employee benefits expense. Employee contributions, all of which are independent of the number of years of service, are treated as a reduction of service cost. Net interest expense on the net defined benefit liability is included in finance costs.

Gains and losses through re-measurements of the defined benefit plans are recognized in other comprehensive income, which are not reclassified to Statement of Profit and Loss in a subsequent period. Further, as required under Ind AS compliant Schedule III, the Company transfers those amounts recognized in other comprehensive income to retained earnings in the statement of changes in equity and in the balance sheet.

**Short-term employee benefits**

Short-term employee benefits comprise of employee costs such as salaries, bonus etc. is recognized on the basis of the amount paid or payable for the period during which services are rendered by the employee.

**8 Leases**

**First time adoption of Ind AS 116- Leases**

Effective April 1, 2019 the Group adopted Ind AS 116 "Leases" and applied the standard to all lease contracts existing on April 1, 2019 using the modified retrospective method. Right-of-use of assets (ROU) are measured at cost comprising the amount of the initial measurement of lease liability, any lease payments made at or before the commencement date and any initial direct costs less any lease incentives received. Lease liabilities were recognised based on the present value of the remaining lease payments, discounted using the incremental borrowing rate at the date of initial application.

The Company has lease contracts for buildings used in its operations. Lease terms generally ranges between 3 and 5 years.

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

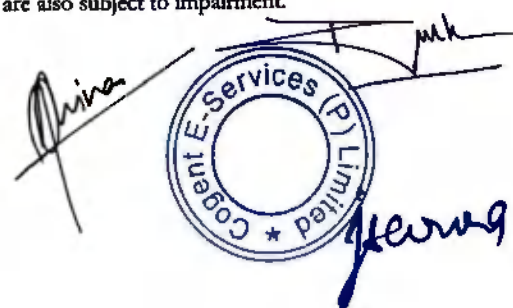
**Company as a lessee**

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

The Company adopted Ind AS 116 using the modified retrospective method of adoption, with the date of initial application on April 01, 2019

**(i) Right-of-use assets**

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows: If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment.



## Cogent E-Services Private Limited

Corporate Identification Number (CIN): U72300DL2004PTC126944

### Notes to financial statements for the year ended March 31, 2021

#### (ii) Lease Liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including insubstance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs. In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

#### (iii) Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

## 9 Foreign currency transactions

### Functional and presentation currency

The functional currency of the Company is the Indian Rupee. These financial statements are presented in Indian Rupees (₹).

### Transactions and balances

(i). Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in Statement of Profit or Loss. They are deferred in equity if they relate to qualifying

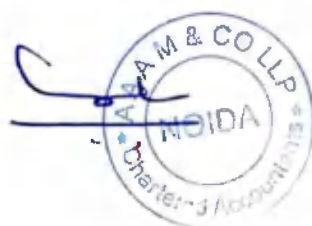
cash flow hedges and qualifying net investment hedges or are attributable to part of the net investment in a foreign operation. A monetary item for which settlement is neither planned nor likely to occur in the foreseeable future is considered as a part of the entity's net investment in that foreign operation.

(ii). Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the Statement of Profit and Loss, within finance costs. All other foreign exchange gains and losses are presented in the Statement of Profit and Loss on a net basis within other gains/(losses).

(iii). Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss.

## 10 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.





## Cogent E-Services Private Limited

Corporate Identification Number (CIN): U72300DL2004PTC126944

### Notes to financial statements for the year ended March 31, 2021

#### 11 Investments in associates

The Company's investment in equity instruments in associates are accounted for at cost. Where the carrying amount of an investment in greater than its estimated recoverable amount, it is written down immediately to its recoverable amount and the difference is transferred to the Statement of Profit and Loss. On disposal of investment, the difference between the net disposal proceeds and the carrying amount is charged or credited to the Statement of Profit and Loss.

#### 12 Income taxes

Income tax expense comprises current and deferred income tax. Current and deferred tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Current income tax for current and prior periods is recognised at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is recognized on temporary differences at the balance sheet date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred income tax assets are recognized for all deductible temporary differences, carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

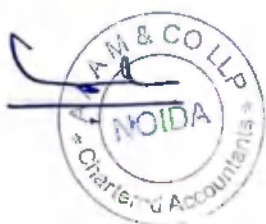
The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognised as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilised. The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognised amounts and where it intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

#### Minimum alternate tax (MAT):

MAT payable for a year is charged to the statement of profit and loss as current tax. The Company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Company recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as 'MAT Credit Entitlement' under Deferred Tax. The Company reviews the same at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.



*Minar*



## Cogent E-Services Private Limited

Corporate Identification Number (CIN): U72300DL2004PTC126944

### Notes to financial statements for the year ended March 31, 2021

#### 13 Provisions and contingencies

##### Provisions

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that is reasonably estimable, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

##### 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 not wholly within the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation or it cannot be measured with sufficient reliability. The Company does not recognise a contingent liability but discloses its existence in the financial statements.

##### Contingent assets

Contingent assets are neither recognised nor disclosed. However, when realisation of income is virtually certain, related asset is recognised.

##### Onerous contracts

Present obligations arising under onerous contracts are recognised and measured as provisions. An onerous contract is considered to exist where the Company has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received from the contract.

#### 14 Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

##### Financial assets

##### Initial recognition and measurement

All financial assets are recognised initially at fair value and transaction cost that is attributable to the acquisition of the financial asset is also adjusted.

##### Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortised cost; and
- Equity investments.

##### (I). Debt instruments at amortised cost

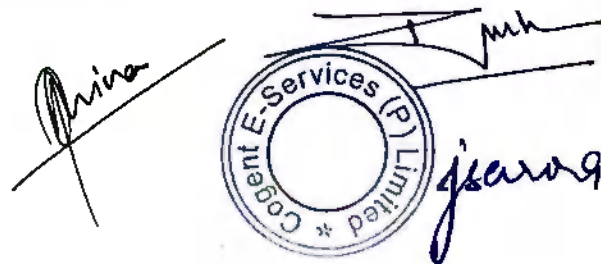
A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows; and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the most relevant to the Company. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the Statement of Profit and Loss. The losses arising from impairment are recognised in the Statement of Profit and Loss. This category generally applies to trade and other receivables.

##### (II). Equity investments

All equity investments in scope of Ind AS 109, Financial Instruments, are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS 103 Business Combinations, applies are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.





## Cogent E-Services Private Limited

Corporate Identification Number (CIN): U72300DL2004PTC126944

### Notes to financial statements for the year ended March 31, 2021

#### De-recognition of financial assets

A financial asset (or, where applicable, a part of a financial asset) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (i) the Company has transferred substantially all the risks and rewards of the asset, or (ii) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

#### Financial liabilities

##### Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

##### Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

##### Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109, Financial Instruments.

##### Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ loss are not subsequently transferred to Statement of Profit and Loss. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the Statement of Profit and Loss. The Company has not designated any financial liability as at fair value through profit and loss.



*Signature*





## Cogent E-Services Private Limited

Corporate Identification Number (CIN): U72300DL2004PTC126944

### Notes to financial statements for the year ended March 31, 2021

#### Loans and borrowings

This is the category most relevant to the Company. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or cost that are an integral part of the EIR. The EIR amortisation is included as finance costs in the Statement of Profit and Loss.

#### Derecognition of financial liabilities

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

#### Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

#### 15 Impairment of financial assets

In accordance with Ind AS 109 Financial Instruments, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss for financial assets.

The Company tracks credit risk and changes thereon for each customer. For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, life time ECL is used. If in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider:

- (i). All contractual terms of the financial instrument over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument.
- (ii). Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

The Company uses default rate for credit risk to determine impairment loss allowance on portfolio of its trade receivables.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the Statement of Profit and Loss. This amount is reflected under the head

'other expenses' in the Statement of Profit and Loss. The balance sheet presentation for various financial instruments is described below:

- a. Financial assets measured as at amortised cost, contractual revenue receivables : ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.



## Cogent E-Services Private Limited

Corporate Identification Number (CIN): U72300DL2004PTC126944

### Notes to financial statements for the year ended March 31, 2021

#### 16 Trade receivables

The Company applies approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of receivables.

#### 17 Other financial assets

For recognition of impairment loss on other financial assets and risk exposure, the Company determines whether there has been a significant increase in the credit risk since initial recognition and if credit risk has increased significantly, impairment loss is provided.

#### 18 Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities;

Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable;

Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

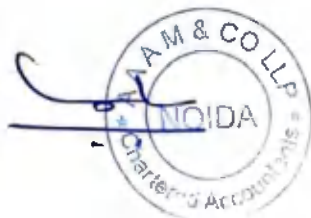
For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurements as a whole) at the end of each reporting period.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurements as a whole) at the end of each reporting period.

#### 19 Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash at banks and on hand and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.



## Cogent E-Services Private Limited

Corporate Identification Number (CIN): U72300DL2004PTC126944

### Notes to financial statements for the year ended March 31, 2021

#### 20 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The Company is engaged in the IT enabled service, which constitutes its single reportable segment.

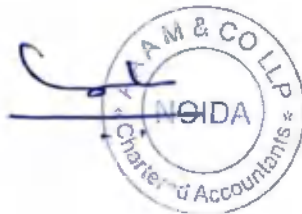
#### 21 Earnings per Share (EPS)

Basic EPS are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue that have changed the number of equity shares outstanding, without a corresponding change in resources.

Diluted EPS amounts are calculated by dividing the profit attributable to equity shareholders of the Company (after adjusting for interest on the convertible preference shares, if any) by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

#### 22 Corporate Social Responsibility (CSR) expenditure

CSR expenditure as per provisions of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, is charged to the Statement of Profit and Loss as expense as and when incurred.





**Notes to financial statements for the year ended March 31, 2021**  
(All amounts in Rs. millions, unless otherwise stated)

**5: Property, plant and equipment**

Particulars	Buildings	Plant and machinery	Furniture and fixtures	Office equipments	Computers	Vehicles	Electric installations	Total
<b>Gross block</b>								
As at April 01, 2019	62.25	28.43	53.30	35.82	139.02	44.98	18.05	381.85
Additions	-	2.32	6.74	4.37	39.71	-	1.94	55.08
Deductions	-	-	-	-	-	-	-	-
As at March 31, 2020	62.25	30.76	60.04	40.19	178.73	44.98	19.98	436.93
Additions	-	1.85	8.41	13.14	33.97	-	-	57.37
Deductions	-	-	-	-	-	16.34	-	16.34
As at March 31, 2021	62.25	32.60	68.45	53.33	212.71	28.64	19.98	477.96
<b>Accumulated depreciation</b>								
As at 01 April 2019	3.82	12.06	17.50	16.84	61.48	17.43	6.91	136.04
Charge for the year	1.00	3.35	6.08	4.37	28.53	5.27	1.94	50.53
Deductions	-	-	-	-	-	-	-	-
Balance as at March 31, 2020	4.81	15.41	23.58	21.21	90.01	22.70	8.85	186.57
Charge for the year	1.00	3.20	6.29	4.21	27.34	5.26	2.01	49.30
Deductions	-	-	-	-	-	14.40	-	14.40
Balance as at March 31, 2021	5.81	18.62	29.87	25.42	117.34	13.56	10.86	221.47
<b>Net block</b>								
As at April 01, 2019	58.43	16.37	35.80	18.98	77.55	27.55	11.14	245.81
As at March 31, 2020	57.43	15.34	36.47	18.98	88.73	22.28	11.13	250.36
As at March 31, 2021	56.44	13.99	38.58	27.91	95.36	15.08	9.12	256.49

Refer note no 44 for disclosure of contractual commitment for the acquisition of property, plant and equipment.



*Handwritten signature*

*Handwritten signature*

**Cogent E-Services Private Limited**

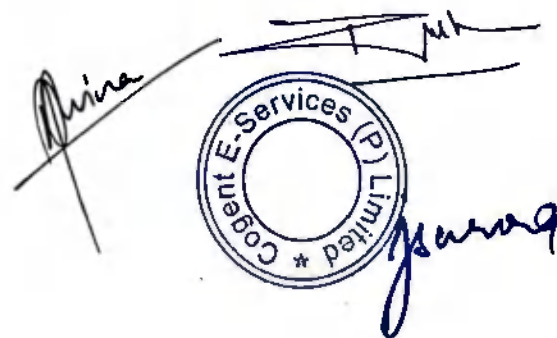
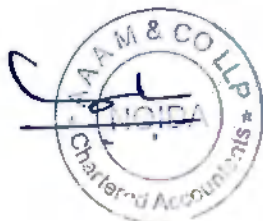
Corporate Identification Number (CIN): U72300DL2004PTC126944

**Notes to financial statements for the year ended March 31, 2021**

(All amounts in Rs. millions, unless otherwise stated)

**6 :Right of use assets**

Particulars	Leasehold land	Buildings	Computers	Office equipment	Total
<b>Gross block</b>					
As at 01 April 2019	32.07	163.61	-	-	195.68
Additions	-	346.92	7.77	3.03	357.72
Deductions	-	-	-	-	-
As at March 31, 2020	32.07	510.53	7.77	3.03	553.40
Additions	-	67.72	3.34	11.36	82.41
Deductions	-	(58.54)	-	-	(58.54)
As at March 31, 2021	32.07	519.71	11.11	14.38	577.28
<b>Accumulated amortisation</b>					
As at 01 April 2019	1.74	-	-	-	1.74
Amortisation for the year	0.44	76.97	0.32	0.08	77.79
Deductions	-	-	-	-	-
As at March 31, 2020	2.18	76.97	0.32	0.08	79.54
Amortisation for the year	0.44	111.56	2.05	2.09	116.14
Deductions	-	(22.84)	-	-	(22.84)
As at March 31, 2021	2.61	165.68	2.37	2.17	172.83
<b>Net block</b>					
As at April 01, 2019	30.33	163.61	-	-	193.94
As at March 31, 2020	29.90	433.57	7.45	2.95	473.87
As at March 31, 2021	29.46	354.03	8.74	12.22	404.45



**Cogent E-Services Private Limited**

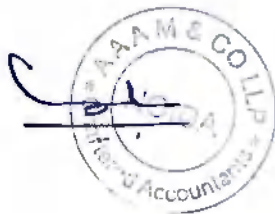
Corporate Identification Number (CIN): U72300DL2004PTC126944

**Notes to financial statements for the year ended March 31, 2021**

(All amounts in Rs. millions, unless otherwise stated)

**7: Other intangible assets**

Particulars	Intangible assets	
	Software	Total
<b>Gross block</b>		
As at 01 April 2019	62.14	62.14
Additions	3.67	3.67
Deductions	-	-
As at March 31, 2020	65.82	65.82
Additions	2.62	2.62
Deductions	-	-
As at March 31, 2021	68.44	68.44
<b>Accumulated Amortisation</b>		
As at 01 April 2019	23.31	23.31
Amortisation for the year	8.75	8.75
Deductions	-	-
As at March 31, 2020	32.05	32.05
Amortisation for the year	9.09	9.09
Deductions	-	-
As at March 31, 2021	41.14	41.14
<b>Net block</b>		
As at April 01, 2019	38.84	38.84
As at March 31, 2020	33.76	33.76
As at March 31, 2021	27.30	27.30



**Cogent E-Services Private Limited**

Corporate Identification Number (CIN): U72300DL2004PTC126944

**Notes to financial statements for the year ended March 31, 2021**

(All amounts in Rs. millions, unless otherwise stated)

**8 Financial assets - Investments****Non-current investment in associates****Investment in unquoted equity instruments - at cost**

(3,332 equity shares of Rs. 10 each at a premium of Rs. 5,990 held in Refiral Solutions Private Limited representing 25% of outstanding share capital of Refiral Solutions Private Limited)

As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
-	-	19.99
-	-	<b>19.99</b>

**9 Non-current financial assets - Loans**

Unsecured, considered good (Unless otherwise stated)

Security deposits

As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
22.38	17.16	11.92
<b>22.38</b>	<b>17.16</b>	<b>11.92</b>

**10 Non-current tax assets (net)**

Income-tax paid (including tax deducted at source)

Less: Provision for income-tax

As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
6.74	144.50	65.66
-	(35.89)	(19.86)
<b>6.74</b>	<b>108.61</b>	<b>45.80</b>

**11 Other non-current assets**

Unsecured, considered good (Unless otherwise stated)

Capital advances

As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
1.37	3.74	0.54
<b>1.37</b>	<b>3.74</b>	<b>0.54</b>

**12 Trade receivables**

Unsecured considered good

Trade receivables which have significant increase in credit risk

Less: Allowance for expected credit loss

As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
388.11	496.90	456.43
3.65	2.99	1.52
<b>391.76</b>	<b>499.89</b>	<b>457.95</b>
3.65	2.99	1.52
<b>388.11</b>	<b>496.90</b>	<b>456.43</b>



*Mina*

*Jarvis*

**Cogent E-Services (P) Limited**

**Cogent E-Services Private Limited**

Corporate Identification Number (CIN): U72300DL2004PTC126944

**Notes to financial statements for the year ended March 31, 2021**

(All amounts in Rs. millions, unless otherwise stated)

**13 Cash and cash equivalents**

	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
Cash on hand	0.25	0.24	0.32
Bank balances			
In current accounts	60.70	53.21	59.60
In working capital facility account	14.13	-	-
	<b>75.08</b>	<b>53.45</b>	<b>59.92</b>

**14 Current financial assets - Loans**

Unsecured, considered good (Unless otherwise stated)

	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
Security deposits	29.54	34.46	10.59
	<b>29.54</b>	<b>34.46</b>	<b>10.59</b>

**15 Current financial assets - Others**

	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
Unbilled revenue	225.46	37.77	-
	<b>225.46</b>	<b>37.77</b>	<b>-</b>

**16 Other current assets**

Unsecured, considered good (Unless otherwise stated)

	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
Advances to suppliers	2.39	0.60	0.53
Prepaid expenses	0.90	0.60	1.27
	<b>3.29</b>	<b>1.20</b>	<b>1.80</b>





**Cogent E-Services Private Limited**

Corporate Identification Number (CIN): U72300DL2004PTC126944

**Notes to financial statements for the year ended March 31, 2021**

(All amounts in Rs. millions, unless otherwise stated)

**17 Equity share capital****(A) Authorised share capital**

1 Mn equity shares of Rs 10 each (March 31, 2020: 1 Mn; April 01, 2019: 1 Mn equity shares of Rs. 10 each)

**Total authorised equity share capital****Issued, subscribed and paid-up equity share capital**

1 Mn equity shares of Rs 10 each (March 31, 2020: 0.81 Mn ; April 01, 2019: 0.81 Mn equity shares of Rs 10 each)

**Total issued equity share capital**

	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
	10.00	10.00	10.00
<b>Total authorised equity share capital</b>	<b>10.00</b>	<b>10.00</b>	<b>10.00</b>
	10.00	8.05	8.05
<b>Total issued equity share capital</b>	<b>10.00</b>	<b>8.05</b>	<b>8.05</b>

**Notes:****(a) Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting period**

Particulars	March 31, 2021		March 31, 2020		March 31, 2019	
	No. of shares	Amount	No. of shares	Amount	No. of shares	Amount
At the beginning of the year	0.81	8.05	0.81	8.05	0.81	8.05
Movement during the year	0.19	1.95	-	-	-	-
<b>At the end of the year</b>	<b>1.00</b>	<b>10.00</b>	<b>0.81</b>	<b>8.05</b>	<b>0.81</b>	<b>8.05</b>

**(B.1) Terms/ rights attached to equity shares**

The Company has only one class of equity shares having par value of Rs 10 per share. Each holder of equity shares is entitled to one vote per share.

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

**(B.2) Terms/ rights attached to preference shares**

1) The preference shares issued as a part of bonus issue shall be 0 % cumulative redeemable preference shares and not carrying any voting rights.



**Cogent E-Services Private Limited**

Corporate Identification Number (CIN): U72300DL2004PTC126944

**Notes to financial statements for the year ended March 31, 2021**

(All amounts in Rs. millions, unless otherwise stated)

**(C) Details of shareholders holding more than 5% equity shares in the Company**

	As at March 31, 2021		As at March 31, 2020		As at April 01, 2019	
	No. of shares	% of holding	No. of shares	% of holding	No. of shares	% of holding
<b>Equity shares of Rs. 10 each fully paid up</b>						
Mr. Gaurav Abrol	0.16	16.26	0.13	16.26	0.13	16.26
Mr. N K Chaudhary	-	-	-	-	0.06	7.77
Mrs. Arun Chaudhary	-	-	-	-	0.06	7.77
Mr. Abhinav Singh	0.16	16.26	0.13	16.26	0.07	8.49
Mr. Arunabh Singh	0.16	16.26	0.13	16.26	0.07	8.49
Mr. Pranjal Kumar	0.16	16.26	0.13	16.26	0.08	10.36
Mrs. Nishi Kumar	-	-	-	-	0.05	5.90
M/s Boomerang Technology LLP	0.20	19.43	0.16	19.43	0.16	19.43
M/s TSSR Technology LLP	0.16	15.53	0.13	15.53	0.13	15.53
<b>Total</b>	<b>1.00</b>	<b>100.00</b>	<b>0.81</b>	<b>100.00</b>	<b>0.81</b>	<b>100.00</b>

**(D) Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting period.**

The Company has issued 0.19 Mn equity shares as bonus share on April 07, 2020 against the utilisation of free reserves.



**Cogent E-Services Private Limited**

Corporate Identification Number (CIN): U72300DL2004PTC126944

**Notes to financial statements for the year ended March 31, 2021**

(All amounts in Rs. millions, unless otherwise stated)

**18 Other equity****1 Retained earnings**

Opening balance	358.83	271.64	222.65
Add: Profit of the year	201.16	88.92	49.48
Less: Amount utilised for bonus issue of equity and preference shares	(6.95)	-	-
Other comprehensive (loss) net of tax	(3.26)	(1.74)	(0.49)
<b>Closing balance</b>	<b>549.78</b>	<b>358.83</b>	<b>271.64</b>

Retained earnings represent the amount of accumulated earnings of the Company

**2 Securities premium**

Opening balance	66.22	66.22	66.22
Movement during the year	-	-	-
<b>Closing balance</b>	<b>66.22</b>	<b>66.22</b>	<b>66.22</b>

Securities premium is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares, buy back of equity shares, etc. in accordance with the provisions of the Companies Act, 2013.

**3 Equity component of compound financial instruments**

Opening balance	18.07	18.07	18.07
Movement during the year	2.96	-	-
<b>Closing balance</b>	<b>21.03</b>	<b>18.07</b>	<b>18.07</b>

Equity component of compound financial instruments reserve is used to recognise the fair value of 0% redeemable preference shares.

**Total Other Equity**

As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
549.78	358.83	271.64
66.22	66.22	66.22
21.03	18.07	18.07
<b>637.02</b>	<b>443.11</b>	<b>355.92</b>




**Cogent E-Services Private Limited**

Corporate Identification Number (CIN): U72300DL2004PTC126944

**Notes to financial statements for the year ended March 31, 2021**

(All amounts in Rs. millions, unless otherwise stated)

**19 Non-current financial liabilities - Borrowings**Secured

Term loans from banks (Refer note (a) below)

Unsecured

Liability component of compound financial instruments

	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
Term loans from banks (Refer note (a) below)	126.80	78.09	72.51
Liability component of compound financial instruments	2.20	-	50.00
	<b>129.00</b>	<b>78.09</b>	<b>122.51</b>
Less: Current maturities of long term borrowing - term loans	29.59	15.13	12.54
Less: Current maturities of liability component of compound financial instruments	-	-	50.00
	<b>99.41</b>	<b>62.96</b>	<b>59.97</b>

Notes:

- a) Terms - (i) Rs. 2.24 Mn (March 31, 2020: 3.61) (April 01, 2019: 5.20) from HDFC Bank Limited for purchase of Audi Car obtained in Feb-17. It carries interest at 8.5% p.a. and is repayable in 12 monthly instalments of Rs. 0.16 Mn each, including interest, which started in Apr-17 and would end in Mar-22. The loan was secured by the way of hypothecation against motor vehicle (AUDI Car).

Terms - (ii) Rs. Nil (March 31, 2020: Nil) (April 01, 2019: 0.20) from Bank of Baroda for purchase of BMW Car was obtained in Apr-2014 carried the interest at 10.5% p.a. and loan is repaid back in May 2019. The loan was secured by the way of hypothecation against motor vehicle (BMW Car).

Terms - (iii) Rs. 1.79 Mn (March 31, 2020: 2.23) (April 01, 2019: 2.75) from HDFC Bank Limited for purchase of Ford Car obtained in Sep-18. It carries interest at 8.5% p.a. and is repayable in 29 monthly installments of Rs. 0.06 Mn each, including interest, which started in Oct-18 and would end in Sep-23. The loan is secured by the way of hypothecation against motor vehicle (Ford Car).

Terms - (iv) Rs. 0.83 Mn (March 31, 2020: 1.63) (April 01, 2019: 2.57) from HDFC Bank Limited for purchase of Mini Car obtained in Sep-18. It carries interest at 8.5% p.a. and is repayable in 6 monthly installments of Rs. 0.09 Mn each, including interest, which started in Oct-18 and would end in Sep-21. The loan is secured by the way of hypothecation against motor vehicle (Mini Car).

Terms - (v) Rs. 22.83 Mn (March 31, 2020: 27.85) (April 01, 2019: 35.28) from ICICI Bank Limited obtained in Nov-18. It carries interest at 8.5% p.a. and is repayable in 14 Quarterly installments of Rs. 1.86 Mn each, including interest, which started in Nov-18 and would end in Oct-23. The loan is secured by the way of hypothecation against company's movables assets including fixed assets, book debts and outstanding receivables. The loan is exclusively charge on land and building of C-100, Sector 63, Noida, UP (owned by relative of director), C-121, Sector 63, Noida, UP (owned by Company), SB 179 shashtri nagar ghaziabad UP (owned by relative of director), SB 180 shashtri nagar ghaziabad UP (owned by relative of director).

Terms - (vi) Rs. 35.99 Mn (March 31, 2020: 42.75) (April 01, 2019: 26.50) from ICICI Bank Limited obtained in Nov-20. It carries interest at 8.25% p.a. and is repayable in 18 Quarterly installments of Rs. 2.25 Mn each and during the year 2019-20 the fresh loan taken was Rs. 18.49 Mn including interest, which started in Nov-20 and would end in Nov-24. The loan is exclusively charge on land and building of C-100, Sector 63, Noida, UP (owned by relative of director), C-121, Sector 63, Noida, UP (owned by Company), SB 179 shashtri nagar ghaziabad UP (owned by relative of director), SB 180 shashtri nagar ghaziabad UP (owned by relative of director).

Terms - (vii) Rs. 61.78 Mn (March 31, 2020: Nil) (April 01, 2019: Nil) from ICICI Bank Limited obtained in Dec-20. It carries interest at 8.40% p.a. and is repayable in 36 monthly installments of Rs. 1.71 Mn each, including interest, which started in Dec-20 and would end in Nov-23 but the same was subject to moratorium period from Dec 2020 to Nov 2021 and accordingly loan will carry forward till Nov 2024.



**Cogent E-Services Private Limited**

Corporate Identification Number (CIN): U72300DL2004PTC126944

**Notes to financial statements for the year ended March 31, 2021**

(All amounts in Rs. millions, unless otherwise stated)

**20 Non-current financial liabilities- Others**

Lease liabilities (Refer note 42)

As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
249.40	364.88	124.29
<b>249.40</b>	<b>364.88</b>	<b>124.29</b>

**21 Non-current provisions**

Provision for employee benefit (Refer note 43)

Gratuity

Compensated absences

As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
16.19	12.82	8.69
0.93	0.54	0.29
<b>17.12</b>	<b>13.36</b>	<b>8.98</b>

**22 Deferred tax liabilities (net)**

Deferred tax liabilities

Depreciation

**Total deferred tax liabilities (A)**

As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
17.29	18.77	19.50
<b>17.29</b>	<b>18.77</b>	<b>19.50</b>

Deferred tax assets

Provision for gratuity

Provision for Compensated absences

Financial liability measured at amortized cost

Right of use assets net of lease liabilities

Provision for bad debts

**Total deferred tax assets (B)**

5.14	3.19	2.60
0.46	0.27	0.14
3.21	3.40	1.25
5.10	1.13	(1.22)
0.92	0.75	0.38
<b>14.82</b>	<b>8.75</b>	<b>3.15</b>

**Net deferred tax liabilities (A - B)**

<b>2.47</b>	<b>10.02</b>	<b>16.35</b>
-------------	--------------	--------------

**Charged/ (credited)****To statement of profit and loss**

Depreciation

Provision for gratuity

Provision for Compensated absences

Security deposits

Right of use assets net of lease liabilities

Expenses allowable under Income-tax law on payment basis/ future periods

Year ended March 31, 2021	Year ended March 31, 2020
(1.48)	(0.72)
(0.83)	0.01
(0.19)	(0.13)
0.19	(2.15)
(3.96)	(2.35)
(0.17)	(0.37)
<b>(6.43)</b>	<b>(5.71)</b>

**Net deferred tax (credit) (A - B)****To other comprehensive income**

Deferred tax assets

Provision for gratuity

(1.12)	(0.60)
<b>(1.12)</b>	<b>(0.60)</b>





**Cogent E-Services Private Limited**

Corporate Identification Number (CIN): U72300DL2004PTC126944

**Notes to financial statements for the year ended March 31, 2021**

(All amounts in Rs. millions, unless otherwise stated)

**23 Current financial liabilities - Borrowings****Secured**

Working capital facilities from bank (Refer note (a) below)

**Unsecured**

From related parties (Refer note (b) below)

	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
Working capital facilities from bank (Refer note (a) below)	8.88	220.31	211.25
From related parties (Refer note (b) below)	16.29	17.62	11.56
	<b>25.17</b>	<b>237.92</b>	<b>222.80</b>

**Notes:**

a) Terms - (i) NIL (March 31, 2020: 38.31 (April 01, 2019: 211.25) from ICICI Bank. It carries interest at 8.50% to 9.50% p.a.%. The loan is guaranteed by the Directors and relatives of directors.

Terms - (ii) Nil (March 31, 2020: 150) (April 01, 2019: Nil) from ICICI Bank. It carries interest at 8.50% to 9.50% p.a.%. The loan is secured against the personal guarantee by the Directors and relatives of directors.

Terms - (iii) Rs. Nil (March 31, 2020: 32) (April 01, 2019: Nil) from Standard Chartered Bank. It carries interest at applicable MCLR+ spread. The loan is exclusively charge on Current assets, land and building of C-100, Sector 63, Noida, UP (owned by relative of director), C-121, Sector 63, Noida, UP (owned by Company), SB 179 shashtri nagar ghaziabad UP (owned by relative of director), SB 180 shashtri nagar ghaziabad UP and SB 183 shashtri nagar ghaziabad UP (owned by relative of director). The loan is secured against the personal guarantee by the Directors and relatives of directors.

Terms - (iv) Rs. 8.88 Mn (March 31, 2020: Nil) (April 01, 2019: Nil) from HDFC Bank. It carries interest at applicable MCLR+ spread. The loan is exclusively charge on Current assets, land and building of C-100, Sector 63, Noida, UP (owned by relative of director), C-121, Sector 63, Noida, UP (owned by Company), SB 179 shashtri nagar ghaziabad UP (owned by relative of director), SB 180 shashtri nagar ghaziabad UP and SB 183 shashtri nagar ghaziabad UP (owned by relative of director).

The loan is secured against the personal guarantee by the Directors and relatives of directors.

b) Loan from related parties are interest free and repayable on demand.





**Cogent E-Services Private Limited**

Corporate Identification Number (CIN): U72300DL2004PTC126944

**Notes to financial statements for the year ended March 31, 2021**

(All amounts in Rs. millions, unless otherwise stated)

**24 Trade payables**

	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
- Total outstanding dues of micro and small enterprises	0.25	1.46	4.90
- Total outstanding dues of creditors other than micro and small enterprises	39.94	89.92	74.62
	<b>40.19</b>	<b>91.38</b>	<b>79.52</b>

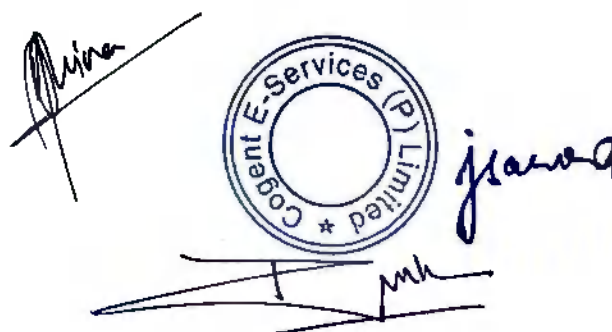
**Notes:**

- (a) Disclosure as required under the Micro, Small and Medium Enterprises Development Act, 2006 based on the information available with the Company is as follows:

Particulars	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
(i) The principal amount remaining unpaid to any supplier as at the end of year	0.25	1.46	4.90
(ii) Interest due thereon remaining unpaid to any supplier as at the end of year	-	-	-
(iii) The amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-	-
(iv) The amount of interest due and payable for the period	-	-	-
(v) The amount of interest accrued and remaining unpaid at the end of year	-	-	-
(vi) The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23.	-	-	-

**25 Current financial liabilities - Others**

	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
Current maturities of long term borrowing - term loans	29.59	15.13	12.54
Current maturities of liability component of compound financial instruments	-	-	50.00
Employee benefits payable	122.87	95.37	48.84
Lease liabilities (Refer note 42)	145.84	83.60	34.48
Creditors for purchase of property, plant and equipment	0.04	9.97	13.61
	<b>298.33</b>	<b>204.07</b>	<b>159.47</b>



**Cogent E-Services Private Limited**

Corporate Identification Number (CIN): U72300DL2004PTC126944

**Notes to financial statements for the year ended March 31, 2021**

(All amounts in Rs. millions, unless otherwise stated)

**26 Other current liabilities**Advances from customers  
Statutory dues payable

As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
0.01	-	-
51.20	71.52	46.39
<b>51.21</b>	<b>71.52</b>	<b>46.39</b>

**27 Current provisions**Provisions for employee benefits  
Gratuity  
Compensated absences

As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
5.80	3.47	3.56
0.89	0.54	0.28
<b>6.69</b>	<b>4.01</b>	<b>3.84</b>

**28 Current tax liabilities (net)**Provision for income-tax  
Less: Income-tax paid (including tax deducted at source)

As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
74.61	-	-
71.41	-	-
<b>3.20</b>	<b>-</b>	<b>-</b>



**Cogent E-Services Private Limited**

Corporate Identification Number (CIN): U72300DL2004PTC126944

**Notes to financial statements for the year ended March 31, 2021**

(All amounts in Rs. millions, unless otherwise stated)

**29 Revenue from operations****Sale of services**

Revenue from IT enabled services - Domestic

Year ended March 31, 2021	Year ended March 31, 2020
2,739.42	2,481.29
<b>2,739.42</b>	<b>2,481.29</b>

**30 Other income****Interest income from**

Bank deposit

Income tax refund

Electricity security deposit

Year ended March 31, 2021	Year ended March 31, 2020
0.15	-
6.24	-
0.10	0.11

**Other non operating income**

Unwinding of security deposit

Other miscellaneous income

Gain on early termination of leases

Year ended March 31, 2021	Year ended March 31, 2020
3.09	2.58
-	0.23
2.07	-
<b>11.65</b>	<b>2.92</b>

**31 Employee benefits expense**

Salaries and wages

Contribution to provident funds and other funds

Gratuity expense (refer note 43)

Staff welfare expenses

Year ended March 31, 2021	Year ended March 31, 2020
1,287.54	1,092.59
34.02	30.88
3.37	2.54
2.55	4.95
<b>1,327.48</b>	<b>1,130.97</b>

**32 Finance costs**

Interest on term loan and working capital facilities

Interest on lease liabilities

Interest on liability component of compound financial instruments

Other borrowing costs

Year ended March 31, 2021	Year ended March 31, 2020
15.54	23.70
37.93	27.00
0.16	-
0.29	0.57
<b>53.93</b>	<b>51.28</b>

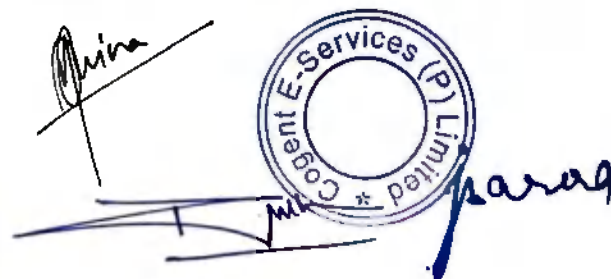
**33 Depreciation and amortisation expenses**

Depreciation on property, plant and equipment (Refer note 5)

Amortisation on intangible assets (Refer note 6)

Amortisation of right of use assets (Refer note 7)

Year ended March 31, 2021	Year ended March 31, 2020
49.30	50.53
9.09	8.75
116.14	77.79
<b>174.53</b>	<b>137.08</b>



**Cogent E-Services Private Limited**

Corporate Identification Number (CIN): U72300DL2004PTC126944

**Notes to financial statements for the year ended March 31, 2021**

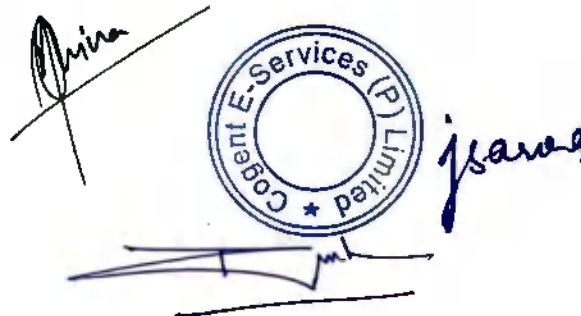
(All amounts in Rs. millions, unless otherwise stated)

**34 Other expenses**

	Year ended March 31, 2021	Year ended March 31, 2020
Business promotion	8.50	7.99
Bad debts written off	20.50	2.02
Travelling and conveyance	1.18	4.16
Consumable	3.42	-
Electricity expenses	58.42	91.42
Generator running & maintenance	3.20	5.12
Guest house expenses	0.42	0.87
Insurance expenses	7.21	4.85
Loss on sale of property, plant and equipment	1.90	-
Manpower supply expenses	13.50	18.73
Office maintenance	10.50	7.39
Outsourcing expenses	458.55	612.82
Printing and stationery	1.58	2.24
Legal and professional fees [Refer note (a) below]	37.58	18.98
Rebate ,discounts & commission	-	0.75
Recruitment expenses	17.69	8.02
Rent expenses	37.36	54.94
Repair & maintenance - Building	62.86	36.93
Repair & maintenance - Machinery	20.94	29.11
Rates and taxes	5.37	1.03
Security expenses	15.09	18.74
Software support expenses	34.73	14.69
Supervision expenses	20.09	15.44
Communication charges	64.69	58.68
Tour and travelling expenses	8.60	22.32
Corporate social responsibility expenditure (Refer note (b) below)	2.12	3.04
Provision for doubtful debts	0.66	1.46
Miscellaneous expenses	2.69	3.43
	<b>919.35</b>	<b>1,045.18</b>

**Notes:****a) Includes payment to Auditor (excluding Goods & services tax)****As:**

Auditor (including tax audit fees)	0.25	0.25
	<b>0.25</b>	<b>0.25</b>



**Cogent E-Services Private Limited**

Corporate Identification Number (CIN): U72300DL2004PTC126944

**Notes to financial statements for the year ended March 31, 2021**

(All amounts in Rs. millions, unless otherwise stated)

**b) Corporate social responsibility expenditure**

As per section 135 of the Companies Act 2013 and rules therein, the company is required to spend at least 2% of average net profit of past three years towards Corporate Social Responsibility (CSR).

Details of expenditure towards Corporate Social Responsibility (CSR) activities:

a) Gross amount required to be spent by the Company during the year was Rs. 2.11 Mn (Previous year: 1.70)

b) Amount spent by the Company during the year: Rs. 2.11 Mn (Previous year: Rs. 3.03)

i) Construction/acquisition of any asset	-	-
ii) On purposes other than (i) above		
a. Educational development related expenses	2.12	2.04
b. Healthcare related expenses	-	1.00
	<u>2.12</u>	<u>3.04</u>

**35 Income tax expense****(a) Income tax recognised in statement of profit & loss**

	Year ended March 31, 2021	Year ended March 31, 2020
Current tax on profit for the year	74.61	35.89
Adjustments for current tax of prior periods	6.44	0.60
	<b>81.05</b>	<b>36.49</b>
<b>Deferred Tax:</b>		
Relating to originations & reversal of temporary differences	(6.43)	(5.71)
Income tax recognised in statement of profit & loss	<u><b>74.62</b></u>	<u><b>30.78</b></u>

**(b) Income tax recognised in other comprehensive income****Deferred Tax**

Net gain (loss) on re-measurement of defined benefit plans	1.12	0.60
	<u><b>1.12</b></u>	<u><b>0.60</b></u>



**Cogent E-Services Private Limited**

Corporate Identification Number (CIN): U72300DL2004PTC126944

**Notes to financial statements for the year ended March 31, 2021**

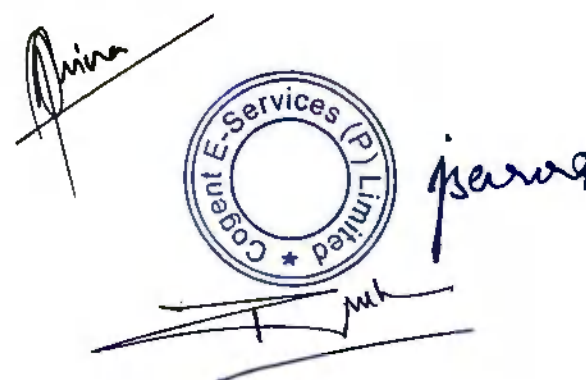
(All amounts in Rs. millions, unless otherwise stated)

	Year ended March 31, 2021	Year ended March 31, 2020
(c) The income tax expense can be reconciled to the accounting profit as follows		
Accounting profit before tax	275.78	119.69
Income tax rate as per Income Tax Act 1961, 31 March 2021, 25.168% (31 March 2020, 25.168%)	69.41	30.12
Adjustment in respect of:		
Current Income Tax of previous year	6.44	0.60
Non-deductible expenses for tax purpose	0.57	0.87
Deduction under section 80 JJAA	(1.93)	-
Others	0.12	(0.82)
Income tax reported in statement of profit & loss	74.62	30.78

**36 Earnings per share**

Basic EPS amounts are calculated by dividing the profit for the year attributable on equity holders of the company by the weighted average number of equity shares outstanding during the year.

	Year ended March 31, 2021	Year ended March 31, 2020
<b>Basic and Diluted Earning Per Share</b>		
Profit attributable to Equity shareholders of the Company for Basic and Diluted earning	197.91	87.19
No of equity shares outstanding at the beginning of the year	0.81	0.81
Impact of bonus equity shares issued during the current year ended March 31, 2021	0.19	0.19
Weighted average number of equity shares for basic and diluted earning.	1.00	1.00
<b>Basic and Diluted Earning Per Share</b>	<b>197.91</b>	<b>87.19</b>





**Cogent E-Services Private Limited**

Corporate Identification Number (CIN): U72300DL2004PTC126944

**Notes to financial statements for the year ended March 31, 2021**

(All amounts in Rs. millions, unless otherwise stated)

**37. Statement of restatement adjustments**

- A. During the current year, the Company has identified material errors in the financial statement for earlier years. Accordingly, the Company has retrospectively restated the comparative amounts for March 31, 2020 and adjusted the opening balances of assets, liabilities and equity as at April 01, 2019. The impact of such retrospective restatement is given below:

**A.1 Impact on total comprehensive income for the year ended March 31, 2020**

Particulars	Note no.	As per audited financial statements	Impact	As per restated financial statements
<b>Income</b>				
Revenue from operations		2,481.29	-	2,481.29
Other income	1 & 3	0.34	2.58	2.92
<b>Total income</b>		<b>2,481.62</b>	<b>2.58</b>	<b>2,484.20</b>
<b>Expenses</b>				
Employee benefits expense	1	1,743.27	(612.30)	1,130.97
Finance costs	1 & 2	25.50	25.77	51.28
Depreciation and amortisation expense	1 & 2	59.72	77.36	137.08
Other expenses	1 & 2	510.55	534.64	1,045.19
<b>Total expenses</b>		<b>2,339.04</b>	<b>25.47</b>	<b>2,364.51</b>
<b>Profit before tax</b>		<b>142.59</b>	<b>(22.90)</b>	<b>119.69</b>
<b>Tax expense</b>				
Current tax		36.48	(0.00)	36.48
Deferred tax	6	(4.39)	(1.32)	(5.71)
<b>Profit for the year</b>		<b>110.50</b>	<b>(21.58)</b>	<b>88.92</b>
<b>Other comprehensive income</b>				
<b>Items that will not be reclassified to profit or loss in subsequent periods</b>				
Remeasurements of defined benefit plans	1 & 5	(21.37)	19.03	(2.33)
Income tax related to above item	6	-	0.60	0.60
<b>Other comprehensive income for the year, net of tax</b>		<b>(21.37)</b>	<b>19.63</b>	<b>(1.74)</b>
<b>Total comprehensive income for the year</b>		<b>89.13</b>	<b>(1.94)</b>	<b>87.19</b>



*Prina*



*Prana*

*mm*

**Cogent E-Services Private Limited**

Corporate Identification Number (CIN): U72300DL2004PTC126944

**Notes to financial statements for the year ended March 31, 2021**

(All amounts in Rs. millions, unless otherwise stated)

**A.2 Impact on total equity as at April 01, 2019**

Particulars	Note no.	As per audited financial statements	Impact	As per restated financial statements
<b>ASSETS</b>				
<b>Non-current assets</b>				
a) Property, plant and equipment	1 & 2	276.15	(30.33)	245.81
b) Right of use assets	2	-	193.94	193.94
c) Intangible assets		38.84	-	38.84
d) Financial assets				
i) Investments		19.99	-	19.99
ii) Loans	3	27.49	(15.57)	11.92
e) Non-current tax assets (net)	1	-	45.80	45.80
f) Other non-current assets	1	-	0.54	0.54
<b>Total non-current assets</b>		<b>362.47</b>	<b>194.38</b>	<b>556.85</b>
<b>Current assets</b>				
a) Financial assets				
i) Trade receivables	1 & 4	457.95	(1.52)	456.43
ii) Cash and cash equivalents		59.91	-	59.91
iii) Loans	3	-	10.59	10.59
iv) Others	1	2.34	(2.34)	-
b) Other current assets	1	65.66	(63.86)	1.80
<b>Total current assets</b>		<b>585.87</b>	<b>(57.14)</b>	<b>528.73</b>
<b>Total assets</b>		<b>948.34</b>	<b>137.24</b>	<b>1,085.58</b>
<b>EQUITY AND LIABILITIES</b>				
<b>Equity</b>				
a) Equity share capital		8.05	-	8.05
b) Other equity	1 & 7	349.10	6.83	355.92
<b>Total equity</b>		<b>357.15</b>	<b>6.83</b>	<b>363.97</b>
<b>LIABILITIES</b>				
<b>Non-current liabilities</b>				
a) Financial liabilities				
i) Borrowings		59.97	-	59.97
ii) Others	2	-	124.29	124.29
b) Provisions		8.69	0.29	8.98
c) Deferred tax liabilities (net)	1 & 6	25.39	(9.06)	16.33
<b>Total non-current liabilities</b>		<b>94.05</b>	<b>115.52</b>	<b>209.57</b>




**Cogent E-Services Private Limited**

Corporate Identification Number (CIN): U72300DL2004PTC126944

**Notes to financial statements for the year ended March 31, 2021**

(All amounts in Rs. millions, unless otherwise stated)

**Current liabilities**

a) Financial liabilities				
i) Borrowings	8	272.80	(50.00)	222.80
ii) Trade payables				
(A) total outstanding dues of micro enterprises and small enterprises	1	89.69	(84.78)	4.92
(B) total outstanding dues of creditors other than micro enterprises and small enterprises	1	1.97	72.66	74.62
iii) Other financial liabilities	1 & 2	62.61	96.85	159.46
b) Other current liabilities	1	46.64	(0.25)	46.39
c) Provisions		3.56	0.28	3.84
d) Current tax liabilities	1	19.86	(19.86)	-

<b>Total current liabilities</b>		<b>497.14</b>	<b>14.89</b>	<b>512.03</b>
<b>Total liabilities</b>		<b>591.19</b>	<b>130.41</b>	<b>721.60</b>
<b>Total equity and liabilities</b>		<b>948.34</b>	<b>137.24</b>	<b>1,085.58</b>

**A.3 Impact on total equity as at April 01, 2020**

Particulars	Note no.	As per audited financial statements	Impact	As per restated financial statements
<b>ASSETS</b>				
<b>Non-current assets</b>				
a) Property, plant and equipment	1 & 2	280.26	(29.90)	250.36
b) Right of use assets	2	-	473.87	473.87
c) Intangible assets		33.76	-	33.76
d) Financial assets				
i) Investments		-	-	-
ii) Loans	3	65.14	(47.97)	17.16
e) Non-current tax assets (net)	1	-	108.61	108.61
f) Other non-current assets	1	-	3.74	3.74
<b>Total non-current assets</b>		<b>379.15</b>	<b>508.35</b>	<b>887.50</b>
<b>Current assets</b>				
a) Financial assets				
i) Trade receivables	1 & 4	537.66	(40.75)	496.90
ii) Cash and cash equivalents		53.45	-	53.45
iii) Loans	3	-	34.46	34.46
iv) Others	1	0.60	37.17	37.77
b) Other current assets	1	144.50	(143.29)	1.21
<b>Total current assets</b>		<b>736.20</b>	<b>(112.42)</b>	<b>623.78</b>
<b>Total assets</b>		<b>1,115.36</b>	<b>395.93</b>	<b>1,511.29</b>
<b>EQUITY AND LIABILITIES</b>				
<b>Equity</b>				
a) Equity share capital		8.05	-	8.05
b) Other equity	1 & 7	432.71	10.40	443.11
<b>Total equity</b>		<b>440.76</b>	<b>10.40</b>	<b>451.16</b>



**Cogent E-Services Private Limited**

Corporate Identification Number (CIN): U72300DL2004PTC126944

**Notes to financial statements for the year ended March 31, 2021**

(All amounts in Rs. millions, unless otherwise stated)

**LIABILITIES****Non-current liabilities**

a) Financial liabilities				
i) Borrowings		62.96	-	62.96
ii) Others	2	-	364.88	364.88
b) Provisions	5	30.02	(16.66)	13.36
c) Deferred tax liabilities (net)	1 & 6	21.00	(10.97)	10.02

<b>Total non-current liabilities</b>		<b>113.98</b>	<b>337.24</b>	<b>451.22</b>
--------------------------------------	--	---------------	---------------	---------------

**Current liabilities**

a) Financial liabilities				
i) Borrowings	8	237.92	-	237.92
ii) Trade payables				
(A) total outstanding dues of micro enterprises and small enterprises	1	85.09	(83.62)	1.47
(B) total outstanding dues of creditors other than micro enterprises and small enterprises	1			
and small enterprises		11.37	78.55	89.92
iii) Other financial liabilities	1 & 2	110.80	93.27	204.06
b) Other current liabilities	1	74.25	(2.73)	71.52
c) Provisions	5	5.30	(1.29)	4.01
d) Current tax liabilities	1	35.89	(35.89)	-

<b>Total current liabilities</b>		<b>560.61</b>	<b>48.29</b>	<b>608.90</b>
----------------------------------	--	---------------	--------------	---------------

<b>Total liabilities</b>		<b>674.59</b>	<b>385.53</b>	<b>1,060.13</b>
--------------------------	--	---------------	---------------	-----------------

<b>Total equity and liabilities</b>		<b>1,115.36</b>	<b>395.93</b>	<b>1,511.29</b>
-------------------------------------	--	-----------------	---------------	-----------------



**Cogent E-Services Private Limited**

Corporate Identification Number (CIN): U72300DL2004PTC126944

**Notes to financial statements for the year ended March 31, 2021**

(All amounts in Rs. millions, unless otherwise stated)

**A.4 Reconciliation of total equity as at March 31, 2020 and April 1, 2019**

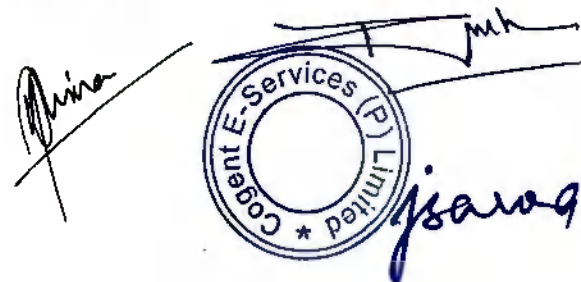
	Note no.	As at March 31, 2020	As at April 01, 2019
Total equity (shareholder's funds) as per audited financials		440.76	357.15
<b>Adjustments:</b>			
Allowance for expected credit loss	4	(2.99)	(1.52)
Net impact of security deposits measured at amortised cost	3	2.44	(0.14)
Reclassification of Corporate social responsibility expenditure	9	2.48	-
Impact of IND AS 116	2	(20.46)	-
Impact of change in gratuity and compensated absences provision	5	17.95	(0.57)
Tax effects of above adjustments	7	10.97	9.06
<b>Total equity (shareholder's funds) as per restated financials</b>		<b>451.16</b>	<b>363.97</b>

**A.5 Reconciliation of total comprehensive income for the year ended March 31, 2020**

	Note no.	Year ended March 31, 2020
Total comprehensive income as per audited previous financials		89.13
<b>Adjustments:</b>		
Impact of change in gratuity and compensated absences provision	5	18.52
Interest income on security deposit	3	2.58
Reclassification for Corporate social responsibility expenditure	9	(3.04)
Effect of Ind AS 116	2	(20.41)
Provision for doubtful debts	4	(1.46)
Tax effects of adjustments	7	1.92
<b>Total adjustments</b>		<b>(1.90)</b>
<b>Total comprehensive income as per restated financials</b>		<b>87.23</b>

**A.6 Reconciliation of cash flows for the period ended March 31, 2020**

	Notes	As per audited financial statements	Adjustments	As per restated financial statements
Net cash flow from operating activities	1	86.55	89.49	176.04
Net cash flow from investing activities	1	(38.42)	(7.18)	(45.60)
Net cash flow from financing activities	1	(54.59)	(82.31)	(136.91)
<b>Net increase/(decrease) in cash and cash equivalent</b>		<b>(6.46)</b>	<b>-</b>	<b>(6.46)</b>
Cash and cash equivalent as at April 1, 2019		59.91	-	59.91
<b>Cash and cash equivalent as at March 31, 2020</b>		<b>53.45</b>		<b>53.45</b>





## Cogent E-Services Private Limited

Corporate Identification Number (CIN): U72300DL2004PTC126944

### Notes to financial statements for the year ended March 31, 2021

(All amounts in Rs. millions, unless otherwise stated)

#### B. Notes to restatement

##### 1) Regrouping / reclassification

Previous years figures have been regrouped / reclassified wherever necessary, to conform to this year's classification

##### 2) Application of Ind AS 116 - 'Leases'

Effective 01 April 2019, the Company adopted Ind AS 116 - "Leases", which sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessee to account for leases in a manner similar to accounting for finance leases under erstwhile Ind AS 17. The Company adopted Ind AS 116 using the modified retrospective approach.

##### 3) Security deposits

Under Ind AS, all financial assets are required to be recognised at fair cost. Accordingly, the Company has initially fair valued these security deposits under Ind AS and subsequently carried at amortised cost. Difference between the fair value and transactional value of the security deposit has been recognised as Right of use assets as per Ind AS 116 - 'Leases'.

##### 4) Trade receivables

As per Ind AS 109, the company is required to apply expected credit loss model for recognising the allowance for doubtful debts. As a result, the allowance for doubtful debts increased in financial statements.

##### 5) Remeasurements of post-employment benefit obligations

Proper accounting has been based on the revised actuarial valuation of Gratuity. Impact of the same is taken in the restated financial statements.

##### 6) Deferred tax

For the purpose of this Restated Financial Statements, deferred tax liabilities has been created in previous years as per the restated statement of profit and loss.

##### 7) Retained earnings

Retained earnings as at April 1, 2019 has been adjusted consequent to the above restatement adjustments.

##### 8) 0 % cumulative redeemable preference shares

Under Ind AS, all financial liabilities are required to be recognised at fair value. Accordingly, the Company has fair valued these compound financial instruments under Ind AS.

##### 9) Corporate social responsibility expenditure

For the purpose of this Restated Financial Statements, Corporate social responsibility expenditure has been booked on the basis of actual spend by the company.





**Cogent E-Services Private Limited**

Corporate Identification Number (CIN): U72300DL2004PTC126944

**Notes to financial statements for the year ended March 31, 2021**

(All amounts in Rs. millions, unless otherwise stated)

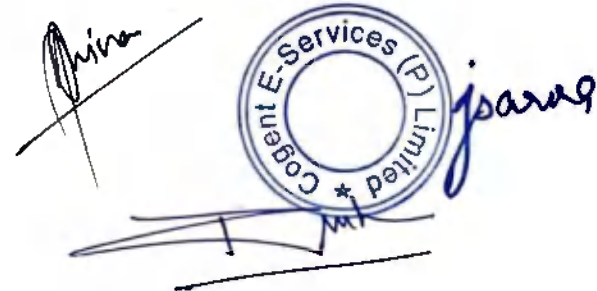
**38 Capital management**

- (a) The Company's capital management objective are to ensure Company's ability to continue as a going concern as well to create value for shareholders by facilitating the meeting of long term and short term goals of the Company. The Company determines the amount of capital required on the basis of annual business plan coupled with long term and short term strategic investment and expansion plans. The funding needs are met through cash generated from operations, long term and short term bank borrowings. The Company monitors the capital structure on the basis of net debt to equity ratio and maturity profile of the overall debt portfolio of the Company. Net debt includes interest bearing borrowings less cash and cash equivalents. The table below summarises the capital, net debt and net debt to equity ratio of the Company.

Particulars	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
Equity share capital	10.00	8.05	8.05
Other equity	637.03	443.11	355.92
<b>Total equity</b>	<b>647.03</b>	<b>451.16</b>	<b>363.97</b>
Non-current borrowings	99.40	62.96	59.97
Short term borrowings	25.17	237.92	222.80
Current maturities of long term borrowings	29.59	15.13	62.54
<b>Gross Debt</b>	<b>154.16</b>	<b>316.01</b>	<b>345.31</b>
Gross debt as above	154.16	316.01	345.31
Less: Cash and cash equivalents	75.09	53.45	59.91
<b>Net Debt</b>	<b>79.07</b>	<b>262.56</b>	<b>285.40</b>
<b>Net debt to equity</b>	<b>12.22%</b>	<b>58.20%</b>	<b>78.41%</b>

**39 Fair value measurement**The carrying value and fair value of financial instruments by categories are as follows :

Particulars	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
<b>Financial assets (at amortised cost)</b>			
Investments	-	-	19.99
Security deposits	51.91	51.62	22.51
Trade receivables	388.11	496.90	456.43
Cash and cash equivalents	75.09	53.45	59.91
Others financial assets	225.46	37.77	-
	<b>740.57</b>	<b>639.74</b>	<b>558.84</b>
<b>Financial liabilities (at amortised cost)</b>			
Borrowings	124.57	300.88	282.77
Trade payables	40.19	91.39	79.54
Lease liabilities	395.23	448.48	158.76
Other financial liabilities	152.50	120.47	124.98
	<b>712.49</b>	<b>961.21</b>	<b>646.06</b>



**Cogent E-Services Private Limited**

Corporate Identification Number (CIN): U72300DL2004PTC126944

**Notes to financial statements for the year ended March 31, 2021**

(All amounts in Rs. millions, unless otherwise stated)

**(a) Fair value hierarchy**

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are:

1. recognised and measured at fair value; and
2. measured at amortised cost and for which fair value are disclosed in the financial statements

To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instrument into three levels prescribed under the accounting standards which are as follows:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

There are no transfers between levels 1, 2 and 3 during the year.

**(b) Financial assets and liabilities measured at fair value - recurring fair value measurements**

The Company does not have any financial instruments which are measured at Fair value either through statement of profit and loss or through other comprehensive income.

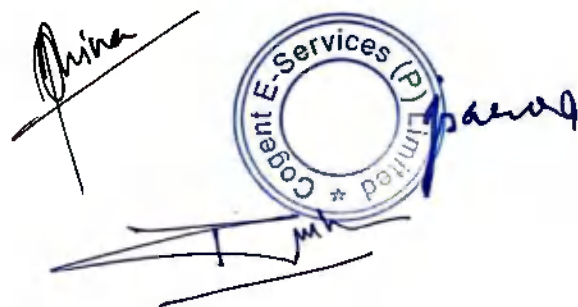
**(c) Assets which are measured at amortised cost for which fair values are disclosed**

	Level	Carrying value	Fair value
<b>As at April 01, 2019</b>			
Security deposits	Level 3	22.51	22.51
<b>Total</b>		<b>22.51</b>	<b>22.51</b>
<b>As at March 31, 2020</b>			
Security deposits	Level 3	51.62	51.62
<b>Total</b>		<b>51.62</b>	<b>51.62</b>
<b>As at March 31, 2021</b>			
Security deposits	Level 3	51.91	51.91
<b>Total</b>		<b>51.91</b>	<b>51.91</b>

**(d) Valuation technique and process used to determine fair value**

The fair values for security deposits were calculated based on cash flows discounted using a current lending rate. They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs including counterparty credit risk.

The carrying amounts of trade receivables, trade payables, cash and cash equivalents, borrowings and other financial assets/ liabilities are considered to be the same as their fair values.



## Cogent E-Services Private Limited

Corporate Identification Number (CIN): U72300DL2004PTC126944

### Notes to financial statements for the year ended March 31, 2021

(All amounts in Rs. millions, unless otherwise stated)

#### 40 Financial Risk Management

##### A. Overview:

The Company's Risk Management (RM) framework encompasses practices relating to the identification, analysis, evaluation, treatment, mitigation and monitoring of the strategic, external and operational controls risks to achieving our key business objectives. This encompasses Financial Reporting Risk as well as Non-Financial Reporting Risk due to the various laws and regulations which mandate and guide the working of our organization. The objective of the RM framework is to minimize the adverse impact of these risks, thus enabling the Company to leverage market opportunities effectively and enhance its long-term competitive advantage.

Several risks can impact the achievement of a particular business objective. Similarly, a single risk can impact the achievement of several business objectives. The focus of risk management is to assess risks and deploy mitigation measures. This is done through periodic review meetings of the risk committee/ Board. Our core values and ethics provide the platform for our risk management practices.

The Company conducts its business with integrity and high standards of ethical behaviour and in compliance with the laws and regulations that govern its business. The Company follows a risk-based approach for evaluating operations and has a well-established framework of internal controls in operation, supported by standard operating procedures, policies and guidelines, including suitable monitoring procedures and self-assessment exercises.

In addition to the external statutory audit, the financial and operating controls of your company at various locations are reviewed quarterly by localized internal auditors based on their own risk assessments. The outcome of such exercises are discussed and reviewed between Leadership Team to review the adequacy and effectiveness of the implementation of audit recommendations, including those relating to strengthening company's risk management policies and systems. Compliance with laws and regulations is also monitored which requires individual functions to confirm and report statutory compliances on all laws and regulations, concerning their respective functions, by way of Management Representation Letter.

##### B. Key components of Company's risk management framework

The Company is exposed to various risks in relation to financial instruments. The main types of risks are market risk, credit risk and liquidity risk. Company's principal financial liabilities comprises, loans and borrowings, trade and other payables, and financial guarantee contracts. The main purpose of these financial liability is to finance company's operation. Company's principal financial asset include loan to subsidiaries, investments, trade and other receivables, security deposits and cash and cash equivalent, that directly derive from its business.

##### (a) Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers.

A default on financial assets is when the counter-party fails to make contractual payments when they fall due.



## Cogent E-Services Private Limited

Corporate Identification Number (CIN): U72300DL2004PTC126944

### Notes to financial statements for the year ended March 31, 2021

(All amounts in Rs. millions, unless otherwise stated)

#### (a) Trade receivables

The Company's trade receivables are largely from sales made to banks, big corporate houses. The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer, demographics of the customer and the default risk of the industry. The Company manages credit risk through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business.

Exposures to customers outstanding at the end of each reporting period are reviewed to determine incurred and expected credit losses and the Company establishes an allowance for doubtful debts and impairment that represents its estimate of expected losses in respect of trade receivables. Historical trends of impairment of trade receivables do not reflect any significant credit losses. Given that the macro-economic indicators affecting customers of the Company have not undergone any substantial change, the Company expects the historical trend of minimal credit losses to continue.

The Company has followed life-time expected credit loss (ECL) simplified approach as per Ind-AS 109.

Under the ECL approach the Company has calculated the delay and default risk on receivables based on past trends for all outstanding balances.

Receivable balances are written-off when it is clearly established that:

- a) The receivable has become impossible to collect by any means, economic or legal or otherwise.
- b) A partial payment has been accepted and approved in full and final settlement of a customer or
- c) The receivable is older than three years from the due date.

In cases where a legal case for recovery is ongoing, or a reconciliation is underway, or in case of Government Institutions, the receivable is not written-off unless the recovery chances are nil. The amount recoverable in such a case is provided for in full.

#### Reconciliation of loss allowance provision - Trade receivable

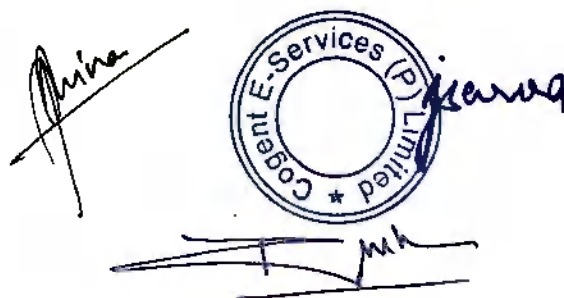
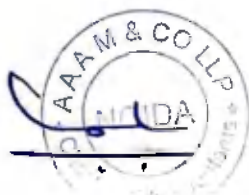
Particulars	Amount
Loss allowance as on April 01, 2019	1.52
Changes in loss allowance	1.46
Loss allowance as on March 31, 2020	2.99
Changes in loss allowance	0.66
Loss allowance as on March 31, 2021	3.65

#### Significant estimates and judgements

**Impairment of Trade Receivables:** The impairment provisions for financial assets disclosed above are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Company past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

#### (b) Cash and cash equivalents

Credit risk from balances with banks is managed by the Company's treasury department in accordance with the Company's policy. Bank accounts are held with nationalised banks, hence the risk of default is considered to be low.





**Cogent E-Services Private Limited**

Corporate Identification Number (CIN): U72300DL2004PTC126944

**Notes to financial statements for the year ended March 31, 2021**

(All amounts in Rs. millions, unless otherwise stated)

**(c) Other financial assets**

Other financial assets of the Company mainly comprises of security deposits for the rental premises..

- Security deposits for the rental premises are with counter parties with strong capacity to meet the obligation, hence the risk of default is considered to be low.
- Unbilled revenue

**(b) Liquidity Risk**

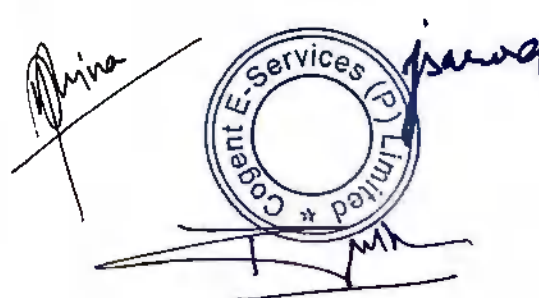
Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due.

**(i) Maturities of financial liabilities**

March 31, 2021	Less than 1 year	Over 1 and less than 3 year	Over 3 and less than 5 year	Total
<b>Non-derivatives</b>				
Borrowings	53.17	99.14	2.20	154.51
Lease liabilities	147.09	266.67	-	413.76
Trade payable	40.19	-	-	40.19
Other financial liabilities	152.50	-	-	152.50
<b>March 31, 2020</b>	<b>Less than 1 year</b>	<b>Over 1 and less than 3 year</b>	<b>Over 3 and less than 5 year</b>	<b>Total</b>
<b>Non-derivatives</b>				
Borrowings	258.17	58.27	0.37	316.81
Lease liabilities	165.07	411.42	2.34	578.83
Trade payable	91.39	-	-	91.39
Other financial liabilities	120.47	-	-	120.47
<b>April 01, 2019</b>	<b>Less than 1 year</b>	<b>Over 1 and less than 3 year</b>	<b>Over 3 and less than 5 year</b>	<b>Total</b>
<b>Non-derivatives</b>				
Borrowings	286.50	59.28	1.11	346.89
Lease liabilities	53.47	46.01	-	99.48
Trade payable	79.54	-	-	79.54
Other financial liabilities	124.98	-	-	124.98

**(c) Market Risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest risk, currency risk and other price risk. Financial instruments affected by market risk include borrowings, security deposits, investments, trade and other receivables and trade and other payables.





**Cogent E-Services Private Limited**

Corporate Identification Number (CIN): U72300DL2004PTC126944

**Notes to financial statements for the year ended March 31, 2021**

(All amounts in Rs. millions, unless otherwise stated)

**(i) Interest rate risk**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company does not have any long term borrowings with floating interest rate and carrying short term borrowings with floating interest rate. The company's investment in fixed deposit carries fixed interest rate.

Below is the overall exposure of the Company to interest rate risk:

Particulars	March 31, 2021	March 31, 2020	April 1, 2019
Variable rate borrowing	8.88	220.31	211.25
Fixed rate borrowing	156.38	93.22	85.04
<b>Total borrowings</b>	<b>165.26</b>	<b>313.52</b>	<b>296.29</b>
Amount disclosed under other current financial liabilities	29.59	15.13	12.54
<b>Amount disclosed under borrowings</b>	<b>135.67</b>	<b>298.40</b>	<b>283.75</b>

**Sensitivity**

Below is the sensitivity of profit or loss in interest rates.

Particulars	March 31, 2021	March 31, 2020	April 1, 2019
Interest sensitivity*			
Interest rates – increase by 100 basis points (100 bps)	0.09	2.20	2.11
Interest rates – decrease by 100 basis points (100 bps)	(0.09)	(2.20)	(2.11)

\* Holding all other variables constant

**(ii) Currency risk**

The fluctuation in foreign currency exchange rates may have potential impact on the profit and loss, where any transaction references more than one currency or where assets/liabilities are denominated in a currency other than the functional currency of the entity. The Company is not exposed to significant currency risk. The functional currency of the Company is Indian Rupee.

**(iii) Other price risk**

Price risk arises from exposure to equity securities prices from investments held by the Company. The Company does not have any investments in equity shares as at March 31, 2021.



**Cogent E-Services Private Limited**

Corporate Identification Number (CIN): U72300DL2004PTC126944

**Notes to financial statements for the year ended March 31, 2021**

(All amounts in Rs. millions, unless otherwise stated)

**41 Ind AS 115 'Revenue From Contract With Customers'**

Ind AS 115 'Revenue from Contracts with Customers', mandatory for reporting periods beginning on or after 1 April 2018, replaces existing revenue recognition requirements. The application of Ind AS 115 has no material impact on the Company's accounting for recognition of revenue. The Company has applied modified retrospective method of adoption with the date of initial application of 1 April 2018. Under this method, the standard can be applied either to all contracts at the date of initial application or only to the contracts that are not completed at this stage. The Company elected to apply the Standard only to the contracts that are not completed as at 1 April 2018.

**(i) Disaggregation of revenue**

Revenue recognised mainly comprises of sale of services. Set out below is the disaggregation of the Company's revenue from contracts with customers based on:

Description	Year ended March 31, 2021	Year ended March 31, 2020
<b>(A) Operating revenue</b>		
Sale of services	2,739.42	2,481.29
<b>Total revenue</b>	<b>2,739.42</b>	<b>2,481.29</b>

**(ii) Contract balances**

The following table provides information contract balances with customers:

Particulars	As at March 31, 2021	As at March 31, 2020	As at April 1, 2019
<b>Contract liabilities</b>			
Advance from customers	0.01	-	-
<b>Total contract liabilities</b>	<b>0.01</b>	<b>-</b>	<b>-</b>
<b>Contract assets</b>			
Unbilled revenue	225.46	37.77	-
Trade receivables	388.11	496.90	456.43
<b>Total receivables</b>	<b>613.57</b>	<b>534.67</b>	<b>456.43</b>

Contract asset is the right to consideration in exchange for services transferred to the customer. Contract liability is the Company's obligation to transfer of services to a customer for which the Company has received consideration from the customer in advance.

**(iii) Significant changes in the contract liabilities balances during the year are as follows:**

Contract liabilities - Advance from customers	As at March 31, 2021	As at March 31, 2020	As at April 1, 2019
Opening balance of contract liabilities	-	-	-
Less: Amount of revenue recognised during the year	-	-	-
Add: Addition during the year	0.01	-	-
<b>Closing balance of contract liabilities</b>	<b>0.01</b>	<b>-</b>	<b>-</b>

**Cogent E-Services Private Limited**

Corporate Identification Number (CIN): U72300DL2004PTC126944

**Notes to financial statements for the year ended March 31, 2021**

(All amounts in Rs. millions, unless otherwise stated)

(iv) Significant changes in the contract assets balances during the year are as follows:

Contract assets - Unbilled revenue	As at March 31, 2021	As at March 31, 2020	As at April 1, 2019
Opening balance of contract assets	37.77	-	-
Less: Amount of revenue billed during the year	(37.77)	-	-
Add: Addition during the year	225.46	37.77	-
Closing balance of contract assets	225.46	37.77	-

**42 Ind AS 116 'Leases'**

The Company has entered into commercial property leases for its offices. Further, the Company has also adopted Ind AS 116 'Leases' with effect from April 01, 2019 using the modified retrospective method.

The Company has leases for office building and related facilities. With the exception of short-term leases and leases of low-value underlying assets, each lease is reflected on the balance sheet as a right-of-use asset and a lease liability. Variable lease payments which do not depend on an index or a rate are excluded from the initial measurement of the lease liability and right of use assets. The Company classifies its right-of-use assets in a consistent manner to its property, plant and equipment.

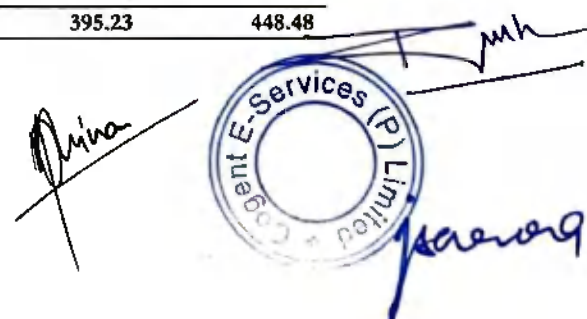
Each lease generally imposes a restriction that, unless there is a contractual right for the Company to sublease the asset to another party, the right-of-use asset can only be used by the Company. Some leases contain an option to extend the lease for a further term. The Company is prohibited from selling or pledging the underlying leased assets as security. For leases over office buildings and other premises the Company must keep those properties in a good state of repair and return the properties in their original condition at the end of the lease. Further, the Company is required to pay maintenance fees in accordance with the lease contracts.

(i) Below are the carrying amounts of right-of-use assets recognised and the movements during the year:

	Year ended March 31, 2021	Year ended March 31, 2020
Opening balance as of 1 April	473.87	193.94
Additions	82.41	357.72
Deletions	(35.69)	-
Depreciation expense	(116.14)	(77.79)
Closing balance as at 31 March	404.45	473.87

(ii) Below are the carrying amounts of lease liabilities and the movements during the year:

	Year ended March 31, 2021	Year ended March 31, 2020
Balance as on transition date 01 April	448.48	158.76
Additions	80.08	346.61
Deletions	(37.77)	-
Payment of principal portion of lease liabilities	(95.55)	(56.90)
Closing balance as at 31 March	395.23	448.48
Current	145.84	83.60
Non-current	249.40	364.88
	395.23	448.48



**Cogent E-Services Private Limited**

Corporate Identification Number (CIN): U72300DL2004PTC126944

**Notes to financial statements for the year ended March 31, 2021**

(All amounts in Rs. millions, unless otherwise stated)

(iii) The following are the amounts recognised in Statement of Profit or Loss:

	Year ended March 31, 2021	Year ended March 31, 2020
Depreciation expense of right-of-use assets	116.14	77.79
Interest expense on lease liabilities	37.93	27.00
Expense relating to short-term leases and low value leases	37.36	54.94
<b>Total amount recognised in profit or loss</b>	<b>191.43</b>	<b>159.74</b>

(iv) Lease payments not included in measurement of lease liability

The expense relating to payments not included in the measurement of the lease liability is as follows:

Description	Year ended March 31, 2021	Year ended March 31, 2020
Short-term leases/ Leases of low value assets	33.31	45.57
Variable lease payments	4.05	9.37

(v) Total cash outflow for leases for the year ended March 31, 2021 was Rs. 128 Mn (March 31, 2020: Rs. 83 Mn).

(vi) The Company has total commitment for short-term leases as at March 31, 2021 of Rs. 32 Mn (March 31, 2020: Rs. 51 Mn).

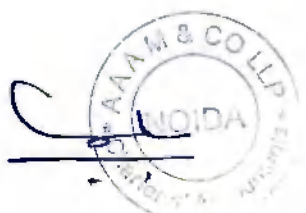
(vii) Maturity of lease liabilities

The lease liabilities are secured by the related underlying assets. Future minimum lease payments were as follows:

March 31, 2021	Net present values	Interest expense	Lease payments
Within 1 year	116.31	30.78	147.09
1-2 years	231.69	34.98	266.67
More than 5 years	-	-	-
<b>Total</b>	<b>348.00</b>	<b>65.76</b>	<b>413.76</b>

March 31, 2020	Net present values	Interest expense	Lease payments
Within 1 year	127.13	37.93	165.07
1-2 years	345.77	65.65	411.42
More than 5 years	2.23	0.11	2.34
<b>Total</b>	<b>475.13</b>	<b>103.69</b>	<b>578.83</b>

April 1, 2019	Net present values	Interest expense	Lease payments
Within 1 year	40.57	12.90	53.47
1-2 years	38.17	7.84	46.01
More than 5 years	-	-	-
<b>Total</b>	<b>78.74</b>	<b>20.74</b>	<b>99.48</b>





**Cogent E-Services Private Limited**

Corporate Identification Number (CIN): U72300DL2004PTC126944

**Notes to financial statements for the year ended March 31, 2021**

(All amounts in Rs. millions, unless otherwise stated)

**43 1st AS - 19: "Employee Benefits"**

The Company has a defined gratuity plan. Under the plan every employee who has completed at least five year of service gets a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service subject to ceiling of Rs.10 lacs per employee. The following tables summarise the component of the net benefits expense recognised in the statement of profit and loss account and amounts recognized in the balance sheet for the respective plan.

**(a) Changes in present value of the defined benefit obligation are as follows:****Particulars**

Present value of the defined benefit obligation at the beginning of the year	16.29	12.25	9.39
Current service cost	2.58	1.74	1.60
Past service cost	-	-	-
Interest cost	0.79	0.80	0.62
Actuarial loss arising from:	-	-	-
- change in demographic assumptions	0.35	-	-
- change in financial assumptions	0.68	0.82	0.03
- experience variance	3.35	1.46	0.92
Benefits paid	(2.04)	(0.79)	(0.31)
<b>Present value of the defined benefit obligation at the end of the year</b>	<b>22.00</b>	<b>16.29</b>	<b>12.25</b>

**(b) Net liability recognised in the balance sheet****Particulars**

Present value of the defined benefit obligation at the end of the year	22.00	16.29	12.25
Amount recognised in the balance sheet	22.00	16.29	12.25
Net liability current	5.80	3.47	3.56
Net liability non-current	16.19	12.82	8.69
	<b>22.00</b>	<b>16.29</b>	<b>12.25</b>

**(c) Expense recognised in the statement of profit and loss for the year****Particulars**

Current service cost	2.58	1.74	1.60
Interest cost on benefit obligation	0.79	0.80	0.62
<b>Total expenses included in employee benefits expense</b>	<b>3.37</b>	<b>2.54</b>	<b>2.22</b>

**(d) Recognised in the other comprehensive income for the year****Particulars**

Actuarial gain/(losses) arising from:			
- change in demographic assumptions	0.35	-	-
- change in financial assumptions	0.68	0.82	0.03
- experience variance	3.35	1.46	0.92
Return on plan assets, excluding amount recognised in net interest expense			
<b>Recognised in comprehensive income</b>	<b>4.38</b>	<b>2.29</b>	<b>0.95</b>

**(e) Maturity profile of defined benefit obligation****Particulars**

Within next 12 months	5.80	3.47	3.56
Between 2 to 5 years	11.01	9.20	6.66
6 years and above	8.39	6.80	4.94



**Cogent E-Services Private Limited**

Corporate Identification Number (CIN): U72300DL2004PTC126944

**Notes to financial statements for the year ended March 31, 2021**

(All amounts in Rs. millions, unless otherwise stated)

**(f) Quantitative sensitivity analysis for significant assumption is as below**

Increase/(decrease) on present value of defined benefits obligation at the end of the year

a)	Particulars	As at March 31, 2021	As at March 31, 2020
	Assumptions	Discount rate	
		% Increase	% Decrease
	Discount rate	1.00	1.00
	Impact on defined benefit obligations	(0.67)	0.73
		% Increase	% Decrease
	Discount rate	1.00	1.00
	Impact on defined benefit obligations	(0.51)	0.55
	Particulars	As at March 31, 2020	As at 01 April 2019
	Assumptions	Discount rate	
		% Increase	% Decrease
	Discount rate	1.00	1.00
	Impact on defined benefit obligations	(0.51)	0.55
		% Increase	% Decrease
	Discount rate	1.00	1.00
	Impact on defined benefit obligations	(0.51)	0.55
b)	Particulars	As at March 31, 2021	As at March 31, 2020
	Assumptions	Salary rate	
		% Increase	% Decrease
	Salary rate	1.00	1.00
	Impact on defined benefit obligations	0.71	(0.67)
		% Increase	% Decrease
	Salary rate	1.00	1.00
	Impact on defined benefit obligations	0.54	(0.51)
	Particulars	As at March 31, 2020	As at 01 April 2019
	Assumptions	Salary rate	
		% Increase	% Decrease
	Salary rate	1.00	1.00
	Impact on defined benefit obligations	0.54	(0.51)
		% Increase	% Decrease
	Salary rate	1.00	1.00
	Impact on defined benefit obligations	0.54	(0.51)
c)	Particulars	As at March 31, 2021	As at March 31, 2020
	Assumptions	Turnover rate	
		% Increase	% Decrease
	Employee turnover	1.00	1.00
	Impact on defined benefit obligations	(0.26)	0.27
		% Increase	% Decrease
	Employee turnover	1.00	1.00
	Impact on defined benefit obligations	(0.26)	0.27
	Particulars	As at March 31, 2020	As at 01 April 2019
	Assumptions	Turnover rate	
		% Increase	% Decrease
	Employee turnover	1.00	1.00
	Impact on defined benefit obligations	(0.16)	0.17
		% Increase	% Decrease
	Employee turnover	1.00	1.00
	Impact on defined benefit obligations	(0.16)	0.17

**Sensitivity analysis method**

The sensitivity analysis below have been determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period, while holding all other assumptions constant.



**Cogent E-Services Private Limited**

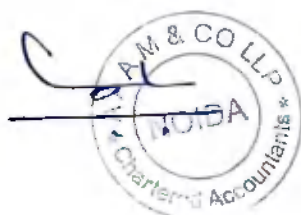
Corporate Identification Number (CIN): U72300DL2004PTC126944

**Notes to financial statements for the year ended March 31, 2021**

(All amounts in Rs. millions, unless otherwise stated)

**(g) The principle assumptions used in determining gratuity obligations are as follows:****Particulars**

	As at March 31, 2021	As at March 31, 2020	As at March 31, 2019
Discount rate	3.86%	6.53%	6.53%
Rate of escalation in salary (per annum)	6.00%	6.00%	6.00%
Mortality	Indian Assured Lives Mortality (2006-08)	Indian Assured Lives Mortality (2006-08)	Indian Assured Lives Mortality (2006-08)
Attrition rate			
- Less than or equal 1 year	-	80% p.a.	80% p.a.
- From 2 to 4 years	-	50%p.a.	50%p.a.
- For 5 Years or above	-	25%p.a.	25%p.a.
- Less than or equal 2 year	70% p.a.	-	-
- From 3 to 4 years	40%p.a.	-	-
- For 5 Years or above	25%p.a.	-	-



**Cogent E-Services Private Limited**

Corporate Identification Number (CIN): U72300DL2004PTC126944

**Notes to financial statements for the year ended March 31, 2021**

(All amounts in Rs. millions, unless otherwise stated)

**44 Commitments and contingent liabilities****a) Capital commitments**

The Company has contractually committed (net of advances) Rs. 2.07 Mn and Rs. 1.86 Mn as at March 31, 2021 and 2020, respectively, for purchase of property, plant and equipment.

**b) Contingent liabilities not provided for****i) Particulars**

	As at March 31, 2021	As at March 31, 2020	As at April 01, 2019
Claims against the company not acknowledged as debts (refer note)	-	6.58	6.58

Note : These Claims are in respect of ESIC which has been fully paid during the year. Hence no liabilities exist regarding above mentioned amount but case is still pending before honourable Allahabad High Court.

ii) Company had given corporate guarantee to financial institution for Sukhmani Infotech Private Limited for Rs 150 million which is originally sanctioned but till now Rs. 94 million is utilised.

**45 Related Party Disclosures**

In accordance with Ind AS - 24 on Related Party Disclosures, where control exists and where key managerial personnel are able to exercise significant influence and where transactions have taken place during the current year and previous year along with the description of relationship as identified and certified by Management are as given below:

**(a) List of related parties**

1) Aurum E Serve LLP	LLP with common partners / designated partners
2) Orion Call Source LLP	LLP with common partners / designated partners
3) Boomerang Technology LLP	LLP with common partners / designated partners
4) TSSR Technology LLP	LLP with common partners / designated partners
5) Cogent ES Limited	Companies with common directors/ members having significant influence
6) Cogent FS Pvt. Limited	Companies with common directors/ members having significant influence
7) Lyra Techno Sources LLP	LLP with common partners / designated partners
8) Refiral Solutions Private Limited	Associate company
9) Sukhmani Infotech Private Limited	Companies with common directors/ members having significant influence

**10) Key managerial personnel and their relatives**

Name	Relationship
Abhinav Singh	Director
Arunabh Singh	Director
Pranjal Kumar	Director
Gaurav Abrol	Director
Narendra Kumar Chaudhary	Director's relative
Nimisha Kumar	Director's relative
Nishi Kumar	Director's relative



**Cogent E-Services Private Limited**

Corporate Identification Number (CIN): U72300DL2004PTC126944

**Notes to financial statements for the year ended March 31, 2021**

(All amounts in Rs. millions, unless otherwise stated)

**45 RELATED PARTY DISCLOSURES (...contd.)****(b) Transactions with related parties**

Nature of transactions	Year ended Mar 31, 2021 (Rs.)	Year ended Mar 31, 2020 (Rs.)
(i) <b><u>Employee benefits expense</u></b>		
Abhinav Singh	6.00	6.00
Arunabh Singh	-	-
Pranjal Kumar	7.80	9.40
Gaurav Abrol	9.60	10.40
Narendra Kumar Chaudhary	-	2.40
<b>Total</b>	<b>23.40</b>	<b>28.20</b>
(ii) <b><u>Receipt of loan</u></b>		
Abhinav Singh	13.99	22.50
Arunabh Singh	12.50	12.50
Pranjal Kumar	21.45	12.50
Gaurav Abrol	21.45	12.50
<b>Total</b>	<b>69.39</b>	<b>60.00</b>
(iii) <b><u>Repayment of loan</u></b>		
Abhinav Singh	13.34	19.22
Arunabh Singh	18.96	11.02
Pranjal Kumar	15.35	12.50
Gaurav Abrol	23.05	11.20
<b>Total</b>	<b>70.71</b>	<b>53.94</b>
(iv) <b><u>Issue of bonus shares-Equity</u></b>		
Abhinav Singh	0.32	-
Arunabh Singh	0.32	-
Pranjal Kumar	0.32	-
Gaurav Abrol	0.32	-
Boomerang Technology LLP	0.38	-
TSSR Technology LLP	0.30	-
<b>Total</b>	<b>1.95</b>	<b>-</b>



**Cogent E-Services Private Limited**

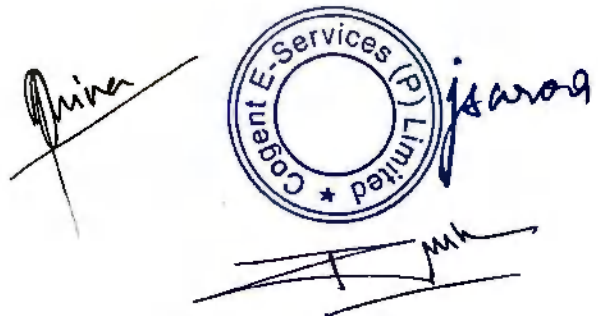
Corporate Identification Number (CIN): U72300DL2004PTC126944

**Notes to financial statements for the year ended March 31, 2021**

(All amounts in Rs. millions, unless otherwise stated)

**45 RELATED PARTY DISCLOSURES (...contd.)****(b) Transactions with related parties (...contd.)**

Nature of transactions	Year ended Mar 31, 2021 (Rs.)	Year ended Mar 31, 2020 (Rs.)
(v) <b><u>Issue of bonus shares-Preference</u></b>		
Abhinav Singh	0.81	-
Arunabh Singh	0.81	-
Pranjal Kumar	0.81	-
Gaurav Abrol	0.81	-
Boomerang Technology LLP	0.97	-
TSSR Technology LLP	0.78	-
<b>Total</b>	<b>5.00</b>	<b>-</b>
(vi) <b><u>Redemption of preference shares</u></b>		
Abhinav Singh	-	12.50
Arunabh Singh	-	12.50
Pranjal Kumar	-	12.50
Gaurav Abrol	-	12.50
<b>Total</b>	<b>-</b>	<b>50.00</b>
(vii) <b><u>Legal and professional fees</u></b>		
Nimisha Kumar	1.96	1.67
Nishi Kumar	-	0.23
<b>Total</b>	<b>1.96</b>	<b>1.90</b>
(viii) <b><u>Rent expenses</u></b>		
Cogent ES Limited	1.45	-
<b>Total</b>	<b>1.45</b>	<b>-</b>
(ix) <b><u>Outsourcing expenses</u></b>		
Aurum E Serve LLP	404.34	563.78
Orion Call Source LLP	54.16	44.70
<b>Total</b>	<b>458.50</b>	<b>44.70</b>





**Cogent E-Services Private Limited**

Corporate Identification Number (CIN): U72300DL2004PTC126944

**Notes to financial statements for the year ended March 31, 2021**

(All amounts in Rs. millions, unless otherwise stated)

**45 RELATED PARTY DISCLOSURES (...contd.)****(b) Transactions with related parties (...contd.)**

Nature of transactions	Year ended Mar 31, 2021 (Rs.)	Year ended Mar 31, 2020 (Rs.)
(x) <u>Software support expenses</u>		
Sukhmani Infotech Private Limited	21.00	-
<b>Total</b>	<b>21.00</b>	<b>-</b>
(xi) <u>Supervision expenses</u>		
Cogent FS Pvt. Limited	0.79	-
Lyra Techno Sources LLP	-	0.06
<b>Total</b>	<b>0.79</b>	<b>0.06</b>
(xii) <u>Recruitment expenses</u>		
Sukhmani Infotech Private Limited	15.00	-
<b>Total</b>	<b>15.00</b>	<b>-</b>
(xiii) <u>Sale of investment</u>		
Abhinav Singh	-	5.00
Arunabh Singh	-	5.00
Pranjal Kumar	-	5.00
Gaurav Abrol	-	5.00
<b>Total</b>	<b>-</b>	<b>19.99</b>

**(c) Outstanding balances of related parties**

Nature of transactions	As at Mar 31, 2021 (Rs.)	As at Mar 31, 2020 (Rs.)	As at Apr 01, 2019 (Rs.)
(i) <u>Accounts payables</u>			
Aurum ES Serve LLP	-	53.49	50.70
Orion Call Source LLP	7.91	3.85	1.16
Cogent ES Limited	1.68	-	4.98
Sukhmani Infotech Private Limited	2.45	-	-
<b>Total</b>	<b>4.13</b>	<b>-</b>	<b>4.98</b>
(ii) <u>Trade receivables</u>			
Refiral Solutions Private Limited	-	-	0.94
<b>Total</b>	<b>-</b>	<b>-</b>	<b>0.94</b>



**Cogent E-Services Private Limited**

Corporate Identification Number (CIN): U72300DL2004PTC126944

**Notes to financial statements for the year ended March 31, 2021**

(All amounts in Rs. millions, unless otherwise stated)

**45 RELATED PARTY DISCLOSURES (...contd.)****(c) Outstanding balances of related parties (...contd.)**

Nature of transactions	As at Mar 31, 2021 (Rs.)	As at Mar 31, 2020 (Rs.)	As at Apr 01, 2019 (Rs.)
<b>(iii) Employee payables</b>			
Abhinav Singh	0.35	0.35	0.38
Pranjal Kumar	0.45	0.46	0.41
Gaurav Abrol	0.55	0.58	0.50
Narendra Kumar Chaudhary	-	0.20	-
	<b>1.35</b>	<b>1.39</b>	<b>1.29</b>
<b>(iv) Loan payables</b>			
Abhinav Singh	4.10	3.46	0.18
Arunabh Singh	-	6.46	4.98
Pranjal Kumar	6.10	-	-
Gaurav Abrol	6.10	7.70	6.40
	<b>16.29</b>	<b>17.62</b>	<b>11.56</b>

(v)

Refer no 19 and note no 23 for personal guarantee and security given by directors / related party of the company against loan taken.

(vi)

Company had given corporate guarantee to financial institution for Sukhmani Infotech Private Limited for Rs 150 million which is originally sanctioned but till now Rs. 94 million is utilised.

**46 Segment Information**

The Board of Directors of the Company has been identified as the Chief Operating Decision Maker (CODM) as defined by Ind AS 108, Operating Segments. The CODM evaluates the Company's performance and allocates resources based on an analysis of IT enabled services.

The Company is predominantly engaged in the business of IT enabled Services, which constitutes a single business segment and is governed by similar set of risks and returns. The operations of the Company primarily cater to the market within India, which the Management views as a single segment. The Management monitors the operating results of its single segment for the purpose of making decisions about resource allocation and performance assessment.

**For A A A M & CO LLP**

(Formerly known as A A A M &amp; Co., Chartered Accountants)

Firm Registration No. 08113C/C400292

  
Atul Agrawal  
Designated Partner  
Membership No. 077293

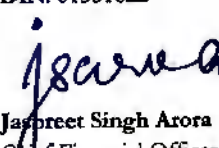
Date: October 30, 2021

Place: Noida

Unique document identification number (UDIN): 21077293AAAABD2775

**For and on behalf of Board of Directors****Cogent E-Services Private Limited**

  
Abhinav Singh  
Managing Director  
DIN: 01351622

  
Jaspreet Singh Arora  
Chief Financial Officer

  
Pranjal Kumar  
Director  
DIN: 00400950

