



Vijay Kumar & Associates

Chartered Accountants

Independent Auditor's Report

To the Members of
Zero Time Constructions Private Limited

Report on Audit of the Standalone Financial Statements

OPINION

We have audited the standalone financial statements of **Zero Time Constructions Private Limited** ("the Company"), which comprise the balance sheet as at 31st March, 2020 and the statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity, the Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the company as at 31st March, 2020, and the profit/(loss), other comprehensive income, changes in equity, and its cash flows for the year ended on that date.

BASIS FOR OPINION

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules there-under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics.

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

KEY AUDIT MATTERS

Key audit matters ('KAM') are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming



our opinion thereon, and we do not provide a separate opinion on these matters. There is not matter to be reported as Key Audit Matters during the year ended March 31, 2020.

OTHER INFORMATION

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

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained 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.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

MANAGEMENT'S RESPONSIBILITY FOR THE STANDALONE FINANCIAL STATEMENTS

The Company's management and Board of Directors are responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs, profit/(loss) (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 Indian Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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



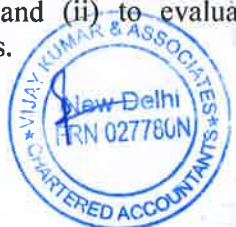
AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

- 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 Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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.

Materiality is the magnitude of misstatement in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonable knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) Planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.



We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Standalone Balance Sheet, the Standalone Statement of Profit and Loss (including other comprehensive income), Standalone Statement of changes of Equity and the standalone statement of Cash Flow dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act.
 - e) On the basis of the written representation received from the directors as on 31st March, 2020 taken on record by the board of directors, none of directors is disqualified as on 31st March, 2020 from being appointed as a director in terms of Sub-section 2 of Section 164 of the Act.
 - f) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".



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, in our opinion and to the best of our information and according to the explanations given to us:

- i. The Company does not have any pending litigations which would impact its financial position in its standalone financial statements as at 31 March 2020;
- ii. The company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses;
- iii. There was no amount required to be transferred to the Investor Education and Protection Fund by the company during the year ended 31st March 2020. Therefore, there is no delay in transferring amounts to the Investor Education and Protection Fund by the Company;

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

In our opinion and according to the information and explanations given to us, the company has not paid remuneration to its directors during the current year. Therefore, the provision of section 197 read with Schedule V of the Companies Act, 2013 is not applicable on the company. The Ministry of Corporate Affairs has not prescribed other details under section 197(16) which are required to be commented upon by us.

For Vijay Kumar & Associates

Chartered Accountants

Firm Reg. No. 027780N



CA Vijay Kumar

(Proprietor)

M. No. 531026

UDIN: 20531026AAAAAO8832

Place: New Delhi

Dated: 29th July, 2020

Annexure A to the Independent Auditor's Report on the financial statements

(Referred to in Para 1 under the heading 'Report on other Legal and Regulatory Requirements' of our report of even date to The Members of Zero Time Construction Private Limited on the standalone Ind AS financial statements for the year ended 31st March, 2020)

1. According to information and explanations given by the management, the Company does not hold any Fixed Asset and, accordingly, the requirements under paragraph 3(i) of the Order are not applicable to the Company
2. The Company is a service company. Accordingly, it does not hold any physical inventories. Therefore, the provisions of paragraph 3 (ii) of the Order are not applicable to the Company.
3. According to information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained under sec on 189 of the Act. Therefore, the provisions of paragraph 3 (iii) of the Companies (Auditor's Report) Order, 2016 are not applicable to the Company.
4. According to information and explanations given to us and based on audit procedures performed, the company has not given any loan, made any investment, given any security and guarantee during the year in terms of Section 185 & 186 of the Companies Act, 2013.
5. As per the information and explanations given to us, the Company has not accepted any deposits as mentioned in the directives issued by the Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provisions of the Act and relevant rules framed there under. The Company does not have any unclaimed deposits and accordingly, the provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 are not applicable to the Company.
6. According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Sec 148 of the Act, for any of the services rendered by the Company. Accordingly, clauses 3(vi) of the Companies (Auditor's Report) Order are not applicable to the Company.
7. a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including Provident Fund, Employees' State Insurance, Income- tax, Goods and Service tax, Duty of customs, Cess and other material statutory dues have generally been regularly deposited during the year by the Company with the appropriate authorities.



b) According to the information and explanations given to us, no undisputed amounts payable in respect of Provident Fund, Employees State Insurance, Income-Tax, Goods and Service tax, Duty of customs, Cess and other material statutory dues were in arrears as at 31st March, 2020 for a period of more than six months from the date they became payable.

c) According to the information and explanations given to us, there are no disputed dues in respect of income tax or Sales tax or Service tax or goods and service tax, Duty of customs, Duty of excise, Value added tax which have not been deposited with the appropriate authorities.

8. In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to a financial institution, banks. The company has not taken loan from government and has not issue debentures during the year.
9. Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given to by management, the Company has not raise any money by way of initial public offer or further public offer (including debt instruments). The company has not taken any Term loan during the year.
10. To the best of our knowledge and belief and according to the information and explanations given to us, we report that no material fraud on or by the officers and employees of the Company has been noticed or reported during the course of our audit.
11. In our opinion and according to the information and explanations given to us and based on the examination of the records of the company, managerial remuneration has not been paid or provided by the company during the year.
12. According to the information and explanations given to us, the Company is not a nidhi company as prescribed under Section 406 of the Act. Accordingly, paragraph 3(xii) of the Order is not applicable to the company.
13. According to the information and explanations given to us and based on our examination of the records of the company, all transactions with the related parties are in compliance with section 177 and 188 of the Act where applicable, and the details of such transactions have been disclosed in Note No.1.13 in standalone financial statements, as required by the applicable Ind-As.
14. According to the information and explanations given by the management, and based on our examination of records of the company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, paragraph 3(xiv) of the Order is not applicable to the Company.



15. According to the information and explanations given by the management, and based on our examination of records of the company, the Company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable to the company.

16. According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

For Vijay Kumar & Associates

Chartered Accountants

Firm Reg. No. 027780N



CA Vijay Kumar

(Proprietor)

M. No. 531026

UDIN: 20531026AAAAAO8832

Place: New Delhi

Dated: 29th July, 2020

Annexure B to the Independent Auditor's Report on the financial statements of Zero Time Construction Private Limited

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

(Referred to in Para 2(f) under the heading 'Report on other Legal and Regulatory Requirements' of our report of even date)

OPINION

We have audited the internal financial controls with reference to the financial statements of Zero Time Construction Private Limited ("the Company") as of 31st March, 2020 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, an adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31st March, 2020, based on the internal financial controls with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 (hereinafter referred to as "the Act").

AUDITORS' RESPONSIBILITY

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to standalone financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable



assurance about whether adequate internal financial controls with reference to standalone financial statements were established and maintained and whether such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of such internal financial controls, 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 procedure 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 internal financial controls with reference to standalone financial statements.

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that:-

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



**INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH
REFERENCE TO STANDALONE FINANCIAL STATEMENTS**

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

For Vijay Kumar & Associates

Chartered Accountants

Firm Reg. No. 027780N



CA Vijay Kumar

(Proprietor)

M. No. 531026

UDIN: 20531026AAAAAO8832

Place: New Delhi

Dated: 29th July, 2020

Zero Time Constructions Private Limited
Balance sheet as at March 31, 2020
(All amounts are in Indian Rupees, unless otherwise stated)

| | Note no. | As at March 31, 2020 | As at March 31, 2019 |
|------------------------------------|----------|-------------------------|-------------------------|
| [I] ASSETS | | | |
| 1. Non-current assets | | | |
| (a) Financial assets | | | |
| 2. Current assets | | | |
| (a) Financial assets | 2 | 8,38,298 | 8,38,416 |
| - Cash and cash equivalents | | | |
| (b) Other current assets | | 8,38,298 | 8,38,416 |
| TOTAL | | | |
| [II] EQUITY AND LIABILITIES | | | |
| 1. Equity | | | |
| (a) Equity Share capital | 3 | 20,98,00,000 | 20,98,00,000 |
| (b) Other Equity | 4 | (20,93,75,710) | (20,93,00,162) |
| 2. Current liabilities | | | |
| (a) Financial liabilities | 5 | 1,14,681 | 92,951 |
| - Trade payables | 6 | 2,89,487 | 2,35,787 |
| (b) Other Current Liabilities | 7 | 9,839 | 9,839 |
| (c) Current Tax Liabilities (net) | | | |
| | | 8,38,298 | 8,38,416 |
| TOTAL | | | |

Summary of Significant Accounting Policies.

The accompanying notes are an integral part of the Financial Statements

As per our report of even date attached

For Vijay Kumar & Associates

Chartered Accountants
 Firm Regd. No.: 027780N

Vijay Kumar
 (Proprietor)

M. No. 531026

UDIN : 20531026AAAAA08832

Place: Delhi

Date: 29.07.2020



For and on behalf of the Board of Directors of
 Zero Time Constructions Private Limited

Dalip Kumar
Dalip Kumar
 Director
 DIN: 00103292

Narendra P Sah
Narendra P Sah
 Chief Financial Officer

Ashutosh Acharya
Ashutosh Acharya
 Director
 DIN: 03145815

Harsha Sharma
Harsha Sharma
 Company Secretary

Zero Time Constructions Private Limited
Statement of Profit and Loss for the year ended March 31, 2020
(All amounts are in Indian Rupees, unless otherwise stated)

| | Note no. | For the year ended March 31, 2020 | For the year ended March 31, 2019 |
|--|----------|--------------------------------------|--------------------------------------|
| Revenue From Operations | | | |
| Expenses | | | |
| Finance cost | 8 | 118 | 42,724 |
| Other Operating expense | 9 | 75,430 | 2,06,700 |
| Total expenses | | 75,548 | 2,49,424 |
| Profit/ (loss) before tax | | | |
| Tax expense | | | |
| a) Current tax | | | |
| b) Deferred tax | | (75,548) | (2,49,424) |
| Profit/ (loss) for the period from continuing operations | | (75,548) | (2,49,424) |
| Profit/ (loss) for the period | | | |
| Other comprehensive income | | | |
| - Items that will be reclassified to profit or loss | | | |
| - Items that will not be reclassified to profit or loss | | | |
| 1 Changes in Fair Values of Investment in Equities carried at Fair Value through Other Comprehensive Income | | | |
| Net Other Comprehensive Income not to be reclassified to Profit | | (75,548) | (2,49,424) |
| Total comprehensive income for the period <i>(Profit/ loss + other comprehensive income)</i> | | | |
| Earnings per equity share (for continuing operations) | | | |
| a) Basic | | (0.00) | (0.01) |
| b) Diluted | | (0.00) | (0.01) |

The accompanying notes are an integral part of the Financial Statements

As per our report of even date attached

For Vijay Kumar & Associates

Chartered Accountants
 Firm Regd. No. 027780N

Vijay Kumar
 (Proprietor)

M. No. 531026

UDIN : 20531026AAWA08832

Place: Delhi

Date: 29.07.2020

For and on behalf of the Board of Directors of
 Zero Time Constructions Private Limited

Dalip Kumar

Dalip Kumar
 Director
 DIN: 00103292

Narendra P Sah

Narendra P Sah
 Chief Financial Officer

Ashutosh Acharya

Ashutosh Acharya
 Director
 DIN: 03145815

Harsha Sharma


Harsha Sharma
 Company Secretary

Zero Time Constructions Private Limited
Statement of Cash Flows for the year ended March 31, 2020
(All amounts are in Indian Rupees, unless otherwise stated,

| | As at March 31, 2020 | As at March 31, 2019 |
|---|-------------------------|-------------------------|
| 1. CASH FLOW FROM OPERATING ACTIVITIES | (75,548) | (2,49,424) |
| Net Profit Before Tax | 118 | 42,724 |
| Adjustments for : | | |
| Finance costs | (75,430) | (2,06,700) |
| Other Adjustments | | |
| <u>Working capital adjustments:</u> | | |
| (Increase)/Decrease in Other Assets | 21,730 | 59,021 |
| Increase/(Decrease) in Trade Payables | 53,700 | 1,47,679 |
| Increase/(Decrease) in Current Liabilities | - | - |
| Cash Generated from Operations | - | - |
| Income Tax Paid | - | - |
| NET CASH GENERATED/(USED IN) BY OPERATING ACTIVITIES (1) | - | - |
| 2. CASH FLOW FROM INVESTING ACTIVITIES | | |
| Interest Income | - | - |
| NET CASH GENERATED/(USED IN) BY INVESTING ACTIVITIES (2) | - | - |
| CASH FLOW FROM FINANCING ACTIVITIES | (118) | (42,724) |
| Finance costs | - | - |
| Share application money pending allotment | (118) | (42,724) |
| NET CASH GENERATED/(USED IN) BY FINANCING ACTIVITIES (3) | (118) | (42,724) |
| NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (1+2+3) | (118) | (42,724) |
| Cash and cash equivalents at the beginning of the year | 8,38,416 | 8,81,139 |
| CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR | 8,38,298 | 8,38,416 |


As per our report of even date attached

For Vijay Kumar & Associates
Chartered Accountants R & ASSOCIATES
Firm Regd. No.: 022780N

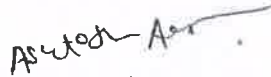

Vijay Kumar
(Proprietor)
M. No. 531026
UDIN : 20531026AAAAO8832

Place: Delhi
Date: 29.07.2020

For and on behalf of the Board of Directors of
Zero Time Constructions Private Limited



Dalip Kumar
Director
DIN: 00103292



Ashutosh Acharya
Director
DIN: 03145815


Narendra P Sah
Chief Financial Officer


Harsha Sharma
Company Secretary

Zero Time Constructions Private Limited
Statement of changes in equity for the year ended March 31, 2020
(All amounts are in Indian Rupees, unless otherwise stated)

a. Equity share capital

| | Opening balance as at 1 Apr 2019 | Changes in equity share capital during the year | Closing balance as at 31 Mar 2020 |
|-----------------------------|-------------------------------------|--|--|
| Equity shares of Rs.10 each | 20,98,00,000 | - | 20,98,00,000 |
| | <u>20,98,00,000</u> | | <u>20,98,00,000</u> |
| | Opening balance as at 1 Apr 2018 | Changes in equity share capital during the year | Closing balance as at 31 March 2019 |
| Equity shares of Rs.10 each | 20,98,00,000 | - | 20,98,00,000 |
| | <u>20,98,00,000</u> | | <u>20,98,00,000</u> |

b. Other Equity
For the year ended March 31, 2020

| | Share premium | Retained earnings | Investment Revaluation Reserve | Total Equity |
|-----------------------------------|---------------|-------------------|-----------------------------------|----------------|
| As at 1 April 2019 | - | (20,93,00,162) | - | (20,93,00,162) |
| Profit for the period | - | (75,548) | - | (75,548) |
| Other Adjustments | - | - | - | - |
| Other comprehensive income/(loss) | - | (20,93,75,710) | - | (20,93,75,710) |
| TOTAL | | | | |

For the year ended March 31, 2019

| | Share premium | Retained earnings | Investment Revaluation Reserve | Total Equity |
|-----------------------------------|---------------|-------------------|-----------------------------------|----------------|
| As at 1 April 2018 | - | (20,90,50,738) | - | (20,90,50,738) |
| Profit for the period | - | (2,49,424) | - | (2,49,424) |
| Other Adjustments | - | - | - | - |
| Other comprehensive income/(loss) | - | - | - | - |
| TOTAL | | (20,93,00,162) | | (20,93,00,162) |

Summary of significant accounting policies
The accompanying notes are an integral part of the Financial Statements

As per our report of even date attached

For Vijay Kumar & Associates
Chartered Accountants
Firm Regd. No.: 027780N

Vijay Kumar
(Proprietor)
M. No. 531026
UDIN : 20531026AAAAAQ883Z

Place: Delhi
Date: 29.07.2020

For and on behalf of the Board of Directors of
Zero Time Constructions Private Limited

Dalip Kumar
Director
DIN: 00103292

Narendra P Sah
Chief Financial Officer

Ashutosh Acharya
Director
DIN: 03145815

Harsha Sharma
Company Secretary

Zero Time Constructions Private Limited
Notes to Financial Statement for the year ended March 31, 2020
(All amounts are in Indian Rupees, unless otherwise stated)

2 Cash and Cash Equivalents :

- (i) Balances with banks
 - In current accounts
- (ii) Cash on hand

| | As at 31-03-2020 | As at 31-03-2019 |
|---------------|---------------------|---------------------|
| | 8,37,724 | 8,37,842 |
| | 574 | 574 |
| Total: | 8,38,298 | 8,38,416 |



Zero Time Constructions Private Limited
Notes to Financial Statement for the year ended March 31, 2020
(All amounts are in Indian Rupees, unless otherwise stated)

| Particulars | As at 31.03.2020 | As at 31.03.2019 |
|---|---------------------|---------------------|
| 3. Share capital | | |
| A. Authorised Capital | | |
| 2,10,00,000 Equity Shares of Rs. 10/- each fully paid up with voting rights | 21,00,00,000 | 21,00,00,000 |
| B. Issued, Subscribed And Fully Paid Up | | |
| 2,09,80,000 EQUITY SHARES OF Rs. 10/- EACH fully paid up with voting rights | 20,98,00,000 | 20,98,00,000 |
| Total : | 20,98,00,000 | 20,98,00,000 |

| 4. Other Equity | As at 31.03.2020 | As at 31.03.2019 |
|--|-----------------------|-----------------------|
| Other equity consist of the following: | | |
| (a) Retained earnings | | |
| (i) Opening balance | (20,93,00,162) | (20,90,50,738) |
| (ii) Add: Profit for the period | (75,548) | (2,49,424) |
| | (20,93,75,710) | (20,93,00,162) |
| Less : Appropriations | | |
| (i) Appropriation/Adjustments | (20,93,75,710) | (20,93,00,162) |
| Total : | (20,93,75,710) | (20,93,00,162) |

3A. Details of shareholders holding more than 5% shares in the Company
Equity shares of Rs. 10 each, fully paid up held by:

| | As at 31 March, 2020 | | As at 31 March, 2019 | |
|---------------------------------|----------------------|-----------|----------------------|-----------|
| | Number | % Holding | Number | % Holding |
| -FCS Software Solutions Limited | 2,09,80,000 | 100.00% | 2,09,80,000 | 100.00% |



Zero Time Constructions Private Limited
Notes to Financial Statement for the year ended March 31, 2020
(All amounts are in Indian Rupees, unless otherwise stated)

5 Current Financial Liabilities - Trade Payables :

Unsecured
 - Considered Good

Total:

| | As at 31-03-2020 | As at 31-03-2019 |
|---------------|---------------------|---------------------|
| | 1,14,681 | 92,951 |
| Total: | 1,14,681 | 92,951 |

6 Other Current Liabilities :

- Others (Payables)

Total:

| | As at 31-03-2020 | As at 31-03-2019 |
|---------------|---------------------|---------------------|
| | 2,89,487 | 2,35,787 |
| Total: | 2,89,487 | 2,35,787 |

7 Current Tax Liabilities (net)

- Income Tax Provision
 - Indirect tax payable and other statutory liabilities

Total:

| | As at 31-03-2020 | As at 31-03-2019 |
|---------------|---------------------|---------------------|
| | 9,839 | 9,839 |
| Total: | 9,839 | 9,839 |



Zero Time Constructions Private Limited

Notes to Financial Statement for the year ended March 31, 2020
(All amounts are in Indian Rupees, unless otherwise stated)

8 FINANCE COSTS (at effective interest rate method)

- Bank Charges

| | As at 31-03-2020 | As at 31-03-2019 |
|---------------|---------------------|---------------------|
| | 118 | 42,724 |
| Total: | 118 | 42,724 |

9 OTHER OPERATING EXPENSES

Other operating expenses consist of the following:

- Fees to external consultants
- Auditors Remuneration
- Other expenses

| | As at 31-03-2020 | As at 31-03-2019 |
|---------------|---------------------|---------------------|
| | 17,530 | 1,15,100 |
| | 17,700 | 35,400 |
| | 40,200 | 56,200 |
| Total: | 75,430 | 2,06,700 |



ZERO TIME CONSTRUCTIONS PRIVATE LIMITED

Regd. Office: 205, 2nd Floor, Agarwal Chamber IV, 27, Near Sawarkar Block, Vikas Marg, Shakarpur Delhi - 110092
CIN: U45400DL2009PTC188964

NOTES TO STANDALONE FINANCIAL STATEMENTS

1. COMPANY OVERVIEW AND SIGNIFICANT ACCOUNTING POLICIES

1.1 Company Overview:

Zero Time Constructions Private Limited ('the company') was incorporated on 30th March, 2009 in India. The company is engaged in the business to own, erect, construct, develop, maintain, lease out and sell, either on its own or through joint venture, joint development or consortium or any other agreement with other entities, immovable property, comprising of land, building, township, colonies, building schemes, flats, suites, residential/business accommodation, multiplexes, shopping malls or arcades or other conveniences or infrastructures and to make arrangements for their maintenance directly and indirectly in collaboration with others or in any other manners.

1.2 Basis of preparation of financial statements

These financial statements are prepared in accordance with the Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis, except for certain financial instruments which are measured at fair values, the provisions of the Companies Act, 2013 ('the Act') (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and the relevant amendment rules issued thereafter.

1.3 Use of estimates

The preparation of the financial statements in conformity with Ind AS requires the Management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as the Management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

1.4 Revenue recognition

Revenue from Construction and infrastructure services is recognized based on services rendered and billed to the clients as per terms specified in the contracts. However, the Company has no Revenue during the Year.



1.5 Provisions

A provision is recognized 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.

1.6 Functional & Foreign currency

Functional currency:

The functional currency of the Company is the Indian rupee. These financial statements are presented in Indian rupees.

Transactions and translations:

Foreign-currency denominated monetary assets and liabilities are translated into the relevant functional currency at exchange rates in effect at the Balance Sheet date. The gains or losses resulting from such Transactions are included in net profit in the Statement of Profit and Loss. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of the Balance sheet.

Transaction gains or losses realized upon settlement of foreign currency transactions are included in determining net profit for the period in which the transaction is settled. Revenue, expense and cash flow items denominated in foreign currencies are translated into the relevant functional currencies using the exchange rate in effect on the date of the transaction. However, the company has not entered into any foreign currency transactions during the year.

1.7 Earnings per equity share

Basic earnings per share is computed by dividing the net profit attributable to the equity holders of the Company by weighted average number of equity shares outstanding during the year in conformity with the Ind-AS-33. Diluted earnings per share is computed by dividing the net profit attributable to the equity holders of the Company by weighted average number of equity and equivalent diluted equity shares outstanding during the year-end, except where the results would be anti-dilutive.

1.8 Taxation

Income tax expense comprises current and deferred income tax. Current income tax for current and prior periods is recognized 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 at the Balance Sheet date. Deferred income tax assets and liabilities are recognized for all temporary timing differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements as prescribed in Ind-AS-12. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

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. A deferred income tax asset is recognized 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 utilized. The Company does not offsets current tax assets and current tax liabilities on net basis, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.



1.9 Employee benefits

The Company does not provide any employee Benefits (Like; Gratuity, Provided fund, Compensated absences and any other related benefits). Thus, no policies in this regard have been adopted by the company.

1.10 Cash flow statement

Cash flows are reported using the indirect method, whereby profit/(loss) for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the company are segregated.

Amendment to Ind AS 7:

Effective April 1, 2017, the Company adopted the amendment to Ind AS 7, which require the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the Balance Sheet for liabilities arising from financing activities, to meet the disclosure requirement. The adoption of the amendment did not have any material impact on the financial statements.

1.11 Other income

Other income is comprised primarily of interest income. Interest income is accounted for on accrual basis. However, the company does not have any other income during the year.

1.12 Investment

Investments are classified into non-current and current investments based on the intent of management at the time of acquisition. Non-current investments including investment in subsidiaries and associate companies are measured at Fair value through other comprehensive income. Net Assets value, as certified by expert is considered as Fair Market Value for the purpose of valuation of investment in all companies including subsidiaries.

1.13 Related Party Transactions:

A. Details of related Parties with whom transactions have taken place:

Entities where Control/significant Influence of KMP exists:

- Cgain Analytics Pvt. Ltd. – Subsy of holding company
- Innova E Services Pvt. Ltd. – Subsy of holding company
- FCS Software Solutions Ltd. - Holding Company

B. Outstanding Balance Receivable/(Payable) as at year end:

| S.No. | Outstanding Balances as at year end: | 31.03.2020 | 31.03.2019 |
|-------|--------------------------------------|-----------------|-----------------|
| 1. | Cgain Analytics Pvt. Ltd. | (10,580) | (10,580) |
| 2. | Innova E Services Pvt. Ltd. | (67,060) | (67,060) |
| 3. | FCS Software Solutions Ltd. | (17,700) | - |
| | Total | (95,340) | (77,640) |



1.14 Expenditure in Foreign Currency

| Particulars | 31.03.2020 | 31.03.2019 |
|----------------------|------------|------------|
| Expenditure incurred | Nil | Nil |

1.15 Earning in Foreign Exchange

| Particulars | 31.03.2020 | 31.03.2019 |
|---------------|------------|------------|
| Income Earned | Nil | Nil |

1.16 As explained to us, Corporate Social Responsibility (CSR) committee has not been formed by the Company, as the company does not qualified the norms specified as required under section 135 of Companies Act, 2013 to contribute towards CSR.;

1.17 During the year 2018-19, the company had initiated the scheme of Amalgamation with FCS Software Solutions Limited (Holding Company). The proposed scheme of Amalgamation among Zero Time Constructions Private Limited (Transferor Company) with FCS Software Solutions Limited (Transferee Company) and their respective shareholders & creditors has been duly approved by the Board of Directors in its meeting held on 19th April, 2019 and the further process for the same is still underway.

1.18 The outbreak of Coronavirus disease (COVID-19) pandemic globally and in India is causing significant disturbance and slowdown of economic activity. The management has evaluated the impact of this pandemic on its business operations and based on its review, there is no significant impact on its business operations. However, the impact assessment of COVID 19 is a continuing process given the uncertainties associated with its nature and duration and accordingly the impact may be different from that estimated as at the date of approval of these financial statements. The Company will continue monitoring any material changes to future economic conditions.

1.19 Sundry Debtors and creditors are subject to confirmations.

1.20 Previous year figures have been re-grouped/re-classified wherever necessary to correspond with the current year's classification/disclosures.

For Vijay Kumar & Associates
Chartered Accountants
Firm Regd. No. 027780N

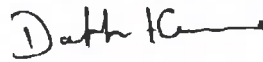
(Vijay Kumar)
Proprietor

M. No. 531026

UDIN: 20531026AAAAAO8832


Place: Delhi
Date: 29.07.2020

For and on behalf of the Board of Directors of
Zero Time Constructions Private Limited



(Dalip Kumar)
Director
DIN: 00103292


Narendra P Sah
(CFO)


(Ashutosh Acharya)
Director
DIN: 03145815


Harsha Sharma
(Company Secretary)