

ARMOUR DISPLAY SYSTEMS PRIVATE LIMITED
BALANCE SHEET AS AT MARCH 31, 2020

(in ₹)

	Note	As At March 31, 2020	As At March 31, 2019
EQUITY AND LIABILITIES			
Shareholders' Funds			
Share Capital	2	4,500,000	4,500,000
Reserves and Surplus	3	153,440,344	226,119,146
Non-Current Liabilities			
Long Term borrowings	4	161,268,224	108,306,479
Current Liabilities			
Short term Borrowings	5	28,300,619	-
Trade Payables	6	-	-
- Due to Micro and Small Enterprises		-	-
- Due to others		43,441,548	15,361,565
Other Current Liabilities	7	7,850,571	17,845,118
Short term provisions	8	18,838,127	27,882,448
TOTAL		417,639,433	400,014,756
ASSETS			
Non-Current Assets			
Fixed Assets			
Tangible Assets-Property, Plant & Equipment	9	124,654,078	95,681,878
Intangible Assets		858,955	563,141
Deferred Tax Assets (Net)	10	9,403,187	7,445,119
Long-Term Loans and Advances	11	101,006,497	86,082,216
Current Assets			
Trade Receivables	12	109,954,761	134,725,128
Cash and Bank Balances	13	7,539,302	24,427,487
Short-Term Loans and Advances	14	30,894,571	20,952,199
Other Current Assets	15	33,328,082	30,137,588
TOTAL		417,639,433	400,014,756

Significant Accounting Policies }
Notes on Financial Statements } 1 to 35
The Accompanying Notes Are An Integral Part Of The
Financial Statements

for **ANIL NAIR & ASSOCIATES**
Chartered Accountants
ICAI Firm Registration Number: 000175S

for **ARMOUR DISPLAY SYSTEMS PRIVATE LIMITED**
CIN: U74900TN2010PTC078047

A. ANIL
Partner
Membership Number: 022450

DEEPAKKUMAR SRIVASTAVA
Director
DIN:02987757

PANKAJKUMAR SRIVASTAVA
Director
DIN:02968531

Chennai, December 07, 2020
UDIN : 21022450AAAACA2348



ARMOUR DISPLAY SYSTEMS PRIVATE LIMITED
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2020

(in ₹)

	Note	2019-20	2018-19
INCOME			
Income from Operations	16	202,683,746	360,837,081
Other Income	17	23,769,586	3,714,060
Total Revenue (A)		226,453,332	364,551,141
EXPENDITURE			
Operating Expenses	18	156,420,041	122,678,592
Employee Benefit Expenses	19	60,488,789	67,175,428
Finance Costs	20	15,619,201	8,888,458
Depreciation and Amortization Expense	21	20,754,641	7,623,060
Other Expenses	22	47,646,969	82,935,645
Total Expenditure (B)		300,929,641	289,301,183
Profit /(Loss) before tax (A-B)		(74,476,309)	75,249,958
Tax expenses :-			
Current Tax			21,367,652
Deferred Tax		(1,958,068)	167,034
Short /(Excess) Provision for Tax of Earlier Years (Net)		160,561	(283,029)
Profit /(Loss) after tax		(72,678,802)	53,998,301
Earnings Per Equity Share:			
Basic and Diluted (in ₹)		450,000	450,000
Number of shares used in computing earnings per share			
Basic and Diluted		(161.51)	120
Significant Accounting Policies Notes on Financial Statements	} 1 to 35		

The Accompanying Notes Are An Integral Part Of The
 Financial Statements

for **ANIL NAIR & ASSOCIATES**
 Chartered Accountants
 ICAI Firm Registration Number: 0001755

for **ARMOUR DISPLAY SYSTEMS PRIVATE LIMITED**
 CIN: U74900TN2010PTC078047

G. ANIL
 Partner
 Membership Number: 022450

DEEPAK KUMAR SRIVASTAVA
 Director
 DIN:02987757

PANKAJ KUMAR SRIVASTAVA
 Director
 DIN:02968531

Chennai, December 07, 2020
 UDIN : 21022450AAAACA2348



ARMOUR DISPLAY SYSTEMS PRIVATE LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED 2019-20

(in ₹)

	As At March 31, 2020	As At March 31, 2019
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit Before Tax	(74,476,309)	75,249,958
Adjustments to reconcile profit before tax to cash provided by operating activities		
Depreciation	20,754,641	7,623,060
Retirement of Asset		7,425,000
Finance Costs	15,619,201	8,888,458
Profit on Sale of Fixed Asset	(302,703)	
Interest Income	(5,068,665)	(3,654,871)
Operating Profit before Working Capital Changes	(43,473,835)	95,531,605
Changes in Working Capital		
Short Term Loans & Advances	(9,942,372)	(4,383,074)
Short Term Borrowings	28,300,619	(19,708,766)
Trade Payables	28,079,983	(5,052,925)
Trade Receivables	24,770,367	(20,048,302)
Other Current Liabilities	(9,994,547)	(5,532,169)
Other Current Assets	(3,190,494)	(8,362,012)
Short Term Provisions	(9,055,910)	(19,092,207)
Cash Generated from Operations	5,493,811	13,352,150
Direct Taxes Paid	(160,561)	(21,084,623)
Net Cash From Operating Activities	5,333,250	(7,732,473)
B. CASH FLOW FROM INVESTING ACTIVITY		
Increase in Restricted Cash Balances	2,049,192	-
Purchase of Fixed Assets	(50,450,833)	(82,744,957)
Sale of Fixed Assets	742,470	-
Loans and Advances Provided	(14,924,281)	(7,894,256)
Interest Received	5,068,665	3,654,871
Net Cash Used In Investing Activities	(57,514,787)	(86,984,342)
C. CASH FLOW FROM FINANCING ACTIVITY		
Long Term Borrowings/(Repayment)	52,961,745	87,231,231
Interest paid	(15,619,201)	(8,888,458)
Net Cash Used in Financing Activities	37,342,544	78,342,773
Net Increase/(Decrease) in Cash & Cash Equivalents	(14,838,993)	(16,374,042)
Opening Cash & Cash Equivalents	22,378,295	38,752,337
Closing Cash & Cash Equivalents	7,539,302	22,378,295

Note to the Cash Flow Statement

1. The Cash Flow Statement has been prepared under the " Indirect Method" as set out in Accounting Standard -3 on Cash Flow Statements.

2. Cash and Cash equivalents represents

Cash Balances	37,875	68,076
Bank Balances	7,501,427	22,310,219
	7,539,302	22,378,295

2. Figures in bracket indicate Cash outflow.

Significant Accounting Policies }
 Notes on Financial Statements } 1 to 35

The Accompanying Notes Are An Integral Part Of The
 Financial Statements

For **ANIL NAIR & ASSOCIATES**
 Chartered Accountants
 ICAI Firm Registration Number: 0001755

G. ANIL
 Partner
 Membership Number: 022450

Chennai, December 07, 2020
 UDIN : 24022450AAAACA2348

For **ARMOUR DISPLAY SYSTEMS PRIVATE LIMITED**
 CIN: U74900TN2010PTC078047

DEEPAKUMAR SRIVASTAVA
 Director
 DIN: 02987757

PANKAJKUMAR SRIVASTAVA
 Director
 DIN: 02968531



ARMOUR DISPLAY SYSTEMS PRIVATE LIMITED

SIGNIFICANT ACCOUNTING POLICIES

Company Overview

ARMOUR DISPLAY SYSTEMS PRIVATE LIMITED (hence forth referred to as "the Company") was incorporated on 21st day of November, 2010 with main objects of carrying on the business of Purchase, sale, hire, trade, import, export or otherwise deal in electrical/electronic display systems and to act as advisors and consultant in the field of electrical and electronic security and display system.

1. Significant Accounting Policies :-

a. Basis Of Preparation Of Financial Statements:

These financial statements are prepared and presented on going concern basis under the historical cost convention on accrual basis of accounting and in accordance with Generally Accepted Accounting Principles (GAAP) in India. GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 ('the Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified). Further the pronouncements and the guidance notes issued by the Institute of Chartered Accountants of India ("ICAI") are also considered. The Company has the presented financial statements as per the format prescribed by Schedule III, notified under the Companies Act, 2013. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use. The management evaluates all recently issued or revised accounting standards on an on-going basis.

All the amounts disclosed in the Financial Statements are reported in Indian Rupees (₹), except share data , per share data and unless stated otherwise.

b. Use Of Estimates:

The preparation of financial statements in conformity with Generally Accepted Accounting Principles (GAAP) requires management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent liabilities as at the date of the financial statements and reported amounts of income and expenses during the period.

Although these estimates are based on management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring the material adjustments to the carrying amounts of assets, liabilities, revenue and expenses in the future periods. 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. Any revision to accounting estimates is recognized prospectively in the current and future periods.

c. Current /Non Current classification

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Schedule III of the Companies Act 2013. In accordance with Schedule III of the Act, any asset or liability is classified as current if it satisfies any of the following conditions:

- i) It is expected to be realized or settled in the company's normal operating cycle;
- ii) It is expected to be realized or settled with in twelve months from the reporting date;
- iii) In the case of an asset,
 - It is held primarily for the purpose of being traded; or
 - It is cash or cash equivalent, unless it is restricted from being exchanged or used to settle a liability for at least twelve months from the reporting date;
- iv) In the case of a liability, the company doesn't have an unconditional right to defer settlement of liability for at least twelve months from the reporting date.

All the other assets and liabilities are classified as non-current. Current Asset/Liabilities include the current portion of non current asset/liabilities respectively.

ARMOUR DISPLAY SYSTEMS PRIVATE LIMITED
SIGNIFICANT ACCOUNTING POLICIES

d. Revenue Recognition:

The Company follows the mercantile system of accounting and recognizes income on accrual basis, in accordance with the requirements of the Companies Act, 2013.

(I) Revenue from operations

Revenue from operations comprises of revenue from mainly advertising, representing the gross value of service rendered by the Company to its customers net of indirect taxes.

Revenue is recognized only when risks and rewards incidental to ownership are transferred to customers, to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be readily measured. When there is uncertainty as to measurement or ultimate collectability, revenue recognition is postponed until such uncertainty is resolved. Revenue from service is recognized as per the completed service contract method. Revenue is reported net of discounts.

For some of the services rendered, the Company collects indirect taxes on behalf of the government and therefore, it is not an economic benefit flowing to the Company. The Company presents revenues net of indirect taxes in its Statement of Profit and Loss.

(II) Interest Income

Interest is recognized using time proportion method, based on the rates implicit in the transaction. Interest income is grouped under the head " Other Income" in the Statement of Profit and Loss

e. Expenditure

Expenses are recognized on accrual basis.

f. CENVAT Credit:

CENVAT (Central Value Added Taxes) credit in respect of input services are accounted and utilized on accrual basis, in accordance with CENVAT Credit Rules, 2004. The balance of CENVAT Credit is evaluated at the end of each period and amount expected to be unutilized and ineligible CENVAT Credits are charged to Statement of Profit and Loss.

g. Property, Plant And Equipment

Property, Plant And Equipment are stated at cost including incidental expenses related to acquisition and installation, less accumulated depreciation and impairment if any. Direct costs are capitalized until the Property Plant And Equipment are ready for use. These costs includes non recoverable taxes, duties or levies, freight and any other directly attributable costs of bringing the asset to its working condition for its intended use.

Subsequent expenditure relating to property, plant and equipment is capitalized 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. Repairs and maintenance costs are recognized in the Statement of Profit and Loss when incurred. The cost and related accumulated depreciation are eliminated from the financial statements upon sale or retirement of the asset and the resultant gains or losses are recognized in the Statement of Profit and Loss.

Gains and losses arising from retirement or disposal of the Property, Plant And Equipment are determined as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss on the date of retirement or disposal.

ARMOUR DISPLAY SYSTEMS PRIVATE LIMITED
SIGNIFICANT ACCOUNTING POLICIES

Depreciation on Property, Plant And Equipment

Depreciation on Property, Plant And Equipment is provided on written down value method based on the useful lives of the assets as prescribed in Schedule II to the Companies Act, 2013. Depreciation on additions and deletions to Property, Plant And Equipment during the year is proportionately charged. The useful lives of the Property, Plant And Equipment as estimated by the management is as follows:

Class Of Asset	Useful Life
Furniture And Fittings	10 Years
Office Equipment	5 Years
Air Conditioner	5 Years
Vehicles	8 Years
Computers	3 Years

*For these class of assets based on an internal assessment carried out, the management believes that the useful lives of the assets as given above, best represent the period over which the company expects to use the asset. Hence useful lives for these assets is different from the useful lives as prescribed under the Part C of Schedule II to the Companies Act, 2013.

Depreciation Methods, Useful Lives and residual values are revised periodically including at each financial year end.

h. Intangible Assets:

Intangible assets are stated at cost less accumulated amortization and impairment. Intangible assets are amortized over their respective individual estimated useful lives on a straight-line basis, from the date that they are available for use. The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, demand, competition, and other economic factors. Amortization methods and useful lives are reviewed periodically including at each financial year end.

Amortization of Intangible Assets

The amortization period and the amortization method for an intangible asset are reviewed, at least, at each financial year end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortization period or method, as appropriate, and are treated as changes in accounting estimates.

The useful life of the intangible asset as estimated by the management is as follows:

Class Of Asset	Useful Life
Computer Software	5 Years

i. Impairment Of Assets:

At each Balance Sheet date, the management reviews the carrying amounts of it's assets included in each cash generating unit to determine whether there is any indication that those assets were impaired. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of impairment. Recoverable amount is the higher of an asset's net selling price and value in use. In assessing value in use, the estimated future cash flows expected from the continuing use of the asset and from it's disposal or discounted to their present value using pre-tax discount rate that reflects the current market assessments of time value of money and the risks specific to the asset.

Reversal of impairment loss is recognized as income in the statement of Profit and Loss

j. Employee Benefits:**1) Short Term Employee Benefits**

All employee benefits payable within twelve months of rendering the service are classified as short term employee benefits. The undiscounted amount of short term employee benefits expected to be paid in exchange for the services rendered by the employees are recognized as an expense in the Statement of Profit and Loss during the period in which the employees render the services. These benefits include salary, bonus, performance incentives and compensated absences.

ARMOUR DISPLAY SYSTEMS PRIVATE LIMITED
SIGNIFICANT ACCOUNTING POLICIES

II) Post- Employment Benefits

Defined Contribution Plans (Provident Fund and Employees State Insurance Scheme)

Provident Fund and Employees State Insurance Scheme is a defined contribution plan, each eligible employee and the Company makes equal contributions at a percentage on the basic salary specified under the Employees' Provident Funds and Miscellaneous Provision Act, 1952 and Employees State Insurance Act, 1948 respectively. The Company's contributions are charged to the Statement of Profit and Loss in the year when the contributions to the respective funds are due. The Company has no further obligations under the plan beyond its periodic contributions.

k. Borrowing Costs:

Borrowing cost that are attributable to acquisition, construction or production of qualifying assets are treated as direct cost and are considered as a part of cost of such asset. A qualifying asset is such asset which necessarily require substantial period of time to get ready for its intended use or sale. All other borrowing costs are charged to the statement of Profit and Loss as incurred.

l. Taxation:

Tax expenses comprise current income tax and deferred tax. Tax impact of items directly charged to reserves is also adjusted in reserves.

I) Current Income Tax

Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with provisions of the Income Tax Act, 1961. A provision is made for income tax annually based on the tax liability computed after considering tax allowances and exemptions. The tax rates and laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Provision for income tax is presented in the Balance Sheet after off setting advance tax paid and income tax provision arising thereon, where the company is able to and intends to settle the asset and liability on net basis.

II) Deferred Tax

Deferred income taxes reflects the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences for earlier years. Deferred tax on timing differences between taxable income and accounting income is accounted for, using the tax rate and the tax laws enacted or substantially enacted as on the Balance Sheet date.

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

Deferred tax assets and deferred tax liabilities have been offset wherever the Company has a legal enforceable right to set off current tax assets against the current tax liabilities and where deferred tax asset and deferred tax liability relates to the taxes on income levied by the same taxation laws. Deferred tax assets are reviewed at each Balance Sheet date and written down or written up to reflect the amount that is reasonably/virtually certain (as the case may be) to be realized.

m. Cash And Cash Equivalent:

Cash and cash equivalents comprise cash, cash on deposit with banks. The Company considers all highly liquid investments with a remaining maturity at the date of purchase of three months or less and that are readily convertible to known amounts of cash and which are subject to insignificant risk of changes in value to be cash equivalents.

ARMOUR DISPLAY SYSTEMS PRIVATE LIMITED
SIGNIFICANT ACCOUNTING POLICIES

n. Cash Flow Statement:

Cash flows are reported using the indirect method, whereby profit before tax 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 items 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.

o. Trade Receivables And Loans and Advances

Trade receivables and loans and advances are stated after writing off debts/loans and advances considered as bad. Adequate provision is made for debts/loans and advances considered doubtful (if any).

p. Provisions:

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

q. Contingencies:

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 recognized because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation or the amount of obligation cannot be measured with sufficient reliability.

Disclosure for the contingent liability is also made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources.

Contingent liabilities are disclosed in the notes to the financial statements, unless the possibility of outflow of resources embodying economic benefits is remote. Contingent assets are neither recognized nor disclosed in the financial statements.

r. Earnings Per Share:

I) Basic Earnings Per Share

Basic earnings per share are computed by dividing the net profit after tax attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

II) Diluted Earnings Per Share

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

s. Proposed Dividend:

Dividend proposed by the Board of Directors is provided for in the book of accounts, which is subject to approval of the members at the Annual General Meeting.

ARMOUR DISPLAY SYSTEMS PRIVATE LIMITED
NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

(in ₹)

	As At March 31, 2020	As At March 31, 2019
2. SHARE CAPITAL		
Authorized Equity Shares of ₹ 10 Par Value 5,00,000 (31 March, 2019 5,00,000) equity shares	5,000,000	5,000,000
Issued, Subscribed And Paid Up Equity Shares Of ₹ 10 Par Value, Fully Paid Up 4,50,000 (31st March 2019, 4,50,000)	4,500,000	4,500,000
	4,500,000	4,500,000

2.1 The Reconciliation Of Number Of Shares Outstanding As At March 31, 2020 and March 31, 2019 are Set Out Below

Particulars	As At March 31, 2020 No. of Shares	As At March 31, 2019 No. of Shares
Equity Shares Of ₹ 10 Par Value, Fully Paid Up At The Beginning Of The Period	45,00,00	45,00,00
Add: Issued During The Year At The End Of The Period	45,00,00	45,00,00

2.2 **Terms/Rights Attached To Equity Shares**

The Company has only one class of shares, referred to as equity shares having a par value of ₹ 10/- each. For all matters submitted to vote in the shareholders meeting, every holder of ordinary equity shares, as reflected in the records of the Company on the date of the shareholders' meeting, has one vote in respect of each share held.

As per Companies Act, 2013, in the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. However no such preferential amounts exist currently. The distribution will be in proportion to the number of equity shares held by the shareholders.

In the period of five years immediately preceding 31 March 2020, the Company has not allotted any shares as fully paid up pursuant to contracts without payment being received in cash. Further, the Company has neither issued bonus shares nor bought back any shares during the aforementioned period. The Company has also not reserved any shares for issue under options and contracts/commitments for the sale of share/disinvestment.

The Company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in the case of interim dividend.

2.3 The Details Of Share Holders Holding More Than 5 % Shares In The Company

Name Of The Share Holder	As At March 31, 2020		As At March 31, 2019	
	No. Of Shares	% held	No. Of Shares	% held
Equity Shares Of ₹ 10 Par Value, Fully Paid Up				
i) Pankaj Kumar Srivastava	1,12,500	25	1,12,500	25
ii) Namrata Hirani	2,25,000	50	2,25,000	50
iii) Deepak Kumar Srivastava	1,12,500	25	1,12,500	25

2.4 As per records of the Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

ARMOUR DISPLAY SYSTEMS PRIVATE LIMITED
NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

	(in ₹)	
	As At March 31, 2020	As At March 31, 2019
3. RESERVES AND SURPLUS		
Securities Premium (I)		
Opening Balance	10,125,000	10,125,000
	10,125,000	10,125,000
General Reserve (II)		
As per Last Balance Sheet	900,000	900,000
	900,000	900,000
Surplus In Statement Of Profit And Loss (III)		
As Per The Last Balance Sheet	215,094,146	161,095,845
Add: Profit/ (Loss) For The Year:	(72,678,802)	53,998,301
	142,415,344	215,094,146
Total (I)+(II)+(III)	153,440,344	226,119,146

	(in ₹)	
	As At March 31, 2020	As At March 31, 2019
4. LONG TERM BORROWINGS		
(Secured)		
From Banks :-		
Bank of Maharashtra	88,461,354	30,312,277
Kotak Mahindra Prime Limited	97,975	341,504
ICICI Bank Ltd	55,208,895	60,152,698
(Unsecured)		
From related Parties (Refer Note : 33)	17,500,000	17,500,000
	161,268,224	108,306,479

4.1 (a) Term loan from Bank of Maharashtra amounting ₹ 88,461,354/- (March 31, 2019 : ₹ 30,312,277) currently carries interest @ 11.45% - 11.6% p.a and is repayable in 60 unequated monthly instalments. The said loan is secured by a first and exclusive charge and security by way of hypothecation of present and future movables, plant and machinery, goods, inventory, all receivables, book debts tangible and intangible assets and the like. The loan is also collaterally secured by the equitable mortgage of the immovable properties belonging to two of the directors of the Company and lien on the Fixed Deposits of the Company. The loan is further guaranteed by the personal guarantee of the Directors of the Company.

(b) Loan from Kotak Mahindra Prime Limited represents Vehicle Loan amounting ₹ 97,975 /- (March 31, 2019 : ₹ 341,504) which carries interest rate @ 9.25% p.a. These loans are repayable in 48 monthly instalments and secured by the Motor Vehicle purchased under their assistance.

Current maturity of the Term Loan from Kotak Mahindra has been grouped under Other Current Liabilities ₹ 241,260 (March 31, 2019 ₹ 381,701)

The Maturity profile of the loan from Kotak Mahindra Prime limited is given below.

Maturity Profile Of Long Term Borrowings		
Financial Year	2020-21	2021-22
Amount Payable	241,260	100,348

(c) The loan from the ICICI Bank Ltd amounting ₹ 55,208,898 (March 31, 2019 : ₹ 60,152,698) carries interest rate @9.55% p.a. The said loan is repayable in 120 monthly instalments. This loan is secured by way of an equitable mortgage of the immovable property of the company. The said loan is collaterally secured by the equitable mortgage of the immovable property jointly belonging to a Director and a relative of the Director. The loan is further guaranteed by the personal guarantee of the Directors of the company.

Current maturity of the Secured Loan from ICICI Bank Ltd has been grouped under Other Current Liabilities ₹ 45,26,564 (March 31, 2019 ₹ 3,698,594)

The Maturity profile of the loan from ICICI Bank limited is given below.

Maturity Profile Of Long Term Borrowings									
Financial Year	2020-21	2021-22	2022-23	2023-24	2024-25	2025-26	2026-27	2027-28	2028-29
Amount Payable	4,526,564	4,978,285	5,475,082	5,497,505	7,146,310	7,283,222	8,010,036	8,809,382	8,009,072

(This space has been intentionally left blank)

ARMOUR DISPLAY SYSTEMS PRIVATE LIMITED
NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

(in ₹)

	As At March 31, 2020	As At March 31, 2019
5. SHORT TERM BORROWINGS		
Working Capital Loans		
- From Bank of Maharashtra	28,300,619	-
	<u>28,300,619</u>	<u>-</u>

- 5.1 Cash Credit facilities amounting to ₹ 2,83,00,619/- (March 31, 2019 ₹ Nil/-) availed from Bank of Maharashtra which currently carries interest @ 11.6% p.a. This Loan is secured by a first and exclusive charge and security by way of hypothecation on inventory and receivables. The said Loan is also collaterally secured by the immovable property belonging to two of the Directors of the Company and the Fixed Deposits of the Company. The Loan is further guaranteed by the personal guarantee of all the Directors of the Company.

(in ₹)

	As At March 31, 2020	As At March 31, 2019
6. TRADE PAYABLES		
Due to Micro, Small And Medium Enterprises (Refer Note : 27)	-	-
Due to creditors other than MSME	43,441,548	15,361,565
	<u>43,441,548</u>	<u>15,361,565</u>

- 6.1 The Company has not received any Memorandum (as required to be filed by the Supplier with the notified authority under the Micro, Small and Medium Enterprises Development Act, 2006) claiming their status as on March 31, 2020 as Micro, Small or Medium Enterprises. As such there are no outstanding dues to micro and small enterprises and also no interest is due or outstanding on the same.

(in ₹)

	As At March 31, 2020	As At March 31, 2019
7. OTHER CURRENT LIABILITIES		
Withholding And Other Taxes Payable	2,682,670	13,758,791
Current Maturities of Long Term Borrowings		
- Term Loan (Secured) (Refer Note 4.1)	4,767,824	4,080,295
Interest Accrued but not due on Borrowings	400,077	6,032
	<u>7,850,571</u>	<u>17,845,118</u>

Current Maturities of Term Loans (Secured) amounting to ₹ 4,767,824/- (March 31, 2019 : ₹ 4,080,295/-) includes the current portion of Term Loans from Kotak Mahindra Prime Limited ₹ 241,260/- (March 31, 2019: ₹ 381,701/-) , ICICI Bank Ltd ₹ 4,526,564/- (March 31, 2019: ₹ 3,698,594/-) (Refer Note: 4.1)

(in ₹)

	As At March 31, 2020	As At March 31, 2019
8. SHORT TERM PROVISIONS		
Provision For Employee Benefits		
Accrued Salaries and Benefits	8,866,198	7,845,822
Provision For Employee Benefits	-	174,962
Others		
Provision For Expenses	9,971,929	9,559,145
Provision for Income Tax	-	10,302,519
	<u>18,838,127</u>	<u>27,882,448</u>

[This space has been intentionally left blank]

ARMOUR DISPLAY SYSTEMS PRIVATE LIMITED
NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note: 9 Tangible Assets-Property, Plant & Equipment and Intangible Assets

(in ₹)

Description	GROSS BLOCK					DEPRECIATION			NET BLOCK	
	Cost as on April 01, 2019	Additions during the year	Deductions/ Retirement during the period	Cost as on March 31, 2020	As on April 01, 2019	For The Year	Written Back	As on March 31, 2020	As at March 31, 2019	
Tangible assets										
Furniture and Fittings	2,468,339	3,137,512	-	5,605,851	1,947,024	567,372	-	3,091,455	521,315	
Office Equipment	53,132,726	44,964,259	12,018,495	86,078,490	27,214,707	18,427,311	11,438,038	51,874,430	25,917,939	
Vehicles	3,997,611	-	1,038,533	2,959,078	2,424,831	181,980	1,038,533	1,390,800	1,572,780	
Computers & Accessories	1,449,190	672,154	801,002	1,320,342	747,846	796,884	947,970	723,562	701,344	
Electrical Installations & Equipment	5,306,873	1,178,903	-	6,485,776	3,512,346	562,701	-	2,410,729	1,794,527	
Air Conditioner	41,045	-	-	41,045	6,082	16,202	5,311	24,072	34,963	
Land	65,139,010	-	-	65,139,010	-	-	-	65,139,010	65,139,010	
Intangible Asset										
Intangible Asset	945,246	498,005	161,500	1,281,751	382,105	202,191	161,500	858,955	563,141	
TOTAL	132,480,040	50,450,833	14,019,530	168,911,343	36,335,021	20,754,641	13,591,352	125,513,033	96,245,019	

ARMOUR DISPLAY SYSTEMS PRIVATE LIMITED
NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

	As At March 31, 2020	As At March 31, 2019
		(in ₹)
10. DEFERRED TAX ASSETS		
Deferred Tax Assets (Refer Note : 29)	9,403,187	7,445,119
- Differences between Tax Depreciation and Depreciation charged in the Financial Statements.		
	9,403,187	7,445,119
		(in ₹)
	As At March 31, 2020	As At March 31, 2019
11. LONG-TERM LOANS AND ADVANCES		
(Unsecured And Considered Good)		
Security Deposits	96,896,218	81,923,237
Other Loans and Advances	4,110,279	4,158,979
	101,006,497	86,082,216
11.1 Security Deposits and Other Loans And Advances have been given for business purposes and are non interest bearing.		
		(in ₹)
	As At March 31, 2020	As At March 31, 2019
12. TRADE RECEIVABLES		
(Unsecured and considered good, unless stated otherwise)		
Receivables outstanding for a period exceeding six months		
Considered Good	22,741,697	2,915,867
Considered Doubtful	-	-
Others		
Considered good	87,213,064	131,809,261
Considered Doubtful	-	-
	109,954,761	134,725,128
		(in ₹)
	As At March 31, 2020	As At March 31, 2019
13. CASH AND BANK BALANCES		
A) Cash And Cash Equivalents		
Cash On Hand	37,875	68,076
Balances With Banks		
In Current Account	7,501,427	20,319,878
In Cash Credit Account	-	1,990,341
Total Cash and Cash Equivalents (As per AS 3 Cash Flow Statement)(A)	7,539,302	22,378,295
B) Other Bank Balances		
Restricted Bank Balances	-	2,049,192
Total Other Bank Balances (B)	-	2,049,192
Total Cash and Bank Balances (A)+(B)	7,539,302	24,427,487
		(in ₹)
	As At March 31, 2020	As At March 31, 2019
14. SHORT-TERM LOANS AND ADVANCES		
(Unsecured And Considered Good)		
Others		
-Prepaid Expenses	21,159,938	18,632,107
-Other Loans and Advances	1,184,801	1,510,594
Withholding and Other Taxes Receivable	8,360,255	1,211,179
Advances To Employees	189,577	809,498
	30,894,571	22,163,378
		(in ₹)
	As At March 31, 2020	As At March 31, 2019
15. OTHER CURRENT ASSETS		
Loans and Advances	27,310,644	27,310,644
Accrued Interest	6,017,438	2,826,944
	33,328,082	30,137,588

ARMOUR DISPLAY SYSTEMS PRIVATE LIMITED
NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

	(In ₹)	
	2019-20	2018-19
16 INCOME FROM OPERATIONS		
Advertising Income	202,683,746	360,837,081
	202,683,746	360,837,081
17 OTHER INCOME		
Interest Income	5,068,665	3,654,871
Discount Recieved	69,396	59,189
Insurance Claim	50,825	-
Bad Debt Recovered	18,277,997	-
Profit on Sale of Asset	302,703	-
	23,769,586	3,714,060
18 OPERATING EXPENSES		
Licence Fee	86,658,505	66,137,403
Project Expenses	40,643,576	39,279,594
Marketing Expenses	16,421,762	7,313,180
Control Room Expenses	12,447,843	9,643,185
Studio Charges	248,355	305,230
	156,420,041	122,678,592
19 EMPLOYEE BENEFIT EXPENSES		
Directors Remuneration	10,500,000	28,723,128
Salaries & Wages	49,581,277	36,654,626
Staff Welfare	407,512	1,797,674
	60,488,789	67,175,428
20 FINANCE COSTS		
Interest Expense		
-on Borrowings	15,619,201	7,586,762
-on short fall in payment of Advance tax	-	1,301,696
	15,619,201	8,888,458
21 DEPRECIATION AND AMORTIZATION EXPENSE		
Depreciation on :-		
- Tangible Assets	20,552,450	7,508,941
-Intangible	202,191	114,119
	20,754,641	7,623,060

(This space has been intentionally left blank)

ARMOUR DISPLAY SYSTEMS PRIVATE LIMITED
NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

	(In ₹)	
	2019-20	2018-19
22 OTHER EXPENSES		
Rent, Rates & Taxes	5,363,843	5,414,946
Power & Fuel	1,817,052	1,372,382
Travelling Expense	5,698,913	5,695,158
Communication Expenses	1,143,678	621,680
Repairs and Maintenance		
- Office	256,248	491,161
- Vehicles	82,850	51,496
- Computer	11,199	17,679
Legal & Professional Fees	23,775,693	28,369,410
Insurance	623,774	250,004
Printing & Stationery	477,356	500,378
Bank Charges	4,299,911	4,515,699
Membership and Subscription	352,094	39,050
Payment To Auditors	660,000	660,000
Business Promotion	446,066	643,555
Advertisement	959,051	2,668,425
Miscellaneous Expenses	1,528,315	927,115
Bad Debts written off	150,926	30,697,507
	47,646,969	82,935,645

22.1 PAYMENTS TO AUDITOR AS

a. Auditors

	2019-20	2018-19
Statutory Audit Fees	440,000	440,000
Tax Audit	220,000	220,000
	660,000	660,000

ARMOUR DISPLAY SYSTEMS PRIVATE LIMITED**NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020**

23. Some balances of Trade/Other receivables, Trade/Other payables and loans and advances are subject to confirmation/reconciliation. Adjustments (if any) will be accounted for on confirmation/reconciliation of the same. In the opinion of the Board of Directors this will not have a material impact on the Financial Statements.
24. The COVID-19 spread has severely impacted businesses around the world. In many countries, including India, there has been severe disruption to regular business operations due to lock down restrictions and other emergency measures imposed by the Government. The Company has considered internal and external sources of information, economic forecasts and industry reports up to the date of the approval of the financial statements in determining the impact of COVID-19 pandemic on various elements of its operations and the financial statements. The Company has used the principles of prudence in applying judgements, estimates and assumptions in making a detailed assessment of its liquidity position for the next one year and of the recoverability and carrying values of its assets including Property, Plant and Equipment, Trade Receivables, Investments and other Current Assets as at the Balance Sheet date, and has concluded that there are no material adjustments required in the financial statements. Management believes that it has taken into account all the possible impact of known events arising from COVID-19 pandemic in the preparation of the financial statements. However, the estimated impact of global health pandemic might vary from the date of approval of these financial statements and the Company will continue to monitor any material changes to future economic conditions.
25. In the opinion of the Board of Directors, long term loans and advances, other non current assets and current assets of the Company, are expected to have a value on realization in the ordinary course of business at least equal to the amount at which they are stated. Provision for bad or doubtful amounts has been made in the accounts, wherever warranted.
26. All known liabilities other than Contingent Liabilities have been provided for.
27. Disclosure under Micro, Small and Medium Enterprises Development Act, 2006 ("MSMED Act 2006") as at March 31, 2020 and March 31, 2020.

Particulars	2019-20	2018-19
i) Total outstanding dues of micro enterprises and small enterprises (see note below)	<i>Nil</i>	<i>Nil</i>
ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	43,441,548	15,361,565

Note :-

The Company has not received any memorandum from (as required to be filed by the supplier with the notified authority under the Micro, Small and Medium Enterprises Development Act, 2006) claiming their status as on 31st March 2020 as Micro, Small or Medium Enterprises. Consequently, the Company has no amounts payable to Micro and Small enterprises as defined in section 7(1) of the Micro, Small and Medium Enterprises Development Act, 2006, to the extent such parties have been identified on the basis of information collected by the management. This has been relied upon by the auditors.

28. Directors Remuneration Comprises of :-

Particulars	For the Year ended March 31, 2020 (₹)	For the Year ended March 31, 2019 (₹)
Salary	10,500,000	28,720,128
Total	10,500,000	28,720,128

ARMOUR DISPLAY SYSTEMS PRIVATE LIMITED

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

29. The Company has recognized deferred tax arising on account of timing difference, being the difference between the taxable income and accounting income, that originate in one period and is capable of reversal in one or more subsequent period(s) in compliance with Accounting Standard-22 Accounting for Taxes on Income.

The major components of deferred tax liabilities/(assets) arising on account of timing difference as at March 31, 2020 are as follows:-

Particulars	Deferred Tax (Asset)/Liability as at 01.04.2019	Charge/(Credit) due to Change in Effective Tax rate *	Current year Charge/ (Credit)	Deferred Tax (Asset)/Liability as at 31.03.2020
Deferred Tax Liabilities				
i) Difference between book and tax depreciation				
Deferred Tax Assets				
i) Difference between book and tax depreciation	(7,445,119)	-	(1,958,068)	(9,403,187)
Total	(7,445,119)	-	(1,958,068)	(9,403,187)

30. Earnings Per Share :-

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to the equity shareholders by the number of equity shares outstanding during the year.

Particulars	2019-20	2018-19
Net Profit after Tax for the Year attributable to Equity Shareholders	(72,678,802)	53,998,301
Number of Equity Shares Outstanding	450,000	450,000
Basic and Diluted Earnings Per Share (₹)	(161.51)	120.00
Face Value Per Equity Share (₹)	10	10

31. Segment Reporting :-

The company is primarily engaged in a single segment business of public display systems and is managed as one entity for its various services and is governed by a similar set of risks and return. In order to reflect the current business structure and financial reporting system, the business has been constituted as a single business segment in context of Accounting Standard 17 - Segment Reporting specified under Section 133 of the Companies Act 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014.

Accordingly, no segmental information is required to be disclosed.

32. Contingent Liabilities Commitments and Litigations :-

Contingent Liabilities	As at March 31, 2020	As at March 31, 2019
Claims against the company not acknowledged as debt		
- Service Tax	9,038,778	9,038,778
Bank Guarantee given for Armour Display Systems Pvt. Ltd.	57,228,000	48,954,000
Total	66,266,778	57,992,778

- 32.1 A demand of ₹ 9,038,778 has been raised on the Company by the Additional Commissioner of the Service Tax, Chennai including penalty of ₹ 8,129,566. The company has filed an appeal challenging the order. The Company has been legally advised that the demand is likely to be deleted or substantially reduced and accordingly no provision is considered necessary. The Company does not expect the outcome of these proceedings to have a material impact on its financial position.
- 32.2 The Company has availed a bank guarantee facility from bank of Maharashtra amounting to ₹ 57,228,000/- (March 31, 2019 ₹ 48,954,000/-). The said financial guarantee is for the purpose of operation and maintenance of display systems for Indian Railways at Railway Stations.
- 32.3 It is not practicable for the Company to estimate the timings of cash outflows, if any, in respect of the above pending resolution of the respective proceedings as it is determinable only on receipt of judgment/decisions pending before the Forum/ authority

ARMOUR DISPLAY SYSTEMS PRIVATE LIMITED
NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

(b) Disclosure of Related Party Transactions during the year:

Related Party Transaction summary	Enterprises in which Key Management Personnel have Significant Influence		Key Management Personnel		Relative of Key Management Personnel	
	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19
	(in ₹)					
1. Remuneration Paid To KMP and to relatives of KMP's Namrata Hirani Pankaj Kumar Srivastava Deepak Kumar Srivastava Anita Deepak Kumar Srivastava			3,500,000 4,375,000 2,625,000	8,811,456 12,145,188 7,763,484	1,750,000	4,381,704
2. Designated CEO Charges Paid Anil K Hirani					6,165,069	15,313,642
3. Loan Received From KMP Namrata Hirani Pankaj Kumar Srivastava Deepak Kumar Srivastava			3,750,000 3,750,000 3,750,000	3,750,000 3,750,000 3,750,000		
4. Loan Received from Designated CEO Anil K Hirani					6,250,000	6,250,000

ARMOUR DISPLAY SYSTEMS PRIVATE LIMITED**NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020****33. Related Party Disclosures :-**

(a) List of Related Party where control exists and related parties with whom transactions have taken place and relationships:

Sl. No	Name of the Related Party	Relationship
1	Deepak Kumar Srivastava	Key Management Personnel
2	Pankaj Kumar Srivastava	
3	Namrata Hirani	
4	Armour Security Solution	Enterprises in which Key Management Personnel have significant influence
5	Agile Techno Engineering Solutions Private Limited	
6	Anita Deepak Kumar Srivastava	Relative of key Management Personnel
7	Anil K Hirani	

34. The details of the loans given covered under Section 186(4) of the Companies Act, 2013 are disclosed under the respective heads. During the year the Company has not made any investments or given any guarantee or provided any security in connection with a loan to any other body corporate or person as contemplated under Section 186 of the Companies Act, 2013.

35. Prior period Comparatives :-

Previous year figures have been regrouped, reworked and reclassified wherever necessary to conform to current year's classification.

Figures have been rounded off to the nearest rupee.

As per our report of even date
for **ANIL NAIR & ASSOCIATES**
Chartered Accountants
ICAI Firm Registration Number: 000175S

G.ANIL
Partner
Membership Number: 022458

Chennai, December 07, 2020
UDIN : 21023450AAAAA2348

for **ARMOUR DISPLAY SYSTEMS PRIVATE LIMITED**
CIN: U74900TN2010PTC078047

DEEPAK KUMAR SRIVASTAVA
Director
DIN: 02987757

PANKAJ KUMAR SRIVASTAVA
Director
DIN: 02968531



INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF M/S ARMOUR DISPLAY SYSTEMS PRIVATE LIMITED REPORT ON THE FINANCIAL STATEMENTS

QUALIFIED OPINION

We have audited the Financial Statements of **M/s ARMOUR DISPLAY SYSTEMS PRIVATE LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2020, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and notes to the Financial Statements, including a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, except for the effect of the matters described in the Basis for Qualified Opinion section of our report, the aforesaid Financial Statements give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, and its profit and cash flows for the year ended on that date.

BASIS FOR QUALIFIED OPINION

No provision has been made for the accrued gratuity benefits of the employees of the company and leave encashment which constitutes a departure from Accounting Standard (AS-15) issued by the Institute of Chartered Accountants of India and incorporated as a mandatory Accounting Standard in Section 133 of the Companies Act 2013, which treatment is also not as per the accrual basis of accounting. This liability on account of gratuity has been not determined nor quantified due to non-availability of details and hence we are unable to express its impact on the reported profits for the year and accumulated profits reported on the date of Balance Sheet.

We conducted our audit in accordance with the Standards on Auditing ("SA") as specified under Section 143(10) of the Companies Act 2013. Our responsibilities under those standards are further described in the "Auditor's Responsibilities for the audit of the Financial Statements" section of our report. We are independent of the Company in accordance with the "Code of Ethics" issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Financial Statements under the Provisions of the Companies Act 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our Qualified Opinion.

EMPHASIS OF MATTER

We draw your attention to Note 24 to the Financial Statements, which describes the management's assessment of the impact of the outbreak of Coronavirus (Covid-19) on the business operations of the Company. The management believes that no adjustments are required in the financial statements as it does not impact the current financial year. However, in view of the various preventive measures taken and highly uncertain economic environment, a definitive assessment of the impact on the subsequent periods is highly dependent upon circumstances as they evolve.



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

INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

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 Statement Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

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

RESPONSIBILITIES OF MANAGEMENT FOR THE FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ('the Act') with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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.

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.

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



AUDITORS' RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

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

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

- 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. Since neither the turnover of the company as per latest audited financial statements was ₹ 50 crores or more nor aggregate borrowings from banks or financial institutions or any body-corporate at any point of time during the financial year was ₹ 25 crores or more, in our opinion reporting on the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, is not applicable in terms of Notification GSR 583(E) dated 13th June, 2017 issued by Ministry of Corporate Affairs.
- 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 entity'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 entity 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 represents the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in

- planning the scope of our audit work and in evaluating the results of our work; and
- 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 responsibly be thought to bear on our independence, and where applicable related safeguards.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditors' 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 enclose in "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) Except for the matters referred to in the Basis for Qualified Opinion paragraph, we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - (d) Except for the effect of the matters prescribed in the Basis for Qualified opinion paragraph above, in our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - (e) On the basis of the written representations received from the directors as on 31st March, 2020, taken on record by the Board of Directors, none of the 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) Since neither the turnover of the company as per the latest audited financial statements was ₹ 50 crores or more nor aggregate borrowings from banks or financial institutions or any body-corporate at any point of time during the financial year was ₹ 25 crores or more, in our opinion reporting on the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, is not applicable in terms of Notification GSR 583(E) dated 13th June, 2017 issued by Ministry of Corporate Affairs.
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the Company being a private company, section 197 of the Act related to the managerial remuneration is not applicable.
- (h) respect to the other matters to be included in the Auditors' 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 has disclosed the impact of pending litigation on its financial position in its Financial Statements -Refer Note 32 to the Financial Statements.
 - ii) According to the information given to us, no Provision is required under the applicable law or accounting standard, for any material foreseeable losses, for any long-term contracts the company did not have any long-term derivative contracts.
 - iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;

For **ANIL NAIR & ASSOCIATES.**
Chartered Accountants
ICAI Firm Registration Number: 000175S



ANIL
Partner
Membership Number: 022450

Chennai, December 07, 2020
UDIN No: 21022450AAAACA2348

ANNEXURE A

**TO THE INDEPENDENT AUDITORS' REPORT ON THE FINANCIAL STATEMENTS OF
ARMOUR DISPLAY SYSTEMS PRIVATE LIMITED**

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

The Annexure referred to in Independent Auditors' Report to the members of the Company on the financial statements for the year ended March 31, 2020, we report that:

- i. a. The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets on the basis of available information.
- b. As explained to us, the fixed assets have been physically verified during the year by the management in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and the nature of its assets. According to the information and explanations given to us no material discrepancies were noticed on such physical verification.
- c. According to the information and explanations given us, the title deeds of immovable properties are held in the name of the Company.
- ii. The Company is a service company, primarily rendering advertisement and related support services. Accordingly it does not hold any physical inventory. Hence, in our opinion the provisions of clause (ii) of paragraph 3 of the Order are not applicable to the Company.
- iii. The Company has not granted any loans, secured or unsecured, to Companies, firms, or other parties covered in the register maintained under section 189 of the Companies Act, 2013 ("the Act"). Therefore, the provisions of clause (iii) (a)(b)(c) of paragraph 3 of the said Order are not applicable to the Company.
- iv. According to the information and explanations given to us and based on the examination of the records of the Company, there are no loans, investments, guarantees and securities provided by company governed under section 185 and 186 of the companies act 2013 and provision of section 185 and 186 do not apply.
- v. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of the Directives issued by the Reserve Bank of India, provisions of sections 73 to 76 of the Act, any other relevant



provisions of the Act and Companies (Acceptance of Deposits) Rules, 2014; therefore, in our opinion the provisions of Clause (v) of paragraph 3 of the Order are not applicable to the Company.

- vi. To the best of our knowledge and as explained to us, the Government of India has not prescribed the maintenance of cost records under Section 148(1) (d) of the Companies Act, 2013 for any of the services rendered by the Company.
- vii.a. According to the information and explanations given to us, and on the basis of our examination of the records of the Company, amounts deducted/accrued in the books of account in respect of undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Service tax, Goods and Services Tax and other material statutory dues applicable to it, have been regularly deposited during the year by the Company with the appropriate authorities. As explained to us, the Company did not, during the year have any dues on account of duty of excise, sales tax and value added taxes.
- b. According to the information and explanations given to us, no undisputed amounts payable in respect Income tax, Service tax, Goods and Services Tax , cess, and other material statutory dues were in arrears as at 31 March 2020 for a period of more than six months from the date they became payable.
- viii. In our opinion and according to the information and explanations given to us by the management, the Company has not defaulted in repayment of loans to a bank. During the year the Company did not have any outstanding dues to financial institutions and debenture holders.
- ix. The Company has not raised any money by way of Initial Public Offer or Further Public Offer including debt instruments. In our opinion and according to information and explanations given to us by the management the term loans availed by the Company have been applied for the purpose for which they were raised.
- x. Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to information and explanations given to us by the management, we report that no fraud by the Company or no fraud on the Company by the officers and employees of the Company has been noticed or reported during the year.
- xi. According to the information and explanations given to us since the Company is a private limited company, we are of the opinion that the provisions of Section 197 are not applicable to the Company. Hence, in our opinion the provisions of clause (xi) of paragraph 3 of the Order are not applicable to the Company.
- xii. The Company is not a Nidhi Company, therefore the provisions of clause 3(xii) of the Order are not applicable to the company and hence not commented upon.
- xiii. According to the information and explanations given to us by the management and based on our examination of the records of the Company, transactions with related parties are in



compliance with Section 188 of the Act and the details of such transactions have been disclosed in the notes to the financial statements as required by applicable Accounting Standards. Further in our opinion, the provisions of Section 177 of the Act not applicable, since the Company is a Private Limited Company and hence not commented upon.

- xiv. According to the information and explanations provided to us and on an overall examination of the Balance sheet, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under clause 3(xiv) of the Order are not applicable to the Company and, hence not commented upon.
- xv. According to information and explanations provided by the management, the Company has not entered into any non-cash transactions with Directors or persons connected with him as referred to in Section 192 of Companies Act, 2013. Accordingly, in our opinion, paragraph 3 (xv) of the Order is not applicable to the Company and hence not commented upon.
- xvi. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

For ANIL NAIR & ASSOCIATES.

Chartered Accountants

ICAI Firm Registration Number: 0001755

ANIL

Partner

Membership Number: 022450

Chennai, December 07, 2020.

UDIN: UDIN No: 21022450AAAACA2348

