

BOARD'S REPORT

BOARD'S REPORT

To
The Members,
Federal Operations and Services Limited

Your Directors have pleasure in presenting the third Report of the Board of Directors of the Company together with audited Statement of Accounts and the Auditors' Report of your company for the financial year ended **31st March, 2021**.

FINANCIAL RESULTS

| Particulars | (Amount in Rs.) Current Year 31.03.2021 | (Amount in Rs.) Previous Year 31.03.2020 |
|---|---|--|
| (a) Turnover (including Other Income) | 26,40,22,180 | 18,95,27,015 |
| (b) Net Profit (before depreciation and tax) | 4,51,27,769 | 280,82,638 |
| Less : Depreciation | (2,11,88,548) | (110,21,169) |
| (c) Net Profit/(Loss) before tax | 2,39,39,221 | 170,61,469 |
| Less : Provision for Tax (including for deferred tax) | (61,95,344) | (44,02,756) |
| (d) Net Profit/(Loss) after tax | 1,83,62,740 | 126,58,713 |

FINANCIAL HIGHLIGHTS

- ❖ Federal Operations and Services Limited ("FedServ") is a wholly owned subsidiary company of The Federal Bank Limited devoted to banking operations and technology oriented services. The Company was set up on 26th Oct. 2018. The Company operates from two locations- one in Kochi, Kerala and second in Visakhapatnam, Andhra Pradesh.
- ❖ The Company provides services in respect of operational activities of The Federal Bank Limited. The Company has taken over 87 operational activities up to 31st March 2021. The Company does not deal in loans and advances, neither does it accepts deposits.
- ❖ The total revenue of FedServ for the period ended on 31st March 2021 is INR 26.40 Crores. The full revenue pertains to services provided by the Company to Federal Bank only. The Company started its operations on 1st December 2018 and this was the third year of operation of the company. The Company had net profit after tax for the period ended 31st March 2021 of Rs. 183.62 Lakhs.

- ❖ The Net Worth of FedServ at the beginning of the year was INR 4.71 cr. and closing net worth of FedServ as on 31st March 2021 was INR 10.98 Crores.
- ❖ The Company expects to migrate more number of processes from Federal Bank in the upcoming year and expects to bring higher efficiency and effectiveness in the operational processes of the Bank.

BOARD OF DIRECTORS:

As on 31st March 2021, Company's Board consists of four Directors as follows:

| S. No. | Name of Director | Designation | DIN |
|--------|----------------------------------|---------------------|----------|
| 1. | Mr. Balagopal Chandrasekhar | Chairman | 00430938 |
| 2. | Ms. Shalini Warriar | Director | 08257526 |
| 3. | Mr. Kunhi Krishnan AjithKumar | Director | 08504660 |
| 4. | Mr. Johnson KoonamplakkalJose | Whole Time Director | 08267398 |

BOARD MEETINGS DURING THE FINANCIAL YEAR

During the financial year 2020-21, the Board of Directors of the Company duly met four (4) times on following dates:

- i) Board Meeting no. 01/2020-21 : 15/05/2020
- ii) Board Meeting no. 02/2020-21: 10/07/2020
- iii) Board Meeting no. 03/2020-21: 12/10/2020
- iv) Board Meeting no. 04/2020-21: 08/01/2021

The intervening gap between the two meetings was within the period as prescribed under the Companies Act, 2013.

Further, the status of attendance of Board Meeting by each Director is as follows:

| S. No. | Name of Director | No. of Board Meetings Held | No. of Board Meetings Attended |
|--------|-----------------------------|----------------------------|--------------------------------|
| 1. | Mr. Balagopal Chandrasekhar | 4 | 4 |
| 2. | Ms. Shalini Warriar | 4 | 4 |

| | | | |
|----|--------------------------------|---|---|
| 4. | Mr. Kunhi Krishnan AjithKumar | 4 | 4 |
| 5. | Mr. Johnson Koonamplakkal Jose | 4 | 4 |

DIRECTORS AND KEY MANAGERIAL PERSONNEL

The Directors of the company were appointed in accordance with the provisions of Section 152 of Companies Act 2013. During the financial year 2020-21, there was no change in Directors and/or KMP.

The following changes were made in the Board of Directors after the end of the Financial year but before the date of this report-

| S. No. | Name of the Director | Change | Date of Change |
|--------|--------------------------------|--|-----------------------------|
| 1. | Mr. Johnson Koonamplakkal Jose | Change in designation from WTD to Non-executive Director | 16 th April 2021 |
| 2. | Mr. Prashant Preman | Appointment as Whole Time Director | 16 th April 2021 |
| 3. | Ms. Shalini Warriar | Cessation as Director | 24 th May 2021 |
| 4. | Mr. Venkateswaran Venkatraman | Appointment as Additional Director | 12 th July 2021 |

The following changes in KMPs were happened after the end of the Financial year but before the date of this report-

| S. No. | Name of the Director | Change | Date of Change |
|--------|-----------------------|--------------------------------------|-----------------------------|
| 1. | Mr. Ashish Peety | Cessation as Company Secretary | 16 th April 2021 |
| 2. | Mr. Ashish Peety | Cessation as Chief Financial Officer | 12 th July 2021 |
| 2. | Mr. Paiparambath Anil | Appointment as Company Secretary | 16 th April 2021 |

| | | | |
|----|----------------------|--|----------------------------|
| 3. | Mr.Rinu Jacob | Appointment as Chief financial Officer | 12 th July 2021 |
|----|----------------------|--|----------------------------|

DIRECTORS' RESPONSIBILITY STATEMENT

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

- (a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (d) The Directors had prepared the annual accounts on a going concern basis; and
- (e) Clause (e) of section 134(5) is not applicable as the Company is not a listed Company
- (f) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

DETAIL OF FRAUD AS PER AUDITORS REPORT

There is no fraud in the Company during the F.Y. ended 31st March,2021. This is also being supported by the report of the auditors of the Company as no fraud has been reported in their audit report for the F.Y. ended 31st March,2021.

BOARD'S COMMENTS ON QUALIFICATION, RESERVATION & ADVERSE REMARKS OR DISCLAIMER MADE BY:

- **STATUTORY AUDITORS**
M/s Varma and Varma, Chartered Accountants (Firm Registration No.004532S) were appointed as Statutory Auditors of your Company at the First Annual General Meeting of the company held on 10th December 2019. The Audit Report submitted by M/s Varma and Varma, Chartered Accountants, for FY 2020-21 does not contain any qualification, reservation or adverse remark.
- **COST AUDITORS**

The Cost audit of the Company has not been conducted for the financial year 2020-21 as provisions of Section 148 of the Companies Act, 2013 are not applicable on the Company. Also, the Company is not required to maintain the cost records as per the applicable provisions of Companies Act, 2013.

- **SECRETARIAL AUDITORS**

The Secretarial audit of the Company has not been conducted for the financial year 2020-21 as provisions of Section 204 of the Companies Act, 2013 are not applicable to the Company.

PARTICULARS OF INTER-CORPORATE LOANS & INVESTMENT UNDER SECTION 186

During the Financial Year 2020-21, the Company has not made any investment. Further the Company has not given any guarantee or security to any person or body corporate. Further the Company has not given or availed any loans from any entity.

PARTICULARS OF RELATED PARTY TRANSACTIONS

Related party transactions that were entered into during the Financial Year were on arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company which may have potential conflict with the interest of the Company. Details of Related Party Transactions are given in **Annexure-A** in Form AOC-2.

STATE OF COMPANY'S AFFAIRS

It is imperative that affairs of our Company are managed in a fair and transparent manner. This is vital to gain and retain the trust of our stakeholders. Your company has been providing 87 services as on 31st March 2021 to Federal Bank and has gained the trust of the stakeholders.

AMOUNT WHICH IT PROPOSES TO CARRY TO RESERVES

The amount of Rs. 1,83,62,740 is proposed to be carried as profit in the Balance Sheet for the Financial Year ended 31st March 2021. It is not being proposed to carry this amount in to any specific reserve.

DIVIDEND

Based on the Company's performance, the Directors do not recommend any dividend per share for the financial year 2020-21.

SHARE CAPITAL

The Authorised capital of the Company is Rs.20 Crores divided into 50 lakh equity shares of Rs.10 each and 150 lakh preference shares of Rs.10/- each. The paid up Equity Share Capital as at 31st March, 2021 remained at Rs. 10Crore divided into 50 lakh equity shares of Rs.10/- each and 50 lakh preference shares of Rs.10/- each. During the period under

report, your Company has not issued any Sweat Equity shares, ESOP and/or Convertible Debentures. Total paid up capital of the company as on 31.03.2021 is INR 10 Crore.

COMPLIANCE WITH SECRETARIAL STANDARDS

During the year 2020-21, the Company has complied with the applicable Secretarial Standards in its operations and governance.

MATERIAL CHANGES & COMMITMENTS

There have been no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and date of the Report.

IMPACT OF COVID 19 PANDEMIC ON FEDSERV BUSINESS AND OPERATIONS

- i. COVID-19 pandemic had caused difficulties in carrying out operational activities at FedServ, Even though the operations of FEDSERV was not disrupted due to the lockdown, the company faced various challenges such as overall economic slowdown, concerns related to employees health and issues relating to restrictions imposed by governments. Through the implementation of planned business continuity measures, the company managed to withstand in the difficult environment.
- ii. Estimation of the future impact of COVID-19 on its operations: The Company expects the adverse impact of the pandemic would continue in the coming financial year as well. Efforts to ensure the safety of all staff and employees will form an important part of operational strategy.
- iii. Existing contracts/agreements where non- fulfillment of the obligations by any party: NA

PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS AND OUTGO

Pursuant to provisions of Section 134(3)(m) & Rule 8(3)(A) of Companies (Accounts) Rules, 2014 the details of energy conservation, technology absorption and foreign exchange earnings and outgo have been given in **Annexure-B** to this report.

DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY

The management of the Company has duly adopted the Broad Principles on Risk Management as per the requirement of the Companies Act, 2013. Further, the Company had taken adequate care in the development and implementation of Risk Management Policy by identifying various elements of risk which may cause serious threat to the existence of the Company by way of identifying the operational risk, financial risk, compliance risk and migration risk in its Strategic Business Plan.

DETAILS OF COMPANY'S CORPORATE SOCIAL RESPONSIBILITY

The provisions of the Corporate Social Responsibility as contained under the Companies Act, 2013 are not applicable on the Company.

JOINT VENTURE/ ASSOCIATE OR SUBSIDIARY COMPANIES

The Company does not have any Joint Venture/Associate or subsidiary company during the the F.Y. ended 31st March,2021. The Board's Report has been prepared based on "STAND ALONE FINANCIAL STATEMENTS OF THE COMPANY"

There are no companies which have become or ceased to be our Subsidiaries, joint ventures or associate companies during the year 2020-21

ORDERS PASSED BY REGULATORS/COURTS/TRIBUNALS

There is no such order passed by the Regulators/Courts/Tribunals in respect to the Company during the financial year. Further, there are no significant and material orders passed by any regulators or courts or tribunals impacting the going concern status and company's operations in future.

DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

As per the requirement of The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 ('Act') and rules made there under, the Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013"

The Board states that there were no cases or complaints filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

DEPOSITS

The Board states that no disclosure or reporting was required in respect of the details as the Company does not accepts any public deposits.

INTERNAL FINANCIAL CONTROLS

The Company has maintained adequate financial control system, commensurate with the size, scale and complexity of its operations and ensures compliance with various policies, practices and statutes in keeping with the organization's pace of growth and increasing complexity of operations. The Company has adequate Internal Financial Control over financial reporting of the company and such Controls were operating effectively throughout the period.

PARTICULARS OF EMPLOYEES

None of the employees who have worked throughout the year or a part of the financial year were getting remuneration in excess of the threshold mentioned under Section 197(12) of the Act read with rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

NO CHANGES IN THE BUSINESS

The Company is engaged in the business of rendering banking operations and technology oriented services. Your Directors would like to inform that the Company is doing its regular business without any deviation to other objects.

VIGIL MECHANISM

Your Directors would like to inform that till now, provisions of establishment of Vigil Mechanism do not apply to the Company.

WEB LINK OF ANNUAL RETURN

The Company is having the website www.fedserv.co.in and annual return of Company has been published on the website of the Company under “Downloads” Section. The Link for accessing the website is given below:

<https://www.fedserv.co.in>

APPLICABILITY OF RULE 4 OF COMPANIES (APPOINTMENT AND QUALIFICATION OF DIRECTORS) RULES, 2014

The Company is a wholly owned subsidiary of the Federal Bank Limited and hence Rule 4 of Companies (Appointment and Qualification of Directors) Rules, 2014 not applicable to the Company.

ACKNOWLEDGEMENT

Your Directors wish to place on record their appreciation for the co-operation and support extended by the shareholders, regulatory authorities, banks, customer, dealers and vendors. The Directors also acknowledge with gratitude the dedicated efforts and valuable contribution made by all the employees of the Company.

**For & on behalf of the Board of
Federal Operations and Services Limited**

| | |
|---|---|
| Sd/- | Sd/- |
| Prashant Preman (Whole time Director) DIN: 09134084 | Johnson K Jose (Director) DIN: 08267398 |

Place: Kochi
Date: 12th July 2021

**Annexure-A
Form No. AOC-2**

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

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

1. Details of contracts or arrangements or transactions not at arm's length basis: **Not applicable**

(a) Name(s) of the related party and nature of relationship :

(b) Nature of contracts/arrangements/transactions:

(c) Duration of the contracts / arrangements/transactions:

(d) Salient terms of the contracts or arrangements or transactions including the value, if any

(e) Justification for entering into such contracts or arrangements or transactions:

(f) Date(s) of approval by the Board:

(g) Amount paid as advances, if any:

(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188 :

1. Details of material contracts or arrangement or transactions at arm's length basis-

| S. No. | Name of Related Party | Nature of Relationship | Nature of Contract / Arrangement / Transactions | Amount |
|--------|--------------------------|---|---|--------------|
| 1. | The Federal Bank Limited | 100% Holding company of Federal Operations and Services Limited | Rendering of Services | 26,83,25,042 |
| | | | Payment of Rental Expense | 60,000 |
| | | | Payment of Deputation Services Charges | 5,64,36,205 |

| Duration of Contract / Arrangement | Terms of Contract / Arrangement | Date of Approval by the Board, if any | Amount Paid as Advance |
|--|---|---|---|
| <p>1. Master Service Agreement shall remain valid for 3 years (from 1st December 2018 to 30th November 2021)</p> <p>2. Rent Agreement shall remain valid for 6 years (from 21st November 2018 to 20th November 2024)</p> | <p>Following are the material terms and conditions-</p> <p>1. <u>Master Service Agreement-</u> FedServ shall charge company Cost of services plus 10% mark up.</p> <p>2. <u>Rent Agreement-</u> FedServ shall pay Rs. 5000 per month as rent expenses. After the expiry of 5 years of term, rent shall escalate by 15% of existing rent</p> | <p>1. Board Meeting no. 01/2019-20 dated 8th April 2019 vide resolution Number 5/AC approved the Master Service Agreement</p> <p>2. Board Meeting no. 01/2018-19 dated 21st November 2018 vide resolution no. 2/AG approved the Rent Agreement</p> | <p>1. Nil in respect of rendering of services</p> <p>2. Rs. 15000 as security Deposit for Rent payment</p> <p>3. Nil in respect of availing deputation services</p> |

For & on behalf of the Board of
Federal Operations and Services Limited

| | |
|---|---|
| Sd/- | Sd/- |
| Prashant Preman (Whole time Director) DIN: 09134084 | Johnson K Jose (Director) DIN: 08267398 |

Place: Kochi
Date: 12th July 2021

ANNEXURE – B

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

(a) Conservation of energy

| | | |
|-------|--|--|
| (i) | the steps taken or impact on conservation of energy | <p>a) All the electrical equipments including Air Conditioners used by the company are energy efficient equipments.</p> <p>b) The Company is not using any fossil fuels in its operations.</p> <p>c) Design of the premises of the Company are in such a way that energy consumption is minimum.</p> |
| (ii) | the steps taken by the company for utilizing alternate sources of energy | Presently the company is not using any alternate sources of energy. However the company is exploring various options for utilizing alternate sources of energy for its operations. |
| (iii) | the capital investment on energy conservation equipments | INR 115,53,202/- |

(b) Technology absorption

| | | |
|-------|--|--|
| (i) | the efforts made towards technology absorption | The Company has not absorbed any technology from any source. |
| (ii) | the benefits derived like product improvement, cost reduction, product development or import substitution | N.A. |
| (iii) | in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)- | N.A. |
| | (a) the details of technology imported | N.A. |
| | (b) the year of import; | N.A. |
| | (c) whether the technology been fully absorbed | N.A. |
| | (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof | N.A. |
| (iv) | the expenditure incurred on Research and Development | N.A. |

(c) Foreign exchange earnings and Outgo

The Foreign Exchange earned in terms of actual inflows during the year: NA
The Foreign Exchange outgo during the year in terms of actual outflows: NA.

**For & on behalf of the Board of
Federal Operations and Services Limited**

| | |
|--|--|
| Sd/- | Sd/- |
| Prashant Preman (Whole time Director) DIN: 09134084 | Johnson K Jose (Director) DIN: 08267398 |

Place: Kochi
Date: 12th July 2021

**FINANCIAL
STATEMENTS AS ON
31.03.2021**

FEDERAL OPERATIONS AND SERVICES LIMITED
BALANCE SHEET AS AT 31st MARCH 2021

(Amount in Rs.)

| Particulars | Note No. | As at 31.03.2021 | As at 31.03.2020 |
|---|----------|---------------------|---------------------|
| I. EQUITY AND LIABILITIES | | | |
| (1) Shareholder's Funds | | | |
| (a) Share Capital | 2 | 10,00,00,000 | 10,00,00,000 |
| (b) Reserves and Surplus | 3 | 2,81,62,435 | 97,99,695 |
| | | 12,81,62,435 | 10,97,99,695 |
| (2) Non-Current Liabilities | | | |
| (a) Long Term Provisions | 4 | 16,24,059 | 6,19,565 |
| | | 16,24,059 | 6,19,565 |
| (3) Current Liabilities | | | |
| (a) Trade Payables | | | |
| (i) Total outstanding dues of MSMEs | 5 | - | - |
| (ii) Total outstanding dues of creditors other than MSMEs | | 71,87,599 | 49,89,822 |
| (b) Other Current Liabilities | | | |
| | 6 | 1,25,78,745 | 2,15,21,245 |
| | | 1,97,66,344 | 2,65,11,067 |
| Total | | 14,95,52,838 | 13,69,30,327 |
| II. Assets | | | |
| (1) Non-Current Assets | | | |
| (a) Property, Plant & Equipment | | | |
| (i) Tangible assets | 7 | 4,04,93,535 | 2,45,21,747 |
| (ii) Intangible assets | | 16,59,703 | 22,97,599 |
| (iii) Capital Work In Progress | | - | 2,60,77,526 |
| (b) Deferred Tax Asset (Net) | | | |
| | 8 | 33,16,647 | 14,02,328 |
| (c) Long-Term Loans and Advances | | | |
| | 9 | 1,60,91,073 | 82,76,375 |
| (d) Other Non-Current Assets | | | |
| | 10 | 1,00,73,177 | - |
| | | 7,16,34,135 | 6,25,75,575 |
| (2) Current Assets | | | |
| (a) Trade Receivables | | | |
| | 11 | 3,36,78,813 | 1,72,34,286 |
| (b) Cash and Cash Equivalents | | | |
| | 12 | 4,18,17,203 | 3,61,88,569 |
| (c) Short-Term Loans and Advances | | | |
| | 13 | 24,22,687 | 71,33,438 |
| (d) Other Current Assets | | | |
| | 14 | - | 1,37,98,459 |
| | | 7,79,18,703 | 7,43,54,752 |
| Total | | 14,95,52,838 | 13,69,30,327 |

Significant accounting policies and Notes on Accounts

1 to 26

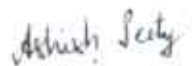
The accompanying notes form an integral part of the financial statements.

As per our separate report of even date attached

For VARMA & VARMA
(FRN: 004532 B)


(VIVEK KRISHNA GOVIND)
Partner
CHARTERED ACCOUNTANTS
Membership No. 208259





Ashish Peety
CS & CFO



Prashant Preman
Director
DIN: 09134084



Johnson K Jose
Director
DIN: 08267398

Place - Kochi
Date - 16-04-2021

FEDERAL OPERATIONS AND SERVICES LIMITED
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON 31st MARCH 2021

(Amount in Rs.)

| Particulars | Note No. | Year Ended | Year Ended |
|---|----------|---------------------|---------------------|
| | | 31.03.2021 | 31.03.2020 |
| I. Revenue | | | |
| Revenue from Operations | 15 | 26,38,25,042 | 18,95,27,015 |
| Other Income | 18 | 1,97,138 | - |
| Total Revenue | | 26,40,22,180 | 18,95,27,015 |
| II. Expenses: | | | |
| Employee Benefits Expense | 17 | 8,85,11,290 | 4,41,42,300 |
| Depreciation and Amortization expense | 7 | 2,11,88,548 | 1,10,21,169 |
| Other Expenses | 18 | 13,03,83,121 | 11,73,02,077 |
| Total Expenses | | 24,00,82,959 | 17,24,65,546 |
| III. Profit before tax (I-II) | | 2,39,39,221 | 1,70,61,469 |
| IV. Tax expense: | | | |
| (1) Current tax | | 81,09,663 | 53,10,001 |
| (2) Deferred tax | | (19,14,319) | (9,07,245) |
| (3) Tax for prior years | | (6,18,863) | - |
| V. Profit for the period (III-IV) | | 1,83,62,740 | 1,26,58,713 |
| VI. Earnings per equity share: | 19 | | |
| Nominal value of share Rs. 10/- Basic/ Diluted | | 3.67 | 2.53 |

Significant accounting policies and Notes on Accounts 1 to 26

The accompanying notes form an integral part of the financial statements.

As per our separate report of even date attached

For VARMA & VARMA
(FRM: 0045325)

(Signature)
(VIVEK KRISHNA GOVIND)
Partner
CHARTERED ACCOUNTANTS
Membership No. 208259



(Signature)

Ashish Peety
CS & CFO

(Signature)

Prashant Preman
Director
DIN: 09134084

(Signature)

Johnson K Jose
Director
DIN: 08267398

Place : Kochi
Date : 16-04-2021

FEDERAL OPERATIONS AND SERVICES LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH 2021

| Particulars | For the year ended 31.03.2021 (Rupees) | For the period ended 31.03.2020 (Rupees) |
|--|--|--|
| A. Cash Flows from Operating Activities | | |
| Profit before tax as per the Statement of Profit and Loss | 2,39,39,221 | 1,70,61,469 |
| <i>Adjustments for:</i> | | |
| Depreciation and Amortization expense | <u>2,11,88,548</u> | <u>1,10,21,169</u> |
| Operating Profit before Working Capital Changes | <u>4,51,27,769</u> | <u>2,80,82,638</u> |
| <i>Adjustments for:</i> | | |
| (Increase) / Decrease in Trade Receivables | (1,64,44,527) | (2,75,54,115) |
| Increase / (Decrease) in Trade Payables | 1,52,48,911 | 1,96,28,063 |
| Increase / (Decrease) in Long Term Provisions | 10,04,494 | 5,69,276 |
| (Increase) / Decrease in Loans and Advances | (31,03,947) | (98,31,331) |
| Increase / (Decrease) in Other Current Liabilities | (89,42,500) | 51,01,796 |
| (Increase) / Decrease in Other current assets | <u>1,37,98,459</u> | <u>(1,36,69,123)</u> |
| Cash from/(used) In Operating Activities | <u>4,66,88,659</u> | <u>23,27,204</u> |
| Income tax paid | (74,90,800) | (69,69,714) |
| Net Cash from / (used) in Operating Activities | <u>3,91,97,859</u> | <u>(46,42,510)</u> |
| B. Cash Flows from Investing Activities | | |
| (Deposits)/Withdrawals with more than 12 months maturities | (1,00,73,177) | |
| (Increase) / Decrease in Fixed Assets (including Capital Work In Progress) | <u>(2,34,96,048)</u> | <u>(3,88,68,576)</u> |
| Net Cash from / (used) in Investing Activities | <u>(3,35,69,225)</u> | <u>(3,88,68,576)</u> |
| C. Cash Flows from Financing Activities | | |
| Issue of Preference shares for Cash | - | <u>5,00,00,000</u> |
| Net Cash from / (used) in Financing Activities | <u>-</u> | <u>5,00,00,000</u> |
| D. Summary | | |
| Net Cash from / (used) Operating Activities | 3,91,97,859 | (46,42,510) |
| Net Cash from / (used) in Investing Activities | (3,35,69,225) | (3,88,68,576) |
| Net Cash from / (used) in Financing Activities | - | 5,00,00,000 |
| Net Increase / (Decrease) in Cash and Cash Equivalents | <u>56,28,634</u> | <u>64,88,914</u> |



| Particulars | For the Year ended 31.03.2021 (Rupees) | For the period ended 31.03.2020 (Rupees) |
|--|--|--|
| Cash and Cash Equivalents at beginning of the period | 3,61,88,569 | 2,96,99,655 |
| Cash and Cash Equivalents at the end of the period | <u>4,18,17,203</u> | <u>3,61,88,569</u> |
| | <u>56,28,634</u> | <u>64,88,914</u> |

As per our separate report of even date attached

For and on behalf of the Board of Directors

For VARMA & VARMA
(Firm No. 0045328)

(VIVEK KRISHNA GOVIND)
Partner
CHARTERED ACCOUNTANTS
Membership No. 208258



Ashish Peety

Ashish Peety
CS & CFO


Prashant Preman
Director
DIN: 09134084


Johnson K Jose
Director
DIN: 08267398

Place : Kochi
Date : 16-04-2021

1. Significant Accounting Policies

A. Basis of preparation of accounts

Financial Statements are prepared under the historical cost convention, on accrual basis in compliance with the provisions of the Companies Act 2013 and the Accounting Standards specified under Section 133 of the Companies Act, 2013 read with rule 7 of the Companies (Accounts) Rules, 2014. The Financial Statements are prepared on accrual basis and under the historical cost convention.

B. Use of Estimates

The preparation of financial statements in conformity with the generally accepted accounting principles in India requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and that also affect the reported amounts of revenue and expenses during the period. Actual results could differ from those estimates. The management believes that the estimates used in the preparation of the Financial Statements are prudent and reasonable. Any revisions to accounting estimates are recognised prospectively in current and future periods.

C. Revenue Recognition

i. Service Income

- a) Revenue from operations is recognized as and when services are rendered, as per the terms of Master Service Agreement entered into by the Company.

ii. Other Income

- a) Interest income is recognised on accrual basis using effective interest rate method.
- b) Dividend income is recognised when the Company's right to receive is established.
- c) Other incomes are recognised on accrual basis except when there are significant uncertainties.

D. Tangible Assets (Property, Plant and Equipment)

Property, Plant and Equipments are stated at cost less accumulated depreciation and impairment in value if any. Cost includes purchase price, (inclusive of import duties and non - refundable purchase taxes, after deducting trade discounts and rebates), other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components). The cost of replacement spares/ major inspection 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.

On disposal of an item of property, plant and equipment, the differences between the disposal proceeds and its carrying amount is recognised in the Statement of Profit and Loss. The residual values, useful life and method of depreciation of property, plant and equipment are reviewed at each financial year and adjusted prospectively, if appropriate. Capital work in progress comprises of the cost of fixed asset that are not yet ready for their intended use at the reporting date.

E. Intangible Assets

Intangible assets are recorded at the cost of acquisition of such assets and are carried at cost less accumulated depreciation and impairment, if any.



F. Depreciation

Depreciation is provided on Written Down Value Method in accordance with Schedule II of the Companies Act, 2013. The useful life adopted is as prescribed under Schedule II of the Companies Act 2013, except for the following assets for which a different useful life has been adopted on the basis of technical evaluation/management estimate, based on a review by the management at the year end:-

- a) The cost of lease holds improvements are amortised on a straight line basis over the lease period.
- b) Cost of license is capitalised as intangible asset and amortized over the license period. Also, the cost of software is capitalised as intangible asset and amortised on a straight line basis over the useful life of 5 years.
- c) Assets individually costing Rs. 2,000/- or less are fully depreciated in the year of purchase.

G. Employee Benefits - (AS 15)

i. Short Term Employee Benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits and the undiscounted amounts are recognized as expenses in the Profit & Loss Statement of the year in which the related services are rendered.

ii. Defined Contribution Plan

The company has defined contribution plans for employees comprising of Provident Fund, Employee State Insurance and labour welfare fund. The contributions paid/payable to these plans during the year are charged to Statement of Profit & Loss for the Year.

iii. Defined Benefit Plan

Gratuity

The company pays gratuity, a defined benefit plan, to employees who retire or resign. The Company provides gratuity to the eligible employees as a terminal benefit. These liabilities are determined on the basis of actuarial valuation under projected unit credit method at the Balance Sheet date. Actuarial gains and losses are recognised in full in the Statement of Profit and Loss for the period in which they occur.

H. Taxes on Income

Income Tax is accounted in accordance with Accounting Standard on Accounting for Taxes on Income (AS-22), which includes Current taxes and Deferred taxes. Deferred Tax assets/liabilities, representing timing differences between accounting income and taxable income, are recognized to the extent considered capable of being reversed in subsequent years.

Deferred Tax assets are recognized only to the extent there is reasonable certainty that sufficient future taxable income will be available, except that deferred tax assets arising due to unabsorbed depreciation and losses are recognized if there is virtual certainty that sufficient future taxable income will be available to realize the same. Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the company will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is highly probable that future economic benefit associated with it will flow to the company.

i. Borrowing costs

As per AS 16, Borrowing costs that are directly attributable to the acquisition, construction or production of an asset that takes a substantial period of time to get ready for its intended use are capitalized. Other borrowing costs are recognized as expenditure for the period in which they are incurred.



J. Impairment of Assets

As per AS 28, the company assesses at each Balance Sheet date whether there is any indication that an asset may be impaired. An asset is identified as impaired, when the carrying value of the asset exceeds its recoverable value. Based on such assessment, impairment loss, if any, is charged to the Profit & Loss Statement in the period in which, an asset is identified as impaired. Recoverable amount is higher of an asset's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset or cash generating unit and from its disposal at the end of its useful life. The impairment loss recognised in the prior accounting periods is reversed if there has been a change in the estimate of recoverable amount.

K. Govt. Incentives

Grants and subsidies from the Government are recognized when there is reasonable assurance that the grant/subsidy will be received and all attaching conditions will be complied with. When the grant or subsidy relates to an expense item, it is recognized as income over the periods necessary to match them on a systematic basis to the costs, which it is intended to compensate. Where the grant or subsidy relates to an asset, its value is deducted from the gross value of the assets concerned in arriving at the carrying amount of the related asset. Government grants in the form of non-monetary assets given at a concessional rate are accounted for on the basis of their acquisition cost.

L. Preliminary expenses

- a) Preliminary expenses include company name reservation fees, company registration fees, fees paid for obtaining various initial certificates and licenses, stamp duty, consultancy fees paid for obtaining registration certificates.
- b) As per AS 26, All the expenses incurred in incorporation of the company will be debited in Preliminary Expenses account. 100% amount from the preliminary expense account will be written off to P/L in the first year.

M. Earnings Per Share

- a) The company reports basic and diluted earnings per share in accordance with Accounting Standard 20 on "Earnings per Share". Basic earnings per share are computed by dividing the net Profit or Loss for the year attributable to equity share holders by the weighted average number of Equity Shares outstanding during the period.
- b) Diluted earnings per share are computed by dividing the net Profit or Loss for the year attributable to equity share holders (after deducting attributable taxes) by the weighted average number of Equity Shares outstanding during the period as adjusted for the effects of all diluted potential Equity Shares outstanding as at the year end.

N. Investments

- a) Investments that are readily realizable and intended to be held for not more than a year are classified as Current Investments. All other investments are classified as Long-Term Investments.
- b) Investments held as long-term investments are carried at cost comprising of acquisition and incidental expenses. Provision for diminution in value of investments, if any, is made if in the opinion of management, such diminution is other than temporary. Investments other than long-term investments are classified as current investments and valued at lower of cost or fair value.



O. Leases

Leases where the lessor effectively retains substantially all the risks and benefits of ownership over the lease term are classified as operating lease. Lease payments for assets taken on operating lease are recognized as an expense in the Profit and Loss Account as per the lease terms.

P. Foreign currency transactions

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of the transaction. Monetary assets and liabilities denominated in foreign currency outstanding at the Balance Sheet date are translated at the applicable exchange rates prevailing at the year-end. The exchange gain/ loss arising during the year are adjusted to the Statement of Profit and Loss.

Q. Provisions, Contingent Liabilities and Contingent Assets

As per AS 29, Provisions are recognised when the company has a present obligation as a result of a past event, for which it is probable that a cash outflow will be required and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to its present value and are determined based on management estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the correct management estimates.

Contingent Liabilities are disclosed when the company has a possible obligation or a present obligation and it is probable that a cash flow will not be required to settle the obligation. Contingent assets are neither recognised nor disclosed in the accounts.



2 Share Capital

| Particulars | As at 31.03.2021 | | As at 31.03.2020 | |
|--|------------------|---------------------|------------------|---------------------|
| | (Rupees) | | (Rupees) | |
| Authorised: | | | | |
| Equity Share Capital | | | | |
| 50,00,000 Shares of Rs. 10/- each | | 5,00,00,000 | | 5,00,00,000 |
| Preference Share Capital | | | | |
| 1,50,00,000 Shares of Rs. 10/- each | | 15,00,00,000 | | 15,00,00,000 |
| | | 20,00,00,000 | | 20,00,00,000 |
| Issued, Subscribed and Fully paid: | | | | |
| 50,00,000 Equity shares of Rs. 10/- each | | 5,00,00,000 | | 5,00,00,000 |
| 50,00,000 Preference shares of Rs. 10/- each | | 5,00,00,000 | | 5,00,00,000 |
| | | 10,00,00,000 | | 10,00,00,000 |

2.1 Reconciliation of equity shares outstanding at the beginning and at the end of the financial year:

| Particulars | As at 31.03.2021 | | As at 31.03.2020 | |
|--|------------------|-----------------|------------------|-----------------|
| | Number of shares | Amount (Rupees) | Number of shares | Amount (Rupees) |
| At the beginning of the financial year | 50,00,000 | 5,00,00,000 | 50,00,000 | 5,00,00,000 |
| Add: Shares issued during the year | - | - | - | - |
| At the end of the financial year | 50,00,000 | 5,00,00,000 | 50,00,000 | 5,00,00,000 |

2.2 Reconciliation of preference shares outstanding at the beginning and at the end of the financial year:

| Particulars | As at 31.03.2021 | | As at 31.03.2020 | |
|--|------------------|-----------------|------------------|-----------------|
| | Number of shares | Amount (Rupees) | Number of shares | Amount (Rupees) |
| At the beginning of the financial year | 50,00,000 | 5,00,00,000 | - | - |
| Add: Shares issued during the year | - | - | 50,00,000 | 5,00,00,000 |
| At the end of the financial year | 50,00,000 | 5,00,00,000 | 50,00,000 | 5,00,00,000 |

2.3 Terms/Rights attached to Equity Shares

The company has only one class of equity shares having a par value of Rs.10 per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

2.4 Details of Shareholders holding more than 5% share in the Company at the end of the year:

| Name of Shareholder | As at 31.03.2021 | | As at 31.03.2020 | |
|---------------------|------------------|------------------|------------------|------------------|
| | % | Number of shares | % | Number of shares |
| Federal Bank Ltd | 99.99 | 49,99,695 | 99.99 | 49,99,695 |

2.5 Shares held by Holding Company

| Name of Shareholder | As at 31.03.2021 | | As at 31.03.2020 | |
|--|------------------|------------------|------------------|------------------|
| | % | Number of shares | % | Number of shares |
| Federal Bank Ltd., the Holding Company | 99.99 | 49,99,695 | 99.99 | 49,99,695 |

3 Reserves and Surplus

| Particulars | As at 31.03.2021 | | As at 31.03.2020 | |
|--|------------------|--------------------|------------------|------------------|
| | (Rupees) | | (Rupees) | |
| Surplus in the Statement of Profit and Loss | | | | |
| As per last Balance Sheet | | 97,99,695 | | (28,59,018) |
| Add: Profit for the year as per the Statement of Profit & Loss | | 1,83,62,740 | | 1,26,58,713 |
| Closing balance | | 2,81,62,435 | | 97,99,695 |



4 Long - Term Provisions

| Particulars | As at 31.03.2021 (Rupees) | As at 31.03.2020 (Rupees) |
|---------------------------------|------------------------------|------------------------------|
| Provision for employee benefits | | |
| Provision for Gratuity | 16,24,059 | 6,19,565 |
| | 16,24,059 | 6,19,565 |

4.1 Disclosures required under Accounting Standard 15 - "Employee Benefits" :

4.1.1. Defined Contribution Plans

During the year, the following amounts have been recognised in the Statement of Profit and Loss on account of defined contribution plans:

| Particulars | As at 31.03.2021 (Rupees) | As at 31.03.2020 (Rupees) |
|---|------------------------------|------------------------------|
| Employer's contribution to Provident Fund | 63,87,061 | 34,61,025 |
| Employer's contribution to Employee's State Insurance | 18,62,562 | 10,84,896 |
| | 82,49,623 | 45,45,921 |

4.1.2 Defined Benefit Plans-Gratuity (Unfunded)

(i) Actuarial Assumptions

| | As at 31.03.2021 | As at 31.03.2020 |
|--------------------------------|-----------------------|-----------------------|
| Discount Rate | 6.76% p.a. | 6.71% p.a. |
| Superannuation Age | 60 Years | 60 Years |
| Expected return on plan assets | Unfunded | Unfunded |
| Salary escalation rate * | 5.00% p.a. | 5.00% p.a. |
| Mortality rate | IALM 2012-14 Ultimate | IALM 2006-08 Ultimate |

* The assumption of future salary increases takes into account inflation, seniority, promotions and other relevant factors such as supply and demand in the employment market.

(ii) Reconciliation of present value of obligation

| | As at 31.03.2021 (Rupees) | As at 31.03.2020 (Rupees) |
|--|------------------------------|------------------------------|
| Present value of obligation at the beginning of the year | 6,19,565 | 50,289 |
| Current Service Cost | 10,96,108 | 6,19,565 |
| Interest Cost | 41,882 | 3,374 |
| Actuarial (gain)/loss | (1,33,496) | (53,663) |
| Benefits Paid | - | - |
| Curtailments | - | - |
| Settlements | - | - |
| Present value of obligation at the end of the year | 16,24,059 | 6,19,565 |

(iii) Reconciliation of fair value of plan assets

| | As at 31.03.2021 (Rupees) | As at 31.03.2020 (Rupees) |
|--|------------------------------|------------------------------|
| Fair value of plan assets at the beginning of the year | - | - |
| Expected return on plan assets | - | - |
| Actuarial gain/(loss) | - | - |
| Contributions | - | - |
| Benefits paid | - | - |
| Assets distributed on settlement | - | - |
| Fair value of plan assets at the end of the year | - | - |



| (iv) Description of Plan Assets | As at 31.03.2021 (Rupees) | As at 31.03.2020 (Rupees) |
|---|------------------------------|------------------------------|
| Insurer Managed Funds | | |
| (v) Net (Asset)/Liability recognised in the Balance Sheet as at year end | As at 31.03.2021 (Rupees) | As at 31.03.2020 (Rupees) |
| Present value of obligation | 16,24,059 | 6,19,565 |
| Fair value of plan assets | - | - |
| Net present value of unfunded obligation recognised as (asset)/liability in the Balance Sheet | 16,24,059 | 6,19,565 |
| (vi) Expenses recognised in the Statement of Profit and Loss | As at 31.03.2021 (Rupees) | As at 31.03.2020 (Rupees) |
| Current Service Cost | 10,96,108 | 6,19,565 |
| Interest Cost | 41,882 | 3,374 |
| Expected return on plan assets | - | - |
| Actuarial (gain) / loss recognised in the period | (1,33,496) | (53,663) |
| Past Service Cost | - | 50,289 |
| Curtailment cost | - | - |
| Settlement cost | - | - |
| Total expenses recognised in the Statement of Profit and Loss for the year | 10,04,494 | 6,19,565 |
| Actual return on plan assets | - | - |

The above disclosures are based on information furnished by independent actuary and relied upon by the auditors.

5 Trade Payables

| Particulars | As at 31.03.2021 (Rupees) | As at 31.03.2020 (Rupees) |
|---|------------------------------|------------------------------|
| Trade Payables (Refer Note 5.1) | | |
| (i) Total outstanding dues of MSMEs | - | - |
| (ii) Total outstanding dues of creditors other than MSMEs | 71,87,599 | 49,89,822 |
| | <u>71,87,599</u> | <u>49,89,822</u> |

5.1 The Company has taken steps to identify suppliers who qualify under the definition of Micro and Small Enterprises, as defined under the Micro, Small and Medium Enterprises Act 2006. Since no intimation has been received from the suppliers regarding their status under the said Act as at 31.03.2021, disclosures relating to amounts unpaid as at the year end, if any, have not been furnished.

6 Other Current Liabilities

| Particulars | As at 31.03.2021 (Rupees) | As at 31.03.2020 (Rupees) |
|----------------------------------|------------------------------|------------------------------|
| (a) Other payables | | |
| (i) Statutory dues | 62,60,051 | 35,89,075 |
| (ii) Creditors for capital goods | 25,61,961 | 1,56,13,095 |
| (iii) Retention money | 37,56,733 | 23,19,075 |
| | <u>1,25,78,745</u> | <u>2,15,21,245</u> |



FEDERAL OPERATIONS AND SERVICES LIMITED
Notes Forming Part of The Financial Statements

7. Property, Plant & Equipment

| Particulars | GROSS BLOCK (At Cost) | | | | DEPRECIATION/AMORTIZATION | | | NET BLOCK | | |
|------------------------|----------------------------|------------------------------|-----------------------|------------------------------|---------------------------|------------------------------|---------------------------|------------------------------|----------------------------|------------------------------|
| | As at 01.04.2020 | Additions | Sales/ Adjustments | As at 31.03.2021 | As at 01.04.2020 | For the Year | Disposal / Adjustments | As at 31.03.2021 | As at 31.03.2020 | As at 31.03.2021 |
| | (Amount in Rs.) | | | | | | | | | |
| (i) Tangible Assets | | | | | | | | | | |
| Computer & Accessories | 1,63,56,682 (28,99,750) | 1,00,01,061 (1,34,56,932) | - | 2,63,57,743 (1,63,56,682) | 54,13,238 (3,58,299) | 90,44,817 (50,54,939) | - | 1,44,58,055 (54,13,238) | 1,09,43,444 (25,41,451) | 1,18,99,688 (1,09,43,444) |
| Furniture and fittings | 52,19,762 | 1,09,67,841 (52,19,762) | - | 1,61,87,603 (52,19,762) | 13,07,872 | 27,75,300 (13,07,872) | - | 40,83,172 (13,07,872) | 39,11,890 | 1,21,04,431 (39,11,890) |
| Office Equipment | 1,40,63,187 (51,19,303) | 1,54,63,538 (89,43,884) | - | 2,96,26,725 (1,40,63,187) | 43,96,774 (4,22,817) | 86,40,535 (39,73,957) | - | 1,30,37,309 (43,96,774) | 96,66,413 (46,96,486) | 1,64,89,416 (96,66,413) |
| Total Tangible Assets | 3,56,39,631 (80,19,053) | 3,64,32,440 (2,76,20,578) | - | 7,20,72,071 (3,56,39,631) | 1,11,17,884 (7,81,116) | 2,04,60,652 (1,03,36,768) | - | 3,15,78,536 (1,11,17,884) | 2,45,21,747 (72,37,937) | 4,04,93,535 (2,45,21,747) |
| (ii) Intangible Assets | | | | | | | | | | |
| Software | 30,16,641 (9,21,062) | 90,000 (20,95,579) | - | 31,06,641 (30,16,641) | 7,19,042 (34,641) | 7,27,896 (6,84,401) | - | 14,46,938 (7,19,042) | 22,97,599 (8,86,421) | 16,59,703 (22,97,599) |
| Total Assets | 3,86,56,272 (89,40,115) | 3,65,22,440 (2,97,16,157) | - | 7,51,78,712 (3,86,56,272) | 1,18,36,926 (8,15,757) | 2,11,88,548 (1,10,21,169) | - | 3,30,25,474 (1,18,36,926) | 2,68,19,346 (81,24,358) | 4,21,53,238 (2,68,19,346) |

(iii) Capital work in-progress

| Particulars | GROSS BLOCK (At Cost) | | | DEPRECIATION/AMORTIZATION | | | NET BLOCK | | | |
|-------------------------|---|------------------------------|---|--------------------------------|---------------------|--------------|---------------------------|---------------------|---------------------|---------------------|
| | As at 01.04.2020 | Additions | Capitalised / Adjustments | As at 31.03.2021 | As at 01.04.2020 | For the Year | Disposal / Adjustments | As at 31.03.2021 | As at 31.03.2020 | As at 31.03.2021 |
| | (Amount in Rs.) | | | | | | | | | |
| Office equipment | 1,39,82,392 (27,59,362) | - | 1,39,82,392 (44,93,131) | - | - | - | - | - | - | - |
| Furniture and fittings | 1,01,35,495 (31,12,252) | (1,57,16,161) | 1,01,35,495 (48,63,237) | (1,39,82,392) | - | - | - | - | - | - |
| Computer accessories | 19,59,639 | (1,18,86,480) | 19,59,639 | (1,01,35,495) | - | - | - | - | - | - |
| Human Resource Software | - | (19,59,639) | - | (19,59,639) | - | - | - | - | - | - |
| Work Stations | (18,00,000) | - | (18,00,000) | - | - | - | - | - | - | - |
| Total | (18,29,250) 2,60,77,526 (95,00,864) | (18,29,250) (2,95,62,280) | (18,29,250) 2,60,77,526 (1,29,85,618) | (1,39,82,392) (2,60,77,526) | - | - | - | - | - | - |



8 Deferred Tax Asset (Net)

| Particulars | As at 31.03.2021 (Rupees) | As at 31.03.2020 (Rupees) |
|--|---------------------------------|---------------------------------|
| A. Deferred Tax Liability | | |
| On difference between Written down value of fixed assets as per Income Tax Act and as per books. | - | - |
| B. Deferred Tax Assets | | |
| On other disallowances | 33,16,647 | 14,02,328 |
| | <u>33,16,647</u> | <u>14,02,328</u> |
| Net Deferred Tax Asset [B-A] | <u>33,16,647</u> | <u>14,02,328</u> |

9 Long-Term Loans and Advances

| Particulars | As at 31.03.2021 (Rupees) | As at 31.03.2020 (Rupees) |
|-----------------------------------|---------------------------------|---------------------------------|
| Unsecured, considered good | | |
| Rent deposits | 1,21,62,702 | 63,43,752 |
| Other Deposit | 9,17,630 | 18,000 |
| Income Tax (Net) | 30,10,741 | 19,14,623 |
| | <u>1,60,91,073</u> | <u>82,76,375</u> |

10 Other Non-Current Assets

| Particulars | As at 31.03.2021 (Rupees) | As at 31.03.2020 (Rupees) |
|----------------------------------|---------------------------------|---------------------------------|
| Fixed Deposits (Refer Note 10.1) | 1,00,73,177 | - |
| | <u>1,00,73,177</u> | <u>-</u> |

10.1 Balances with banks in Deposit Accounts with a maturity period not less than 12 months.

11 Trade Receivables

| Particulars | As at 31.03.2021 (Rupees) | As at 31.03.2020 (Rupees) |
|--|---------------------------------|---------------------------------|
| Unsecured, considered good | | |
| Outstanding for a period exceeding 6 months from the date they are due for payment | - | - |
| Others (Net) (Refer Note 11.1) | 3,36,78,813 | 1,72,34,286 |
| | <u>3,36,78,813</u> | <u>1,72,34,286</u> |

11.1 Others (Net) represents the amount receivable from the Holding Company



12 Cash and Cash Equivalents

| Particulars | As at 31.03.2021 (Rupees) | As at 31.03.2020 (Rupees) |
|----------------------|---------------------------------|---------------------------------|
| Cash in hand | | |
| Balance with Banks : | | |
| In Current Accounts | 3,17,11,774 | 3,61,88,569 |
| In Deposits Accounts | 1,01,05,429 | - |
| | <u>4,18,17,203</u> | <u>3,61,88,569</u> |

13 Short-Term Loans and Advances

| Particulars | As at 31.03.2021 (Rupees) | As at 31.03.2020 (Rupees) |
|--|---------------------------------|---------------------------------|
| Unsecured, considered good | | |
| (a) GST Input Credit (Net) | - | 65,85,891 |
| (b) Advances recoverable in cash or in kind or for which values to be received | 17,42,063 | 5,47,547 |
| (c) Other advances | 6,80,624 | - |
| | <u>24,22,687</u> | <u>71,33,438</u> |

14 Other Current Assets

| Particulars | As at 31.03.2021 (Rupees) | As at 31.03.2020 (Rupees) |
|------------------|---------------------------------|---------------------------------|
| Unbilled Revenue | - | 1,37,98,459 |
| | <u>-</u> | <u>1,37,98,459</u> |



| 15 Revenue from operations | | (Amount in Rs.) | |
|---|--------------------------|--------------------------|--|
| Particulars | Year ended 31.03.2021 | Year ended 31.03.2020 | |
| Sale of Services | | | |
| Data processing and Monitoring services | 26,38,25,042 | 18,95,27,015 | |
| | <u>26,38,25,042</u> | <u>18,95,27,015</u> | |
| 16 Other Income | | (Amount in Rs.) | |
| Particulars | Year ended 31.03.2021 | Year ended 31.03.2020 | |
| Interest Received | 1,97,138 | - | |
| | <u>1,97,138</u> | | |
| 17 Employee benefits expense | | (Amount in Rs.) | |
| Particulars | Year ended 31.03.2021 | Year ended 31.03.2020 | |
| Salaries & Wages | 7,46,67,019 | 3,71,86,506 | |
| Contribution to Provident and Other Funds | 90,36,245 | 54,22,132 | |
| Staff Welfare Expenses | 48,08,026 | 15,33,662 | |
| | <u>8,85,11,290</u> | <u>4,41,42,300</u> | |
| 18 Other expenses | | (Amount in Rs.) | |
| Particulars | Year ended 31.03.2021 | Year ended 31.03.2020 | |
| Insurance Expenses | 44,390 | - | |
| Internet and Leased Line connectivity Charges | 31,93,194 | 23,25,553 | |
| Miscellaneous expenses | 54,875 | 99,100 | |
| Office Expenses | 32,82,575 | 29,00,450 | |
| Payments to Auditors (Refer Note 18.1) | 3,10,000 | 3,17,880 | |
| Postage and Courier Expenses | 2,16,12,367 | 2,13,18,676 | |
| Power and Fuel | 61,59,429 | 54,49,919 | |
| Printing and Stationery Expenses | 27,43,732 | 17,89,117 | |
| Professional and Consultancy charges | 16,68,950 | 2,97,550 | |
| Rates and Taxes | 1,48,621 | 31,472 | |
| Rent | 2,16,58,317 | 1,94,92,070 | |
| Repairs and Maintenance | 15,49,924 | 1,41,93,179 | |
| Service charges | 5,64,36,205 | 4,27,46,548 | |
| Sitting Fees to Directors | 1,20,000 | 1,20,000 | |
| Telephone Expenses | 23,56,834 | 3,78,433 | |
| Transportation Expenses | 90,43,708 | 58,42,130 | |
| | <u>13,03,83,121</u> | <u>11,73,02,077</u> | |

| 18.1 Payments in respect of Auditor's Remuneration | | (Amount in Rs.) | |
|--|--------------------------|--------------------------|--|
| Particulars | Year ended 31.03.2021 | Year ended 31.03.2020 | |
| a. Statutory Audit fees (excluding GST) | 1,25,000 | 2,25,000 | |
| b. Other services (excluding GST) | 1,85,000 | 92,880 | |
| | <u>3,10,000</u> | <u>3,17,880</u> | |

| 19 Earnings per equity share | | (Amount in Rs.) | |
|---|--------------------------|--------------------------|--|
| Particulars | Year ended 31.03.2021 | Year ended 31.03.2020 | |
| Profit / (Loss) after taxation | 1,83,62,740 | 1,26,58,713 | |
| Weighted Average Number of Equity Shares of Rs. 10/- each (fully paid-up) | 50,00,000 | 50,00,000 | |
| Basic/ Diluted (not annualized) | | | |
| | <u>3.67</u> | <u>2.53</u> | |



20 There are no contingent liabilities outstanding as at the end of the year.

21 The company has taken premises under rental arrangements, which are in the nature of cancellable operating leases except for rent of 2nd floor office in Visakhapatnam, which has a lock-in period of 3 years.

Future minimum lease payable under non-cancellable operating leases are as follows:

| Particulars | For the Year Ended 31st March, 2021 (Rupees) | For the Year Ended 31st March, 2020 (Rupees) |
|--|--|--|
| Lease rentals recognized during the period | 72,44,421 | 68,99,269 |
| Lease Obligations Payable: | | |
| a) Not later than one year | 56,46,483 | 72,44,421 |
| b) Later than one year but not later than five years | - | 56,46,483 |
| c) Later than five years | - | - |

22 (a) Based on an assessment carried out by the management following the global outbreak of Coronavirus (COVID-19) pandemic, having regard to the overall national and global economic environment, taking into account internal and external information available up to the date of approval of these financial statements, no material adjustments are required in the financial statements. The impact of the pandemic may be different from that estimated as at the date of approval of these financial statements and the management will continue to closely monitor any material changes to future economic conditions.

(b) In the opinion of the management, short term loans and advances and other current assets, have the value at which they are stated in the Balance Sheet, if realised in the ordinary course of business.

23 Disclosure of transactions with related parties as required by Accounting Standard - 18 on related party disclosures as prescribed by Companies (Accounting Standards) Rules, 2006:

A. Related parties and nature of relationship

| Name of Party | Nature of Relationship |
|---------------------------|--------------------------|
| Federal Bank Ltd. | Holding Company |
| Balagopal C. | Key Managerial Personnel |
| Shalini Warner | |
| Kunhi Ajithkumar Krishnan | |
| Johnson K. Jose | |

(Amount in Rs.)

B. Details of the transactions with the above parties during the year and balance outstanding as at 31.03.2021

| Particulars | Holding Company | Key Managerial Personnel (KMP) | Total |
|-------------------------|-----------------|--------------------------------|----------------|
| Revenue from Operations | 26,38,25,042 | - | 26,38,25,042 |
| | (18,95,27,015) | - | (18,95,27,015) |
| Service charges | 5,64,36,205 | - | 5,64,36,205 |
| | (4,27,46,548) | - | (4,27,46,548) |
| Sitting Fees | - | 1,20,000 | 1,20,000 |
| | - | (1,20,000) | (1,20,000) |
| Rent | 60,000 | - | 60,000 |
| | (60,000) | - | (60,000) |

Balance as on 31.03.2021

| Particulars | Holding Company | Key Managerial Personnel (KMP) | Total |
|--------------------------|-----------------|--------------------------------|---------------|
| Sundry debtors | 3,36,78,813 | - | 3,36,78,813 |
| | (1,72,34,286) | - | (1,72,34,286) |
| Security Deposit | 15,000 | - | 15,000 |
| | (15,000) | - | (15,000) |
| Equity Share Capital | 4,99,96,950 | - | 4,99,96,950 |
| | (4,99,96,950) | - | (4,99,96,950) |
| Preference share capital | 5,00,00,000 | - | 5,00,00,000 |
| | (5,00,00,000) | - | (5,00,00,000) |

* previous year figure in the bracket.



24 Estimated amount of contract remaining to be executed on capital account - Rs. Nil

25 Segment Reporting

The company is primarily engaged in providing banking operational services, technology oriented services and support functions to its holding company. Therefore, separate business segment information is not disclosed. Besides, the Company's operations are located only in India and hence, separate secondary geographical segment information is not disclosed.

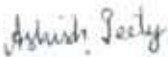
26 Figures have been rounded off to the nearest rupee. Previous year figures, unless otherwise stated are given within brackets and have been re-grouped and recast wherever necessary to be in conformity with current year's layout.

As per our separate report of even date attached

For and on behalf of the Board of Directors


For VARMA & VARMA
(FDR: 0045328)
(VIVEK KRISHNA GOVIND)
Partner
CHARTERED ACCOUNTANTS
Membership No. 206259





Ashish Peety
CS & CFO


Pradham Praman
Director
DIN: 09134084



Johnson K. Jose
Director
DIN: 08267398

Place : Kochi
Date : 16-04-2021