



**SAHANA SYSTEM LIMITED**

**(FORMERLY KNOWN AS SAHANA SYSTEM PRIVATE LIMITED)**

**04<sup>TH</sup> ANNUAL REPORT**

**2023-24**

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**BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

MR. HETANG ARUNKUMAR SHAH	Chairman & Managing Director
MR. PRATIK RAMJIBHAI KAKADIA	CEO (KMP)
MS. HETAL CHATURBHAI PATEL	Non-Executive & Non-Independent Director
MS. EKTA ANKIT PATEL	Independent Director
MS. NISHITA MAYANK SANGHVI	Independent Director
MS. KHUSHBU ANKITKUMAR DALWADI	Company Secretary & Compliance Officer (Up to 25 <sup>th</sup> August, 2023)
MS. KSHITI NAHAR	Company Secretary & Compliance Officer (W.e.f. 01 <sup>st</sup> Jan, 2024)
MR. JATINKUMAR DHIRAJLAL JOGANI	CFO (KMP)

**STATUTORY AUDITORS**

M/s. A. K. Ostwal & Co.,  
 Chartered Accountants, Surat

**INTERNAL AUDITORS**

M/s. Shah Sanghvi & Associates  
 Chartered Accountants, Ahmedabad

**SECRETARIAL AUDITORS**

M/s. Mukesh J & Associates,  
 Company Secretaries, Ahmedabad

**BANKERS**

Axis Bank Limited, Ahmedabad

**REGISTERED OFFICE**

1301, Maple Trade Centre, Nr. Surdhara Circle,  
 Sal Hospital Road, Thaltej, Memnagar, Ahmedabad-380052.  
 Website: [www.sahanasystem.com](http://www.sahanasystem.com)  
 E-mail: [compliance@sahanasystem.com](mailto:compliance@sahanasystem.com)

**REGISTRAR & SHARE TRANSFER AGENTS:**

Purva Shareregistry (India) Private Limited  
 Unit No. 9, Ground Floor, Shiv Shakti Ind. Estt,  
 J. R. Boricha Marg, Lower Parel East, Mumbai-400011  
 Tel. No.: +91 022 23010771/8261  
**Email: [support@purvashare.com](mailto:support@purvashare.com)**

## NOTICE OF 04<sup>TH</sup> ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE FOURTH (04<sup>TH</sup>) ANNUAL GENERAL MEETING OF THE MEMBERS OF SAHANA SYSTEM LIMITED WILL BE HELD ON MONDAY, SEPTEMBER 30, 2024 AT 05:30 P.M. THROUGH VIDEO CONFERENCING/ OTHER AUDIO-VISUAL MEANS, TO TRANSACT THE FOLLOWING BUSINESS:

### ORDINARY BUSINESS:

#### ITEM NO. 1 – ADOPTION OF AUDITED FINANCIAL STATEMENTS

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2024 together with the Reports of the Board of Directors and the Auditors thereon.

#### ITEM NO. 2 – RE-APPOINTMENT OF A DIRECTOR

To appoint a director in the place of MS. HETAL CHATURBHAI PATEL (DIN: 08381794), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, seeks re-appointment.

**“RESOLVED THAT**, pursuant to the provisions of Section 152 of the Companies Act, 2013, Ms. HETAL CHATURBHAI PATEL (DIN: 08381794), who retires by rotation, at this Annual General Meeting and being eligible, has offered herself for re-appointment, be and is hereby re-appointed as the Director of the company, liable to retire by rotation;

**RESOLVED FURTHER THAT**, the Board of Directors and the Company Secretary of the company be and are hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

#### ITEM NO. 3 – APPOINTMENT OF M/S. A.K. OSTWAL & CO., CHARTERED ACCOUNTANT AS STATUTORY AUDITOR OF THE COMPANY

To appoint M/s. A. K. Ostwal & Co., Chartered Accountant, (Firm Registration 107200W), as the Statutory Auditors of the Company for a term of 4 (four) years and fix their remuneration:

**“RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) and/or re-enactment(s) thereof, for the time being in force), and pursuant to the recommendations of the Audit Committee, M/s. A. K. Ostwal & Co., Chartered Accountants, (Firm Registration Number: 107200W), who have confirmed their eligibility to be appointed as Statutory Auditors, in terms of the provisions of Section 141 of the Act and Rules related thereto, be and are hereby reappointed as the Statutory Auditors of the Company for a term of (four) consecutive years, who shall hold office from the conclusion of this Annual General Meeting till the conclusion of the 08<sup>th</sup> Annual General Meeting of the Company, on such remuneration as may be fixed by the Board of Directors of the Company,

in consultation with Auditor, in addition to re-imbusement of out of pocket expenses as may be incurred in connection with audit of accounts of the company.”

**SPECIAL BUSINESS:**

**ITEM NO. 4 – TO CONSIDER AND APPROVE THE APPOINTMENT OF MR. PRATIK RAMJIBHAI KAKADIA (DIN: 07282179) AS CHAIRMAN & MANAGING DIRECTOR OF THE COMPANY FOR A PERIOD OF FIVE YEARS.**

To consider and if thought fit, to pass with or without modification following resolution as a **Special Resolution:**

**“RESOLVED THAT** on recommendation of Nomination and Remuneration Committee and pursuant to the provisions of Section 196, 197 and 203 read with Schedule V of the Companies Act, 2013 and other applicable provisions if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modifications or re-enactment thereof for the time being in force), consent of members of the company be and is hereby accorded for the appointment of Mr. Pratik Ramjibhai Kakadia (DIN: 07282179) as the Chairman and Managing Director of the Company for a period of 5 (Five) years with effect from 19<sup>th</sup> May, 2024 to 18<sup>th</sup> May, 2029 on the terms and conditions including remuneration as mentioned below:

- (a) Terms of appointment: Five years with effect from 19<sup>th</sup> May, 2024 to 18<sup>th</sup> May, 2029
- (b) Remuneration: INR 84,00,000/- per annum
- (c) General:
  - i. The Managing Director will perform his respective duties as such with regard to all work of the Company and he will manage and attend to such business and carry out the orders and directions given by the Board from time to time in all respects and conform to and comply with all such directions and regulations as may from time to time be given and made by the Board.
  - ii. The Managing Director shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in Section 166 of the Act with regard to duties of directors.
  - iii. The Managing Director shall adhere to the Company’s Code of Business Conduct & Ethics for Directors and Management Personnel.

**RESOLVED FURTHER THAT** where in any financial year during his tenure, the Company has no profits or inadequate profits, the remuneration payable to Mr. Pratik Ramjibhai Kakadia as a Managing Director of the Company shall be in accordance with the limit prescribed in Section II of Part II of Schedule V of the Companies Act, 2013 as may be determined by the board or such other committees as appointed, if any, subject to compliance with the provisions of Companies Act, 2013.

**RESOLVED FURTHER THAT** in case Managing Director draws remuneration as a managerial person from another Company, the total remuneration payable by both the Companies shall not exceed the higher maximum limit permissible for any one of the Companies under the Companies Act, 2013.”

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as in its absolute discretion, may consider necessary, expedient or desirable and to vary, modify the terms and conditions and to settle any question, or doubt that may arise in relation thereto and to decide breakup of the remuneration within the above said maximum permissible limit.”

**ITEM NO. 5 - REGULARIZATION OF ADDITIONAL INDEPENDENT DIRECTOR, MS. DHARMISHTHA PRASHANT PATEL BY APPOINTING HER AS INDEPENDENT DIRECTOR OF THE COMPANY.**

To consider and if thought fit, to pass with or without modification following resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 149, 152 and any other applicable provisions of the Companies Act, 2013 and rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule IV of the Companies Act, 2013, approval of the members of the Company be and is hereby accorded for the appointment of Ms. Dharmishtha Prashantbhai Patel (DIN: 10673623), who was appointed as an Additional Independent Director with effect from 20<sup>th</sup> June, 2024 on the Board of the Company in terms of Section 161(1) of the Companies Act, 2013 and whose term of office would expire at the ensuing Annual General Meeting of the Company and in pursuance to the provisions of the Articles of Association of the Company and who has submitted a declaration that she meets the criteria of the independent directorship as provided in section 149(6) of the Companies Act, 2013 and in respect of whom the Company has received a recommendation from the Board of Directors of the Company be and is hereby appointed as an Independent Director of the Company, who shall hold office for a period of five years from the date of appointment and whose office shall not, henceforth, be liable to retire by rotation.

**RESOLVED FURTHER THAT** Mr. Pratik Ramjibhai Kakadia, Managing Director of the Company be and is hereby authorized to file necessary Form DIR-12 with the Registrar of Companies within the stipulated period of time in this regard.”

**ITEM NO. 6 - REGULARIZATION OF ADDITIONAL INDEPENDENT DIRECTOR, MR. RITESH SHIVKUMAR MISHRA BY APPOINTING HIS AS INDEPENDENT DIRECTOR OF THE COMPANY.**

To consider and if thought fit, to pass with or without modification following resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 149, 152 and any other applicable provisions of the Companies Act, 2013 and rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule IV of the Companies Act, 2013, approval of the members of the Company be and is hereby accorded for the appointment of Mr. Ritesh Shivkumar Mishra (DIN: 10674791)), who was appointed as an Additional Independent Director with effect from 20<sup>th</sup> June, 2024 on the Board of the Company

in terms of Section 161(1) of the Companies Act, 2013 and whose term of office would expire at the ensuing Annual General Meeting of the Company and in pursuance to the provisions of the Articles of Association of the Company and who has submitted a declaration that he meets the

criteria of the independent directorship as provided in section 149(6) of the Companies Act, 2013 and in respect of whom the Company has received a recommendation from the Board of Directors of the Company be and is hereby appointed as an Independent Director of the Company, who shall hold office for a period of five years from the date of appointment and whose office shall not, henceforth, be liable to retire by rotation.

**RESOLVED FURTHER THAT** Mr. Pratik Ramjibhai Kakadia, Managing Director of the Company be and is hereby authorized to file necessary Form DIR-12 with the Registrar of Companies within the stipulated period of time in this regard.”

#### **ITEM NO. 7 INCREASE IN THE OVERALL MANAGERIAL REMUNERATION OF THE DIRECTORS OF THE COMPANY**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a special resolution:

“RESOLVED THAT, in accordance with the provisions of Section 197 of the Companies Act, 2013 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), approval of the members of the Company be and is hereby accorded to increase the overall limit of managerial remuneration payable for the financial year 2024-25 and 2025-26 in excess of 11% of the net profit of the Company computed in the manner laid down in Section 198 of the Companies Act, 2013;

**RESOLVED FURTHER THAT** in the event the company has no profit or profits are inadequate, the overall managerial remuneration paid to Directors shall not exceed Rs. 3,00,00,000/- (Rupees Three Crore Only) per annum;

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

#### **ITEM NO. 8 TO APPROVE AND INCREASE IN THE LIMIT OF MANAGERIAL REMUNERATION PAYABLE TO MR. PRATIK RAMJIBHAI KAKADIA, MANAGING DIRECTOR IN EXCESS OF 5% OF THE NET PROFITS OF THE COMPANY.**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a special resolution:

“RESOLVED THAT, pursuant to Section 197, 198 and other applicable provisions, if any, of the Companies Act, 2013, (the ‘Act’) read with Schedule V of the Act and the Rules made thereunder, including any amendment(s), modification(s) or re-enactment(s) thereof for the time being in force, and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, the approval of the members of the Company, be and

is hereby accorded for payment of remuneration to MR. PRATIK RAMJIBHAI KAKADIA (DIN: 07282179), who was appointed as Managing Director of the Company at the Board Meeting held on 18<sup>th</sup> May, 2024, in excess of prescribed limit of 5% of the net profits of the Company computed in accordance with Section 198 of the Act, in any financial year(s) during his remaining tenure as the Managing Director of the Company;

**RESOLVED FURTHER THAT** the total managerial remuneration payable to the executive director(s) of the Company taken together in any financial year shall not exceed the limit of Rs. 1,50,00,000/- (Rupees One Crore Fifty Lakh Only) per annum;

**RESOLVED FURTHER THAT** any Director or the Key Managerial Personnel of the Company be and is hereby authorized to do all such acts, deeds, matters and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**BY ORDER OF THE BOARD OF THE DIRECTORS  
FOR, SAHANA SYSTEM LIMITED**

**SD/-  
PRATIK RAMJIBHAI KAKADIA  
MANAGING DIRECTOR  
DIN: 07282179**

**Registered Office:  
1301, Maple Trade Centre, Nr. Surdhara Circle,  
Sal Hospital Road, Thaltej, Memnagar,  
Ahmedabad-380052**

**Place: Ahmedabad  
Date: 06/09/2024**

**NOTES:**

1. The approval of the Members of the Company is being sought through the remote e-voting facility only.
2. The Ministry of Corporate Affairs (“MCA”) has vide its General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, in relation to “Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid-19”, General Circular Nos. 20/2020 dated May 5, 2020, and subsequent circulars issued in this regard, the latest being 10/2022 dated December 28, 2022 in relation to “Clarification on holding of annual general meeting (AGM) through Video Conferencing (VC) or Other Audio Visual Means (OAVM)”, (collectively referred to as “MCA Circulars”) permitted the holding of the Annual General Meeting (“AGM”) through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with the MCA Circulars, the AGM of the Company is being held through VC /OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.

3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by CDSL.
7. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at <https://www.sahanasystem.com/>. The Notice can also be accessed from the website of NSE Limited at [www.nseindia.com](http://www.nseindia.com) and the AGM Notice is also available on the website of CDSL (agency for providing the Remote e-Voting facility) i.e. [www.evotingindia.com](http://www.evotingindia.com).
8. The Register of Members and Share Transfer Books will remain closed from 24/09/2024 to 30/09/2024 (both days inclusive) for the purpose of Annual General Meeting.

**THE INTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:**

**Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.**

**Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.**

- 1) The voting period begins on Friday, 27<sup>th</sup> September, 2024 at 09.00 a.m. and ends on Sunday, 29<sup>th</sup> September, 2024 at 05.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) i.e. Monday, 23<sup>rd</sup> September, 2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- 2) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- 3) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242** dated **09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions.

However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

**Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- 4) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242** dated **December 9, 2020** on e- Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for **Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method

<p>Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b></p>	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option</li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
<p>Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b></p>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS" Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account</li> </ol>

	<p>number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting</p>
<p>Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b></p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at : 08069144800.
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at : 022-4886 7000 and 022-2499 7000

**Step 2** : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

**5) Login method of e-Voting for shareholders other than individual shareholders & physical shareholders.**

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

- c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

<b>For Shareholders holding shares in Demat Form other than individual and Physical Form</b>	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- 7) After entering these details appropriately, click on “SUBMIT” tab.
- 8) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- 9) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- 10) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- 11) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- 12) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- 13) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- 14) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- 15) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- 16) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

17) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification

**18) Facility for Non – Individual Shareholders and Custodians –Remote Voting**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to voteon.
- The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizerto verify the same.
  
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/Authority letter etc. together with attested specimen signature of the duly authorized signatorywho are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [mjassociates.pcs@gmail.com](mailto:mjassociates.pcs@gmail.com), if they have voted from individual tab & not uploaded same in theCDSL e-voting system for the scrutinizer to verify the same.

**INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

- 1) The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
- 2) The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
- 3) Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
- 4) Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience
- 5) Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- 6) Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- 7) Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [compliance@sahanasystem.com](mailto:compliance@sahanasystem.com). The shareholders who do not wish to speak

during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [compliance@sahanasystem.com](mailto:compliance@sahanasystem.com). These queries will be replied to by the company suitably by email.

- 8) Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- 9) Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
- 10) If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:**

For Physical shareholders please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [compliance@sahanasystem.com](mailto:compliance@sahanasystem.com).

For Demat shareholders, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [compliance@sahanasystem.com](mailto:compliance@sahanasystem.com).

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at 022- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no. 1800 22 55 33.

**EXPLANATORY STATEMENT IN TERMS OF SECTION 102 OF THE  
COMPANIES ACT, 2013 IN RESPECT OF SPECIAL BUSINESS**

**Item No. 04**

The Board of Directors of the Company, in their meeting held on 18<sup>th</sup> May, 2024, have approved the appointment of Mr. Pratik Ramjibhai Kakadia (DIN: 07282179) and appointed him as Managing Director, for further period of 5 (five) years with effect from 19<sup>th</sup> May, 2024 to 18<sup>th</sup> May, 2029 on such terms and conditions including remuneration as set out in the proposed resolution and as recommended by the Nomination and Remuneration Committee of the Board.

Further, as per the provisions of Section 197 the Companies Act, 2013 as amended from time and time, the minimum Remuneration payable to Mr. Pratik Ramjibhai Kakadia (DIN: 07282179), in the event of loss or inadequacy of profit in any Financial Year, shall be as per the limit set out in Section II of Part II of Schedule V to the Companies Act, 2013 or any other applicable limits, as provided by the Central Government in this regard, from time to time.

Furthermore, Pursuant to Sections 196, 197, 198, 203 and all other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, as amended, approval of members of the company by way of special resolution is required for appointment of Mr. Pratik Ramjibhai Kakadia (DIN: 07282179) as Managing Director of the company.

Moreover, the brief profile and other details of Mr. Pratik Ramjibhai Kakadia are provided in this Notice, pursuant to the provision of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and SS-2 on General Meeting issued by the Institute of Company Secretaries of India (ICSI).

None of the Directors and/or Key Managerial Personnel of the Company and their relatives except Mr. Pratik Ramjibhai Kakadia, and Ms. Hetal Chaturbhai Patel are interested in the resolution.

The board recommends this resolution as set out in Item no. 4 of the Notice for the approval of the members of the company.

**Item No. 05**

Pursuant to the provisions of Section 149 and 152 of the Companies Act, 2013 and the Articles of Association of the Company, the Board recommended for regularization of Appointment of Ms. Dharmishtha Prashant Patel as Independent (Non-Executive) Director of the Company with

effect from 20<sup>th</sup> June, 2024 who was appointed as an Additional Independent Director with effect from 20<sup>th</sup> June, 2024 on the Board of the Company in terms of Section 161(1) of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013, (including any statutory

modifications or re-enactment thereof) and applicable provisions of the Articles of Association of the Company.

The Company has received consent and declaration that she meets the criteria of Independence under Section 149(6) of the Companies' Act, 2013. Ms. Dharmishtha Prashant Patel is to be regularized as Non-Executive Independent Director of the company for five consecutive years from the date of appointment and whose office shall not be liable to retire by rotation.

In View of the above, your Directors recommend the proposed resolution with or without modification as an Ordinary Resolution. None of the Directors and Key Managerial Personnel (including relatives of directors or key managerial personnel) of the Company except Ms. Dharmishtha Prashant Patel are in any way concerned or interested, financially or otherwise in this proposed resolution except to the extent of their shareholding in the Company, if any.

#### **Item No. 06**

Pursuant to the provisions of Section 149 and 152 of the Companies Act, 2013 and the Articles of Association of the Company, the Board recommended for regularization of Appointment of Mr. Ritesh Shivkumar Mishra as Independent (Non-Executive) Director of the Company with effect from 20<sup>th</sup> June, 2024 who was appointed as an Additional Independent Director with effect from 20<sup>th</sup> June, 2024 on the Board of the Company in terms of Section 161(1) of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013, (including any statutory modifications or re-enactment thereof) and applicable provisions of the Articles of Association of the Company.

The Company has received consent and declaration that he meets the criteria of Independence under Section 149(6) of the Companies' Act, 2013. Mr. Ritesh Shivkumar Mishra is to be regularized as Non-Executive Independent Director of the company for five consecutive years from the date of appointment and whose office shall not be liable to retire by rotation.

In View of the above, your Directors recommend the proposed resolution with or without modification as an Ordinary Resolution. None of the Directors and Key Managerial Personnel (including relatives of directors or key managerial personnel) of the Company except Mr. Ritesh Shivkumar Mishra are in any way concerned or interested, financially or otherwise in this proposed resolution except to the extent of their shareholding in the Company, if any.

#### **Item No. 07 & 08**

As per Section 197 of the Companies Act, 2013, total managerial remuneration payable by the Company to its directors, including managing director and whole-time director and its manager in respect of any financial year may be given to maximum permissible limit as per the provisions laid down in Section 198 of the Companies Act, 2013, provided that the same has been approved by the shareholders of the Company by way of Special Resolution.

Pursuant to the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company in meeting held on 18<sup>th</sup> May, 2024 recommended to increase in overall limit of managerial remuneration payable by the Company in respect of any financial year

beyond specified limits under Section 197 and computed in the manner laid down in Section 198 of the Companies Act, 2013.

Where in any Financial Year, the Company has no profits or profits are inadequate, the overall remuneration to Directors shall not exceed Rs. 3,00,00,000/- (Rupees Three Crore Only).

Accordingly, the Board recommends the resolution set out at item no. 7 & 8 for approval of members as Special resolution.

None of the Directors/Key Managerial Personnel of the Company/their relatives, except the Managing Director and Executive Director of the Company are in any way concerned or interested, in the said resolution.

The Particulars of the information, pursuant to the provisions of Schedule V, Part II, Section II, clause (A) of the Act are as under:

### 1. GENERAL INFORMATION

- a) Nature of Industry: The Company is engaged in the IT related services and trading of hardware instruments and the company is intending to enter into electric vehicle industry by installing EV Charging station at various location in the state of Andhra Pradesh and the company is engaged in industry characterized by rapid technological innovation, evolving industry standards, frequent new service introductions and changing customer demands.
- b) Date or expected date of commencement of Commercial Production: Not Applicable (Company is an existing company).
- c) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not applicable
- d) Standalone Financial performance based on given indicators:

**(In Lakhs)**

<b>PARTICULARS</b>	<b>FOR FINANCIAL YEAR ENDED 31ST MARCH, 2024</b>	<b>FOR FINANCIAL YEAR ENDED 31ST MARCH, 2023</b>
Total Revenue	5,367.46	2,414.23
Less: Total Expenditure	(3,497.45)	(1,527.66)
Profit before Tax	1,888.72	886.57
Less: Provision for Tax	(385.20)	(265.97)
Profit/ (Loss) After Tax	1,503.52	620.60

- e) Foreign investments or collaborations, if any: The Company has not made any foreign investments or collaborations

## 2. Information about the appointee

- a) Background details: Mr. Pratik Ramjibhai Kakadia is the Managing Director of the company from 19<sup>th</sup> May, 2024.
- b) Job profile and his suitability: Considering his knowledge of various aspects relating to the Company's affairs and long business experience, the Board of Directors is of opinion that for smooth and efficient running of the business.
- c) Remuneration proposed: As mentioned above.
- d) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin): Mr. Pratik Ramjibhai Kakadia has rich experience of handling various areas of business and is well known in the Industry. He has begun a lot of new initiatives in the Company since he joined as Managing Director. Considering their general industry and the specific company profile the proposed remuneration is in line with the industry levels and that of comparatively placed Companies in India.
- e) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel [or other director], if any: Mr. Pratik Ramjibhai Kakadia has a relationship with the Company as Managing Director. He holds the significant beneficial interest of 53.32% of shares of the Company.

**EXHIBIT TO THE NOTICE**

Details of Directors seeking Appointment/Re-appointment at the Annual General Meeting (Under Regulation 36 of the SEBI Listing Obligations and Disclosure Requirements, 2015)

**1. HETAL CHATURBHAI PATEL**

<b>NAME OF DIRECTOR</b>	<b>MS. HETAL CHATURBHAI PATEL</b>
DIN	08381794
Date of Birth	October 21, 1986
Brief resume and nature of expertise in specific functional areas	Hetal Chaturbhai Patel aged 36 years is the Non-Executive Director of the company. She holds degree of Bachelor of Commerce from Saurashtra University. She is presently acting as Director i.e. Member of Board of Directors of Shri Vinayak Sahakari Bank Limited.
No. of Equity Shares held in the Company	2,39,967
Names of listed entities (Including this listed entity) in which the person holds the Directorship and the Membership of Committees of the board*	Other Directorship- 0 Other Committee Membership- NIL
Disclosure of Relationships between Directors inter-se	She is not related to any of other Director of the Company Except Pratik Ramjibhai Kakadia
Names of listed entities from which the person has resigned in the three (3) years	NIL

*\*Committee includes Audit Committee, Nomination & Remuneration Committee and Stakeholder Relationship across all Listed Companies including this company.*

**2. DHARMISHTHA PRASHANTBHAI PATEL**

<b>NAME OF DIRECTOR</b>	<b>MS. DHARMISHTHA PRASHANTBHAI PATEL</b>
DIN	(10673623)
Date of Birth	May 14, 1990
Brief resume and nature of expertise in specific functional areas	Ms. Dharmishtha Prashant Patel, aged 34 years, is a qualified Company Secretary and having more than 10 year's experiences in the field of Secretarial Compliances.
No. of Equity Shares held in the Company	0
Names of listed entities (Including this listed entity) in which the person holds the Directorship and the Membership of Committees of the board*	Other Directorship- 0 Other Committee Membership- NIL
Disclosure of Relationships between Directors inter-se	She is not related to any of other Director of the Company

Names of listed entities from which the person has resigned in the three (3) years	NIL
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*\*Committee includes Audit Committee, Nomination & Remuneration Committee and Stakeholder Relationship across all Listed Companies including this company.*

### 3. RITESH SHIVKUMAR MISHRA

<b>NAME OF DIRECTOR</b>	<b>MR. RITESH SHIVKUMAR MISHRA</b>
DIN	(10674791)
Date of Birth	April 15, 1996
Brief resume and nature of expertise in specific functional areas	Mr. Ritesh Shivkumar Sharma aged 28 years, is a qualified Company Secretary and having more than 3 year's experience in the field of Secretarial Compliances.
No. of Equity Shares held in the Company	0
Names of listed entities (Including this listed entity) in which the person holds the Directorship and the Membership of Committees of the board*	Other Directorship- 0 Other Committee Membership- NIL
Disclosure of Relationships between Directors inter-se	He is not related to any of other Director of the Company
Names of listed entities from which the person has resigned in the three (3) years	NIL

*\*Committee includes Audit Committee, Nomination & Remuneration Committee and Stakeholder Relationship across all Listed Companies including this company.*

**BY ORDER OF THE BOARD OF THE DIRECTORS  
FOR, SAHANA SYSTEM LIMITED**

**SD/-  
PRATIK RAMJIBHAI KAKADIA  
MANAGING DIRECTOR  
DIN: 07282179**

**Registered Office:  
1301, Maple Trade Centre, Nr. Surdhara Circle,  
Sal Hospital Road, Thaltej, Memnagar,  
Ahmedabad-380052**

**Place: Ahmedabad  
Date: 06/09/2024**

## DIRECTORS' REPORT

TO

### THE MEMBERS OF THE COMPANY

Your Directors feel great pleasure in presenting 04<sup>th</sup> Annual Report on the business and operations of the Company together with the Audited Financial Statements for the year ended 31<sup>st</sup> March, 2024.

### 1. FINANCIAL HIGHLIGHTS

(Rs. in Lakhs except EPS)

S. NO.	PARTICULARS	CURRENT YEAR ENDED 31ST MARCH, 2024		PREVIOUS YEAR ENDED 31ST MARCH, 2023	
		Standalone	Consolidated	Standalone	Consolidated
1.	Total Revenue	5367.46	6904.76	2414.23	2414.23
2.	Other Income	18.71	24.31	-	-
3.	Total Income	5386.17	6929.07	2414.23	2414.23
4.	Profit before Depreciation & Amortization Expenses, Finance Cost and Tax	1909.66	2348.62	967.46	967.46
5.	Less : Depreciation and Amortization Expenses	12.69	27.03	16.65	16.65
6.	Finance Cost	8.25	13.64	64.24	64.24
7.	<b>Profit before Tax</b>	<b>1888.72</b>	<b>2307.95</b>	<b>886.57</b>	<b>886.57</b>
8.	Less: Provision for Tax	385.20	488.21	265.97	265.97
9.	Deferred Tax	-	(1.28)	-	-
10.	MAT Credit Entitlement	-	-	-	-
11.	<b>Profit after Tax</b>	<b>1503.52</b>	<b>1821.02</b>	<b>620.60</b>	<b>620.60</b>
12.	<b>Interim Dividend</b>	-	-	-	-
13.	<b>Profit for the year</b>	<b>1503.52</b>	<b>1821.02</b>	<b>620.60</b>	<b>620.60</b>
14.	<b>Earnings per share (EPS)</b>				
	<b>Basic</b>	<b>20.00</b>	<b>24.22</b>	<b>11.14</b>	<b>11.14</b>
	<b>Diluted</b>	<b>20.00</b>	<b>24.22</b>	<b>11.14</b>	<b>11.14</b>

## 2. REVIEW OF OPERATIONS

During the year under review on Standalone basis, the Company's Revenue from Operations stood at Rs. 5367.46 lakhs compared to Rs. 2414.23 lakhs in the previous year. The Net Profit for the year stood at Rs. 1503.52 Lakhs as against Rs. 620.60 Lakhs reported in the Previous Year.

During the year under review on Consolidated basis, the Company's Revenue from Operations stood at Rs. 6904.76 lakhs compared to Rs. 2414.23 lakhs in the previous year. The Net Profit for the year stood at Rs. 1821.02 Lakhs as against Rs. 620.60 Lakhs reported in the Previous Year.

## 3. CHANGE IN THE NATURE OF BUSINESS

During the year under review, there has been no change in the nature of business of the company.

However, after end of the Financial Year 2023-24 and before the date of Board Report, the Company has amended and add additional objects to its business vide Extra-Ordinary General Meeting held on 02<sup>nd</sup> May, 2024,.

## 4. CHANGE OF REGISTERED OFFICE

During the Year under review, There has been no change of registered office of the company.

However, after end of the Financial Year 2023-24 and before the date of Board Report, *the Company has its shifted its registered office from 901-A-Block, Mondeal Square, Nr. Iscon Elegance, S.G. Highway, Prahladnagar, Ahmedabad-380015 To 1301, Maple Trade Centre, Nr. Surdhara Circle, Sal Hospital Road, Thaltej, Memnagar, Ahmedabad-380052 w.e.f. 19<sup>th</sup> May, 2024.*

## 5. CHANGE IN MANAGEMENT

In view of the appointments and resignation of Directors in the Board of the Company, following is the revised Composition of the Board;

SR NO.	NAME OF THE DIRECTORS	DESIGNATION	DIN/PAN	STATUS
1.	HETANG ARUNKUMAR SHAH	Managing Director	02710970	Promoter/ Chairman
2.	HETAL CHATURBHAI PATEL	Non-Executive	08381794	Non-Independent
3.	EKTA ANKIT PATEL	Non-Executive	09574878	Independent Director
4.	NISHITA MAYANK SANGHVI	Non-Executive	09574964	Independent Director

After end of Financial Year and before date of Board Report, following is the revised Composition of the Board;

SR NO.	NAME OF THE DIRECTORS	DESIGNATION	DIN/PAN	STATUS
1.	PRATIK RAMJIBHAI KAKADIA	Managing Director	07282179	Promoter/ Chairman
2.	HETAL CHATURBHAI PATEL	Non-Executive	08381794	Non-Independent
3.	DHARMISHTHA PRASHANT PATEL	Non-Executive	10673623	Independent Director
4.	RITESH SHIVKUMAR MISHRA	Non-Executive	10674791	Independent Director

#### 6. ALTERATION OF MEMORANDUM OF ASSOCIATION AND ARTICLES OF ASSOCIATION

During the Year, the Company has not altered its Memorandum of Association and Articles of Association. However, *after end of the Financial Year and before the date of Board Report, Pursuant to the Extra-ordinary General Meeting held on 02<sup>nd</sup> May 2024, the Company has altered its Memorandum of Association by inserting additional object of the company.*

#### 7. DIVIDEND AND RESERVES

In order to conserve resources and to meet financial requirements to implement its future plans, your Directors do not propose any dividend for the year under review.

During the year under review ₹ Nil was transferred to General Reserves.

#### 8. SHARE CAPITAL OF THE COMPANY

**As on March 31, 2024, the Authorized, Issued, Subscribed and Paid-Up share capital of the Company was as follows:**

Share Capital	No. of Equity Shares	Face Value (₹)	Total Capital (In ₹)
<b>Authorized Capital</b>	1,00,00,000	10/-	10,00,00,000/-
<b>Issued/Subscribed and Paid up Capital</b>	79,96,493	10/-	7,99,64,930/-

Further, During the year, there was no change in the authorized share capital of the company, which was Rs. 10,00,00,000/- comprising of 1,00,00,000 Equity Shares of Rs. 10/- each.

**During the Year Company has increased its Paid up Capital in the manner set forth below:**

### Initial Public Offer

Date of Allotment	No of Equity Shares	Face Value (₹)	Issue Price (₹)	Consideration
07/06/2023	24,25,000	10/-	135/-	Cash Consideration

### Listing of Shares on SME exchange of NSE

Your directors are pleased to inform you that the Company's securities have been listed on SME Exchange of NSE Limited from 12<sup>th</sup> June, 2023.

### The company got its equity shares listed via Initial Public Offer on SME Exchange of NSE Limited:

The Company made initial Public Offer (IPO) for 24,25,000 Equity Shares for cash at a price of Rs. 135/- per share including a premium of Rs. 125/- per share aggregating to Rs. 3,273.75 Lakhs through an Initial Public Offer.

### 9. UTILIZATION OF FUNDS RAISED THROUGH ISSUE OF EQUITY SHARES ON INITIAL PUBLIC OFFER

The sum of 3,273.75 Lakhs raised during the year 2023-24 through issue of Equity Shares on Initial Public Offer has been fully utilized for the purpose for which it was raised as stated in letter of offer for right issue and there has been no deviation or variation in utilization of the money from Initial Public Offer.

### 10. MANAGEMENT DISCUSSIONS AND ANALYSIS

The Management Discussion and Analysis Report on the operations of the Company, as required under Regulation 34 read with Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'Listing Regulations') and as approved by the Board of Directors, is provided in a separate section and forms an integral part of this Report.

### 11. ANNUAL RETURN:

The Annual Return of the Company will be placed on the website of the company pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and Administration) Rules 2014, the web link of the same is at <https://www.sahanasystem.com/>

## 12. PUBLIC DEPOSITS:

During the year under review, the Company has not accepted any deposits within the meaning of Section 73 and 76 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014; *However, the Company has borrowed money as Unsecured Loan from Mr. Pratik Kakadia who is the promoter of the Company and M/s. Bartek Enterprise which is relative of KMP. However, as on date of board report, Mr. Pratik Kakadia is Managing Director of the company and as on 31<sup>st</sup> March, 2024, the company has repaid Loan to M/s. Bartek Enterprise.*

## 13. DIRECTORS' RESPONSIBILITY STATEMENT:

To the best of knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statement in terms of Section 134(3) (c) of the Companies Act, 2013:

- a. That in the preparation of the Annual Accounts for the year ended 31st March, 2024, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b. That 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 of the company for that period;
- c. That the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d. The Annual Accounts have been prepared on a going concern basis;
- e. That the directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- f. That the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## 14. CORPORATE GOVERNANCE REPORT

As per the provisions of Regulation 15(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the provisions related to Corporate Governance as specified in Regulations 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and Para C, D and E of Schedule V shall not apply to a listed entity being listed on SME Exchange of NSE.

Thereby presently the Company is not required to comply with the above provisions of Corporate Governance.

Accordingly, the Report on Corporate Governance and Certificate regarding compliance of conditions of Corporate Governance are not made a part of the Annual Report.

## **15. CORPORATE SOCIAL RESPONSIBILITY (CSR)**

The Company contributes progressively to the socio-economic and environmental advancement of the planet with 'Corporate Social Responsibility' ("CSR") at the very core of its existence. To meet its goals, the Company drives its corporate social responsibility agenda through its CSR arm.

The CSR Committee has formulated and recommended to the Board, a Corporate Social Responsibility Policy (CSR Policy) indicating the activities to be undertaken by the Company as specified under Schedule VII of the Act, which has been approved by the Board. The CSR Policy may be accessed on the Company's website at <https://www.sahanasystem.com/code-of-conduct-policies>.

The annual report on CSR showing initiatives undertaken by the Company during the year under review containing particulars as specified under Section 135 of the Companies Act, 2013 read with Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 is as per **Annexure-VI** to the Report.

## **16. ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING / OUTGO:**

Details regarding Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo are stated below:

Pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, details regarding Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo for the year under review are as follows:

### **A. Conservation of Energy**

a. Steps taken or impact on conservation of energy – The Operations of the Company do not consume energy intensively. However, Company continues to implement prudent practices for saving electricity and other energy resources in day-to-day activities.

b. Steps taken by the Company for utilizing alternate sources of energy – Though the activities undertaken by the Company are not energy intensive, the Company shall explore alternative sources of energy, as and when the necessity arises.

### **B. Technology Absorption**

a. The efforts made towards technology absorption – The Company continues to take prudential measures in respect of technology absorption, adaptation and take innovative steps to use the scarce resources effectively.

b. In case of imported technology (imported during the last three years reckoned from the beginning of the financial year) – Not Applicable

**C. The Particulars of Foreign Exchange and Outgo for the year under review are:**  
 (Rs. in Lakhs)

<b>PARTICULARS</b>	<b>YEAR ENDED 31ST MARCH, 2024</b>	<b>YEAR ENDED 31ST MARCH, 2023</b>
<b>FOREIGN EXCHANGE EARNING</b>	405.88	135.22
<b>FOREIGN EXCHANGE OUTGO</b>	NIL	NIL

**17. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES**

During the year under review, no employee was in receipt of remuneration exceeding the limits as prescribed under provisions of Section 197 of the Companies Act, 2013 and Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

The necessary disclosure with respect to the remuneration of Directors and employees as required under Section 197(12) of the Companies Act, 2013 and Rule 5 of Companies

(Appointment and Remuneration of Managerial Personnel) Rules, 2014 has been appended as **Annexure –I** to this Report.

**18. CASH FLOW AND CONSOLIDATED FINANCIAL STATEMENTS:**

As required by Regulation 34(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Cash Flow Statement is appended. As the Company have two subsidiary Companies, therefore, the company has published consolidated financial statements.

**19. DECLARATION BY INDEPENDENT DIRECTORS**

The Company has received declarations from all the Independent Directors of the Company confirming that they meet with the criteria of independence as prescribed under section 149(6) of the Companies Act, 2013 and Regulation 16 (1)(b) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**20. DIRECTORS AND KEY MANAGERIAL PERSONNEL**

The Board received a declaration from all the directors under Section 164 and other applicable provisions, if any, of the Companies Act, 2013 that none of the directors of the company is disqualified under the provisions of the Companies Act, 2013 (“Act”) or under the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015.

**(I) APPOINTMENT & RESIGNATION OF DIRECTORS**

During the financial year 2023-24, there were no changes in the board of directors of the company-

Accordingly, at present, the structure of Board of Directors is as follows:

SR. NO.	DESIGNATION	NAME OF DIRECTORS
1.	Managing Director & Chairman	Mr. HETANG ARUNKUMAR SHAH
2.	Non-Executive & Non-Independent	Mr. HETAL CHATURBHAI PATEL
3.	Independent Director (Non-Executive)	Ms. EKTA ANKIT PATEL
4.	Independent Director (Non-Executive)	Mr. NISHITA MAYANK SANGHVI

After end of the Financial Year 2023-24 and before date of Board Report, there were following changes in the board of directors of the company-

Name of Director	Date of Change	Particulars of Changes
Mr. Hetang Arunkumar Shah	15 <sup>th</sup> May, 2024	Resignation
Mr. Pratik Ramjibhai Kakadia	18 <sup>th</sup> May, 2024	Appointment as an Additional Director
Mr. Pratik Ramjibhai Kakadia	18 <sup>th</sup> May, 2024	Change in Designation From Additional Director to Managing Director
Ms. Ekta Ankit Patel	25 <sup>th</sup> April, 2024	Resignation
Ms. Nishita Mayank Sanghvi	20 <sup>th</sup> June, 2024	Resignation
Ms. Dharmishtha Prashant Patel	20 <sup>th</sup> June, 2024	Appointment as an Additional Independent Director
Mr. Ritesh Shivkumar Mishra	20 <sup>th</sup> June, 2024	Appointment as an Additional Independent Director

## (II) RETIREMENT BY ROTATION

In accordance with the provisions of Section 152 of the Companies Act, 2013 read with Companies (Management & Administration) Rules, 2014 and Articles of Association of the Company, Ms. Hetal Chaturbhai Patel (DIN: 08381794), Director of the Company, retires by rotation at the ensuing Annual General Meeting and being eligible, has offered herself for re-appointment and your Board recommends her re- appointment.

## (III) KEY MANAGERIAL PERSONNEL

During the year under review, there were following changes in Key Managerial Personnel of the company

Name of KMP	Date of Change	Particulars of Changes
Ms. Khushbu Ankitkumar Dalwadi	25 <sup>th</sup> August, 2023	Resignation
Ms. Kshiti Nahar	01 <sup>st</sup> January, 2024	Appointment of Company Secretary & Compliance Officer

Accordingly, at present, the following are the Key Managerial Personnel of the company:

SR. NO.	DESIGNATION	NAME OF KEY MANAGERIAL PERSONNEL
1.	Managing Director	Mr. Hetang Arunkumar Shah
2.	Chief Executive Officer (CEO)	Mr. Pratik Ramjibhai Kakadia
3.	Company Secretary & Compliance Officer (CS)	Ms. Kshiti Nahar
4.	Chief Financial Officer (CFO)	Mr. Jatin Dhirajlal Jogan

After end of the Financial Year 2023-24 and before date of Board Report, there were following changes in the Key Managerial Personnel of the company-

Name of KMP	Date of Change	Particulars of Changes
Mr. Hetang Arunkumar Shah	15 <sup>th</sup> May, 2024	Resignation
Mr. Pratik Ramjibhai Kakadia	18 <sup>th</sup> May, 2024	Appointment as Managing Director

## 21. MEETINGS OF THE BOARD

The Board meets at regular intervals to discuss and decide on Company / business policy and strategy apart from other Board business. A tentative annual calendar of the Board and Committee Meetings is informed to the Directors in advance to facilitate them to plan their schedule and to ensure meaningful participation in the meetings.

The notice of meeting of Directors and Committees is given well in advance to all the Directors of the Company. The agenda of the Board / Committee meetings is circulated not less than 7 days prior to the date of the meeting. The agenda for the Board and Committee meetings includes detailed notes on the items to be discussed at the meeting to enable the Directors to take an informed decision.

During the year under review, 14 (Fourteen) Board Meetings were convened and the intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

NAME OF DIRECTOR	CATEGORY	NUMBER OF MEETINGS WHICH DIRECTOR WAS ENTITLED TO ATTEND	MEETINGS ATTENDED
<b>Mr. HETANG ARUNKUMAR SHAH</b>	Managing Director	14	14
<b>Mr. HETAL CHATURBHAI PATEL</b>	Non-Executive Director	14	14
<b>MS. EKTA ANKIT PATEL</b>	Independent Director	14	14
<b>MS. NISHITA MAYANK SANGHVI</b>	Independent Director	14	14

## 22. SEPARATE MEETING OF INDEPENDENT DIRECTORS

As stipulated by the Code of Independent Directors under Schedule IV of the Companies Act, 2013, a separate meeting of the Independent Directors of the Company was held on 21<sup>st</sup> October, 2023 to review, among other things, the performance of non-independent directors and the

Board as whole, evaluation of the performance of the Chairman and the flow of communication between the Board and the management of the Company.

## 23. COMMITTEES OF THE BOARD

The Company's Board has the following Committees:

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholders Relationship Committee

### i) AUDIT COMMITTEE:

As on 31<sup>st</sup> March, 2024, there were 3 (three) members of Audit Committee, out of which 2 (two) members were independent Directors. As detailed charter of the Audit Committee is also available on the website of the Company.

During the financial year 2023-24, (7) meetings of Audit Committee were held on 16<sup>th</sup> May, 2023, 15<sup>th</sup> June, 2023, 18<sup>th</sup> August, 2023, 29<sup>th</sup> August, 2023, 24<sup>th</sup> October, 2023, 24<sup>th</sup> January, 2024 and 09<sup>th</sup> February, 2024.

The table below highlights the composition and attendance of the Members of the Committee. The requisite quorum was present at all the Meetings.

NAME OF MEMBERS	DESIGNATION	MEETINGS ATTENDED
<b>MS. NISHITA MAYANK SANGHVI</b>	CHAIRPERSON	7
<b>MS. EKTA ANKIT PATEL</b>	MEMBER	7
<b>MS. HETANG ARUNKUMAR SHAH</b>	MEMBER	7

The Company Secretary has acted as the Secretary to the Committee.

All the recommendations made by the Audit Committee were accepted by the Board of Directors. The terms of reference of the Audit Committee shall include but not limited to the following:

- a) To recommend the appointment/re-appointment/ re-placement and terms of appointment of the Auditors of the Company.

- b) To review and monitor Auditor's independence and performance and effectiveness of audit process.
- c) To review with the Management the Quarterly Financial Results before submission to the Board for approval.
- d) Review the adequacy of internal control system. Finding of any internal investigations by the internal auditors in to matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
- e) Approval or any subsequent modification of transactions of the Company with related parties.
- f) Reviewing the Company's risk management policy.
- g) To scrutinize inter-corporate loans and investments made by the Company.
- h) To evaluate the Internal Financial Controls and Risk Management Systems.
  
- i) To carry out valuation of undertakings and the assets of the Company, wherever it is necessary.
- j) To review, with the management, performance of Statutory and Internal Auditors, adequacy of the Internal Control System.
- k) To review the functioning of the Whistle Blower Mechanism.
- l) To approve appointment of Chief Financial Officer after assessing the qualifications, experience and background etc. of the candidate.
- m) To carry out any other function, as may be assigned to Audit Committee pursuant to any amendments to the Listing Regulations and the applicable provisions of the Act.
- n) To oversee the Company's financial reporting process and disclosure of the financial information to ensure that the financial statements are correct, sufficient and creditable.
- o) To review the following information/document:
  - Management Discussion and Analysis of financial condition and results of operation;
  - Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
  - Management letter/letters of internal control weakness issued by the Statutory Auditors;
  - Internal audit reports relating to internal control weakness;
  - Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of the Listing Regulations.

**ii) NOMINATION AND REMUNERATION COMMITTEE**

As on 31<sup>st</sup> March, 2024, there were 3 (three) members of Nomination and Remuneration Committee, out of which 2 (two) members were independent Directors. As detailed charter of the Nomination Remuneration Committee is also available on the website of the Company.

During the financial year 2023-24, 2 (Two) meetings of NRC were held on 18<sup>th</sup> August, 2023, and 01<sup>st</sup> January, 2024.

The table below highlights the composition and attendance of the Members of the Committee. The requisite quorum was present at the Meeting.

NAME OF MEMBERS	DESIGNATION	MEETINGS ATTENDED
<b>MS. NISHITA MAYANK SANGHVI</b>	CHAIRPERSON	2
<b>MS. EKTA ANKIT PATEL</b>	MEMBER	2
<b>MS. HETAL CHATURBHAI PATEL</b>	MEMBER	2

The Company Secretary has acted as the Secretary to the Committee.

The broad terms of reference of the NRC, as approved by the Board, are in compliance with Section 178 of the Companies Act, 2013 which are as follows:

- a) To lay down criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board of Directors a policy relating to the remuneration of the Directors, Key Managerial Personnel and other employees.
- b) To formulate a criteria for evaluation of performance of Independent Directors and the Board of Directors.
- c) To recommend remuneration to be paid to a Director for any service rendered by him to the Company which are of a professional nature and provide an opinion, whether such Director possess the requisite qualification for the practice of such profession.
- d) To identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down, and recommend to the Board of Directors their appointment and removal.
- e) To decide whether to extend or continue the term of appointment of the Independent Director, on the basis of the report of performance evaluation of Independent Directors.
- f) To recommend to the Board the appointment and removal of the Directors, including Independent Directors.
- g) Carrying out functions as delegated by the Board of Directors from time to time.

The Board of Directors has framed “Remuneration and Nomination Policy” which lays down a framework in relation to remuneration of Directors, Key Managerial Personnel and Senior Management of the Company. This policy also lays down criteria for selection and appointment of Board Members. The said Policy is annexed herewith as **Annexure - II** to this report.

### iii) STAKEHOLDERS RELATIONSHIP COMMITTEE

As on 31<sup>st</sup> March, 2024, there were 3 (three) members of Stakeholders Relationship Committee, out of which 2 (two) members were independent Directors. As detailed charter of the Stakeholders Relationship Committee is also available on the website of the Company.

During the financial year 2023-24, 18<sup>th</sup> August, 2023, 24<sup>th</sup> October, 2023 and 24<sup>th</sup> January, 2024 (Three) meeting of SRC were held as there are not more than 1000 shareholders.

The table below highlights the composition and attendance of the Members of the Committee. The requisite quorum was present at the Meeting.

NAME OF MEMBERS	DESIGNATION	MEETINGS ATTENDED
<b>MS. EKTA ANKIT PATEL</b>	CHAIRPERSON	03
<b>MS. NISHITA MAYANK SANGHVI</b>	MEMBER	03
<b>MR. HETANG ARUNKUMAR SHAH</b>	MEMBER	03

The Company Secretary has acted as the Secretary to the Committee.

Stakeholders Relationship Committee is empowered to oversee the Redressal of Stakeholders complaints pertaining to transfer of shares, non-receipt of annual reports, non-receipt of declared dividends, issue of duplicate certificates, transmission /demat / remat of shares and other miscellaneous grievances.

#### **24. ANNUAL PERFORMANCE EVALUATION BY THE BOARD**

Pursuant to the provisions of the Act and the Listing Regulations, a structured questionnaire was prepared after taking into consideration the various aspects of the Board's functioning, composition of the Board and its Committees, culture, execution and performance of specific duties, obligations and governance. The performance evaluation of the Directors was completed during the year under review.

The performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors and Non-Executive Director. The Board of Directors expressed their satisfaction with the evaluation process.

#### **25. DIRECTORS TRAINING AND FAMILIARIZATION**

The Company undertakes and makes necessary provision of an appropriate induction programme for new Director(s) and ongoing training for existing Directors. The new Director(s) are introduced to the Company culture, through appropriate training programmes. Such kind of training programmes helps develop relationship of the directors with the Company and familiarize them with Company processes. The management provides such information and training either at the meeting of Board of Directors or at other places.

The induction process is designed to:

- build an understanding of the Company's processes and
- fully equip Directors to perform their role on the Board effectively

Upon appointment, Directors receive a Letter of Appointment setting out in detail, the terms of appointment, duties, responsibilities and expectations from them.

#### **26. DETAILS OF FRAUD REPORT BY AUDITOR:**

As per auditors' report, no fraud u/s 143 (12) reported by the auditor.

## 27. AUDITORS

### (I) STATUTORY AUDITORS:

Based on the recommendation of the Audit Committee and the Board of Directors, Members of the Company at the 03<sup>rd</sup> Annual General Meeting held on 23<sup>rd</sup> September, 2023 appointed M/s. A. K. Ostwal & Co., Chartered Accountants (Firm Registration No. 107200W) as the statutory Auditors of the Company for financial year 2023-24 to fill in the casual vacancy caused by resignation of M/s. Rahul Mistri & Co.

Board hereby recommends to the Shareholders for the appointment of M/s. A.K. Ostwal & Co., Chartered Accountant (Firm Registration Number: 107200W), as a Statutory Auditor of the Company for a term of 4 (four) years commencing from the conclusion of the 04<sup>th</sup> Annual General Meeting until the conclusion of the 08<sup>th</sup> Annual General Meeting to be held on 2028.

Notes on financial statement referred to in the Auditor's Report are self-explanatory and do not call for any further comments. The Auditor's Report does not contain any qualification, reservation or adverse remark.

### (II) INTERNAL AUDITORS:

M/s. Shah Sanghvi & Associates, Chartered Accountants (FRN: 140107W) was appointed as an Internal Auditors of the Company in the Board Meeting held on 29<sup>th</sup> August, 2023 to conduct an internal audit of the Company for the F.Y. 2023-24.

The internal Auditor functions reports its findings and status thereof to the Audit Committee on a quarterly basis.

### (III) SECRETARIAL AUDITORS:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board, at its meeting held on 09<sup>th</sup> February, 2024, had appointed M/s. **Mukesh J. & Associates, Company Secretaries, Ahmedabad, Gujarat** to conduct Secretarial Audit of the company as applicable by virtue of listing of securities for the year ended on 31st March, 2024.

Secretarial Audit Report issued by M/s. **Mukesh J. & Associates**, , Company Secretaries in Form MR- 3 is annexed herewith as **Annexure IV** and forms an integral part of this Report. The reply to observations of Secretarial Auditor is attached as addendum to Directors report

## 28. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Internal financial controls of the company are adequate keeping in mind Company's business size and mode of operations. All process and safety measures are followed to protect from any financial or business loss, unauthorized use or disposition of its assets. All the transactions are properly regulated through proper channels to maintain control.

The Company is adhering to all the applicable Accounting Standards. Further, there are teams which look after the internal checks and verifies the internal control system in accordance with policies of the Company.

## **29. SUBSIDIARIES, ASSOCIATE COMPANIES AND JOINT VENTURES**

During the Year under Review, the Board, at its meeting held on 18<sup>th</sup> August, 2023, approved acquisition of 100% Equity Shares of Softvan Private Limited and Softvan Labs Private Limited and accordingly, both company have become wholly owned subsidiaries.

As on 31<sup>st</sup> March, 2024, the Company has two subsidiary company namely

- 1) Softvan Private Limited
- 2) Softvan Labs Private Limited

During the year under review, the Board of Directors reviewed the affairs of material subsidiaries. There has been no material change in the nature of the business of the subsidiaries.

In accordance with Section 129, 134 and 136 of the Act, read with rules made thereunder and Regulation 33 of the SEBI Listing Regulations, the Company has prepared the consolidated financial statements of the Company, which form part of this Annual Report. Further, a statement containing the salient features of the financial statements of subsidiaries in Form AOC-1, which is appended as **Annexure-VII** to the Board's report.

In accordance with Section 136 of the Act, the audited financial statements, including the consolidated financial statements and related information of the Company and audited accounts of its subsidiaries, are available on our website, at <https://www.sahanasystem.com/>.

The Company's Policy for determination of material subsidiary, as adopted by the Board of Director, in conformity with Regulation 16 of the SEBI Listing Regulations, can be accessed on the Company's website at <https://www.sahanasystem.com/>.

## **30. RELATED PARTY TRANSACTIONS**

All Related Party Transactions that were entered into during the financial year were on an arm's length basis, in the ordinary course of business and were in compliance with the applicable provisions of the Act and the Listing Regulations.

There were no materially significant Related Party Transactions made by the Company with Promoters, Directors, Key Managerial Personnel which may have a potential conflict with the interest of the Company at large. All Related Party Transactions are placed before the Audit Committee for approval. Prior omnibus approval of the Audit Committee is obtained for the transactions which are repetitive in nature.

A statement of all Related Party Transactions is placed before the Audit Committee for its review on a quarterly basis, specifying the nature, value and terms and conditions of the transactions, if any. The Company has adopted a Related Party Transactions Policy.

The details have been enclosed pursuant to clause (h) of subsection (3) of Section 134 of Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules 2014 – ‘AOC-2’- **Annexure III.**

**31. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS BY THE COMPANY:**

The particulars of loans, guarantees and investments, if any taken or given, have been disclosed in the financial Statement.

**32. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY**

The material changes and commitments affecting the financial position of the Company between the end of the financial year of the Company to which the financial statements relate and the date of the report are mentioned as below:

**Initial Public Offer & consequent listing of Shares on SME Exchange of NSE Limited:**

The Company made initial Public Offer (IPO) for 24,25,000 Equity Shares for cash at a price of Rs. 135/- per share including a premium of Rs. 125/- per share aggregating to Rs. 3,273.75 Lakhs through an Initial Public Offer. Your Directors are pleased to inform you that the Company's securities have been listed on SME Exchange of NSE Limited w.e.f 12<sup>th</sup> June, 2023.

**33. VIGIL MECHANISM / WHISTLE BLOWER POLICY**

In pursuance to Section 177 of the Companies Act, 2013, the Company has adopted a Vigil Mechanism / Whistle Blower Policy to deal with instance of fraud and mismanagement, if any.

The Company promotes ethical behavior in all its business activities and has adopted a mechanism of reporting illegal or unethical behavior. The Company has a whistle blower policy wherein the employees are free to report violations of laws, rules, regulations or unethical conduct to their immediate supervisor or such other person as may be notified by the management to the employees / workers. The mechanism also provides for adequate safeguards against victimization of directors and employees who avail of the mechanism and also provide for direct access to the Chairperson of the Audit Committee in the exceptional cases. The confidentiality of those reporting violation is maintained and they are not subjected to any discriminatory practice. However, no violation of laws or unethical conduct etc. was brought to the notice of the Management or Audit Committee during the year ended 31st March, 2024. We affirm that during the financial year 2023-24, no employee or director was denied access to the Audit Committee.

**34. RISK MANAGEMENT POLICY**

Your Company has an elaborated risk Management procedure and adopted systematic approach to mitigate risk associated with accomplishment of objectives, operations, revenues and regulations. Your Company believes that this would ensure mitigating steps proactively and help to achieve stated objectives. The entity's objectives can be viewed in the context of four categories Strategic, Operations, Reporting and Compliance. The Risk Management process of

the Company focuses on three elements, viz. (1) Risk Assessment; (2) Risk Management; (3) Risk Monitoring.

Audit Committee has been entrusted with the responsibility to assist the Board in (a) Overseeing and approving the Company's enterprise wide risk management framework; and (b) Overseeing that all the risk that the organization faces. The key risks and mitigating actions are also placed before the Audit Committee of the Company. Significant audit observations and follow up actions thereon are reported to the Audit Committee. The Committee reviews adequacy and effectiveness of the Company's internal control environment and monitors the implementation of audit recommendations, including those relating to strengthening of the Company's risk management policies and systems.

### **35. POLICY ON PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE**

Your company believes in providing a healthy, safe and harassment-free workplace for all its employees. Further company ensures that every women employee is treated with dignity and respect.

The Company has in place an Anti-Sexual Harassment Policy as per the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013.

Your Directors further states that during the year under review, there were no cases filed pursuant to the Sexual Harassment of Woman at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

### **36. Details of Application made or proceeding pending under Insolvency And Bankruptcy Code 2016**

During the year under the review, there were no applications made or proceedings pending in the name of the company under the insolvency and bankruptcy code, 2016.

### **37. Details of Difference between valuation amount on one time settlement and valuation while availing loan from banks and financial institutions.**

During the year under the review, there has been no one time settlement of loans taken from banks and financial institutions.

### **38. ACKNOWLEDGEMENT**

The Board of Directors wishes to express its gratitude and record its sincere appreciation for the commitment and dedicated efforts put in by all the employees. Your Directors take this opportunity to express their grateful appreciation for the encouragement, cooperation and support received by the Company from the local authorities, bankers, clients, suppliers and business associates. The directors are thankful to the esteemed shareholders for their continued support and the confidence reposed in the Company and its management.

**FOR, SAHANA SYSTEM LIMITED**

SD/-  
**PRATIK RAMJIBHAI KAKADIA**  
**MANAGING DIRECTOR**  
**DIN: 07282179**

**Registered Office:**  
**1301, Maple Trade Centre, Nr. Surdhara Circle,**  
**Sal Hospital Road, Thaltej, Memnagar,**  
**Ahmedabad-380052**

**Place: Ahmedabad**  
**Date: 06/09/2024**

**ANNEXURE I**

**DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**

The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year 2023-24,	Hetang Arunkumar Shah		Hetal Chaturbhai Patel
	Managing Director		Non-Executive & Non-Independent Director
	N.A.		N.A.
The ratio of the Fee for attending Board/Committee Meetings and Commission of each Director to the median remuneration of the employees of the Company for the financial year	Ekta Ankit Patel		Nishita Mayank Sanghvi
	Independent Director		Independent Director
	N.A.		N.A.
The percentage increase in remuneration of each director, if any, in the financial year 2023-24.	Hetang Arunkumar Shah		Hetal Chaturbhai Patel
	Managing Director		Non-Executive & Non-Independent Director
	N.A.		N.A.
The percentage increase in remuneration of each Key Managerial Personnel (KMP), if any, in the financial year 2023-24.	Pratik Ramjibhai Kakadia	Kshiti Nahar	Jatinkumar Dhirajlal Jogani
	Chief Executive Officer (CEO)	Company Secretary	Chief Financial Officer (CFO)
	N.A.	*N.A.	*N.A.
<p>(Explanation: (i) the expression “median” means the numerical value separating the higher half of a population from the lower half and the median of a finite list of numbers may be found by arranging all the observations from lowest value to highest value and picking the middle one;            (ii) if there is an even number of observations, the median shall be the average of the two middle values)</p> <p>* The Company has appointed Ms. Kshiti Nahar as Company Secretary of the Company during the F.Y. 2023-24 so The Percentage Increase in Remuneration of each Key Managerial Personnel is not applicable            * The Company has appointed Mr. Jatinkumar Dhirajlal Jogani as CFO of the Company during the F.Y. 2023-24 so The Percentage Increase in Remuneration of each Key Managerial Personnel is not applicable</p>			
The number of permanent employees on the rolls of the Company as on 31st March, 2024.	34		
The percentage increase in the median remuneration of employees in the financial year.	The median remuneration of the employees in the financial year was increased by 428.27%		
Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.	Average incremental in FY 2024 for Managerial Personnel: N.A.  Average incremental in FY 2024 for Non-Managerial Personnel: 428.27%  No Exceptional increase given in the Managerial Remuneration		
Affirmation that the remuneration is as per the remuneration policy of the Company	Yes		

\* Median calculated is against employees active throughout the full financial year in FY 2023-24.

**ANNEXURE II**  
**NOMINATION AND REMUNERATION POLICY**

**1. Preface:**

Sahana System Limited ("The Company"), in order to attract motivated and retained manpower in competitive market, to harmonize the aspirations of human resources consistent with the goals of the Company and in terms of the provisions of the Companies Act, 2013 and the SEBI (Listing Regulations and Disclosure Requirements) Regulation, 2015 as amended from time to time, this policy on nomination and remuneration of Directors, Key Managerial Personnel and Senior Management has been formulated and recommended by the Nomination and Remuneration Committee and approved by the Board of Directors.

**2. Objectives:**

The Key Objectives of the Nomination and Remuneration Policy would be:

- A. To guide the Board in relation to appointment and removal of Directors, Key Managerial Personnel and Senior Management.
- B. To evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board.
- C. To recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.

**3. Definition:**

- a) **"Board"** means Board of Directors of the Company.
- b) **"Director"** means Directors of the Company.
- c) **"Committee"** means the Nomination and Remuneration Committee of the Company as constituted or re-constituted by the Board.
- d) **"Company"** means Sahana System Limited
- e) **"Independent Director"** means a Director referred to in Section 149(6) of the Companies Act, 2013.
- f) **"Key Managerial Personnel"** means:
  - i. Executive Chairman or Chief Executive Officer and/or Managing Director;
  - ii. Wholetime Director;
  - iii. Chief Financial Officer;
  - iv. Company Secretary;
  - v. Such other Officer as may be prescribed under the applicable statutory provisions /regulations.

- g) **“Senior Management”** means personnel of the Company who occupy the position of Head of any department/ division/ unit.

Unless the context otherwise requires, words and expressions used in this policy and not defined herein but defined in Companies Act, 2013 as may be amended from time to time shall have the meaning respectively assigned to them therein.

#### **4. Guiding principles:**

The guiding principle is to lay down criteria and terms and conditions with regard to identifying persons who are qualified to become Directors (including Independent Director) and persons who may be appointed in Senior Management and Key Managerial positions and to determine their remuneration.

- a. To carry out evaluation of performance of Directors, Key Management Personnel as well as Senior Management Personnel.
- b. The level and composition of remuneration and the other terms of employment is reasonable and sufficient to attract, retain and motivate executives of the Company shall be competitive in order to ensure that the Company can attract and retain competent Executives.
- c. To determine remuneration based on Company's size and financial position and trends and practice on remuneration prevailing in the similar Industry. When determining the remuneration policy and arrangements for Directors/ KMP's and Senior Management, the Committee considers pay and employment conditions with peers / elsewhere in the competitive market to ensure that pay structures are appropriately aligned and that levels of remuneration remain appropriate in this context.
- d. The Committee while designing the remuneration package considers the level and composition of remuneration to be reasonable and sufficient to attract, retain and motivate the person to ensure the quality required to run the company successfully. The Committee considers that a successful remuneration policy must ensure that a significant part of the remuneration package is linked to the achievement of corporate performance targets and a strong alignment of interest with stakeholders.

#### **5. Coverage:**

##### **A. Policy on Appointment and Nomination of Directors, Key Managerial Personnel and Senior Management:**

##### **1.) Appointment criteria and qualifications:**

- a) The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director and KMP and recommend to the Board his / her appointee.

- b) A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the concerned position.
- c) The Company shall not appoint or continue the employment of any person as Wholetime Director who has attained the age of seventy years.

*Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.*

- d) Any appointment made at Senior Management Level shall be placed before the meeting of the Board of Directors of the Company.

## **2.) Tenure of Employment:**

### **a) Managing Director/Whole-time Director/Executive Director**

The Company shall appoint or re-appoint any person as its Executive Chairman, Managing Director, Whole-Time Director or Executive Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

### **b) Independent Director**

An Independent Director shall hold office for a term up to five consecutive years on Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.

No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly. However, if a person who has already served as an Independent Director for 5 years or more in the Company as on 1st October, 2014 or such other date as may be determined by the Committee as per regulatory requirement, he / she shall be eligible for appointment for one more term of 5 years only.

At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director Serves is restricted to seven listed companies as an Independent Director and three listed companies

as an Independent Director in case such person is serving as a Whole-time Director of a listed company.

The Committee shall satisfy itself with regard to the independent nature of the Director vis-à-vis the Company so as to enable the Board to discharge its function and duties effectively.

**c) Evaluation:**

The Committee shall evaluate performance of every Director, KMP and Senior Management Personnel at regular period of one year.

The Board shall take into consideration the performance evaluation Director, KMP and Senior Management Personnel at the time of Re-appointment.

**B. Policy on remuneration of Director, KMP and Senior Management Personnel:**

- 1) The remuneration/compensation/commission etc. to the Managing Director, KMP and Senior Management Personnel will be determined by the Committee and recommended to the Board for approval. The remuneration/compensation/commission etc. shall be subject to the prior/post approval of the shareholders of the Company and Central Government, wherever required.
- 2) The remuneration and commission to be paid to the Managing Director shall be in accordance with the provisions of the Companies Act, 2013, and the rules made there under.
- 3) Increments to the existing remuneration / compensation structure may be recommended by the Committee to the Board which should be within the slabs approved by the Shareholders in the case of Managing Director.
- 4) Where any insurance is taken by the Company on behalf of its Managing Director, Chief Executive Officer, Chief Financial Officer, the Company Secretary and any other employees for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel. Provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.
- 5) Remuneration to Whole-time/ Executive/ Managing Director, KMP and Senior Management Personnel;

**a) Fixed Pay:**

The Managing Director / KMP and Senior Management Personnel shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee. The break-up of the pay scale and quantum of perquisites including, employer's contribution to P.F, pension scheme, medical expenses, club fees etc. shall be decided and approved by the Board on the

recommendation of the Committee and approved by the shareholders and Central Government, wherever required.

**b) Minimum Remuneration:**

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Managing Director in accordance with the provisions of Schedule V of the Companies Act, 2013 and if it is not able to comply with such provisions, with the previous approval of the Central Government.

**c) Provisions for excess remuneration:**

If any Managing Director draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Companies Act, 2013 or without the prior sanction of the Central Government, where required, he/she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company. The Company shall not waive recovery of such sum refundable to it unless permitted by the Central Government.

6) Remuneration to Non- Executive / Independent Director;

**a) Remuneration / Commission:**

The remuneration / commission shall be fixed as per the slabs and conditions mentioned in the Articles of Association of the Company and the Companies Act, 2013 and the rules made thereunder.

**b) Sitting Fees:**

The Non- Executive / Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee thereof. Provided that the amount of such fees shall not exceed Rs. One lakh per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.

The Independent Director shall be entitled to reimbursement of expenses for participation in the Board and other meeting.

**c) Commission:**

Commission may be paid within the monetary limit approved by shareholders, subject to the limit not exceeding 1% of the profits of the Company computed as per the applicable provisions of the Companies Act, 2013.

**d) Stock Options:**

An Independent Director shall not be entitled to any stock option of the Company.

## **6. Reward principles and objectives:**

Our remuneration policy is guided by a common reward framework and set of principles and objectives as particularly envisaged under section 178 of the Companies Act 2013, interalia principles pertaining to determining qualifications, positives attributes, integrity and independence etc.

## **7. Disclosure of Information:**

Information on the total remuneration of members of the Company's Board of Directors, Executive Board of Management and senior management may be disclosed in the Company's annual financial statements.

## **8. Application of the Nomination and Remuneration Policy**

This Nomination and Remuneration Policy shall apply to all future employment agreements with members of Company's Senior Management including Key Managerial Person and Board of Directors.

The Remuneration Policy is binding for the Board of Directors. In other respects, the Remuneration Policy shall be of guidance for the Board. The Board of Director reserves the right to modify the policy as and when recommended by the Nomination and Remuneration Committee either in whole or in part without assigning any reason whatsoever.

**Annexure III**
**FORM NO. AOC-2**

[Pursuant to Clause (h) of Sub-Section (3) of Section 134 of the Companies Act, 2013 and Rules 8 (2) of the Companies (Accounts) Rules, 2014]

**Form for disclosure of particulars of Contracts / Arrangements entered into by the Company with the Related Parties referred to in Sub-Section (1) of Section 188 of the Companies Act, 2013 including certain Arm's Length transactions under third proviso thereto:**

**A. DETAILS OF CONTRACTS OR ARRANGEMENTS OR TRANSACTIONS NOT AT ARM'S LENGTH**

**BASIS:** There are no such transactions during the year which are not at arm's length basis.

**B. DETAILS OF CONTRACTS OR ARRANGEMENTS OR TRANSACTIONS AT ARM'S LENGTH BASIS:**

i.	Name (s) of the Related Party and nature of Relationship	Pratik Kakadia- Managing Director	Kshiti Nahar- Company Secretary	Hetal Pratikbhai - Director/ Promoter Group	Bartek Enterprise- Promoter Group	Nidhi Nanwal- Assistant Company Secretary	Shri Vinayak Sahakari Bank Ltd- Enterprise in which promoter exercise control	Softvan Private Limited- Subsidiary Company	Softvan Labs Private Limited- Subsidiary Company
ii.	Nature of contract/ arrangement/ transactions	Remuneration Loan Taken Loan Repaid	Salary	Loan Taken Loan Repaid	Loan Taken Loan Repaid	Salary	Sales	Purchase of Services Sale of Services	Sale of Services
	Duration of contract/ arrangements/ transactions	Transactional	01/01/2024 TO 31/03/2024	Transactional	Transactional	01/02/2024 TO 31/03/2024	01/04/2022 TO 31/03/2023	Transactional	Transactional
iii.	Salient Terms of contract/ arrangements/ transactions including the value if any	Rs. 60.00 Lakhs Rs. 255.77 Lakhs Rs. 129.47 Lakhs	Rs. 0.45 Lakhs	Rs. 1302.59 Lakhs Rs. 284.31 Lakhs	Rs. 70.70 Lakhs Rs. 120.59 Lakhs	Rs. 1.03 Lakhs	Rs. 0.40 Lakhs	Rs. 6.01 Lakhs Rs. 40 Lakhs	Rs. 18 Lakhs
iv.	Date(s) of approval	26/04/2023	26/04/2023	26/04/2023	26/04/2023	26/04/2023	26/04/2023	26/04/2023	26/04/2023

	by the Board								
<b>v.</b>	Amount paid as Advances, if any	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL

**FOR, SAHANA SYSTEM LIMITED**

**SD/-**  
**PRATIK RAMJIBHAI KAKADIA**  
**MANAGING DIRECTOR**  
**DIN: 07282179**

**Registered Office:**  
**1301, Maple Trade Centre, Nr. Surdhara Circle,**  
**Sal Hospital Road, Thaltej, Memnagar,**  
**Ahmedabad-380052**

**Place: Ahmedabad**  
**Date: 06/09/2024**

ANNEXURE-IV

FORM MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024

*[Pursuant to Section 204(1) of the Companies Act, 2013 and rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]*

To,  
The Members,  
SAHANA SYSTEM LIMITED,  
1301, Maple Trade Centre, Nr. Surdhara Circule,  
Sal Hospital Road, Thaltej, Memnagar, Ahmedabad-380052.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **SAHANA SYSTEM LIMITED (CIN: L72500GJ2020PLC112865)** (hereinafter called "the Company"). Secretarial audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conduct of statutory compliance and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of the secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2024, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms, and returns filed and other records maintained by the Company for the financial year ended on March 31, 2024, according to the provisions of:

- (i) The Companies Act, 2013 ('the Act') and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, there being no Overseas Direct Investment and External Commercial Borrowings; *Not applicable for the period under review.*

(v) The following Regulations and Guidelines are prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):

a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ('the Regulations');

c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;

e) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

f) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018: Not applicable for the review period; *Not applicable as there was no reportable event during the financial year under review.*

g) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; *Not applicable as there was no reportable event during the financial year under review.*

h) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulation, 2021; *Not applicable as there was no reportable event during the financial year under review.*

i) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.

j) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; *Not applicable as there was no reportable event during the financial year under review.*

(vi) As informed to us, there are no laws that are specifically applicable to the Company based on its sector/industry.

We have also examined compliance with the applicable clauses of the following:

a) Secretarial Standards issued by the Institute of Company Secretaries of India;

b) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR').

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except following:

- 1.) *During the year under review, the company has accepted loans and advances from Mr. Pratik Kakadia in capacity of promoter. However in current date he is MD in current date.*
- 2.) *Pursuant to Regulation 6 (1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Any Vacancy in the office of the Compliance Officer shall be filled by the listed entity at the earliest and in any case not later than three months from the date of such vacancy. However, the company has not filled up casual vacancy of the compliance officer within three months from the date of vacancy of compliance officer and consequently, NSE has imposed penalty on company of Rs. 37,000/- (Plus GST) as the Company has failed to comply Regulation 6(1) of the SEBI (LODR) Regulation, 2015.*

**We further report that:**

The Board of Directors of the Company is duly constituted with the proper balance of the Executive Directors, Non-Executive Directors, and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at shorter notice, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

The majority decision is carried unanimously while the dissenting members' views if any are captured and recorded as part of the Minutes.

**We further report that** there are adequate systems and processes commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations, and guidelines.

**We further report that** during the audit period under review, The Company made initial Public Offer (IPO) for 24,25,000 Equity Shares for cash at a price of Rs. 135/- per share including a premium of Rs. 125/- per share aggregating to Rs. 3,273.75 Lakhs through an Initial Public Offer. The Company's securities have been listed on SME Exchange of NSE Limited w.e.f 12th June, 2023.

**We further report that** *during the audit period under review, the Company has acquired 100% equity shares of Softvan Private Limited and Softvan Labs Private Limited for consideration of Rs. 15 Cr which is payable in cash consideration and non-cash consideration with one or more tranches as mentioned in Share purchase Agreement dated 18<sup>th</sup> August, 2023 and the company has agreed to pay 50% cash consideration in two or more tranches and 50% consideration through swap of equity shares of Softvan Private Limited and Softvan Labs Private Limited. However, The In-principle application for exchange approval was filed later at the time of swap allotment.*

Apart from the above-stated Corporate actions, there were no specific events/actions were having a major bearing on the Company's affairs in pursuance of the above-referred laws, rules, regulations, guidelines, standards, etc during the audit period under review. *However, After the Financial Year 2023-24 but before date of this report, the Company has allotted 2,39,773 Equity shares having face value of Rs. 10/- each at price of Rs. 824/- per share for cash consideration and other than cash consideration to Non-Promoters at the Board Meeting held on 08<sup>th</sup> July, 2024 and the company has received In-principal approval of Right Issue aggregating upto Rs. 49 Crores from NSE on 21<sup>st</sup> June, 2024.*

**For, MUKESH J & ASSOCIATES,  
Company Secretaries  
(ICSI Unique Code: S2021GJ796900)  
Peer Review Certificate No.: 2874/2023**

**Mukesh Jiwnani  
Proprietor  
ACS No: 29793  
COP No: 23381  
UDIN: A029793F001122610**

**Place: Ahmedabad  
Date: 03/09/2024**

**Note: This report is to be read with our letter of even date which is annexed as 'ANNEXURE A' and forms an integral part of this report.**

**Annexure A**

To,

The Members,

**SAHANA SYSTEM LIMITED,**

1301, Maple Trade Centre, Nr. Surdhara Circule,

Sal Hospital Road, Thaltej, Memnagar, Ahmedabad-380052.

Our report of even date is to be read along with this letter.

1. The maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on a test basis to ensure those correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company has also compliance with Tax Laws.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules, and regulations and happening of events, etc.
5. Compliance with the provisions of corporate laws, rules, regulations, and standards is the responsibility of management. Our examination was limited to the verification of procedures on a test basis.
6. As regards the books, papers, forms, reports, and returns filed by the Company under the provisions referred to in our Secretarial Audit Report in Form No. MR-3 the adherence and compliance to the requirements of the said regulations is the responsibility of management. Our examination was limited to checking the execution and timeliness of the filing of various forms, reports, returns, and documents that need to be filed by the Company with various authorities under the said regulations. We have not verified the correctness and coverage of the contents of such forms, reports, returns, and documents.
7. The secretarial audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For, MUKESH J & ASSOCIATES,**

**Company Secretaries**

**(ICSI Unique Code: S2021GJ796900)**

**Peer Review Certificate No.: 2874/2023**

**Mukesh Jiwnani**

**Proprietor**

**ACS No: 29793**

**COP No: 23381**

**UDIN: A029793F001122610**

**Place: Ahmedabad**

**Date: 03/09/2024**

**ADDENDUM TO SECRETARIAL REPORT FOR THE YEAR 2023-24 IN RESPECT OF OBSERVATIONS MADE BY SECRETARIAL AUDITOR REPORT ON THE SECRETARIAL AUDIT OF SAHANA SYSTEM LIMITED FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2024.**

<b>Ref No.</b>	<b>SECRETARIAL AUDITOR'S OBSERVATIONS</b>	<b>COMPANY'S REPLY</b>
1.	During the year under review, the company has accepted loans and advances from Mr. Pratik Kakadia in capacity of promoter However in current date he is MD in current date	The Management has replied that the Company has obtained loan from directors/promoters.
2.	Pursuant to Regulation 6 (1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Any Vacancy in the office of the Compliance Officer shall be filled by the listed entity at the earliest and in any case not later than three months from the date of such vacancy. However, the company has not filled up casual vacancy of the compliance officer within three months from the date of vacancy of compliance officer	The Management has replied that they were trying to find suitable candidate for listed entity and after that, the company has found suitable candidate and she has denied to join on the date of appointment and hence the finding of suitable alternate candidate has lead to the delay.

## Schedule - V

### MANAGEMENT DISCUSSION & ANALYSIS REPORT

#### KEY ECONOMIC AND INDUSTRY TRENDS

The IT & BPM sector has become one of the most significant growth catalysts for the Indian economy, contributing significantly to the country's GDP and public welfare. The IT industry accounted for 7.5% of India's GDP in FY23, and it is expected to contribute 10% to India's GDP by 2025.

As innovative digital applications permeate sector after sector, India is now prepared for the next phase of growth in its IT revolution. India is viewed by the rest of the world as having one of the largest Internet user bases and the cheapest Internet rates, with 76 crore citizens now having access to the Internet.

The current emphasis is on the production of significant economic value and citizen empowerment, thanks to a solid foundation of digital infrastructure and enhanced digital access provided by the Digital India Programme. India is one of the countries with the quickest pace of digital adoption. This was accomplished through a mix of government action, commercial innovation and investment, and new digital applications that are already improving and permeating a variety of activities and different forms of work, thus having a positive impact on the daily lives of citizens.

India has emerged as the fastest-growing major economy in the world and is expected to be one of the top three economic powers in the world over the next 10-15 years, backed by its robust democracy and strong partnerships.

The importance of technology in our modern world means that the technology industry is a true force to be reckoned with. The sheer size of the industry makes it one of the dominant sectors in the global economy, and the rapid growth and rate of change within the industry make it a central player in developing business standards and regulations. The impact of technology goes far beyond the core tech industry, though. While there are myriad opportunities directly related to digital product development or service delivery, there are countless more opportunities opening up around the world as technology influences every business and every industry vertical.

The IT & BPM sector has become one of the most significant growth catalysts for the Indian economy, contributing significantly to the country's GDP and public welfare. The IT industry accounted for 7.4% of India's GDP in FY22, and it is expected to contribute 10% to India's GDP by 2025.

As innovative digital applications permeate sector after sector, India is now prepared for the next phase of growth in its IT revolution. India is viewed by the rest of the world as having one of the largest Internet user bases and the cheapest Internet rates, with 76 crore citizens now having access to the internet.

The current emphasis is on the production of significant economic value and citizen empowerment, thanks to a solid foundation of digital infrastructure and enhanced digital access provided by the Digital India Programme. India is one of the countries with the quickest pace of digital adoption. This was accomplished through a mix of government action, commercial innovation and investment, and new digital applications that are already improving and permeating a variety of activities and different forms of work, thus having a positive impact on the daily lives of citizens.

India is the topmost offshoring destination for IT companies across the world. Having proven its capabilities in delivering both on-shore and off-shore services to global clients, emerging technologies now offer an entire new gamut of opportunities for top IT firms in India.

According to the National Association of Software and Service Companies (NASSCOM), the Indian IT industry's revenue touched US\$ 227 billion in FY22, a 15.5% YoY growth and was estimated to have touched US\$ 245 billion in FY23.

The IT spending in India is estimated to record a double-digit growth of 11.1% in 2024, totalling US\$ 138.6 billion up from US\$ 124.7 billion last year.

The Indian software product industry is expected to reach US\$ 100 billion by 2025. Indian companies are focusing on investing internationally to expand their global footprint and enhance their global delivery centres.

The data annotation market in India stood at US\$ 250 million in FY20, of which the US market contributed 60% to the overall value. The market is expected to reach US\$ 7 billion by 2030 due to accelerated domestic demand for AI.

India's IT industry is likely to hit the US\$ 350 billion mark by 2026 and contribute 10% towards the country's gross domestic product (GDP), Infomerics Ratings said in a report.

As an estimate, India's IT export revenue rose by 9% in constant currency terms to US\$ 194 billion in FY23. Exports from the Indian IT services industry stood at US\$ 199 billion in FY24.

The export of IT services has been the major contributor, accounting for more than 53% of total IT exports (including hardware).

BPM and engineering and R&D (ER&D) and software products exports accounted for 22% and 25%, respectively of total IT exports during FY23.

Exports from the Indian IT industry stood at US\$ 194 billion in FY23. The export of IT services was the major contributor, accounting for more than 51% of total IT exports (including hardware). BPM, and Software products and engineering services accounted for 19.3% and 22.1% each of total IT exports during FY23.

The IT industry added 2.9 lakh new jobs taking the industry's workforce tally to 5.4 million people in FY23.

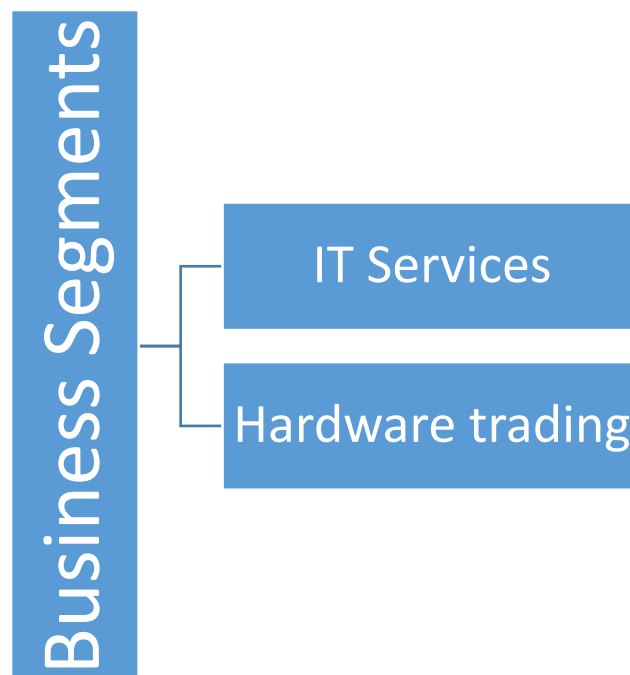
## BUSINESS SEGMENT

We have been certified as CMMI Maturity Level – 3 in E-Commerce department by Equalitas Certifications Limited, a CMMI Institute Partner and we have also received ISO 9001:2015 and ISO/IEC 27001:2013 accreditation from Equalitas Certifications Limited. Our Company is also recognized as a start up by the Department for Promotion of Industry and Internal Trade, Ministry of Commerce & Industry vide certificate no. DIPP57260. The recognition certificate is valid for 10 years

from the date of incorporation of the Company till up to February 19, 2030. The Company is registered under “IT Services” Industry and “Product Development” sector.

We are engaged in the business of offering IT related services including web app development, mobile application development, AI & ML development, ChatBot development, product prototyping, graphics designing, UI / UX design, SEO & ASO, digital marketing, website & application migration, cyber security and outsourcing of IT services. Some of the industries we cater to includes healthcare, surveillance, retail, education / e learning, restaurants, banking, media & entertainment and fintech. We are also engaged in the trading of hardware instruments related to Franking Machines / Computers / LED / Laptops. So far, we have been successful in getting repeated order from our clients.

The Company operates in the following segments:





Period	Total Revenue (Rs. In Lakhs)	IT Services		Hardware Trading	
		Revenue (Rs. In Lakhs)	Contribution in revenue from operations	Revenue (Rs. In Lakhs)	Contribution in revenue from operations
FY 2022	1,217.40	835.38	68.62%	382.02	31.38%
FY 2023	2,414.23	1,135.51	47.03%	1,278.72	52.97%
FY 2024	5,367.46	5,136.66	95.70%	230.80	04.30%

### Our Business Segments

1. Web app development
2. Mobile application development
3. AI & ML Development
4. ChatBot Development
5. Product prototyping
  
6. Graphics designing
7. UI/UX design
8. SEO & ASO
9. Digital Marketing
10. Website & Application Migration
11. Cyber Security
12. Hardware Trading

### Our Competitive Strengths

1. End to end IT services
2. Leveraging the experience of our Promoter
3. Quality of Services
4. Certifications, Awards and Accreditations

### Our Business Strategy

1. Expand our domestic and international presence
2. Focus on new service offerings and technology enabled through innovation
3. Enhancing Operating Effectiveness and Efficiency
4. Enter into growing Electric Vehicle Industry

### KEY FACTORS AFFECTING THE RESULTS OF OPERATIONS

Our Company's future results of operations could be affected potentially by the following factors:

1. Changes in Laws and Regulations that apply to our Industry.
2. Changes in Fiscal, Economic or Political conditions in India
3. Company's inability to retain experienced staff.
4. Failure to adapt the changing technology in our industry of operation may adversely affect our business.
5. Failure to comply with regulations prescribed by authorities of the jurisdiction in which we operate.
6. Competition with existing and new entrants
7. Reduction of the subcontract from the big contracting Company.

### CUSTOMERS OF THE COMPANY

Our top ten customers contribute to 89.08%, 82.00% and 91.46% of our revenue from operations for the financial year ended Financial Year 2024, Financial Year 2023, and Financial Year 2022 respectively. The loss of a significant client would have a material adverse effect on our financial results. We cannot assure you that we can maintain the historical levels of business from these clients or that we will be able to replace these clients in case we lose any of them. Furthermore, major events affecting our clients, such as bankruptcy, change of management, mergers and acquisitions could adversely impact our business. If any of our major clients becomes bankrupt or insolvent, we may lose some or all of our business from that client and our receivable from that client would increase and may have to be written off, adversely impacting our financial condition and profitability.

A customer's decision to purchase our services or products often involves a comprehensive implementation process across the customer's network(s) which includes customer education, evaluation by a number of employees in our customers' organization and, often, a significant strategic or operational decision by our customers. Our sales efforts involve educating our customers about the use and benefits of our products and solutions, including any potential cost savings achievable by organization that partner with us

### STRATEGIC RESPONSES TO OPPORTUNITIES AND THREATS

OPPORTUNITY / THREAT	SAHANA APPROACH
Competition	<p>We face competition from various organized and unorganized players in the market. Competition emerges from small as well as big players operating in the IT industry. The organized players in the industry compete with each other by providing low-rated product, high quality, consistent and time bound products and value-added services. We believe the principal elements of competition in our business are consistent and quality products, their prioritized production and delivery and strong relations with suppliers.</p> <p>We do not have formal agreement with customers and thus they may procure from other suppliers. Some of players may already have a robust procurement network and develop better relations with customers, which could impact our revenue and profitability. In the future, we may also face competition from new entrants in the segment</p>
Insurance	<p>We maintain insurance coverage on our office premises / meeting rooms etc. We believe that we maintain all material insurance policies that are customary for companies operating in our industry. The insurance policies are reviewed periodically to ensure that the coverage is adequate. Our insurance</p>

	<p>policies are generally annual policies that we renew regularly. Although we attempt to limit and mitigate our liability for damages our insurance may not be enforceable in all instances, or the limitations of liability may not protect us from entire liability for damages.</p>
Growth in the Indian economy	<p>General economic conditions in India have a significant impact on our results of operations. The Indian economy has grown rapidly over the past decade and is expected to continue to grow in the future. We believe growth in the overall economy has driven, and will drive, the underlying demand for our products.</p>
Fluctuations in demand for our services	<p>Our top ten customers contribute to 89.80%, 82.00% and 91.46% of our revenue from operations for the financial year ended Financial Year 2024, Financial Year 2023, and Financial Year 2022 respectively. The loss of a significant client would have a material adverse effect on our financial results. We cannot assure you that we can maintain the historical levels of business from these clients or that we will be able to replace these clients in case we lose any of them. Furthermore, major events affecting our clients, such as bankruptcy, change of management, mergers and acquisitions could adversely impact our business. If any of our major clients becomes bankrupt or insolvent, we may lose some or all of our business from that client and our receivable from that client would increase and may have to be written off, adversely impacting our financial condition and profitability.</p>

## RISK AND CONCERN

The risk management function is integral to the company and its objectives includes ensuring that critical risk are identified continuously, monitored and managed effectively in order to protect the company's business. However, the changes in the tax laws, Government policies and regulatory requirement might affect the company's business. The management has laid down robust risk management framework essential for identification, assessment, monitoring and mitigation of various risks to ensure smooth flow of operations adhering to stringent guidelines.

## OUTLOOK

The profit margins in the industry are high. However, the Company has taken required remedial measures. The Company is confident to meet the challenges with its strength in marketing network, its strategic planning, Research & Development and cost reduction exercise.

## FINANCIAL PERFORMANCE OVERVIEW

The discussions in this section relate to the Rupee-denominated financial results pertaining to the year that ended March 31, 2024. The financial statements of Sahana System Limited are prepared in accordance with the Indian Accounting Standards (referred to as 'Ind AS') prescribed under section 133 of the Companies Act, 2013, as amended from time to time. Significant accounting policies used in the preparation of the financial statements are disclosed in the notes to the financial statements. The following table gives an overview of the financial results of the company:

(Rs in Lakhs except EPS)

	F.Y 2023-24			F.Y 2022-23	
	Revenue	% of Revenue	Growth	Revenue	% of Revenue
Revenue from operations	5,367.46	99.65%	2.22 Times	2,414.23	100%
Earnings before interest, tax, depreciation and amortization (EBITDA) (before other income)	1909.66	35.45%	1.97 Times	967.46	40.07%
Profit Before Tax (PBT)	1888.72	35.06%	2.13 Times	886.19	36.71%
Earnings per share (in Rs.)	20	-	1.74 Times	11.48	-

## ANALYSIS OF REVENUE GROWTH

On a reported basis, SSL' revenue grew 2.22 Times in FY 2024, compared to the prior year.

## DETAILS OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS

	2023-24	2022-23
Debtors Turnover Ratio	5.48	4.02
Inventory Turnover Ratio	N.A.	
Debt Service Coverage Ratio	183.78	9.92
Current Ratio	1.48	1.71
Debt Equity Ratio	0.24	0.45
Trade Payable turnover Ratio	2.95	4.66
Net Profit Margin	0.28	0.26
Return on Equity Ratio	0.47	0.83
Return on Capital Employed	0.29	0.56
P/E Ratio	0.87	0.87
Return on Investment	0.00	0.00

**DETAILS OF ANY CHANGE IN RETURN ON NET WORTH AS COMPARED TO THE IMMEDIATELY PREVIOUS FINANCIAL YEAR ALONG WITH A DETAILED EXPLANATION THEREOF:**

F.Y 2023-24 is a landmark year for your company, as the company got listed on NSE (National Stock Exchange) having completed a successful IPO by raising Rs. 32.73 Crore which received a strong support from investors at large i.e. Indian as well as International investors. The Company has incurred the 2.13 times more profit during the year as compare to last year by expanding the business.

**INTERNAL CONTROL SYSTEMS & RISK MANAGEMENT**

The Internal Control System facilitates the effectiveness and efficiency of Company operations and ensures the reliability of financial information and compliance with laws and regulations. In particular, the accounting control system is an important element of the Internal Control System as it helps ensure that the Company is not exposed to excessive financial risks and that financial internal and external reporting is reliable.

Your Company has robust internal audit and control systems. They are responsible for independently evaluating the adequacy of internal controls and provide assurance those operations and business units adhere to internal policies, processes and procedures as well as regulatory and legal requirements. Internal audit team defines and review scope, coordinates and conducts risk based internal audits with quarterly frequency across Company through their audit firm. Existing audit procedures are reviewed periodically to enhance effectiveness, usefulness and timeliness. The Internal control procedures include proper authorization and adherence to authorization matrix, segregation of roles and responsibilities, physically verification, checks and balances and preventive checks on Compliance risk and overseeing of periodical financials etc.

Internal audit entails risk assessment and detailed verification of processes, adequacy of maintenance of accounting records, documentation and supporting, authorizations, review of internal controls, compliance with management policies and laid down procedures, compliance with applicable accounting standards and to verify adherence with applicable statutes, rules, regulation, byelaws, and circulars of the relevant statutory and regulatory authorities.

Your Company continuously monitors and revisits the risks associated with its business. It has institutionalized the procedure for identifying, minimizing and mitigating risks and the same are reviewed periodically. The Company's Structured Risk Management Process attempts to provide confidence to the stakeholders that the Company's risks are known and well managed. The management of the Company has identified some of the major areas of concern having inherent risk, viz. Client Concentration, Technology Risks and Credit Control. The processes relating to minimizing the above risks have already been put in place at different levels of management. The management of the Company reviews the risk management processes and implementation of risk mitigation plans. The processes are continuously improved. Risk Management comprises three key components which are as below:

- **Risk identification**
- **Risk assessment and mitigation**
- **Risk monitoring and assurance**

The risk mitigation plans are reviewed regularly by the Management and Audit Committee of your Company.

#### **HUMAN RESOURCES AND INDUSTRIAL RELATIONS**

The Company takes pride in the commitment, competence and dedication of its employees in all areas of the business. The Company has a structured induction process at all locations and management development programs to upgrade skills of managers. Objective appraisal systems based on key result areas (KRAs) are in place for senior management staff. Human resource is considered as key to the future growth strategy of the Company and looks upon to focus its efforts to further align human resource policies, processes and initiatives to meet its business needs. In order to focus on keeping employees abreast of technological and technical developments, the Company provides opportunity for training and learning. The overall Industrial relations atmosphere continued to be cordial.

#### **CAUTIONARY STATEMENT**

Certain statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations or predictions may be "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ from those expressed or implied therein. Important factors that could make a difference include cyclical demand and pricing in the Company's principal markets, changes in Government regulations and tax regime, economic developments within India and other ancillary factors.

**FOR, SAHANA SYSTEM LIMITED**

**SD/-**  
**PRATIK RAMJIBHAI KAKADIA**  
**MANAGING DIRECTOR**  
**DIN: 07282179**

**Registered Office:**  
**1301, Maple Trade Centre, Nr. Surdhara Circle,**  
**Sal Hospital Road, Thaltej, Memnagar,**  
**Ahmedabad-380052**

**Place: Ahmedabad**  
**Date: 06/09/2024**

**ANNEXURE-VI**

**ANNUAL REPORT ON CORPORATE RESPONSIBILITY (CSR) ACTIVITIES FOR THE FINANCIAL YEAR 2023-24**

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

Our CSR Policy is a statement of its commitment towards social responsibility and sustainability. Sahana System Limited (“SSL”) understands its responsibility towards the society in which it operates and is initiating small but significant steps in bringing positive changes in the environment for sustainable development taking into consideration the interest of various stakeholders. With the rapidly changing corporate environment, more functional autonomy, operational freedom etc., SSL has adopted CSR Policy as a strategic tool for sustainable growth. For company in the present context, CSR Policy adopted is not just tool of investment of funds for social activity but also efforts to integrate business processes with social processes. We contribute to serve the development of people by shaping their future with meaningful opportunities, thereby accelerating the sustainable development of society while preserving the environment, and making our planet a better place today and for future generations.

**2. Composition of CSR Committee**

<b>Sr. No.</b>	<b>Name of Director</b>	<b>Designation/Nature of Directorship</b>	<b>Number of meetings of CSR Committee held during the year</b>	<b>Number of meeting of CSR Committee attended during the year</b>
<b>1</b>	HETAL CHATURBHAI PATEL	Non-Executive Director	1	1
<b>2</b>	NISHITA MAYANK SHAH	Independent Director	1	1
<b>3</b>	EKTA ANKIT PATEL	Independent Director	1	1

After the Financial Year 2023-24 but before the date of Board Report, Ms. Nishita Mayank Sanghvi and Ms. Ekta Ankit Patel has resigned from the office of directorship, Ms. Nishita Mayank Sanghvi and Ms. Ekta Ankit Patel were ceased as Members of the committee and Accordingly, the Company has re-constituted CSR Committee as on date.

**3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company**

Composition of CSR Committee: <https://www.sahanasystem.com/>

CSR Policy: <https://www.sahanasystem.com/>

CSR Projects: <https://www.sahanasystem.com/>

**4. Provide the executive summary along with web-links of impact assessment of CSR**

Projects carried out in pursuance of Sub-rule (3) of Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable: N.A.

**5. Particulars Amount (in Lakhs)**

a) Average net profit of the company as per section 135(5)	<b>366.63</b>
b) Two percent of average net profit of the company as per section 135(5)	<b>7.33</b>
c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years	<b>NIL</b>
d) Amount required to be set-off for the financial year, if any	<b>NIL</b>
e) Total CSR obligation for the financial year (b+c-d)	<b>7.33</b>

**6. Particulars Amount (in Lakhs)**

a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Projects)	<b>7.33</b>
b) Amount spent in Administrative Overheads	<b>NIL</b>
c) Amount spent on Impact Assessment, if applicable	<b>NIL</b>
d) Total amount spent for the Financial Year (a+b+c)	<b>7.33</b>

e) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year (in Lakhs)	Amount Unspent (in Lakhs)					
	Total Amount transferred to Unspent CSR Account as per section 135(6)			Amount transferred to any fund specified under Schedule VII as per second provision to section 135(5)		
	Amount	Date of Transfer	Name of the Fund	Amount	Date of Transfer	
7.33	NIL	N.A.	N.A.	NIL	N.A.	

f) Excess amount for set-off, if any:

Sr. No.	Particulars	Amount (in Lakhs)
(i)	Two percentage of average net profit of the company as per section 135(5)	7.33
(ii)	Total CSR obligation for the Financial Year 2023-24	7.33
(iii)	Total amount spent for the Financial Year	7.33
(iv)	Excess amount spent for the Financial Year [(iii)-(ii)]	NIL
(v)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	NIL
(vi)	Amount available for set off in the succeeding Financial Years [(iv)-(v)]	NIL

7. Details of Unspent Corporate Social Responsibility amount for the preceding three financial years: N.A.

Sr. No.	Preceding Financial year(s)	Amount transferred to Unspent CSR Account under sub-section (6)	Balance Amount Unspent in CSR Account under	Amount Spent in the Financial Year (in)	Amount transferred to a Fund as specified under Schedule VII as per	Amount remaining to be spent in succeeding Financial Years (in)	Deficiency, if any

of section 1) sub- second  
 35 (in H) section proviso to  
 (6) of subsection 5  
 section of section  
 135 (in H) 135, if any


**8. Whether any capital asset have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: No**

If yes, enter the number of capital assets created/acquired:

Furnish the details relating to such asset(s) created or acquired through Corporate Social Responsibility amount spent in the Financial Year: N.A.

Sr. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pin code of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/Authority/beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered address

**9. Specify the reason(s), if the company has failed to spend two percent of the average net profit as per sub section (5) of section 135: Not Applicable**

**ANNEXURE- VII**  
**FORM NO. AOC-1**

*(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)*

**Statement containing salient features of the financial statement of Subsidiaries or Associate Companies or Joint Ventures**

**PART "A": SUBSIDIARIES**

Sr. No.	1	2
Name of the subsidiary	<b>Softvan Private Limited</b>	<b>Softvan Labs Private Limited</b>
The date since when subsidiary was acquired	18 <sup>th</sup> August, 2023	18 <sup>th</sup> August, 2023
Reporting period for the subsidiary concerned, if different from the holding company's reporting period.	01/04/2023 to 31/03/2024	01/04/2023 to 31/03/2024
Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	Rupees (in Lakhs)	Rupees (in Lakhs)
Share capital	10.00	1.00
Reserves and surplus	476.05	105.90
Total Assets	856.55	154.33
Total Liabilities	370.50	107.56
Investments	NIL	NIL
Turnover	1570.41	431.70
Profit/(Loss) before taxation	444.68	48.58
Provision for taxation	94.89	8.12
Profit/(Loss) after taxation	349.79	40.46
Proposed Dividend	NIL	NIL
Percentage of shareholding (%)	100.00%	100.00%

**Notes: The following information shall be furnished at the end of the statement:**

- Names of subsidiaries which are yet to commence operations - **NIL**
- Names of subsidiaries which have been liquidated or sold during the year - **NIL**

**Part "B": Associates and Joint Ventures: NIL**, The Company does not have any associates or Joint Ventures.

**For and on behalf of the Board**

**SD/-**

**Pratik Ramjibhai Kakadia**  
**Chairman & Managing Director**  
**DIN: 07282179**

**Place: Ahmedabad**  
**Date: 06<sup>th</sup> September, 2024**

## INDEPENDENT AUDITOR'S REPORT

**To The Members of Sahana System Limited  
(Formerly Known As "Sahana System Private Limited")**

### **Report on the Audit of the Standalone financial statements**

#### **Opinion**

We have audited the accompanying standalone financial statements of SAHANA SYSTEM LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flows for the year ended on that date, and a summary of the material accounting policies and other explanatory information (hereinafter referred to as "the Standalone Financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

#### **Basis for Opinion**

We conducted our audit of the Standalone financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Standalone financial statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the Standalone financial statements under the provisions of the Act and the Rules made 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 obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Standalone financial statements.

#### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that there are no key audit matters to be communicated in our report.

### **Information Other than the Standalone 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 Management Discussion and Analysis and Directors Report (the "Reports"), but does not include the Standalone financial statements and our auditor's report thereon.
- Our opinion on the Standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the Standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### **Management's Responsibility for the Standalone financial statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows in accordance with the Indian Accounting Standards (IND AS) and other accounting principles generally accepted in India. 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 Standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error. In preparing the Standalone 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.

### **Auditor's Responsibility for the Audit of the Standalone financial statements**

Our objectives are to obtain reasonable assurance about whether the Standalone 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 Standalone 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 Standalone 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 financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Standalone financial statements, including the disclosures, and whether the Standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

### **Report on Other Legal and Regulatory Requirements**

1. As required by Section 143(3) of the Act, based on our audit, we report that:
  - A. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - B. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

- C. The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- D. In our opinion, the aforesaid Standalone Financial Statements comply with the Ind AS 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 March 31, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164(2) of the Act.
- F. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure A”. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company’s internal financial controls over financial reporting.
- 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 remuneration paid by the Company to its directors during the period is in accordance with the provisions of section 197 of the Act.
- H. With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
- a) The Company does not have any pending litigations which would impact its financial position.
  - b) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
    - i. The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:
      - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever (“Ultimate Beneficiaries”) by or on behalf of the Company.
      - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
    - ii. The management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities



("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:

- directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or
- provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries; and

iii. Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under subclause (d) (i) and (d) (ii) contain any material mis-statement.

d) The Company has not paid any dividend during the period and hence, compliance with Section 123 of the Act is not applicable.

(viii) Reporting as required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act and the same is attached herewith as Annexure-A.

**For A.k. Ostwal & Co.  
Chartered Accountants  
(Firm's Registration No. – 107200W)**

**CA Amit M. Ajagiya  
(Partner)  
(M. No. 140574)  
UDIN - 24140574BKAEWL2184**

Place: Ahmedabad  
Date: May 18, 2024

**ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT**

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

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
- (b) According to information and explanation given to us the company has maintained the register of intangible assets.
- (c) The Property, Plant and Equipment have been physically verified by the management in a phased manner, designed to cover all the items over a period, in which our opinion, is reasonable having regard to the size of the company and nature of its business and no material discrepancies were noticed on such verification.
- (d) The company has not held any immovable properties.
- (e) The company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year, the clause for revaluation of Property, Plant and Equipment (including Right of Use assets) or intangible assets or both is not applicable.
- (f) No any proceedings have been initiated or are pending against the company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made there under.
- (ii) (a) According to the information and explanation given to us, the management has carried out physical verification of Inventories during the year on quarterly basis and at the end of Financial Year, which considering nature of Business and size of the Company is, in our opinion, at suitable intervals.
- (b) According to the information and Explanation given to us, the Company has maintained proper records of inventory and has not found any material discrepancies on physical verification and the same have been properly dealt with in the books of accounts.
- (c) The Company has not been sanctioned working capital limits in excess of ₹5 crore, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.
- (iii) (a) According to information and explanation given to us, the Company has not granted loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013 therefore the provision of Clause 3(iii)(c) of the Order is not applicable to the Company.
- (b) In our opinion and according to information and explanations given to us the investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prejudicial to the company's interest;
- (c) According to information and explanation given to us, In respect of loans and advances in the nature of loans, the schedule of repayment of principal and payment of interest has been stipulated and the repayments or receipts are regular;
- (d) According to information and explanation given to us, there is no overdue amount remaining outstanding as at Balance sheet.

- (e) According to information and explanation given to us the company has not given any loan to the party, the clause for any loan or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties, is not applicable to the company.
- (f) According to information and explanation given to us the company has not granted any loans or advances to Promoters, related parties as defined in clause (76) of section 2 of the Companies Act, 2013 in the nature of loans either repayable on demand or without specifying any terms or period of repayment;
- (iv) In our opinion and according to information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of loans, investment, guarantees and security.
- (v) According to information and explanation given to us, the Company has not accepted any deposits as defined in the Companies (Acceptance of Deposits) Rules, 2014. Accordingly, the provision of Clause 3(v) of the order is not applicable to the Company.
- (vi) The Central Government has not prescribed maintenance of cost records under sub-section (1) of Section 148 of the Companies Act, 2013, for the business activities carried out by the Company and therefore, reporting under Clause 3(vi) of the Order is not applicable to the Company.
- (vii) (a) According to the information and explanations given to us, in respect of statutory dues:
1. The Company has generally been regular in depositing undisputed statutory dues.
  2. There were no undisputed amounts payable as at March 31, 2024 for a period of more than six months from the date they became payable.
- (b) The Company has no disputed outstanding statutory dues as at 31st March, 2024.
- (viii) According to the information and explanations given to us, there is no any transactions found which is not recorded in the books of account, so this clause of any transactions not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961), if so, whether the previously unrecorded income has been properly recorded in the books of account during is not applicable to company;
- (ix) (a) In our opinion and according to information and explanations given to us, the Company has not defaulted in the repayment of loans and borrowings to financial institutions and banks.
- (b) In our opinion and according to information and explanations given to us the company is not a declared willful defaulter by any bank or financial institution or other lender;
- (c) In our opinion and according to information and explanations given to us the company has not applied term loans for the purpose for which the loans were obtained;
- (d) In our opinion and according to information and explanations given to us the company has not utilized fund raised on short term basis have been utilized for long term purposes.
- (e) In our opinion and according to information and explanations given to us the company has not taken any

funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures, this clause is not applicable to the company.

(f) In our opinion and according to information and explanations given to us the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.

(g) Loans amounting to Rs. 1264.26 lakhs are repayable on demand and terms and conditions for payment of interest thereon have not been stipulated. According to the information and explanations given to us, such loans and interest thereon have not been demanded for repayment during the relevant financial year.

(x) (a) In our opinion and according to information and explanations given to us, the Company has raised moneys by way of initial public offer or further public offer during the year (including debt instruments) for the purposes for which they were raised.

(xi) (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the course of our audit.

(b) To the best of our knowledge and according to the information and explanations given to us no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c) To the best of our knowledge and according to the information and explanations given to us, there are no whistle-blower complaints received during the year by the company and accordingly, no reporting is required under this clause.

(xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly reporting under clause 3(xii) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us, the Company is in compliance with sections 177 and 188 of the Companies Act, 2013 where applicable for all transactions with related parties and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv) (a) In our opinion and according to the information and explanations given to us the company has an internal audit system commensurate with the size and nature of its business, the clause for section 138 of the Act is applicable to the company.

(b) In our opinion and according to the information and explanations given to us the company has an internal audit system, We were unable to obtain any of the internal audit reports of the company, hence the internal audit reports have not been considered by us.

(xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into non-cash transactions with directors or persons connected with him and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

- (xvi) (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Therefore, the reporting under clause (xvi) of the Order is not applicable to the company.
- (b) In our opinion and according to the information and explanations given to us, the company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934;
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India, accordingly this clause is not applicable to the company.
- (d) The Group does not have any Core Investment Company as part of the group and accordingly reporting under clause (xvi)(d) of the Order is not applicable to the Company.
- (xvii) In our opinion and according to the information and explanations given to us Company has not incurred cash losses in the financial year and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year and accordingly, the provisions of clause 3(xviii) of the order is not applicable.
- (xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) There is no unspent amount towards Corporate Social Responsibility (CSR) on other than ongoing projects requiring a transfer to a Fund specified in Schedule VII to the Companies Act in compliance with second proviso to sub-section (5) of Section 135 of the said Act. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable for the year.
- (xxi) In our opinion and according to the information and explanations given to us there have not been any qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports of the companies.

**(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

## **Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub- section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

We have audited the internal financial controls over financial reporting of Sahana System Limited (Formerly Known As “Sahana System Private Limited”) (“the Company”) as of March 31, 2024 in conjunction with our audit of the Standalone financial statements of the Company for the period ended on that date.

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

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

### **Auditor’s Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting of the Company and its joint operations companies incorporated in India (retain as applicable) based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the Standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting.

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

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2)

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

#### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

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

#### **Opinion**

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2024, based on the criteria for internal financial control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note.

**For A.k. Ostwal & Co.  
Chartered Accountants  
(Firm's Registration No. – 107200W)**

**CA Amit M. Ajagiya  
(Partner)  
(M. No. 140574)  
UDIN -24140574BKAEWL2184**

Place: Ahmedabad  
Date: May 18, 2024

SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED") CIN: L72500GJ2020PLC112865 Balance Sheet as at 31st March 2024				
(Rs in Lacs)				
Particulars	Notes	As at March 31, 2024	As at March 31, 2023	As at April 01, 2022
<b>I. ASSETS</b>				
<b>Non-current assets</b>				
(a) Property, plant and equipment	3	32.78	31.96	23.22
(b) Capital work-in-progress	3	1,412.79	61.71	61.71
(c) Financial assets				
(i) Investment	8	1,500.00	-	-
(ii) Other financial assets	4	66.63	2.36	-
(d) Other non-current assets	5	775.00	-	-
<b>Total non-current assets</b>		<b>3,787.20</b>	<b>96.03</b>	<b>84.93</b>
<b>Current assets</b>				
(a) Inventories	7	1,252.04	1,316.78	845.88
(b) Financial assets				
(i) Trade receivables	9	1,240.31	720.34	480.06
(ii) Cash and cash equivalents	10	2,463.86	10.69	9.81
(iii) Other financial assets	4	11.80	249.50	1.98
(c) Current tax asset (net)	26	94.23	19.27	0.51
(d) Other current assets	6	2.96	-	1.71
<b>Total current assets</b>		<b>5,065.20</b>	<b>2,316.58</b>	<b>1,339.95</b>
<b>TOTAL ASSETS</b>		<b>8,852.40</b>	<b>2,412.61</b>	<b>1,424.88</b>
<b>II. EQUITY AND LIABILITIES</b>				
<b>Equity</b>				
(a) Equity share capital	11	799.66	557.15	309.53
(b) Other equity	12	4,521.26	500.46	127.48
<b>Total equity</b>		<b>5,320.92</b>	<b>1,057.61</b>	<b>437.01</b>
<b>Current liabilities</b>				
(a) Financial liabilities				
(i) Borrowings	13	1,264.26	477.02	512.62
(ii) Trade payables				
(a) total outstanding dues of micro and small enterprises	15	-	-	-
(b) total outstanding dues of creditors other than micro enterprises and small enterprises	15	1,720.88	472.85	327.83
(iii) Other financial liabilities	16	5.28	107.25	122.87
(b) Other current liabilities	17	153.36	30.41	24.05
(c) Provisions	14	387.70	267.47	0.50
<b>Total current liabilities</b>		<b>3,531.48</b>	<b>1,355.00</b>	<b>987.87</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>8,852.40</b>	<b>2,412.61</b>	<b>1,424.88</b>
Summary of material accounting policies	2			
The accompanying notes are an integral part of the financial statements				
As our report of even date For A.K. Ostwal & Co. Chartered Accountants FRN: 107200W		For and on behalf of the Board of Directors of Sahana System Limited (Formerly known as "Sahana System Private Limited")		
CA Amit M Ajagiya Partner M.No.: 140574 UDIN: 24140574BKAEWL2184 Place : Ahmedabad Date:- May 18, 2024		Pratik Ramjibhai Kakadia (Managing Director) Din:- 07282179	Hetal Chaturbhai Patel (Director) Din:- 08381794	
		Jatinkumar Jogani Pan:-ALVPJ3547K (Chief Financial Officer)	Kshiti Nahar Pan:- ATQPN1428E (Company Secretary)	

<b>SAHANA SYSTEM LIMITED</b> <b>(FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")</b> <b>CIN: L72500GJ2020PLC112865</b> <b>Statement of Profit and Loss for the year ended on March 31, 2024</b>			
(Rs in Laacs)			
Particulars	Notes	For The year ended	
		March 31, 2024	March 31, 2023
<b>Income:</b>			
Revenue from contract with customer	18	5,367.46	2,414.23
Other income	19	18.71	-
<b>Total income (A)</b>		<b>5,386.17</b>	<b>2,414.23</b>
<b>Expenses:</b>			
Operation and maintenance expenses	20	3,060.02	1,835.33
Changes in Inventories	21	64.74	(470.90)
Employee benefit expense	22	176.34	52.96
Finance costs	24	8.25	64.24
Depreciation expense	25	12.69	16.65
Other expenses	23	175.41	29.38
<b>Total expenses (B)</b>		<b>3,497.45</b>	<b>1,527.66</b>
<b>Profit before tax for the year (C)</b>		<b>1,888.72</b>	<b>886.57</b>
<b>Tax expense:</b>			
(i) Current tax	26	385.20	265.97
(ii) Deferred tax	26	-	-
<b>Total tax expense (D)</b>		<b>385.20</b>	<b>265.97</b>
<b>Other comprehensive income (after Tax)</b>			
A) Items that will not be reclassified to profit and loss		-	-
Income Tax on above		-	-
B) Items that will be reclassified to profit and loss		-	-
Income Tax on above		-	-
<b>Total Other Comprehensive Income (Net of Tax) (E)</b>		<b>-</b>	<b>-</b>
<b>Total Comprehensive Income for the period comprising Net Profit/ (Loss) for the period &amp; Other Comprehensive Income</b>		<b>1,503.52</b>	<b>620.60</b>
<b>Earnings per equity share (Face value of ₹ 10 each) (in ₹)</b>			
Basic	27	20.00	11.14
Diluted	27	20.00	11.14
Summary of material accounting policies	2		
The accompanying notes are an integral part of the financial statements			
As our report of even date <b>For A.K. Ostwal &amp; Co.</b> Chartered Accountants FRN: 107200W  CA Amit M Ajagiya Partner M.No.: 140574 UDIN: 24140574BKAEWL2184 Place : Ahmedabad Date:- May 18, 2024		<b>For and on behalf of the Board of Directors of</b> <b>Sahana System Limited</b> (Formerly known as "Sahana System Private Limited")  Pratik Ramjibhai Kakadia                      Hetal Chaturbhai Patel (Managing Director)                                      (Director) Din:- 07282179    Din:- 08381794  Jatinkumar Jogani                                      Kshiti Nahar Pan:-ALVPJ3547K    Pan:- ATQPN1428E (Chief Financial Officer)                                      (Company Secretary)	



SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED") CIN: L72500GJ2020PLC112865 Statement of CashFlow for the year ended as on March 31, 2024								
(Rs in Lacs)								
Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023						
<b>A. Cash flow from operating activities</b>								
Profit before tax	1,888.72	886.57						
<b>Adjustments to reconcile profit before tax to net cash flows:</b>								
Depreciation expense	12.69	16.65						
Interest income on fixed deposits	(17.96)	-						
Liabilities no longer required written back	-	-						
Net gain on sale of mutual funds	-	-						
Finance cost	8.25	64.24						
<b>Operating profit before changes in working capital</b>	<b>1,891.70</b>	<b>967.46</b>						
<b>Working capital adjustments:</b>								
(Increase) / decrease in Inventories	64.74	(470.90)						
(Increase) / decrease in trade receivables	(519.97)	(240.28)						
(Increase) / decrease in other assets	170.47	(264.57)						
Increase / (decrease) in trade payables	1,248.03	145.02						
Increase / (decrease) in other financial liabilities	(101.97)	(35.60)						
Increase / (decrease) in provisions	120.23	266.98						
Increase / (decrease) in other current liabilities	122.95	(9.26)						
<b>Cash generated from operating activities (before tax)</b>	<b>2,996.18</b>	<b>358.85</b>						
Net income tax (paid)/ Net Income tax refund (including interest on refund)	(460.16)	(265.97)						
<b>Net cash flows from operating activities (A)</b>	<b>2,536.02</b>	<b>92.88</b>						
<b>B. Cash flow from investing activities</b>								
Payment for purchase of property, plant and equipment (including capital work-in-progress and capital advances)	(1,364.59)	25.39						
Investment	(1,500.00)	-						
Change in Long Term Loans and Advances	(775.00)	(2.36)						
Interest received	17.96	-						
<b>Net cash flows from investing activities (B)</b>	<b>(3,621.63)</b>	<b>23.03</b>						
<b>C. Cash flow from financing activities</b>								
Proceeds from Equity Share Issue (Including Securities Premium)	2,759.79	-						
Proceeds from Borrowings	787.24	-						
Utilisation of Reserve for Bonus Equity Share	-	(247.62)						
Bank charges paid (including ancillary costs of borrowings)	(8.25)	(64.24)						
<b>Net cash used in financing activities (C)</b>	<b>3,538.78</b>	<b>(311.86)</b>						
Net increase / (decrease) in cash and cash equivalents (A+B+C)	2,453.17	(195.95)						
Cash and cash equivalents at the beginning of year	10.69	9.81						
<b>Cash and cash equivalents at the end of year</b>	<b>2,463.86</b>	<b>(186.14)</b>						
<b>Particulars</b>	<b>As at March 31, 2024</b>	<b>As at March 31, 2023</b>						
<b>Cash and cash equivalents comprise of</b>								
Balance with bank in current account	2,463.86	10.69						
<b>Total</b>	<b>2,463.86</b>	<b>10.69</b>						
<p>As per our report of even date As our report of even date For A.K. Ostwal &amp; Co. Chartered Accountants FRN: 107200W</p> <p style="text-align: center;">For and on behalf of the Board of Directors of Sahana System Limited (Formerly known as "Sahana System Private Limited")</p> <table style="width: 100%; border: none;"> <tr> <td style="width: 33%; vertical-align: top;"> <p>CA Amit M Ajagiya Partner M.No.: 140574 UDIN: 24140574BKAEWL2184 Place : Ahmedabad Date:- May 18, 2024</p> </td> <td style="width: 33%; vertical-align: top;"> <p>Pratik Ramjibhai Kakadia (Managing Director) Din:- 07282179</p> </td> <td style="width: 33%; vertical-align: top;"> <p>Hetal Chaturbhai Patel (Director) Din:- 08381794</p> </td> </tr> <tr> <td style="vertical-align: top;"> <p>Jatinkumar Jogani Pan:-ALVPJ3547K (Chief Financial Officer)</p> </td> <td style="vertical-align: top;"> <p>Kshiti Nahar Pan:- ATQPN1428E (Company Secretary)</p> </td> <td></td> </tr> </table>			<p>CA Amit M Ajagiya Partner M.No.: 140574 UDIN: 24140574BKAEWL2184 Place : Ahmedabad Date:- May 18, 2024</p>	<p>Pratik Ramjibhai Kakadia (Managing Director) Din:- 07282179</p>	<p>Hetal Chaturbhai Patel (Director) Din:- 08381794</p>	<p>Jatinkumar Jogani Pan:-ALVPJ3547K (Chief Financial Officer)</p>	<p>Kshiti Nahar Pan:- ATQPN1428E (Company Secretary)</p>	
<p>CA Amit M Ajagiya Partner M.No.: 140574 UDIN: 24140574BKAEWL2184 Place : Ahmedabad Date:- May 18, 2024</p>	<p>Pratik Ramjibhai Kakadia (Managing Director) Din:- 07282179</p>	<p>Hetal Chaturbhai Patel (Director) Din:- 08381794</p>						
<p>Jatinkumar Jogani Pan:-ALVPJ3547K (Chief Financial Officer)</p>	<p>Kshiti Nahar Pan:- ATQPN1428E (Company Secretary)</p>							

**SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")**  
**Statement of Changes in Equity for the year ended March 31, 2024**

(Rs in Lacs)

**A. Equity share capital**

Particulars	Amount
<b>At April 1, 2022</b>	<b>309.53</b>
Changes in equity share capital due to prior period errors	-
Restated balance at the beginning of the year	309.53
Changes in equity share capital during the year [refer Note 10]	247.62
<b>At March 31, 2023</b>	<b>557.15</b>
Changes in equity share capital due to prior period errors	-
Restated balance at the beginning of the year	557.15
Changes in equity share capital during the year [refer Note 10]	242.50
<b>At March 31, 2024</b>	<b>799.65</b>

**B. Other equity**

Particulars	Other equity		Total
	Securities premium	Retained earnings	
<b>At April 1, 2022</b>	-	<b>127.48</b>	<b>127.48</b>
Profit for the year	-	620.60	620.60
Utilization of profits for issue of bonus share	-	(247.62)	(247.62)
<b>At March 31, 2023</b>	-	<b>500.46</b>	<b>500.46</b>
Profit for the year	-	1,503.52	1,503.52
Securities Premium received through intial public offer	2,517.28	-	2,517.28
<b>At March 31, 2024</b>	<b>2,517.28</b>	<b>2,003.98</b>	<b>4,521.26</b>

The accompanying notes are an integral part of the financial statements

As our report of even date  
 For A.K. Ostwal & Co.  
 Chartered Accountants  
 FRN: 107200W

For and on behalf of the Board of Directors of  
 Sahana System Limited  
 (Formerly known as "Sahana System Private Limited")

CA Amit M Ajagiya  
 Partner  
 M.No.: 140574  
 UDIN: 24140574BKAEWL2184  
 Place : Ahmedabad  
 Date:- May 18, 2024

Pratik Ramjibhai Kakadia  
 (Managing Director)  
 Din:- 07282179

Hetal Chaturbhai Patel  
 (Director)  
 Din:- 08381794

Jatinkumar Jogani  
 Pan:-ALVPJ3547K  
 (Chief Financial Officer)

Kshiti Nahar  
 Pan:- ATQPN1428E  
 (Company Secretary)

**SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")**

Notes to the Financial Statements for the year ended March 31, 2024

(Rs in Lacs)

**Note: 1**
**Corporate Information**

Sahana System Limited having CIN L72500GJ2020PLC112865 is a public company domiciled in India and incorporated under the provisions of the Companies Act, 2013. It is engaged in the business of Information Technology business.

**Note: 2**
**Summary of Material Accounting Policies**
**2.1 Basis of preparation and presentation**

These financial statements have been prepared in accordance with the accounting principles generally accepted in India including Indian Accounting Standards (Ind AS) prescribed under the section 133 of the Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirement of Division II of Schedule III of the Companies Act 2013, (Ind AS Compliant Schedule III), as applicable to financial statements.

Accordingly, the Company has prepared these financial statements which comprise the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss and the Statement of Changes in Equity for the year ended as on that date, and material accounting policies and other explanatory information (together hereinafter referred to as "financial statements").

The financial statements have been prepared on a historical cost basis, except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

The financial statements are presented in INR and all values are rounded to the nearest Million ('000,000) up to two decimal, except when otherwise indicated.

**(i) Current vs. Non-Current**

The Company presents assets and liabilities in the balance sheet based on current / non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
  - Held primarily for the purpose of trading
  - Expected to be realised within twelve months after the reporting period, or
  - Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period
- All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

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

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.



**SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")**

Notes to the Financial Statements for the year ended March 31, 2024

(Rs in Lacs)

**(ii) Fair value measurement**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

Fair value for measurement and/ or disclosure purposes in these financial statements is determined on such a basis, except for leases that are within the scope of Ind AS 116 and measurements that have some similarities to fair value but are not fair value, such as value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

**(iii) Property, plant and equipment**

An item of PPE is recognised as an asset, if and only if, it is probable that the future economic benefits associated with the item will flow to the Company and its cost can be measured reliably. PPE are initially recognised at cost. The initial cost of PPE comprises its purchase price (including non-refundable duties and taxes but excluding any trade discounts and rebates), and any directly attributable cost of bringing the asset to its working condition and location for its intended use.

Subsequent to initial recognition, PPE are stated at cost less accumulated depreciation and any impairment losses. When significant parts of PPE are required to be replaced in regular intervals, the Company recognises such parts as separate component of assets. When an item of PPE is replaced, then its carrying amount is derecognised from the Balance Sheet and cost of the new item of PPE is recognised.

The expenditures that are incurred after the item of PPE has been available for use, such as repairs and maintenance, are normally charged to the statement of profit and loss in the period in which such costs are incurred. However, in situations where the said expenditure can be measured reliably, and is probable that future economic benefits associated with it will flow to the Company, it is included in the asset's carrying value or as a separate asset, as appropriate.

Depreciation is calculated on a Written Down Value basis over the estimated useful lives of the assets as follows:

Particulars	Useful life
Computer and Related Equipment	3 years
Office Equipment	5 years
Furniture and fixtures	10 years
Electronics and Fittings	10 years
Vehicles	8 years

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognised.

The Company had elected to consider the carrying value of all its items of property, plant and equipment under the previous GAAP financial statements and use the same as deemed cost in the opening Ind AS balance sheet as on the transition date.

**SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")**
**Notes to the Financial Statements for the year ended March 31, 2024**
**(Rs in Lacs)**
**(iv) Impairment of non-financial assets**

The carrying amounts of the Company's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated in order to determine the extent of the impairment loss, if any.

The recoverable amount of an asset or cash generating unit (as defined below) is the higher of its value in use and its fair value less costs of disposal. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or the cash generating unit for which the estimates of future cash flows have not been adjusted. For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit").

An impairment loss is recognised in the profit or loss if the estimated recoverable amount of an asset or its cash generating unit is lower than its carrying amount. Impairment losses recognised in respect of cash-generating units are allocated to reduce the carrying amount of the other assets in the unit on a pro-rata basis.

In respect of other asset, impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

The Company assesses where climate risks could have a significant impact, such as the introduction of emission-reduction legislation that may increase manufacturing costs. These risks in relation to climate-related matters are included as key assumptions where they materially impact the measure of recoverable amount. These assumptions have been included in the cash-flow forecasts in assessing value-in-use amounts. At present, the impact of climate-related matters is not material to the Company's financial statements.

**(v) Revenue from contract with customer**

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services.

The company has concluded that it is the principle in its revenue arrangement, because it typically controls the services before transferring them to the customer.

**Contract balances**
**Contract asset**

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

**Trade receivables**

A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due).

**Contract liabilities**

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs under the contract.

**(vi) Interest income**

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

**SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")**

Notes to the Financial Statements for the year ended March 31, 2024

(Rs in Lacs)

**(vii) Taxes**
**Current income tax**

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

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

**Deferred tax**

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

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

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised, or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Deferred tax relating to items recognised outside statement of profit or loss is recognised outside statement of profit or loss. Deferred tax are recognised in correlation to the underlying transaction either in other comprehensive income or substantively enacted at the reporting date.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to set off corresponding current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority on the Company.

**(viii) Financial instruments**

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

**a) Financial assets**
**Initial recognition and measurement**

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

**Subsequent measurement**

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

- Financial assets at amortised cost (debt instruments)
- Financial assets at fair value through other comprehensive income (FVTOCI) with recycling of cumulative gains and losses (debt instruments)
- Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- Financial assets at fair value through profit or loss.

**Financial assets at amortised cost (debt instruments)**

A 'financial asset' is measured at the amortised cost if both the following conditions are met:

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

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss.

**SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")**

Notes to the Financial Statements for the year ended March 31, 2024

(Rs in Lacs)

**Financial assets at fair value through OCI (FVTOCI) (debt instruments)**

A 'financial asset' is classified as at the FVTOCI if both of the following criteria are met:

- a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- b) The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. For debt instruments, at fair value through OCI, interest income, foreign exchange revaluation and impairment losses or reversals are recognised in the profit or loss and computed in the same manner as for financial assets measured at amortised cost. The remaining fair value changes are recognised in OCI. Upon derecognition, the cumulative fair value changes recognised in OCI is reclassified from the equity to profit or loss.

**Financial assets designated at fair value through OCI (equity instruments)**

On initial recognition, the Company can elect to classify irrevocably its equity investments as equity instruments designated at fair value through OCI when they meet the definition of equity under Ind AS 32 Financial Instruments: Presentation and are not held for trading. The classification is determined on an instrument-by-instrument basis. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS103 applies are classified as at FVTPL.

Gains and losses on these financial assets are never recycled to profit or loss. Dividends are recognised as other income in the statement of profit and loss when the right of payment has been established, except when the Company benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in OCI. Equity instruments designated at fair value through OCI are not subject to impairment assessment.

**Financial assets at fair value through profit or loss**

Financial assets at fair value through profit or loss are carried in the balance sheet at fair value with net changes in fair value recognised in the statement of profit and loss.

**Derecognition**

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised when:

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

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

**Impairment of financial assets**

In accordance with Ind AS 109 Financial Instruments, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115 Revenue from Contracts with Customers.

**b) Financial liabilities and equity instruments**
**Classification as debt or equity**

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

**Equity instruments**

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

**Initial recognition and measurement**

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.



**SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")**  
**Notes to the Financial Statements for the year ended March 31, 2024**

(Rs in Lacs)

**Subsequent measurement**

For purposes of subsequent measurement, financial liabilities are classified in two categories:

- Financial liabilities at fair value through profit or loss
- Financial liabilities at amortised cost (loans and borrowings)

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

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

**Financial liabilities at amortised cost (Loans and borrowings)**

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

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

**Derecognition**

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

**c) Offsetting of financial instruments**

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

**(ix) Borrowing costs**

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

**(x) Provisions, Contingent Liabilities and Contingent Assets**

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, 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 of the amount of the obligation.

When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit or loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liability is-

(a) a possible obligation arising from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Trust or

(b) a present obligation that arises from past events but 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 the obligation cannot be measured with sufficient reliability.

The Company does not recognize a contingent liability but discloses the same as per the requirements of Ind AS 37.

Contingent assets are not recognised in the financial statements.

**SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")**

Notes to the Financial Statements for the year ended March 31, 2024

(Rs in Lacs)

**(xi) Employee benefits:**
**i) Short term benefits**

Short term employee benefit obligations are measured on an undiscounted basis and are expensed as a related service provided. A liability is recognised for the amount expected to be paid under short term cash bonus or profit sharing plans if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

**(xii) Cash and cash equivalents**

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management. Cash and cash equivalents include balance with banks which are unrestricted for withdrawal and usage.

**(xiii) Earnings per share**

Basic earnings per share is calculated by dividing the net profit or loss attributable to equity holders of the Company (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split that have changed the number of equity shares outstanding, without a corresponding change in resources.

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

**(xiv) First time Adoption of IND-AS**

These are the company's first financial statements prepared in accordance with Ind AS.

These financial statement of the company for the year ended March 31, 2024 have prepared in accordance with the Ind AS. For the purpose of transition of Ind AS, The company has followed the guidance prescribed in Ind AS 101 First time adoption of Indian Accounting Standard, with April 1, 2022 as the transition date and IGAAP as the previous IGAAP. The transition to Ind AS has resulted in changes in the presentation of the financial statements, disclosures in the notes there to and accounting policies and principles.

**(xv) Recent accounting pronouncements**

The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standards) Amendment Rules, 2023 dated March 31, 2023 to amend the following Ind AS which are effective for annual periods beginning on or after April 1, 2023. The Company applied for the first-time these amendments.

**(a) Definition of Accounting Estimates - Amendments to Ind AS 8**

The amendments clarify the distinction between changes in accounting estimates and changes in accounting policies and the correction of errors. It has also been clarified how entities use measurement techniques and inputs to develop accounting estimates. The amendments had no impact on the Company's financial statements.

**(b) Disclosure of Accounting Policies - Amendments to Ind AS 1**

The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures. The amendments have had an impact on the Company's disclosures of accounting policies, but not on the measurement, recognition or presentation of any items in the Company's financial statements.

**(c) Deferred Tax related to Assets and Liabilities arising from a Single Transaction – Amendments to Ind AS 12**

The amendments narrow the scope of the initial recognition exception under Ind AS 12, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences such as leases. The amendments had no impact on the Company's financial statements.

Apart from these, consequential amendments and editorials have been made to other Ind AS like Ind AS 101, Ind AS 102, Ind AS 103, Ind AS 107, Ind AS 109, Ind AS 115 and Ind AS 34.



**SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")**

Notes to the Financial Statements for the year ended March 31, 2024

(Rs in Lacs)

**2.2 Key Accounting Estimates and Significant Judgements**

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods. Continuous evaluation is done on the estimation and judgments based on historical experience and other factors, including expectations of future events that are believed to be reasonable. Revisions to accounting estimates are recognised prospectively. Information about critical judgments in applying material accounting policies, as well as estimates and assumptions that have the most significant effect to the carrying amounts of assets and liabilities within the next financial year, are included in the respective sections of material accounting policies above.

**SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")**

Notes to the Financial Statements for the year ended March 31, 2024

(Rs in Lacs)

**Note: 2**
**Material Accounting Policies**
**2.3 First time adoption of Ind AS**

The Accounting policy set out in Note 2.1 & 2.2 have been applied in preparing the financial statements for the year ended March 31, 2024, The comparative information presented in these financial statements for the year ended March 31, 2023 and in preparation of opening Ind AS balance sheet at April 1, 2022 (the date of transition). In preparing its opening Ind AS balance sheet, the company has adjusted the amounts reported previously in financial statements prepared in accordance with the accounting standards notified under companies (Accounting standards) rules, 2006 (as amended) and other relevant provisions of the act (previous GAAP or Indian GAAP). This note explains the principal adjustments made by the company in restating its Indian GAAP financial statements.

**Disclosure as required by Ind AS 101 First Time adoption of Indian Accounting Standards**

Particulars	March 31, 2023	GAAP	March 31, 2023	March 31, 2022	GAAP	April 1, 2022
	IGAAP	Difference	Ind AS	IGAAP	Difference	Ind AS
<b>Assets:-</b>						
<b>Non Current Assets:-</b>						
Property Plant and Equipment	31.96	-	31.96	23.22	-	23.22
Capital Work in Progress	61.71	-	61.71	61.71	-	61.71
Other Financial Asset	2.36	-	2.36	-	-	-
<b>Current Assets:-</b>						
Inventories	1,316.78	-	1,316.78	845.88	-	845.88
Trade Receivables	720.34	-	720.34	480.06	-	480.06
Cash and Cash Equivalents	10.69	-	10.69	9.81	-	9.81
Other Financial Asset	249.50	-	249.50	1.98	-	1.98
Current Tax Asset	19.27	-	19.27	0.51	-	0.51
Other Current Assets	-	-	-	1.71	-	1.71
<b>Total</b>	<b>2,412.61</b>	<b>-</b>	<b>2,412.61</b>	<b>1,424.88</b>	<b>-</b>	<b>1,424.88</b>
<b>Equity &amp; Liabilities:-</b>						
<b>Equity</b>						
Equity Share Capital	557.15	-	557.15	309.53	-	309.53
Other Equity	500.46	-	500.46	127.48	-	127.48
<b>Current Liabilities:-</b>						
Borrowings	477.02	-	477.02	512.62	-	512.62
Trade payables	472.85	-	472.85	327.83	-	327.83
Other Financial Liabilities	107.25	-	107.25	122.87	-	122.87
Provisions	267.47	-	267.47	0.50	-	0.50
Other Current Liabilities	30.41	-	30.41	24.05	-	24.05
<b>Total</b>	<b>2,412.61</b>	<b>-</b>	<b>2,412.61</b>	<b>1,424.88</b>	<b>-</b>	<b>1,424.88</b>



SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")										
Notes to Financial Statements for the Year Ended 31st March 2024										
3 Property, Plant and Equipment (Rs in Lacs)										
Sr. No	Particulars	Gross Block			Depreciation			Net Block		
		As on April 01, 2023	Addition during the year	Deduction during the year	As on March 31, 2024	As on April 01, 2023	Addition during the year	Deduction during the year	As on March 31, 2024	As on March 31, 2024
<b>A</b>	<b>Tangible Assets</b>									
1	Computer and Related Equipment	26.78	3.55	-	30.34	16.24	4.63	-	20.87	9.47
2	Office Equipment	0.20	2.02	-	2.22	0.09	0.38	-	0.47	1.75
3	Furniture and fixtures	0.94	1.12	-	2.06	0.44	0.33	-	0.77	1.29
4	Electronics and Fittings	13.69	7.04	-	20.73	3.54	3.24	-	6.78	13.95
5	Vehicles	25.00	-	-	25.00	14.57	4.11	-	18.68	6.32
	<b>Total</b>	<b>66.61</b>	<b>13.73</b>	<b>-</b>	<b>80.35</b>	<b>34.88</b>	<b>12.69</b>	<b>-</b>	<b>47.57</b>	<b>32.78</b>
<b>B</b>	<b>Intangible Assets</b>									
1	Software	0.22	-	0.22	0.00	-	-	-	-	0.00
	<b>Total</b>	<b>0.22</b>	<b>-</b>	<b>0.22</b>	<b>0.00</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>0.00</b>
<b>C</b>	<b>Capital Asset Work in Progress</b>									
1	Software	61.71	-	-	61.71	-	-	-	-	61.71
2	EV Chargers Pending for installation	-	1,351.08	-	1,351.08	-	-	-	-	1,351.08
	<b>Total</b>	<b>128.55</b>	<b>13.73</b>	<b>0.22</b>	<b>142.06</b>	<b>34.88</b>	<b>12.69</b>	<b>-</b>	<b>47.57</b>	<b>1,445.57</b>
Previous year ended March 31, 2023										
Sr. No	Particulars	Gross Block			Depreciation			Net Block		
		As on April 01, 2022	Addition during the year	Deduction during the year	As on March 31, 2023	As on April 01, 2022	Addition during the year	Deduction during the year	As on March 31, 2023	As on March 31, 2023
<b>A</b>	<b>Tangible Assets</b>									
1	Computer and Related Equipment	12.19	14.59	-	26.78	9.01	7.23	-	16.24	10.54
2	Office Equipment	0.07	0.13	-	0.20	0.03	0.06	-	0.09	0.11
3	Furniture and fixtures	0.61	0.33	-	0.94	0.27	0.17	-	0.44	0.50
4	Electronics and Fittings	3.38	10.31	-	13.69	1.11	2.43	-	3.54	10.15
5	Vehicles	25.00	-	-	25.00	7.81	6.76	-	14.57	10.43
	<b>Total</b>	<b>41.25</b>	<b>25.36</b>	<b>-</b>	<b>66.61</b>	<b>18.23</b>	<b>16.65</b>	<b>-</b>	<b>34.88</b>	<b>31.74</b>
<b>B</b>	<b>Intangible Assets</b>									
1	Software	0.19	0.03	-	0.22	-	-	-	-	0.22
	<b>Total</b>	<b>0.19</b>	<b>0.03</b>	<b>-</b>	<b>0.22</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>0.22</b>
<b>C</b>	<b>Capital Asset Work in Progress</b>									
1	Software	61.71	-	-	61.71	-	-	-	-	61.71
	<b>Total</b>	<b>103.15</b>	<b>25.39</b>	<b>-</b>	<b>128.55</b>	<b>18.23</b>	<b>16.65</b>	<b>-</b>	<b>34.88</b>	<b>93.67</b>



**SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")**  
Notes to the Financial Statements for the year ended March 31, 2024

(Rs in Lacs)

**Note 4. Other financial assets**

Particulars	As at March 31, 2024	As at March 31, 2023	As at April 31, 2022
<b>Unsecured, considered good</b>			
<b>Non-current</b>			
Security deposit	66.63	2.36	-
<b>Total</b>	<b>66.63</b>	<b>2.36</b>	<b>-</b>
<b>Unsecured, considered good</b>			
<b>Current</b>			
Advance to Suppliers	11.80	249.50	1.98
<b>Total</b>	<b>11.80</b>	<b>249.50</b>	<b>1.98</b>

**Note 5. Other Non Current Assets**

Particulars	As at March 31, 2024	As at March 31, 2023	As at April 31, 2022
<b>Unsecured, considered good</b>			
<b>Non-current</b>			
<b>Investment in Others</b>			
Investment in Machint Solution Pvt Ltd	775.00	-	-
<b>Total</b>	<b>775.00</b>	<b>-</b>	<b>-</b>

**Note 6. Other Current assets**

Particulars	As at March 31, 2024	As at March 31, 2023	As at April 31, 2022
<b>Current</b>			
Prepaid expenses	2.96	-	-
Advance to others	-	-	1.71
<b>Total</b>	<b>2.96</b>	<b>-</b>	<b>1.71</b>

**Note 7. Inventories**

Particulars	As at March 31, 2024	As at March 31, 2023	As at April 31, 2022
Stock in Hand	632.61	697.35	226.45
Stock in WIP	619.43	619.43	619.43
<b>Total</b>	<b>1,252.04</b>	<b>1,316.78</b>	<b>845.88</b>

**Note 8. Investments**

Particulars	As at March 31, 2024	As at March 31, 2023	As at April 31, 2022
<b>Non Current</b>			
<b>Investment in Subsidiaries</b>			
Investment in softvan labs pvt ltd	319.05	-	-
Investment in Softvan Pvt Ltd	1,180.95	-	-
<b>Total</b>	<b>1,500.00</b>	<b>-</b>	<b>-</b>

**Note 9. Trade receivables**

Particulars	As at March 31, 2024	As at March 31, 2023	As at April 31, 2022
<b>Unsecured, considered good</b>			
Trade receivables	1,240.31	720.34	480.06
<b>Total</b>	<b>1,240.31</b>	<b>720.34</b>	<b>480.06</b>

**SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")**  
 Notes to the Financial Statements for the year ended March 31, 2024

(Rs in Lacs)

**Note 9. Trade receivables (contd.)**

**Trade receivables ageing schedule:**

Particulars	Current but not due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months to 1 year	1 - 2 years	2 - 3 years	More than 3 years	
<b>As at March 31, 2024</b>							
Undisputed Trade receivables - considered good	-	1,240.31	-	-	-	-	<b>1,240.31</b>
Undisputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade receivables - credit impaired	-	-	-	-	-	-	-
Disputed Trade receivables - considered good	-	-	-	-	-	-	-
Disputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade receivables - credit impaired	-	-	-	-	-	-	-
<b>As at March 31, 2023</b>							
Undisputed Trade receivables - considered good	-	693.89	26.45	-	-	-	<b>720.34</b>
Undisputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade receivables - credit impaired	-	-	-	-	-	-	-
Disputed Trade receivables - considered good	-	-	-	-	-	-	-
Disputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade receivables - credit impaired	-	-	-	-	-	-	-

**Note 10. Cash and cash equivalents**

Particulars	As at March 31, 2024	As at March 31, 2023	As at April 31, 2022
Cash in Hand	0.20	0.06	-
Balances with banks:			
In current accounts	2,463.66	10.63	9.81
<b>Total</b>	<b>2,463.86</b>	<b>10.69</b>	<b>9.81</b>

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<b>SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")</b>					
Notes to the Financial Statements for the year ended March 31, 2024					
<b>Note 11. Equity share capital</b>					
(Rs in Lacs)					
Particulars	As at March 31, 2024		As at March 31, 2023		
	No. of shares	₹	No. of shares	₹	
<b>Authorised share capital</b>					
Equity shares of ₹ 10 each	1,00,00,000	1,000.00	1,00,00,000	1,000.00	
<b>Issued, Subscribed and Fully Paid-Up</b>					
Equity shares of ₹ 10 each subscribed and fully paid up	79,96,493	799.65	55,71,493	557.15	
<b>a) Reconciliation of the number of equity shares outstanding and amount outstanding at the beginning and at the end of the reporting period</b>					
Particulars	As at March 31, 2024		As at March 31, 2023		
	No. of shares	₹	No. of shares	₹	
<b>Equity shares of ₹ 10 each</b>					
Balance at the beginning of the year	55,71,493	557.15	30,95,274.00	309.53	
Add: Shares issued during the year	24,25,000	242.50	-	-	
Add: Bonus Share issued	-	-	24,76,219.00	247.62	
Balance at the end of the year	<b>79,96,493.00</b>	<b>799.65</b>	<b>55,71,493.00</b>	<b>557.15</b>	
<b>b) Terms and rights attached to equity shares</b>					
i) The Company has one class of equity shares having a par value of ₹ 10 per share. Each holder of equity share is eligible for one vote per share held.					
ii) The dividend if proposed by the Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. As per the agreements entered with the lenders, any dividend and other distribution in cash, property or other payments or distributions on account of the purchase or redemption of equity is a restricted payments and shall be made only if conditions specified in the agreement are fulfilled.					
iii) In the event of liquidation, each holder of equity share is eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.					
<b>(c) Details of shareholders holding more than 5% of the aggregate equity shares in the Company</b>					
Particulars	As at March 31, 2024		As at March 31, 2023		
	No. of shares	Holding %	No. of shares	Holding %	
Pratik Ramjibhai Kakadia	43,91,805	54.92%	43,91,805	78.83%	
Shardaben Ramjibhai Kakadia	3,29,530	4.12%	3,29,530	5.91%	
Dipak Kanaiyalal Patel	5,43,325	6.79%	5,43,325	9.75%	
<b>(d) Share Holding Pattern of promoters:</b>					
Particulars	As at March 31, 2024			As at March 31, 2023	
	No. of shares	% of holding	during the	No. of shares	% of holding
Pratik Ramjibhai Kakadia	43,91,805	54.92%	-23.91%	4391805	78.83%
Shardaben Ramjibhai Kakadia	3,29,530	4.12%	-1.79%	329530	5.91%
Ramjibhai Prabatbhai Kakadia	66,830	0.84%	-0.36%	66830	1.20%
Hetal Chaturbhai Patel	2,39,967	3.00%	-1.31%	239967	4.31%
<b>Total</b>	<b>1,00,000</b>	<b>62.88%</b>	<b>-27.37%</b>	<b>5028132</b>	<b>90.25%</b>
<b>(e) Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date</b>					
The Company has issued bonus shares during the period of March 31, 2023. Hence, disclosures regarding aggregate number of bonus shares issued for consideration other than cash is as under.					
Particulars	No. of shares				
Dipak Patel	2,41,478				
Pratik Ramjibhai Kakadia	19,51,913				
Shardaben Ramjibhai Kakadia	1,46,458				
Ramjibhai Prabatbhai Kakadia	29,702				
Hetal Chaturbhai Patel	1,06,652				
<b>Total</b>	<b>24,76,203</b>				
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<b>SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")</b>			
Notes to the Financial Statements for the year ended March 31, 2024			
(Rs in Lacs)			
<b>Note 12. Other equity</b>			
<b>Particulars</b>	<b>As at March 31, 2024</b>	<b>As at March 31, 2023</b>	<b>As at April 01, 2022</b>
<b>Securities premium</b>	2,517.28	-	-
<b>Retained earnings:</b>			
<b>At the beginning of the year</b>	500.46	127.48	20.11
Profit for the year	1,503.52	620.60	121.73
Less: Utilisation for Bonus Equity Share	-	(247.62)	(14.36)
<b>At the end of the year</b>	2,003.98	500.46	127.48
<b>Total</b>	<b>4,521.26</b>	<b>500.46</b>	<b>127.48</b>
<b>Nature and purpose of other reserves:</b>			
<b>Securities premium:</b>			
Securities premium is credited when shares are issued at premium. The reserve will be utilised in accordance with the provisions of the Companies Act, 2013.			
<b>Retained earnings:</b>			
Retained earnings are the profits / (loss) that the Company has earned / incurred till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings is a free reserve available to the Company and eligible for distribution to shareholders, in case where it is having positive balance representing net earnings till date.			
<b>Note 13. Borrowings</b>			
<b>Particulars</b>	<b>As at March 31, 2024</b>	<b>As at March 31, 2023</b>	<b>As at April 01, 2022</b>
<b>Current</b>			
TMB bank CC	-	302.45	423.51
<b>Unsecured:</b>			
Loan From Related Parties	1,264.26	174.57	89.11
<b>Total</b>	<b>1,264.26</b>	<b>477.02</b>	<b>512.62</b>
* Loan taken from related parties are unsecured in nature and repayable on demand.			
<b>Non-current borrowings</b>	-	-	-
<b>Current borrowings</b>	<b>1,264.26</b>	<b>477.02</b>	<b>512.62</b>
<b>Note 14. Provisions</b>			
<b>Particulars</b>	<b>As at March 31, 2024</b>	<b>As at March 31, 2023</b>	<b>As at April 01, 2022</b>
<b>Current</b>			
Audit Fees	2.50	1.50	0.50
Income Tax	385.20	265.97	-
<b>Total</b>	<b>387.70</b>	<b>267.47</b>	<b>0.50</b>
<b>Note 15. Trade payables</b>			
<b>Particulars</b>	<b>As at March 31, 2024</b>	<b>As at March 31, 2023</b>	<b>As at April 01, 2022</b>
Total outstanding dues of micro and small enterprises (refer note 31)	-	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	1,720.88	472.85	327.83
<b>Total</b>	<b>1,720.88</b>	<b>472.85</b>	<b>327.83</b>
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**SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")**  
 Notes to the Financial Statements for the year ended March 31, 2024

(Rs in Laos)

**Trade payables ageing schedule:**

Particulars	Current but not due	Outstanding for following periods from date of transaction				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
<b>As at March 31, 2024</b>						
Total outstanding dues of micro and small enterprise	-	-	-	-	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	-	1,720.88	-	-	-	1,720.88
Disputed dues of micro and small enterprises	-	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-
<b>Total</b>	-	<b>1,720.88</b>	-	-	-	<b>1,720.88</b>
<b>As at March 31, 2023</b>						
Total outstanding dues of micro and small enterprise	-	-	-	-	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	-	472.85	-	-	-	472.85
Disputed dues of micro and small enterprises	-	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-
<b>Total</b>	-	<b>472.85</b>	-	-	-	<b>472.85</b>

**Note 16. Other financial liabilities**

Particulars	As at March 31, 2024	As at March 31, 2023	As at April 01, 2022
<b>Current:</b>			
PF, ESIC and PT Payable	0.28	4.30	-
Advance from Customer	5.00	102.95	122.87
<b>Total</b>	<b>5.28</b>	<b>107.25</b>	<b>122.87</b>

**Note 17. Other liabilities**

Particulars	As at March 31, 2024	As at March 31, 2023	As at April 01, 2022
<b>Current</b>			
Professional Fees Payable	-	-	3.80
Statutory dues payable	153.36	30.41	20.25
<b>Total</b>	<b>153.36</b>	<b>30.41</b>	<b>24.05</b>

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<b>SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")</b>		
Notes to the Financial Statements for the year ended March 31, 2024		
(Rs in Lacs)		
<b>Note 18. Revenue from contract with customer</b>		
Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Sale of Services	5,136.66	1,135.51
Sale of Goods	230.80	1,278.72
<b>Total</b>	<b>5,367.46</b>	<b>2,414.23</b>
<b>Note 19. Other income</b>		
Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Interest Income	17.96	-
Miscellaneous Income	0.75	-
<b>Total</b>	<b>18.71</b>	<b>-</b>
<b>Note 20. Operation and maintenance expenses</b>		
Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Operation and maintenance expenses	3,060.02	1,835.33
<b>Total</b>	<b>3,060.02</b>	<b>1,835.33</b>
<b>Note 21. Changes in Inventories</b>		
Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Opening Stock	1,316.78	846
Closing Stock	1,252.04	1,316.78
<b>Total</b>	<b>64.74</b>	<b>(470.90)</b>
<b>Note 22. Employee benefit expense</b>		
Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Salaries, wages and bonus	170.97	52.96
Contribution to provident and other funds	5.19	-
Gratuity expense	0.13	-
Staff welfare expenses	0.05	-
<b>Total</b>	<b>176.34</b>	<b>52.96</b>
<b>Note 23. Other expenses</b>		
Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Rent	39.98	9.02
Legal and professional fees	33.27	4.32
Insurance	0.29	1.03
Payment to auditor (refer note A below)	0.50	1.50
Licence fees	0.27	6.27
Office expenses	27.50	1.51
Transportation Expenses	7.25	0.41
Loss on Foreign Exchange	1.03	-
Bad debts	49.03	-
Donation and Charity Expense	6.49	-
Corporate social responsibility expenditure ( refer note B below)	7.33	-
Miscellaneous expenses	2.47	5.32
<b>Total</b>	<b>175.41</b>	<b>29.38</b>
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SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")		
Notes to the Financial Statements for the year ended March 31, 2024		
(Rs in Lacs)		
<b>Note 23. Other expenses (contd.)</b>		
<b>Note A: Payment to auditor (including GST):</b>		
Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
As Auditor:		
Audit fee	0.50	1.50
<b>Total</b>	<b>0.50</b>	<b>1.62</b>
<b>Note B: Corporate social responsibility expenditure:</b>		
Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Gross amount required to be spent by the company during the year	7.33	-
<b>Total</b>	<b>7.33</b>	<b>-</b>
<b>Note 24. Finance costs</b>		
Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Other finance costs:		
Bank charges (including ancillary costs of borrowings)	8.25	64.24
<b>Total</b>	<b>8.25</b>	<b>64.24</b>
<b>Note 25. Depreciation expense</b>		
Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Depreciation on property, plant and equipment	12.69	16.65
<b>Total</b>	<b>12.69</b>	<b>16.65</b>
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SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")		
Notes to the Financial Statements for the year ended March 31, 2024		
(Rs in Lacs)		
<b>Note 26</b>		
<b>Current tax asset (net)</b>	<b>As at</b>	
<b>Particulars</b>	<b>March 31, 2024</b>	<b>March 31, 2023</b>
Advance payment of taxes	94.23	19.27
<b>Current tax asset (net)</b>	<b>94.23</b>	<b>19.27</b>
<b>Tax expense:</b>		
<b>Particulars</b>	<b>For the year ended on</b>	
	<b>March 31, 2024</b>	<b>March 31, 2023</b>
<b>(a) Profit and loss section</b>		
Current Tax	385.20	265.97
Deferred tax	-	-
<b>Income tax expense reported in the statement of profit and loss</b>	<b>385.20</b>	<b>265.97</b>
<b>(c) Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for the year ended</b>		
	<b>March 31, 2024</b>	<b>March 31, 2023</b>
<b>Accounting profit before income tax [A]</b>	<b>1,888.72</b>	<b>886.57</b>
Statutory income tax rate	25.168%	25.168%
<b>Tax at statutory income tax rate</b>	<b>475.35</b>	<b>223.13</b>
<b>Less: TDS Receivables/ Advance Tax</b>	<b>94.23</b>	<b>19.27</b>
<b>Tax effects of:</b>		
Non-deductible expenses	4.07	62.11
Others	-	-
<b>Total tax expense / (benefit) reported in the statement of profit and loss</b>	<b>385.19</b>	<b>265.97</b>
<b>Note 27</b>		
<b>Earning Per Share</b>		
<b>Particulars</b>	<b>For The year ended</b>	
	<b>31-03-2024</b>	<b>31-03-2023</b>
<b>Profit After Tax (PAT)</b>	<b>1,503.52</b>	<b>620.60</b>
No of Shares:-	-	-
At the beginning of the year	55,71,493.00	55,71,493.00
Share issued during the year	24,25,000.00	-
No of Days	294.00	-
<b>Weighted Average No of Share</b>	<b>75,19,443.82</b>	<b>55,71,493.00</b>
	-	-
<b>Basic EPS</b>	<b>20.00</b>	<b>11.14</b>
<b>Diluted EPS</b>	<b>20.00</b>	<b>11.14</b>
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**SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")**
**Notes to Financial Statements for the Year Ended 31st March 2024**
**Note 28. Financial Instrument Category**
**(Rs in Lacs)**

Set out below, is a comparison by class of the carrying amounts and fair value of the financial instruments of the Company, other than those with carrying amounts that are reasonable approximations of fair values:

Particulars	As at March 31, 2024		As at March 31, 2023	
	Carrying value	Fair value	Carrying value	Fair value
<b>Financial assets</b>				
Trade Receivables	1,240.31	1,240.31	720.34	720.34
Cash and cash equivalents	2,463.86	2,463.86	10.69	10.69
Loans and Advances	11.80	11.80	249.50	249.50
<b>Financial liabilities</b>				
Borrowings	1264.26	1,264.26	477.02	477.02
Trade payables	1,720.88	1,720.88	472.85	472.85

The management of Company assessed that cash and cash equivalents, trade receivables, trade payables and current financial assets/liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

**Note 28. Financial risk management objectives and policies (contd.)**

The Company's principal financial liabilities comprise borrowings and trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations and to support its operations. The Company's financial assets include trade receivables, other receivables and cash & cash equivalents that derive directly from its operations.

**(A) Credit Risk**

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (trade receivables) and from its financing activities including deposit with banks and other financial instruments, if any.

The Company is exposed to credit risk mainly with respect to trade receivables (other than group entities). The Trade receivables of the Company are typically non-interest bearing un-secured and derived from sales made to a number of independent customers including group entities.

Cash and cash equivalents are placed with reputed financial banks / institutions.

**(B) Liquidity Risk**

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. Accordingly, as a prudent liquidity risk management measure, the Company closely monitors its liquidity position and deploys a robust cash management system. The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of stand-by credit facilities.

To manage liquidity risk, the Company monitors its net operating cash flow and maintains an adequate level of cash and cash equivalents to finance the Company's operations and mitigate the effects of fluctuations in cash flows.

All financial liabilities of the Company are current and hence payable within next one year, amounting to Rs 2985.14 Lakhs as on 31 March, 2024 and 949.87 Lakhs as on 31 March, 2023.

**(C) Market Risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises 2 types of risk: interest rate risk and currency risk. Financial instruments affected by market risk include borrowings.

**Foreign currency risk:**

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company is not exposed to foreign currency risk as there are no financial assets and liabilities denominated in foreign currency.

**Interest rate Risk:**

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The interest rate risk exposure is mainly from changes in floating interest rates. The interest rate are disclosed in the respective notes to these financial statement of the Company.



SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")  
Notes to Financial Statements for the Year Ended 31st March 2024

Note 29 Related Party Disclosures :-

(a)	
S.N.	Nature of Relationship
1	Managing Director (w.e.f. 18/04/2022)
2	Independent Director (w.e.f. 18/04/2022)
3	Independent Director (w.e.f. 18/04/2022)
4	Non Executive Director (till 10/06/2022)
5	Chief Executive Officer (w.e.f. 06/10/2022)
6	Non Executive Director
7	Relative of CEO
8	Relative of KMP
9	Relative of KMP
10	Chief Financial Officer- KMP (w.e.f. 06/10/2022)
11	Company Secretary-KMP
12	Company Secretary-KMP
13	Wholly owned Subsidiary
14	Wholly owned Subsidiary

(b) Disclosure of Transaction with Related Party

(₹ in Laacs)

Particulars	Current Year Amt.	Previous Year Amt.
<b>Pratikbhai Ramjibhai Kakadia</b>		
Remuneration	60.00	-
Loan Taken	255.77	69.16
Loan Repaid	129.47	-
<b>Ekta Patel</b>		
Sitting Fees	1.84	0.55
<b>Nishita Sanghvi</b>		
Sitting Fees	1.54	0.80
<b>Shardaben Ramjibhai Kakadia</b>		
Loan Taken	-	11.39
Loan Repaid	-	19.70
<b>Bartek Enterprise</b>		
Loan Taken	70.70	52.58
Loan Repaid	120.59	5.89
<b>Shree Vinayak Sahakari Bank Limited</b>		
Sale of Services	0.40	1.57
<b>Hetal Pratikbhai Kakadia</b>		
Loan Taken	1,302.59	129.19
Loan Paid	284.31	86.24
<b>Ms. Kshiti Nahar</b>		
Salary	0.45	-
<b>Softvan Private Limited</b>		
Purchase of services	6.01	-
Sale of services	40.00	-
<b>Softvan Labs Private Limited</b>		
Sale of services	18.00	-



SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")  
Notes to Financial Statements for the Year Ended 31st March 2024

(c) Outstanding balances

Particulars	Current Year Amt.	Previous Year Amt.
<b>Pratikbhai Ramjibhai Kakadia</b>		
Remuneration Payable	60.00	-
Loan Outstanding	200.00	73.70
<b>Shree Vinayak Sahakari Bank Limited</b>		
Trade Receivable	0.04	0.27
<b>Hetal Pratikbhai Kakadia</b>		
Loan Outstanding	1,064.26	45.97
<b>Bartek Enterprise</b>		
Loan Outstanding	-	49.89
<b>Shardaben Ramjibhai Kakadia</b>		
Loan Outstanding	-	5.00
<b>Ms. Kshiti Nahar</b>		
Salary Payable	0.15	-

**Note 30** Amount Due to Micro, Small and Medium Enterprises

The Company has compiled the information based on intimations received from the supplier of their status as micro or small enterprises and / or its registration with appropriate authority under Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act, 2006'). The balance due to Micro and Small Enterprises as defined under MSMED Act, 2006 as on March 31, 2024 and March 31, 2023 is Nil. No interest has been paid or payable under MSMED Act, 2006 during the current year and previous corresponding year.

**Note 31** Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker ("CODM") as required under Ind AS 108. The CODM is considered to be Board of Directors who makes strategic decisions and is responsible for allocating resources and assessing performance of the operating segments. The principle activities of the company comprises "Information Technology Services". Accordingly, the company has reportable segments consisting of Information Technology Related Services. Further, there are no geographical segment to be reported since all the operations are undertaken in India.

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**SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")**  
**Notes to Financial Statements for the Year Ended 31st March 2024**

**Note 32 Capital Management**

For the purpose of the capital management, capital includes issued equity capital, share premium and money received against share warrants and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximise shareholders' value.

The Company manage their capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants.

The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company's policy is to keep optimum gearing ratio. The position as on March 31, 2024 and March 31, 2023 are as under:

Particulars	As at March 31, 2024	As at March 31, 2023
Borrowings - Non-current	-	-
Borrowings - current	1,264.26	512.62
Less: Cash and other bank balances	2,463.86	10.69
<b>Net debt [A]</b>	<b>(1,199.60)</b>	<b>501.93</b>
Equity share capital	799.66	557.15
Compulsorily convertible debentures	-	-
Other equity	4,521.26	500.46
<b>Total member's capital [B]</b>	<b>5,320.92</b>	<b>1,057.61</b>
<b>Capital and net debt [C=A+B]</b>	<b>4,121.32</b>	<b>1,559.54</b>
<b>Gearing ratio [A/C]</b>	<b>(0.29)</b>	<b>0.32</b>

No changes were made in the objectives, policies or processes for managing capital during the year ended March 31, 2024 and March 31, 2023.

**Note 33 Commitments and contingencies**

Capital Commitments :- As at March 2024, the company has no capital commitments.

Contingencies :- As at March 2024, the company has no contingencies.

**Note 34 Key Ratios :**

Sr No	Ratios	2023-24	2022-23	Difference	Observations (If variance is more than 25%)
1	Current Ratio	1.43	1.71	-16.11%	
2	Debt- Equity Ratio	0.24	0.45	-47.32%	Note - 1
3	Debt Service Coverage Ratio	183.78	9.92	1752.68%	Note - 2
4	Return on Equity Ratio	0.47	0.83	-43.23%	Note - 3
5	Inventory Turnover Ratio	NA			NA
6	Trade Receivable Turnover Ratio	5.48	4.02	36.12%	Note - 4
7	Trade Payable Turnover Ratio	2.95	4.66	-36.67%	Note - 5
8	Net Capital Turnover Ratio	3.50	2.51	39.39%	Note - 6
9	Net Profit Ratio	0.28	0.26	8.97%	
10	Return on capital Employed	0.29	0.56	-48.37%	Note - 7
11	Return on Investment	0.00	0.00	0.00%	NA

**SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")**  
**Notes to Financial Statements for the Year Ended 31st March 2024**

- Note- 1** :- The ratio has been decreased due to company issued Equity Shares in current year.  
**Note- 2** :- The ratio has been increased due to increase in profit in comparison with previous year.  
**Note- 3** :- The ratio has been decreased due to company no of equity shares is increased in comparison with previous year.  
**Note- 4** :- The ratiom has been increased due to increase in Sales of the company.  
**Note- 5** :- The ratio has been decreased due to company credit period becomes less compare to Previous year.  
**Note- 6** :- The ratiom has been increased due to increase in Sales of the company in comparison with previous year.  
**Note- 7** :- The ratio has been decreased due to company no of equity shares is increased in comparison with previous year.

**Note 35 Other statutory information**

- (i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- (ii) The Company does not have any transactions with companies struck off.
- (iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (iv) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (v) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
- (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (vi) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.
- (vii) The Company has complied with the number of layers prescribed under clause (87) of Section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.
- (viii) The Company is not declared wilful defaulter by any bank or financial institutions or lender during the year.
- (ix) The provisions of Section 135 of the Companies Act, 2013 in relation to corporate social responsibility is not applicable to the Company since it does not satisfy any condition of CSR applicability.
- (x) The title deeds of all the immovable properties are held in the name of the Company

**Note 36** Previous year's figures have been rearranged and regrouped wherever necessary so as to make them comparable with those of the current

**Note 37** Party accounts, in debit/credit, are subject to confirmation, reconciliation and consequential adjustments thereof, if any.

As our report of even date  
 For A.K. Ostwal & Co.  
 Chartered Accountants  
 FRN: 107200W

For and on behalf of the Board of Directors of  
 Sahana System Limited  
 (Formerly known as "Sahana System Private Limited")

CA Amit M Ajagiya  
 Partner  
 M.No.: 140574  
 UDIN: 24140574BKAEWL2184  
 Place : Ahmedabad  
 Date:- May 18, 2024

Pratik Ramjibhai Kakadia  
 (Managing Director)  
 Din:- 07282179

Hetal Chaturbhai Patel  
 (Director)  
 Din:- 08381794

Jatinkumar Jogani  
 Pan:-ALVPJ3547K  
 (Chief Financial Officer)

Kshiti Nahar  
 Pan:- ATQPN1428E  
 (Company Secretary)

## INDEPENDENT AUDITOR'S REPORT

**TO THE MEMBERS OF  
SAHANA SYSTEM LIMITED  
(Formerly known as M/s. Sahana System Private Limited)**

### **Report on the Consolidated Financial Statements**

#### **Opinion**

We have audited the accompanying Consolidated financial statements of SAHANA SYSTEM LIMITED (“the Company”) and its associate and subsidiaries together referred as (“the Group”), which comprise the Balance Sheet as at March 31, 2024, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year ended on that date, and a summary of the material accounting policies and other explanatory information (hereinafter referred to as “the Consolidated financial statements”).

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated financial statements give the information required by the Companies Act, 2013 (“the Act”) in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, (“Ind AS”) and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

#### **Basis for Opinion**

We conducted our audit of the Consolidated financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor’s Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the Consolidated financial statements under the provisions of the Act and the Rules made 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 audit opinion on the financial statements.

#### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Consolidated financial statements of the current period. These matters were addressed in the context of our audit of the Consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that there are no key Audit Matters to be communicated in our report.

### **Management's Responsibility for the Consolidated financial statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Consolidated financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. 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 Consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

### **Auditor's Responsibility 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 scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management’s use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company’s ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor’s report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor’s report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group to express an opinion on the consolidated financial statements.

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

We communicate with those charged with governance of the Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

## Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss and Consolidated Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid financial statements comply with the Ind AS 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 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.
  - f) 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 remuneration paid by the Holding Company to its directors during the period is in accordance with the provisions of section 197 of the Act.
  - g) The group has not paid any dividend during the year and hence, compliance with Section 123 of the Act is not applicable.
  - h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - i. The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:
      - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Holding Company.
      - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

- ii. The management has represented, that, to the best of its knowledge and belief, no funds have been received by the Holding Company from any persons or entities, including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Holding Company shall:
  - directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever (“Ultimate Beneficiaries”) by or on behalf of the Funding Party or
  - provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries; and
- iii. Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under subclause (d) (i) and (d) (ii) contain any material mis-statement.
- iv. Based on our examination, which included test checks, the Company and its subsidiaries has used accounting software for maintaining its books of account for the financial year ended March 31, 2024, which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of the audit trail feature being tampered with.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended March 31, 2024.

2. As required with reference to the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”), we give in the “**Annexure-A**” a statement on the matters specified to the extent applicable.
3. In our opinion and according to the information and explanation given to us, the remuneration paid during the current year by the Holding Company and its subsidiary companies, wherever applicable, to its directors is in accordance with the provision of section 197 of the Companies Act, 2013. The Remuneration paid to any director by the Holding Company and its subsidiary companies is not in excess of the limits laid down under section 197 of the Act.
4. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor’s Report) Order, 2020 (the “Order”/ “CARO”) issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor’s report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Company and its subsidiaries included in the consolidated financial statements of the Company, to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports.

**For A.k. Ostwal & Co.  
Chartered Accountants  
(Firm's Registration No. – 107200W)**

Place: Ahmedabad  
Date: May 18, 2024

**CA Amit M. Ajagiya  
(Partner)  
(M. No. 140574)  
UDIN - 24140574BKAEWM7185**

**ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF SAHANA SYSTEM LIMITED****Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

1. We have audited the internal financial controls over financial reporting of SAHANA SYSTEM LIMITED ("the Company") as of March 31, 2024 in conjunction with our audit of the Consolidated financial statements of the Company for the year ended on that date.

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

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India". These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditors' Responsibility**

3. Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We have conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. We believe that the audit evidence, we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

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

6. A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that
- (1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
  - (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
  - (3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

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

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

#### **Opinion**

8. In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")**  
**CIN: L72500GJ2020PLC112865**  
**Consolidated Balance Sheet as at 31st March 2024**

(Rs in Laacs)

Particulars	Notes	As at March 31, 2024	As at March 31, 2023	As at April 01, 2022
<b>I. ASSETS</b>				
<b>Non-current assets</b>				
(a) Property, plant and equipment	3	59.59	31.96	23.22
(b) Capital work-in-progress	3	1,412.79	61.71	61.71
(c) Goodwill	4	1,241.89	-	-
(d) Financial assets				
(i) Other financial assets	5	70.46	2.36	-
(e) Other non-current assets	6	775.00	-	-
<b>Total non-current assets</b>		<b>3,559.73</b>	<b>96.03</b>	<b>84.93</b>
<b>Current assets</b>				
(a) Inventories	7	1,252.04	1,316.78	845.88
(b) Financial assets				
(i) Trade receivables	9	2,001.95	720.34	480.06
(ii) Cash and cash equivalents	10	2,597.42	10.69	9.81
(v) Bank balance other than disclosed in Note 10 above	13	-	-	-
(iii) Other financial assets	5	14.49	249.50	1.98
(c) Current tax asset (net)	27	97.28	19.27	0.51
(d) Other current assets	8	81.95	-	1.71
<b>Total current assets</b>		<b>6,045.13</b>	<b>2,316.58</b>	<b>1,339.95</b>
<b>TOTAL ASSETS</b>		<b>9,604.86</b>	<b>2,412.61</b>	<b>1,424.88</b>
<b>II. EQUITY AND LIABILITIES</b>				
<b>Equity</b>				
(a) Equity share capital	11	799.65	557.15	309.53
(b) Other equity	12	4,838.76	500.46	127.48
<b>Total equity</b>		<b>5,638.41</b>	<b>1,057.61</b>	<b>437.01</b>
<b>Non Current liabilities</b>				
(a) Deferred Tax Liabilities	13	1.01	-	-
		<b>1.01</b>	-	-
<b>Current liabilities</b>				
(a) Financial liabilities				
(i) Borrowings	14	1,264.26	477.02	512.62
(ii) Trade payables				
(a) total outstanding dues of micro and small enterprises	16	-	-	-
(b) total outstanding dues of creditors other than micro enterprises and small enterprises	16	1,942.72	472.85	327.83
(iii) Other financial liabilities	17	5.28	107.25	122.87
(b) Other current liabilities	18	187.44	30.41	24.05
(c) Provisions	15	565.74	267.47	0.50
<b>Total current liabilities</b>		<b>3,965.44</b>	<b>1,355.00</b>	<b>987.87</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>9,604.86</b>	<b>2,412.61</b>	<b>1,424.88</b>

Summary of material accounting policies

2

The accompanying notes are an integral part of the financial statements

As our report of even date

For A.K. Ostwal & Co.

Chartered Accountants

FRN: 107200W

CA Amit M Ajagiya  
Partner  
M.No.: 140574  
UDIN: 24140574BKAEWM7185  
Place : Ahmedabad  
Date:- May 18, 2024

For and on behalf of the Board of Directors of

Sahana System Limited

(Formerly known as "Sahana System Private Limited")

Pratik Ramjibhai Kakadia  
(Managing Director)  
Din:- 07282179

Hetal Chaturbhai Patel  
(Director)  
Din:- 08381794

Jatinkumar Jogani  
Pan:-ALVPJ3547K  
(Chief Financial Officer)

Kshiti Nahar  
Pan:- ATQPN1428E  
(Company Secretary)

**SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")**  
**CIN: L72500GJ2020PLC112865**  
**Consolidated Statement of Profit and Loss for the year ended on March 31, 2024**

Particulars	Notes	(Rs in Lacs)	
		For The year ended	
		March 31, 2024	March 31, 2023
<b>Income:</b>			
Revenue from contract with customer	19	6,904.76	2,414.23
Other income	20	24.31	-
<b>Total income (A)</b>		<b>6,929.07</b>	<b>2,414.23</b>
<b>Expenses:</b>			
Operation and maintenance expenses	21	3,031.65	1,835.33
Changes in Inventories	22	64.74	(470.90)
Employee benefit expense	23	703.05	52.96
Finance costs	25	13.64	64.24
Depreciation expense	26	27.03	16.65
Other expenses	24	781.01	29.38
<b>Total expenses (B)</b>		<b>4,621.12</b>	<b>1,527.66</b>
<b>Profit before tax for the year (D)</b>		<b>2,307.95</b>	<b>886.57</b>
<b>Tax expense:</b>			
(i) Current tax	27	488.21	265.97
(ii) Deferred tax	27	(1.28)	-
<b>Total tax expense (E)</b>		<b>486.93</b>	<b>265.97</b>
<b>Profit for the year (F) = (D-E)</b>		<b>1,821.02</b>	<b>620.60</b>
<b>Other comprehensive income:</b>			
(i) Items that will not be reclassified to the statement of profit or loss		-	-
(ii) Items that may be reclassified to profit or loss in subsequent years		-	-
<b>Total other comprehensive income for the year, net of tax (G)</b>		<b>-</b>	<b>-</b>
<b>Total comprehensive income for the year, net of tax (H) = (F+G)</b>		<b>1,821.02</b>	<b>620.60</b>
<b>Earnings per equity share (Face value of ₹ 10 each) (in ₹)</b>			
Basic	28	24.22	11.14
Diluted	28	24.22	11.14
Summary of material accounting policies	2		
The accompanying notes are an integral part of the financial statements			

As our report of even date  
**For A.K. Ostwal & Co.**  
Chartered Accountants  
FRN: 107200W

**For and on behalf of the Board of Directors of**  
**Sahana System Limited**  
(Formerly known as "Sahana System Private Limited")

**CA Amit M Ajagiya**  
Partner  
M.No.: 140574  
UDIN: 24140574BKAUEWM7185  
Place : Ahmedabad  
Date:- May 18, 2024

<b>Pratik Ramjibhai Kakadia</b> (Managing Director) Din:- 07282179	<b>Hetal Chaturbhai Patel</b> (Director) Din:- 08381794
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<b>Jatinkumar Jogani</b> Pan:-ALVPJ3547K (Chief Financial Officer)	<b>Kshiti Nahar</b> Pan:- ATQPN1428E (Company Secretary)
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SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED") CIN: L72500GJ2020PLC112865 Consolidated Statement of CashFlow for the year ended as on March 31, 2024		
(Rs in Lacs)		
Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
<b>A. Cash flow from operating activities</b>		
Profit before tax	2,307.95	886.57
<b>Adjustments to reconcile profit before tax to net cash flows:</b>		
Depreciation expense	27.03	16.65
Interest income on fixed deposits	(19.36)	-
Finance cost	13.64	64.24
<b>Operating profit before changes in working capital</b>	<b>2,329.26</b>	<b>967.46</b>
<b>Working capital adjustments:</b>		
(Increase) / decrease in Inventories	64.74	(470.90)
(Increase) / decrease in trade receivables	(1,281.61)	(240.28)
(Increase) / decrease in other assets	84.96	(264.57)
Increase / (decrease) in trade payables	1,469.87	145.02
Increase / (decrease) in other financial liabilities	(101.97)	(35.60)
Increase / (decrease) in provisions	298.27	266.98
Increase / (decrease) in other current liabilities	78.75	(9.20)
<b>Cash generated from operating activities (before tax)</b>	<b>2,943.55</b>	<b>358.85</b>
Net income tax (paid)/ Net Income tax refund (including interest on refund)	488.21	(265.97)
<b>Net cash flows from operating activities (A)</b>	<b>3,431.76</b>	<b>92.88</b>
<b>B. Cash flow from investing activities</b>		
Payment for purchase of property, plant and equipment (including capital work-in-progress and capital advances)	(1,405.74)	25.39
Investment	-	-
Change in Long Term Loans and Advances	(775.00)	(2.36)
Interest received	19.36	-
<b>Net cash flows from investing activities (B)</b>	<b>(2,161.38)</b>	<b>23.03</b>
<b>C. Cash flow from financing activities</b>		
Proceeds from Equity Share Issue (Including Securities Premium)	542.75	-
Proceeds from Borrowings	787.24	-
Utilisation of Reserve for Bonus Equity Share	-	(247.62)
Bank charges paid (including ancillary costs of borrowings)	(13.64)	(64.24)
<b>Net cash used in financing activities (C)</b>	<b>1,316.35</b>	<b>(311.86)</b>
Net increase / (decrease) in cash and cash equivalents (A+B+C)	2,586.73	(195.95)
Cash and cash equivalents at the beginning of year	10.69	9.81
<b>Cash and cash equivalents at the end of year</b>	<b>2,597.42</b>	<b>(186.14)</b>
<b>Particulars</b>	<b>As at March 31, 2024</b>	<b>As at March 31, 2023</b>
<b>Cash and cash equivalents comprise of</b>		
Cash in Hand	11.55	-
Balance with bank in current account	2,585.87	10.69
<b>Total</b>	<b>2,597.42</b>	<b>10.69</b>
As our report of even date		
For A.K. Ostwal & Co. Chartered Accountants FRN: 107200W		
For and on behalf of the Board of Directors of Sahana System Limited (Formerly known as "Sahana System Private Limited")		
CA Amit M Ajagiya Partner M.No.: 140574 UDIN: 24140574BKAEWM7185 Place : Ahmedabad Date:- May 18, 2024	Pratik Ramjibhai Kakadia (Managing Director) Din:- 07282179	Hetal Chaturbhai Patel (Director) Din:- 08381794
	Jatinkumar Jogani Pan:- ALVPJ3547K (Chief Financial Officer)	Kshiti Nahar Pan:- ATQPN1428E (Company Secretary)

**SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")**  
**Statement of Changes in Equity for the year ended March 31, 2024**

(Rs in Lacs)

**A. Equity share capital**

Particulars	Amount
<b>At April 1, 2022</b>	<b>309.53</b>
Changes in equity share capital due to prior period errors	-
Restated balance at the beginning of the year	309.53
Changes in equity share capital during the year [refer note 11]	247.62
<b>At March 31, 2023</b>	<b>557.15</b>
Changes in equity share capital due to prior period errors	-
Restated balance at the beginning of the year	557.15
Changes in equity share capital during the year [refer Note 11]	242.50
<b>At March 31, 2024</b>	<b>799.65</b>

**B. Other equity**

Particulars	Other equity		Total
	Securities premium	Retained earnings	
<b>At April 1, 2022</b>	-	<b>127.48</b>	<b>127.48</b>
Profit for the year	-	620.60	620.60
Other comprehensive income for the year	-	-	-
Bonus Share issued	-	(247.62)	(247.62)
<b>At March 31, 2023</b>	-	<b>500.46</b>	<b>500.46</b>
Profit for the year	-	1,821.02	1,821.02
Other comprehensive income for the year	-	-	-
Amount received by way of initial public offer	2,517.28	-	2,517.28
<b>At March 31, 2024</b>	<b>2,517.28</b>	<b>2,321.48</b>	<b>4,838.76</b>

The accompanying notes are an integral part of the financial statements

As our report of even date  
**For A.K. Ostwal & Co.**  
Chartered Accountants  
FRN: 107200W

For and on behalf of the Board of Directors of  
Sahana System Limited  
(Formerly known as "Sahana System Private Limited")

CA Amit M Ajagiya  
Partner  
M.No.: 140574  
UDIN: 24140574BKAEWM7185  
Place : Ahmedabad  
Date:- May 18, 2024

Pratik Ramjibhai Kakadia      Hetal Chaturbhai Patel  
(Managing Director)              (Director)  
Din:- 07282179                      Din:- 08381794

Jatinkumar Jogani                      Kshiti Nahar  
Pan:-ALVPJ3547K                      Pan:- ATQPN1428E  
(Chief Financial Officer)              (Company Secretary)

**SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")**

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

(Rs in Lacs)

**Note: 1**
**Corporate Information**

Sahana System Limited having CIN L72500GJ2020PLC112865 is a company domiciled in India and incorporated under the provisions of the Companies Act, 2013. It is engaged in the business of Information Technology bussiness.  
 The Company has Two Subsidiaries- Softvan Private Limited and Softvan Labs Private Limited.

**Note: 2**
**Summary of Material Accounting Policies**
**2.1 Basis of preparation and presentation**

These financial statements have been prepared in accordance with the accounting principles generally accepted in India including Indian Accounting Standards (Ind AS) prescribed under the section 133 of the Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirement of Division II of Schedule III of the Companies Act 2013, (Ind AS Compliant Schedule III), as applicable to financial statements.

Accordingly, the Company has prepared these financial statements which comprise the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss and the Statement of Changes in Equity for the year ended as on that date, and material accounting policies and other explanatory information (together hereinafter referred to as "financial statements").

The financial statements have been prepared on a historical cost basis, except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

The financial statements are presented in INR and all values are rounded to the nearest Million ('000,000) up to two decimal, except when otherwise indicated.

**(i) Current vs. Non-Current**

The Company presents assets and liabilities in the balance sheet based on current / non-current classification. An asset is treated as current when it is:

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

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

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

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

**SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")**

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

(Rs in Lacs)

**(ii) Fair value measurement**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for leases that are within the scope of Ind AS 116 and measurements that have some similarities to fair value but are not fair value, such as value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

**(iii) Property, plant and equipment**

An item of PPE is recognised as an asset, if and only if, it is probable that the future economic benefits associated with the item will flow to the Company and its cost can be measured reliably. PPE are initially recognised at cost. The initial cost of PPE comprises its purchase price (including non-refundable duties and taxes but excluding any trade discounts and rebates), and any directly attributable cost of bringing the asset to its working condition and location for its intended use.

Subsequent to initial recognition, PPE are stated at cost less accumulated depreciation and any impairment losses. When significant parts of PPE are required to be replaced in regular intervals, the Company recognises such parts as separate component of assets. When an item of PPE is replaced, then its carrying amount is derecognised from the Balance Sheet and cost of the new item of PPE is recognised.

The expenditures that are incurred after the item of PPE has been available for use, such as repairs and maintenance, are normally charged to the statement of profit and loss in the period in which such costs are incurred. However, in situations where the said expenditure can be measured reliably, and is probable that future economic benefits associated with it will flow to the Company, it is included in the asset's carrying value or as a separate asset, as appropriate.

Depreciation is calculated on a Written Down Value basis over the estimated useful lives of the assets as follows:

Particulars	Useful life
Building	30 years
Computer and Related Equipment	3 years
Office Equipment	5 years
Furniture and fixtures	10 years
Electronics and Fittings	10 years

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future benefit is expected from its disposal. The Company had elected to consider the carrying value of all its items of property, plant and equipment under the previous GAAP financial

**SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")**

**Notes to the Consolidated Financial Statements for the year ended March 31, 2024**

(Rs in Lacs)

**(iv) Impairment of non-financial assets**

The carrying amounts of the Company's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated in order to determine the extent of the impairment loss, if any.

The recoverable amount of an asset or cash generating unit (as defined below) is the higher of its value in use and its fair value less costs of disposal. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or the cash generating unit for which the estimates of future cash flows have not been adjusted. For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit").

An impairment loss is recognised in the profit or loss if the estimated recoverable amount of an asset or its cash generating unit is lower than its carrying amount. Impairment losses recognised in respect of cash-generating units are allocated to reduce the carrying amount of the other assets in the unit on a pro-rata basis.

In respect of other asset, impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

The Company assesses where climate risks could have a significant impact, such as the introduction of emission-reduction legislation that may increase manufacturing costs. These risks in relation to climate-related matters are included as key assumptions where they materially impact the measure of recoverable amount. These assumptions have been included in the cash-flow forecasts in assessing value-in-use amounts. At present, the impact of climate-related matters is not material to the Company's financial statements.

**(v) Revenue from contract with customer**

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services.

The company has concluded that it is the principle in its revenue arrangement, because it typically controls the services before transferring them to the customer.

**Contract balances**

**Contract asset**

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

**Trade receivables**

A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due).

**Contract liabilities**

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs under the contract.

**(vi) Interest income**

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

**SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")**

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

(Rs in Lacs)

**(vii) Taxes**

**Current income tax**

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

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

**Deferred tax**

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

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

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised, or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Deferred tax relating to items recognised outside statement of profit or loss is recognised outside statement of profit or loss. Deferred tax are recognised in correlation to the underlying transaction either in other comprehensive income or substantively enacted at the reporting date.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to set off corresponding current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority on the Company.

**(viii) Financial instruments**

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

**a) Financial assets**

**Initial recognition and measurement**

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

**Subsequent measurement**

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

- Financial assets at amortised cost (debt instruments)
- Financial assets at fair value through other comprehensive income (FVTOCI) with recycling of cumulative gains and losses (debt instruments)
- Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- Financial assets at fair value through profit or loss.

**Financial assets at amortised cost (debt instruments)**

A 'financial asset' is measured at the amortised cost if both the following conditions are met:

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

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss.

**SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")**

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

(Rs in Lacs)

**Financial assets at fair value through OCI (FVTOCI) (debt instruments)**

A 'financial asset' is classified as at the FVTOCI if both of the following criteria are met:

- a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- b) The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. For debt instruments, at fair value through OCI, interest income, foreign exchange revaluation and impairment losses or reversals are recognised in the profit or loss and computed in the same manner as for financial assets measured at amortised cost. The remaining fair value changes are recognised in OCI. Upon derecognition, the cumulative fair value changes recognised in OCI is reclassified from the equity to profit or loss.

**Financial assets designated at fair value through OCI (equity instruments)**

On initial recognition, the Company can elect to classify irrevocably its equity investments as equity instruments designated at fair value through OCI when they meet the definition of equity under Ind AS 32 Financial Instruments: Presentation and are not held for trading. The classification is determined on an instrument-by-instrument basis. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS103 applies are classified as at FVTPL.

Gains and losses on these financial assets are never recycled to profit or loss. Dividends are recognised as other income in the statement of profit and loss when the right of payment has been established, except when the Company benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in OCI. Equity instruments designated at fair value through OCI are not subject to impairment assessment.

**Financial assets at fair value through profit or loss**

Financial assets at fair value through profit or loss are carried in the balance sheet at fair value with net changes in fair value recognised in the statement of profit and loss.

**Derecognition**

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised when:

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

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

**Impairment of financial assets**

In accordance with Ind AS 109 Financial Instruments, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115 Revenue from Contracts with Customers.

**b) Financial liabilities and equity instruments**

**Classification as debt or equity**

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

**Equity instruments**

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

**Initial recognition and measurement**

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

**SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")**

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

(Rs in Lacs)

**Subsequent measurement**

For purposes of subsequent measurement, financial liabilities are classified in two categories:

- Financial liabilities at fair value through profit or loss
- Financial liabilities at amortised cost (loans and borrowings)

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

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

**Financial liabilities at amortised cost (Loans and borrowings)**

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

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

**Derecognition**

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

**c) Offsetting of financial instruments**

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

**(ix) Borrowing costs**

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

**(x) Provisions, Contingent Liabilities and Contingent Assets**

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, 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 of the amount of the obligation.

When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit or loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liability is-

- (a) a possible obligation arising from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Trust or
- (b) present obligation that arises from past events but 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 the obligation cannot be measured with sufficient reliability.

The Company does not recognize a contingent liability but discloses the same as per the requirements of Ind AS 37.

Contingent assets are not recognised in the financial statements.

**SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")**  
**Notes to the Consolidated Financial Statements for the year ended March 31, 2024**

(Rs in Lacs)

**(xi) Employee benefits:**

**i) Short term benefits**

Short term employee benefit obligations are measured on an undiscounted basis and are expensed as a related service provided. A liability is recognised for the amount expected to be paid under short term cash bonus or profit sharing plans if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

**(xii) Cash and cash equivalents**

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management. Cash and cash equivalents include balance with banks which are unrestricted for withdrawal and usage.

**(xiii) Earnings per share**

Basic earnings per share is calculated by dividing the net profit or loss attributable to equity holders of the Company (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split that have changed the number of equity shares outstanding, without a corresponding change in resources.

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

**(xiv) First time Adoption of IND-AS**

These are the company's first financials statements prepared in accordance with Ind AS.

These financials statement of the company for the year ended March 31, 2024 have prepared in accordance with the Ind AS. For the purpose of transition of Ind AS, The company has followed the guidance prescribed in Ind AS 101 First time adoption of Indian Accounting Standard, with April 1, 2022 as the transition date and IGAAP as the previous IGAAP. The transition to Ind AS has resulted in changes in the presentation of the financial statements, disclosures in the notes there to and accounting policies and principles.

**(xv) Recent accounting pronouncements**

The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standards) Amendment Rules, 2023 dated March 31, 2023 to amend the following Ind AS which are effective for annual periods beginning on or after April 1, 2023. The Company applied for the first-time these amendments.

**(a) Definition of Accounting Estimates - Amendments to Ind AS 8**

The amendments clarify the distinction between changes in accounting estimates and changes in accounting policies and the correction of errors. It has also been clarified how entities use measurement techniques and inputs to develop accounting estimates. The amendments had no impact on the Company's financial statements.

**(b) Disclosure of Accounting Policies - Amendments to Ind AS 1**

The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures. The amendments have had an impact on the Company's disclosures of accounting policies, but not on the measurement, recognition or presentation of any items in the Company's financial statements.

**(c) Deferred Tax related to Assets and Liabilities arising from a Single Transaction – Amendments to Ind AS 12**

The amendments narrow the scope of the initial recognition exception under Ind AS 12, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences such as leases. The amendments had no impact on the Company's financial statements.

Apart from these, consequential amendments and editorials have been made to other Ind AS like Ind AS 101, Ind AS 102, Ind AS 103, Ind AS 107, Ind AS 109, Ind AS 115 and Ind AS 34.

**SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")**

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

(Rs in Lacs)

**2.2 Key Accounting Estimates and Significant Judgements**

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods. Continuous evaluation is done on the estimation and judgments based on historical experience and other factors, including expectations of future events that are believed to be reasonable. Revisions to accounting estimates are recognised prospectively. Information about critical judgments in applying material accounting policies, as well as estimates and assumptions that have the most significant effect to the carrying amounts of assets and liabilities within the next financial year, are included in the respective sections of material accounting policies above.

**SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")**  
Notes to the Consolidated Financial Statements for the year ended March 31, 2024

(Rs in Lacs)

**Note: 2**

**Material Accounting Policies**

**2.3 First time adoption of Ind AS**

The Accounting policy set out in Note 2.1 & 2.2 have been applied in preparing the financial statements for the year ended March 31, 2024, The comparative information presented in these financial statements for the year ended March 31, 2023 and in preparation of opening Ind AS balance sheet at April 1, 2022 ( the date of transition). In preparing its opening Ind AS balance sheet, the company has adjusted the amounts reported previously in financial statements prepared in accordance with the accounting standards notified under companies (Accounting standards) rules, 2006 (as amended) and other relevant provisions of the act (previous GAAP or Indian GAAP). This note explains the principal adjustments made by the company in restating its indian GAAP financial statements.

**Disclosure as required by Ind AS 101 First Time adoption of Indian Accounting Standards**

Particulars	March 31, 2023	GAAP	March 31, 2023	March 31, 2022	GAAP	April 1, 2022
	IGAAP	Difference	Ind AS	IGAAP	Difference	Ind AS
<b>Assets:-</b>						
<b>Non Current Assets:-</b>						
Property Plant and Equipment	31.96	-	31.96	23.22	-	23.22
Capital Work in Progress	61.71	-	61.71	61.71	-	61.71
Other Financial Asset	2.36	-	2.36	-	-	-
<b>Current Assets:-</b>						
Inventories	1,316.78	-	1,316.78	845.88	-	845.88
Trade Receivables	720.34	-	720.34	480.06	-	480.06
Cash and Cash Equivalents	10.69	-	10.69	9.81	-	9.81
Other Financial Asset	249.50	-	249.50	1.98	-	1.98
Current Tax Asset	19.27	-	19.27	0.51	-	0.51
Other Current Assets	-	-	-	1.71	-	1.71
<b>Total</b>	<b>2,412.61</b>	<b>-</b>	<b>2,412.61</b>	<b>1,424.88</b>	<b>-</b>	<b>1,424.88</b>
<b>Equity &amp;Liabilities:-</b>						
<b>Equity</b>						
Equity Share Capital	557.15	-	557.15	309.53	-	309.53
Other Equity	500.46	-	500.46	127.48	-	127.48
<b>Current Liabilities:-</b>						
Borrowings	477.02	-	477.02	512.62	-	512.62
Trade payables	472.85	-	472.85	327.83	-	327.83
Other Financial Liabilities	107.25	-	107.25	122.87	-	122.87
Provisions	267.47	-	267.47	0.50	-	0.50
Other Current Liabilities	30.41	-	30.41	24.05	-	24.05
<b>Total</b>	<b>2,412.61</b>	<b>-</b>	<b>2,412.61</b>	<b>1,424.88</b>	<b>-</b>	<b>1,424.88</b>

**SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")**  
Notes to the Consolidated Financial Statements for the year ended March 31, 2024

3 Property, Plant and Equipment <span style="float: right;">(Rs in Lacs)</span>										
Sr. No	Particulars	Gross Block			Depreciation			Net Block		
		As on April 01, 2023	Addition during the year	Deduction during the year	As on March 31, 2024	As on April 01, 2023	Addition during the year	Deduction during the year	As on March 31, 2024	As on March 31, 2024
<b>A</b>	<b>Tangible Assets</b>									
1	Building	87.34	-	85.67	1.67	0.91	0.75	-	1.66	0.00
2	Computer and Related Equipment	64.22	14.02	-	78.23	42.68	13.59	-	56.27	21.97
3	Office Equipment	15.05	4.12	-	19.18	7.74	3.09	-	10.84	8.34
4	Furniture and fixtures	17.92	1.12	-	19.04	7.85	2.24	-	10.09	8.95
5	Electronics and Fittings	13.69	7.04	-	20.73	3.54	3.24	-	6.78	13.95
6	Vehicles	25.07	-	-	25.07	14.58	4.11	-	18.69	6.38
		<b>223.29</b>	<b>26.30</b>	<b>85.67</b>	<b>163.92</b>	<b>77.30</b>	<b>27.03</b>	-	<b>104.33</b>	<b>59.59</b>
<b>B</b>	<b>Intangible Assets</b>									
1	Software	0.22	-	0.22	-	-	-	-	-	-
<b>C</b>	<b>Capital Asset Work in Progress</b>	<b>0.22</b>	-	<b>0.22</b>	-	-	-	-	-	-
1	Software	61.71	-	-	61.71	-	-	-	-	61.71
	EV	-	1,351.08	-	1,351.08	-	-	-	-	1,351.08
	<b>Total</b>	<b>285.23</b>	<b>26.30</b>	<b>85.90</b>	<b>225.63</b>	<b>77.30</b>	<b>27.03</b>	-	<b>104.33</b>	<b>1,472.37</b>

Previous year ended March 31, 2023										
Sr. No	Particulars	Gross Block			Depreciation			Net Block		
		As on April 01, 2022	Addition during the year	Deduction during the year	As on March 31, 2023	As on April 01, 2022	Addition during the year	Deduction during the year	As on March 31, 2023	As on March 31, 2023
<b>A</b>	<b>Tangible Assets</b>									
1	Building	-	87.34	-	87.34	-	0.91	-	0.91	86.43
2	Computer and Related Equipment	41.42	22.80	-	64.22	26.07	16.61	-	42.68	21.54
3	Office Equipment	10.24	4.81	-	15.05	4.99	2.75	-	7.74	7.31
4	Furniture and fixtures	13.73	4.19	-	17.92	5.34	2.50	-	7.85	10.08
5	Electronics and Fittings	3.38	10.31	-	13.69	1.11	2.43	-	3.54	10.15
6	Vehicles	25.07	-	-	25.07	7.81	6.77	-	14.58	10.49
		<b>93.84</b>	<b>129.45</b>	-	<b>223.29</b>	<b>45.32</b>	<b>31.98</b>	-	<b>77.30</b>	<b>146.00</b>
<b>B</b>	<b>Intangible Assets</b>									
1	Software	0.19	0.03	-	0.22	-	-	-	-	0.22
<b>C</b>	<b>Capital Asset Work in Progress</b>	<b>0.19</b>	<b>0.03</b>	-	<b>0.22</b>	-	-	-	-	<b>0.22</b>
1	Software	61.71	-	-	61.71	-	-	-	-	61.71
	<b>Total</b>	<b>155.74</b>	<b>129.48</b>	-	<b>285.23</b>	<b>45.32</b>	<b>31.98</b>	-	<b>77.30</b>	<b>207.93</b>

**SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")**  
**Notes to the Consolidated Financial Statements for the year ended March 31, 2024**

**Note 4. Goodwill** (Rs in Lacs)

Particulars	As at March 31, 2024	As at March 31, 2023	As at April 01, 2022
Gross and net amount of Goodwill at the beginning of the year	-	-	-
Add:- Additions during the year	1,241.89	-	-
Less:- disposals, impairment etc during the year	-	-	-
<b>Gross and Net amount of Goodwill at the end of the year</b>	<b>1,241.89</b>	<b>-</b>	<b>-</b>

**Note 5. Other financial assets**

Particulars	As at March 31, 2024	As at March 31, 2023	As at April 01, 2022
<b>Unsecured, considered good</b>			
<b>Non-current</b>			
Security deposit	70.46	2.36	-
<b>Total</b>	<b>70.46</b>	<b>2.36</b>	<b>-</b>
<b>Unsecured, considered good</b>			
<b>Current</b>			
Office rent deposits	2.10	-	-
Loans to related parties	0.59	-	-
Advance to Suppliers	11.80	249.50	1.98
<b>Total</b>	<b>14.49</b>	<b>249.50</b>	<b>1.98</b>

**Note 6. Other Non Current Assets**

Particulars	As at March 31, 2024	As at March 31, 2023	As at April 01, 2022
<b>Non Current</b>			
<b>Investment in Others</b>			
Investment in Machint Solution Pvt Ltd	775.00	-	-
<b>Total</b>	<b>775.00</b>	<b>-</b>	<b>-</b>

**Note 7. Inventories**

Particulars	As at March 31, 2024	As at March 31, 2023	As at April 01, 2022
Stock in Hand	632.61	697.35	226.45
Stock in WIP	619.43	619.43	619.43
<b>Total</b>	<b>1,252.04</b>	<b>1,316.78</b>	<b>845.88</b>

**Note 8. Other Current assets**

Particulars	As at March 31, 2024	As at March 31, 2023	As at April 01, 2022
<b>Capital advance to others</b>			
Capital advance to others	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Current</b>			
Prepaid expenses	2.96	-	-
Balances with revenue authorities	42.01	-	-
Advance to others	36.98	-	1.71
<b>Total</b>	<b>81.95</b>	<b>-</b>	<b>1.71</b>

**Note 9. Trade receivables**

Particulars	As at March 31, 2024	As at March 31, 2023	As at April 01, 2022
<b>Unsecured, considered good</b>			
Trade receivables	2,001.95	720.34	480.06
<b>Total</b>	<b>2,001.95</b>	<b>720.34</b>	<b>480.06</b>

**SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")**  
**Notes to the Consolidated Financial Statements for the year ended March 31, 2024**

**Note 9. Trade receivables (contd.)**

**Trade receivables ageing schedule:**

Particulars	Current but not due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months to 1 year	1 - 2 years	2 - 3 years	More than 3 years	
<b>UDIN: 24140574BKAEWM7185</b>							
Undisputed Trade receivables - considered good	-	2,001.95	-	-	-	-	2,001.95
Undisputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade receivables - credit impaired	-	-	-	-	-	-	-
Disputed Trade receivables - considered good	-	-	-	-	-	-	-
Disputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade receivables - credit impaired	-	-	-	-	-	-	-
<b>As at March 31, 2023</b>							
Undisputed Trade receivables - considered good	-	693.89	26.45	-	-	-	720.34
Undisputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade receivables - credit impaired	-	-	-	-	-	-	-
Disputed Trade receivables - considered good	-	-	-	-	-	-	-
Disputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade receivables - credit impaired	-	-	-	-	-	-	-

**Note 10. Cash and cash equivalents**

Particulars	As at March 31, 2024	As at March 31, 2023	As at April 01, 2022
Cash in Hand	11.55	0.06	-
Balances with banks:			
In current accounts	2,585.87	10.63	9.81
<b>Total</b>	<b>2,597.42</b>	<b>10.69</b>	<b>9.81</b>

**SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")**  
Notes to the Financial Statements for the year ended March 31, 2024

**Note 11. Equity share capital**

Particulars	(Rs in Lacs)			
	As at March 31, 2024		As at March 31, 2023	
	No. of shares	₹	No. of shares	₹
<b>Authorised share capital</b>				
Equity shares of ₹ 10 each	1,00,00,000	1,000.00	1,00,00,000	1,000.00
<b>Issued, Subscribed and Fully Paid-Up</b>				
Equity shares of ₹ 10 each subscribed and fully paid up	79,96,493	799.65	55,71,493	557.15

**a) Reconciliation of the number of equity shares outstanding and amount outstanding at the beginning and at the end of the reporting period**

Particulars	(Rs in Lacs)			
	As at March 31, 2024		As at March 31, 2023	
	No. of shares	₹	No. of shares	₹
<b>Equity shares of ₹ 10 each</b>				
Balance at the beginning of the year	55,71,493	557.15	30,95,274.00	309.53
Add: Shares issued during the year	24,25,000	242.50	-	-
Add: Bonus Share issued	-	-	24,76,219.00	247.62
Balance at the end of the year	<b>79,96,493.00</b>	<b>799.65</b>	<b>55,71,493.00</b>	<b>557.15</b>

**b) Terms and rights attached to equity shares**

- i) The Company has one class of equity shares having a par value of ₹ 10 per share. Each holder of equity share is eligible for one vote per share held.
- ii) The dividend if proposed by the Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. As per the agreements entered with the lenders, any dividend and other distribution in cash, property or other payments or distributions on account of the purchase or redemption of equity is a restricted payments and shall be made only if conditions specified in the agreement are fulfilled.
- iii) In the event of liquidation, each holder of equity share is eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

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

Particulars	(Rs in Lacs)			
	As at March 31, 2024		As at March 31, 2023	
	No. of shares	Holding %	No. of shares	Holding %
Pratik Ramjibhai Kakadia	43,91,805	54.92%	43,91,805	78.83%
Shardaben Ramjibhai Kakadia	3,29,530	4.12%	3,29,530	5.91%
Dipak Kanaivalal Patel	5,43,325	6.79%	5,43,325	9.75%

**(d) Share Holding Pattern of promoters:**

Particulars	As at March 31, 2024			As at March 31, 2023	
	No. of shares	% of holding	during the	No. of shares	% of holding
	Pratik Ramjibhai Kakadia	43,91,805	54.92%	-23.91%	4391805
Shardaben Ramjibhai Kakadia	3,29,530	4.12%	-1.79%	329530	5.91%
Ramjibhai Prabatbhai Kakadia	66,830	0.84%	-0.36%	66830	1.20%
Hetal Chaturbhai Patel	2,39,967	3.00%	-1.31%	239967	4.31%
<b>Total</b>	<b>1,00,000</b>	<b>62.88%</b>	<b>-27.37%</b>	<b>5028132</b>	<b>90.25%</b>

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

The Company has issued bonus shares during the period of March 31, 2023. Hence, disclosures regarding aggregate number of bonus shares issued for consideration other than cash is as under.

Particulars	No. of shares
Dipak Patel	2,41,478
Pratik Ramjibhai Kakadia	19,51,913
Shardaben Ramjibhai Kakadia	1,46,458
Ramjibhai Prabatbhai Kakadia	29,702
Hetal Chaturbhai Patel	1,06,652
<b>Total</b>	<b>24,76,203</b>

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**SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")**  
**Notes to the Consolidated Financial Statements for the year ended March 31, 2024**

(Rs in Lacs)

**Note 12. Other equity**

Particulars	As at March 31, 2024	As at March 31, 2023	As at April 01, 2022
Securities premium	2,517.28	-	-
<b>Retained earnings:</b>			
<b>At the beginning of the year</b>	500.46	127.48	20.11
Profit for the year	1,821.02	620.60	121.73
Less: Utilisation for Bonus Equity Share	-	(247.62)	(14.36)
<b>At the end of the year</b>	2,321.48	500.46	127.48
<b>Total</b>	<b>4,838.76</b>	<b>500.46</b>	<b>127.48</b>

**Nature and purpose of other reserves:**

**Securities premium:**

Securities premium is credited when shares are issued at premium. The reserve will be utilised in accordance with the provisions of the Companies Act, 2013.

**Retained earnings:**

Retained earnings are the profits / (loss) that the Company has earned / incurred till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings is a free reserve available to the Company and eligible for distribution to shareholders, in case where it is having positive balance representing net earnings till date.

**Note 13. Deferred Tax Liabilities**

Particulars	As at March 31, 2024	As at March 31, 2023	As at April 01, 2022
-Due to difference in WDV as per Companies Act, 2013 and Income Tax Act, 1961	2.29	-	-
-Due to difference in WDV as per Companies Act, 2013 and Income Tax Act, 1961(Deferred tax Assets)	1.28	-	-
<b>Total</b>	<b>1.01</b>	<b>-</b>	<b>-</b>

**Note 14. Borrowings**

Particulars	As at March 31, 2024	As at March 31, 2023	As at April 01, 2022
<b>Current</b>			
TMB bank CC	-	302.45	423.51
<b>Unsecured:</b>			
Loan From Related Parties*	1,264.26	174.57	89.11
<b>Total</b>	<b>1,264.26</b>	<b>477.02</b>	<b>512.62</b>

\* Loan taken form related parties are unsecured in nature and repayable on demand.

**Non-current borrowings**

Non-current borrowings	-	-	-
<b>Current borrowings</b>	<b>1,264.26</b>	<b>477.02</b>	<b>512.62</b>

**Note 15. Provisions**

Particulars	As at March 31, 2024	As at March 31, 2023	As at April 01, 2022
Compensated absences	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Current</b>			
Audit Fees	2.50	1.50	0.50
Income Tax	506.84	265.97	-
Other Expenses	56.40	-	-
<b>Total</b>	<b>565.74</b>	<b>267.47</b>	<b>0.50</b>

**SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")**  
**Notes to the Consolidated Financial Statements for the year ended March 31, 2024**

(Rs in Lacs)

**Note 16. Trade payables**

Particulars	As at March 31, 2024	As at March 31, 2023	As at April 01, 2022
Total outstanding dues of creditors other than micro enterprises and small enterprises	1,942.72	472.85	327.83
<b>Total</b>	<b>1,942.72</b>	<b>472.85</b>	<b>327.83</b>

**Trade payables ageing schedule:**

UDIN: 24140574BKAEWM7185	Current but not due	Outstanding for following periods from date of transaction				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
<b>As at March 31, 2024</b>						
Total outstanding dues of micro and small enterprises	-	-	-	-	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	-	1,942.72	-	-	-	1,942.72
Disputed dues of micro and small enterprises	-	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-
<b>Total</b>	<b>-</b>	<b>1,942.72</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1,942.72</b>
<b>As at March 31, 2023</b>						
Total outstanding dues of micro and small enterprises	-	-	-	-	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	-	472.85	-	-	-	472.85
Disputed dues of micro and small enterprises	-	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-
<b>Total</b>	<b>-</b>	<b>472.85</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>472.85</b>

**Note 17. Other financial liabilities**

Particulars	As at March 31, 2024	As at March 31, 2023	As at April 01, 2022
<b>Current:</b>			
PF, ESIC and PT Payable	0.28	4.30	-
Advance from Customer	5.00	102.95	122.87
<b>Total</b>	<b>5.28</b>	<b>107.25</b>	<b>122.87</b>

**Note 18. Other liabilities**

Particulars	As at March 31, 2024	As at March 31, 2023	As at April 01, 2022
<b>Current</b>			
Audit Fees Payable	3.00	-	-
Professional Fees Payable	4.20	-	3.80
Statutory dues payable	180.24	30.41	20.25
<b>Total</b>	<b>187.44</b>	<b>30.41</b>	<b>24.05</b>

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<b>SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")</b>		
Notes to the Consolidated Financial Statements for the year ended March 31, 2024		
(Rs in Lacs)		
<b>Note 19. Revenue from contract with customer</b>		
Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Sale of Services	6,673.96	1,135.51
Sale of Goods	230.80	1,278.72
<b>Total</b>	<b>6,904.76</b>	<b>2,414.23</b>
<b>Note 20. Other income</b>		
Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Interest Income	19.36	-
Miscellaneous Income	0.75	-
Fair value gain on financial instrument at fair value through profit or loss	-	0.31
Gain on translation of Foreign Exchange	4.20	-
<b>Total</b>	<b>24.31</b>	<b>-</b>
<b>Note 21. Operation and maintenance expenses</b>		
Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Operation and maintenance expenses	3,031.65	1,835.33
<b>Total</b>	<b>3,031.65</b>	<b>1,835.33</b>
<b>Note 22. Changes in Inventories</b>		
Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Opening Stock	1,316.78	846
Closing Stock	1,252.04	1,316.78
<b>Total</b>	<b>64.74</b>	<b>(470.90)</b>
<b>Note 23. Employee benefit expense</b>		
Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Salaries, wages and bonus	686.35	52.96
Contribution to provident and other funds	8.09	-
Gratuity expense (refer Note 27)	0.13	-
Staff welfare expenses	8.48	-
<b>Total</b>	<b>703.05</b>	<b>52.96</b>
<b>Note 24. Other expenses</b>		
Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Rent, rates and taxes	71.33	9.02
Legal and professional fees	131.54	4.32
Electricity Power and Fuel	8.48	-
IT Related Services	410.17	-
Advertisement expenses	9.79	-
Commission expenses	7.18	-
Insurance	1.19	1.03
Payment to auditor (refer note A below)	5.08	1.50
Licence fees	0.27	6.27
Office expenses	33.28	1.51
Transportation Expenses	15.21	0.41
Loss on Foreign Exchange	1.03	-
Donation and Charity Expenses	6.49	-
Bad Debts	49.03	-
Corporate social responsibility expenditure (refer note B below)	7.33	-
Miscellaneous expenses	23.61	5.32
<b>Total</b>	<b>781.01</b>	<b>29.38</b>

SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")		
Notes to the Consolidated Financial Statements for the year ended March 31, 2024		
(Rs in Lacs)		
<b>Note 23. Other expenses (contd.)</b>		
<b>Note A: Payment to auditor (including GST):</b>		
<b>Particulars</b>	<b>For the year ended March 31, 2024</b>	<b>For the year ended March 31, 2023</b>
As Auditor:		
Audit fee	5.08	1.50
<b>Total</b>	<b>5.08</b>	<b>1.50</b>
<b>Note B: Corporate social responsibility expenditure:</b>		
<b>Particulars</b>	<b>For the year ended March 31, 2024</b>	<b>For the year ended March 31, 2023</b>
Gross amount required to be spent by the company during the year	7.33	-
<b>Total</b>	<b>7.33</b>	<b>-</b>
<b>Amount spent</b>	<b>For the year ended March 31, 2024</b>	<b>For the year ended March 31, 2023</b>
i) Construction/acquisition of any asset	-	-
ii) On purposes other than (i) above	7.33	-
<b>Note 25. Finance costs</b>		
<b>Particulars</b>	<b>For the year ended March 31, 2024</b>	<b>For the year ended March 31, 2023</b>
Interest on:		
Loans from financial institution	3.53	-
Late payment of taxes	0.29	-
Other finance costs:		
Bank charges (including ancillary costs of borrowings)	9.82	64.24
<b>Total</b>	<b>13.64</b>	<b>64.24</b>
<b>Note 26. Depreciation expense</b>		
<b>Particulars</b>	<b>For the year ended March 31, 2024</b>	<b>For the year ended March 31, 2023</b>
Depreciation on property, plant and equipment	27.03	16.65
<b>Total</b>	<b>27.03</b>	<b>16.65</b>
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SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")		
Notes to the Consolidated Financial Statements for the year ended March 31, 2024		
(Rs in Lacs)		
<b>Note 27</b>		
<b>Current tax asset (net)</b>	<b>As at</b>	
<b>Particulars</b>	<b>March 31, 2024</b>	<b>March 31, 2023</b>
Advance payment of taxes	97.28	19.27
<b>Current tax asset (net)</b>	<b>97.28</b>	<b>19.27</b>
<b>Tax expense:</b>		
<b>Particulars</b>	<b>For the year ended on</b>	
	<b>March 31, 2024</b>	<b>March 31, 2023</b>
<b>(a) Profit and loss section</b>		
Current Tax	488.21	265.97
Deferred tax	-1.28	-
<b>Income tax expense reported in the statement of profit and loss</b>	<b>486.93</b>	<b>265.97</b>
<b>(c) Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for the year ended</b>		
	<b>March 31, 2024</b>	<b>March 31, 2023</b>
<b>Accounting profit before income tax [A]</b>	<b>2,307.95</b>	<b>886.57</b>
Statutory income tax rate	25.168%	25.168%
<b>Tax at statutory income tax rate</b>	<b>580.86</b>	<b>223.13</b>
<b>Less: TDS Receivable/ Advance Tax</b>	<b>97.28</b>	<b>19.27</b>
<b>Tax effects of :</b>		
Non-deductible expenses	3.35	62.11
<b>Total tax expense / (benefit) reported in the statement of profit and loss</b>	<b>486.93</b>	<b>265.97</b>
<b>Note 28</b>		
<b>Earning Per Share</b>		
<b>Particulars</b>	<b>For The year ended</b>	
	<b>31-03-2024</b>	<b>31-03-2023</b>
<b>Profit After Tax (PAT)</b>	<b>1,821.02</b>	<b>620.60</b>
No of Shares:-	-	-
At the beginning of the year	55,71,493.00	55,71,493.00
Share issued during the year	24,25,000.00	-
<b>Weighted Average No of Share</b>	<b>75,19,443.82</b>	<b>55,71,493.00</b>
	-	-
<b>Basic EPS</b>	<b>24.22</b>	<b>11.14</b>
<b>Diluted EPS</b>	<b>24.22</b>	<b>11.14</b>

**SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")**  
**Notes to the Consolidated Financial Statements for the year ended March 31, 2024**

**Note 29. Financial Instrument Category**

(Rs in Lacs)

Set out below, is a comparison by class of the carrying amounts and fair value of the financial instruments of the Company, other than those with carrying amounts that are reasonable approximations of fair values:

Particulars	As at March 31, 2024		As at March 31, 2023	
	Carrying value	Fair value	Carrying value	Fair value
<b>Financial assets</b>				
Trade Receivables	2,001.95	2,001.95	720.34	720.34
Cash and cash equivalents	2,597.42	2,597.42	10.69	10.69
Loans and Advances	14.49	14.49	249.50	249.50
<b>Financial liabilities</b>				
Borrowings	1264.26	1,264.26	477.02	477.02
Trade payables	1,942.72	1,942.72	472.85	472.85

The management of Company assessed that cash and cash equivalents, trade receivables, trade payables and current financial assets/ liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

**Note 29. Financial risk management objectives and policies (contd.)**

The Company's principal financial liabilities comprise borrowings and trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations and to support its operations. The Company's financial assets include trade receivables, other receivables and cash & cash equivalents that derive directly from its operations.

**(A) Credit Risk**

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (trade receivables) and from its financing activities including deposit with banks and other financial instruments, if any.

The Company is exposed to credit risk mainly with respect to trade receivables (other than group entities). The Trade receivables of the Company are typically non-interest bearing un-secured and derived from sales made to a number of independent customers including group entities.

Cash and cash equivalents are placed with reputed financial banks / institutions.

**(B) Liquidity Risk**

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. Accordingly, as a prudent liquidity risk management measure, the Company closely monitors its liquidity position and deploys a robust cash management system. The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of stand-by credit facilities.

To manage liquidity risk, the Company monitors its net operating cash flow and maintains an adequate level of cash and cash equivalents to finance the Company's operations and mitigate the effects of fluctuations in cash flows.

All financial liabilities of the Company are current and hence payable within next one year, amounting to Rs 3206.98 Lakhs as on 31 March, 2024 and 949.87 Lakhs as on 31 March, 2023.

**(C) Market Risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises 2 types of risk: interest rate risk and currency risk. Financial instruments affected by market risk include borrowings.

**Foreign currency risk:**

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company is not exposed to foreign currency risk as there are no financial assets and liabilities denominated in foreign currency.

**Interest rate Risk:**

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The interest rate risk exposure is mainly from changes in floating interest rates. The interest rate are disclosed in the respective notes to these financial statement of the Company.

**SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")**  
**Notes to the Consolidated Financial Statements for the year ended March 31, 2024**

**Note 30 Related Party Disclosures**

(a)

S.N.	Name of Related Party	Nature of Relationship
1	Hetang Arunkumar Shah	Managing Director (w.e.f. 18/04/2022)
2	Ekta Patel	Independent Director (w.e.f. 18/04/2022)
3	Nishita Sanghvi	Independent Director (w.e.f. 18/04/2022)
4	Shardaben Ramjibhai Kakadiya	Non Executive Director (till 10/06/2022)
5	Pratikbhai Ramjibhai Kakadia	Chief Executive Officer (w.e.f. 06/10/2022)
6	Hetal Pratikbhai Kakadia	Non Executive Director
7	Ramjibhai Kakadia	Relative of CEO
8	Bartek Enterprise	Relative of KMP
9	Shree Vinayak Sahakari Bank Limited	Relative of KMP
10	Mr. Jatinkumar Dhirajlal Jogani	Chief Financial Officer- KMP (w.e.f. 06/10/2022)
11	Ms. Khushbu Dalwadi (wef 30/04/2022 upto 25/08/2023)	Company Secretary-KMP
12	Ms. Kshiti Nahar(w.e.f 01/01/2024)	Company Secretary-KMP

(b) **Disclosure of Transaction with Related Party**

(₹ in Lacs)

Particulars	Current	Previous Year Amt.
<b>Pratikbhai Ramjibhai Kakadia</b>		
Remuneration	60.00	-
Loan Taken	255.77	69.16
Loan Repaid	129.47	-
<b>Ekta Patel</b>		
Sitting Fees	1.84	0.55
<b>Nishita Sanghvi</b>		
Sitting Fees	1.54	0.80
<b>Shardaben Ramjibhai Kakadia</b>		
Loan Taken	-	11.39
Loan Repaid	-	19.70
<b>Bartek Enterprise</b>		
Loan Taken	70.70	52.58
Loan Repaid	120.59	5.89
<b>Shree Vinayak Sahakari Bank Limited</b>		
Sale of Services	0.40	1.57
<b>Hetal Pratikbhai Kakadia</b>		
Loan Taken	1,302.59	129.19
Loan Paid	284.31	86.24
<b>Ms. Kshiti Nahar</b>		
Salary	0.45	-

**SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")**  
**Notes to the Consolidated Financial Statements for the year ended March 31, 2024**

(c) **Outstanding balances**

Particulars	Current	Previous Year Amt.
<b>Pratikbhai Ramjibhai Kakadia</b>		
Remuneration Payable	60.00	-
Loan Outstanding	200.00	73.70
<b>Shree Vinayak Sahakari Bank Limited</b>		
Trade Receivable	0.04	0.27
<b>Hetal Pratikbhai Kakadia</b>		
Loan Outstanding	1,064.26	45.97
<b>Bartek Enterprise</b>		
Loan Outstanding	-	49.89
<b>Shardaben Ramjibhai Kakadia</b>		
Loan Outstanding	-	5.00
<b>Ms. Kshiti Nahar</b>		
Salary Payable	0.15	-

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**Note 31 Capital Management**

For the purpose of the capital management, capital includes issued equity capital, share premium and money received against share warrants and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximise shareholders' value.

The Company manage their capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants.

The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company's policy is to keep optimum gearing ratio. The position as on March 31, 2024 and March 31, 2023 are as under:

Particulars	As at March 31, 2024	As at March 31, 2023
Borrowings - Non-current	-	-
Borrowings - current	1,264.26	477.02
Less: Cash and other bank balances	2,597.42	10.69
<b>Net debt [A]</b>	<b>(1,333.16)</b>	<b>466.33</b>
Equity share capital	799.65	557.15
Compulsorily convertible debentures	-	-
Other equity	4,838.76	500.46
<b>Total member's capital [B]</b>	<b>5,638.41</b>	<b>1,057.61</b>
<b>Capital and net debt [C=A+B]</b>	<b>4,305.25</b>	<b>1,523.94</b>
<b>Gearing ratio [A/C]</b>	<b>(0.31)</b>	<b>0.31</b>

No changes were made in the objectives, policies or processes for managing capital during the year ended March 31, 2024 and

**SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")**  
**Notes to the Consolidated Financial Statements for the year ended March 31, 2024**

**Note 32 Amount Due to Micro, Small and Medium Enterprises**

The Company has compiled the information based on intimations received from the supplier of their status as micro or small enterprises and / or its registration with appropriate authority under Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act, 2006'). The balance due to Micro and Small Enterprises as defined under MSMED Act, 2006 as on March 31, 2024 and March 31, 2023 is Nil. No interest has been paid or payable under MSMED Act, 2006 during the current year and previous corresponding year.

**Note 33 Segement Reporting**

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker ("CODM") as required under Ind AS 108. The CODM is considered to be Board of Directors who makes strategic decisions and is responsible for allocating resources and assessing performance of the operating segments. The principle activities of the company comprises "Information Technology Services". Accordingly, the company has reportable segments consisting of Information Technology Related Services. Further, there are no geographical segment to be reported since all the operations are undertaken in India.

**Note 34 Commitments and contingencies**

Capital Commitments :- As at March 2024, the company has no capital commitments.  
 Contingencies :- As at March 2024, the company has no contingencies.

**Note 35 Key Ratios :**

Sr No	Ratios	2023-24	2022-23	Difference	Observations (If variance is more than 25%)
1	Current Ratio	1.52	1.71	-10.83%	
2	Debt- Equity Ratio	0.22	0.45	-50.29%	Note - 1
3	Debt Service Coverage Ratio	188.55	9.92	1800.76%	Note - 2
4	Return on Equity Ratio	0.54	0.83	-34.50%	Note - 3
5	Inventory Turnover Ratio		NA		NA
6	Trade Receivable Turnover Ratio	5.07	4.02	26.11%	Note - 4
7	Trade Payable Turnover Ratio	3.16	4.66	-32.23%	Note - 5
8	Net Capital Turnover Ratio	3.32	2.51	32.24%	Note - 6
9	Net Profit Ratio	0.26	0.26	2.60%	
10	Return on capital Employed	0.34	0.56	-39.93%	Note - 7
11	Return on Investment	0.00	0.00	0.00%	NA

**Note- 1** :- The ratio has been decreased due to company issued Equity Shares in current year.

**Note- 2** :- The ratio has been increased due to increase in profit as the whole group company in comparison with previous year.

**Note- 3** :- The ratio has been decreased due to company no of equity shares is increased in comparison with previous year.

**Note- 4** :- The ration has been increased due to increase in Sales of the company.

**Note- 5** :- The ratio has been decreased due to company credit period becomes less compare to Previous year.

**Note- 6** :- The ration has been increased due to increase in Sales of the company in comparison with previous year.

**Note- 7** :- The ratio has been decreased due to company no of equity shares is increased in comparison with previous year.

**SAHANA SYSTEM LIMITED (FORMERLY KNOWN AS "SAHANA SYSTEM PRIVATE LIMITED")**  
**Notes to the Consolidated Financial Statements for the year ended March 31, 2024**

**Note 36 Other statutory information**

- (i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- (ii) The Company does not have any transactions with companies struck off.
- (iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (iv) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (v) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
  - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
  - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (vi) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- (vii) The Company has complied with the number of layers prescribed under clause (87) of Section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.
- (ix) The Company is not declared wilful defaulter by any bank or financial institutions or lender during the year.
- (x) The provisions of Section 135 of the Companies Act, 2013 in relation to corporate social responsibility is not applicable to the Company since it does not satisfy any condition of CSR applicability.
- (xi) The title deeds of all the immovable properties are held in the name of the Company

**Note 37** Previous year's figures have been rearranged and regrouped wherever necessary so as to make them comparable with those of the

**Note 38** Party accounts, in debit/credit, are subject to confirmation, reconciliation and consequential adjustments thereof, if any.

As our report of even date

**For A.K. Ostwal & Co.**

**Chartered Accountants**

**FRN: 107200W**

**For and on behalf of the Board of Directors of**

**Sahana System Limited**

**(Formerly known as "Sahana System Private Limited")**

**CA Amit M Ajagiya**

**Partner**

**M.No.: 140574**

**UDIN: 24140574BKAEWM7185**

**Place : Ahmedabad**

**Date:- May 18, 2024**

**Pratik Ramjibhai Kakadia**

**(Managing Director)**

**Din:- 07282179**

**Hetal Chaturbhai Patel**

**(Director)**

**Din:- 08381794**

**Jatinkumar Jogani**

**Pan:-ALVPJ3547K**

**(Chief Financial Officer)**

**Kshiti Nahar**

**Pan:- ATQPN1428E**

**(Company Secretary)**