

To,  
The Manager  
Listing Department  
**National Stock Exchange of India Limited**  
Exchange Plaza, Bandra-Kurla Complex  
Bandra (E), Mumbai- 400 051,  
Maharashtra, INDIA

Date: 24<sup>th</sup> August, 2021

**Scrip Code: SIGMA**

**Sub: Annual Report for the Financial Year 2020-21 including Notice of Annual General Meeting**

Dear Sir/ Madam,

Pursuant to provisions of Regulation 34 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 Annual Report of the Company for the Financial Year 2020-21 including the Notice convening Annual General Meeting, being sent to the Members through electronic mode, is attached.

The Annual Report including Notice is also uploaded on the Company's website and can be accessed at <http://sigmasolve.in/wp-content/uploads/2021/08/Annual-Report-Sigma-Solve-2020-2021.pdf>

This is for your information and records.

Thanking you.

Yours faithfully,

**FOR, SIGMA SOLVE LIMITED**

  
**Prakash R. Parikh**  
Managing Director  
DIN: 03019773



**SIGMA SOLVE LIMITED**

305-308 Alpha Megacone House, Opp. Armieda, Nr. GTPL Building,  
Sindhu Bhavan Road, S.G. Highway, Ahmedabad-380054  
Ph. +91 9898095243, 079-29708387

CIN Number:- ~~U72200GJ2010PLC060478~~

**L72200GJ2010PLC060478**

# Annual Report 2021



# SIGMA SOLVE

ENTERPRISE SOFTWARE SOLUTIONS

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## **Corporate Information**

### **BOARD OF DIRECTORS & KMP**

Mr. Prakash R. Parikh	Chairman & Managing Director
Mrs. Kalpana P. Parikh	Whole- Time Director
Mr. Nitin P. Patel	Non-Executive Director
Mr. Jayesh R. Shah	Independent Director
Mr. Raxitkumar S. Patel	Independent Director
Mr. Chinmay H. Shah	Chief Financial Officer
Mr. Saurabh B. Shah	Company Secretary

### **STATUTORY AUDITORS**

M/s. A Y & Company

### **INTERNAL AUDITOR**

M/s. Jaimin Shah & Associates

### **SECRETARIAL AUDITOR**

M/s. Mukesh H. Shah &Co.

### **BANKER**

HDFC Bank Ltd.  
INDUSIND Bank Ltd.

### **REGISTRAR & TRANSFER AGENT**

Link Intime India Pvt Ltd.

### **REGISTERED & CORPORATE OFFICE**

305-308, 3rd Floor, Alpha Megacone House,  
Opp. Armieda, Sindhu Bhavan Road, S G Highway,  
Ahmedabad-380054 Gujarat, India

### **STOCK EXCHANGE**

NSE EMERGE

### **SUBSIDIARY**

Sigma Solve Inc.  
1401 Sawgrass Corporate Parkway, Sunrise,  
Florida-33323, USA

### **WEBSITE**

[www.sigmasolve.in](http://www.sigmasolve.in)

**NOTICE OF 11<sup>th</sup> ANNUAL GENERAL MEETING**

**NOTICE** is hereby given that the 11<sup>th</sup> Annual General Meeting of SIGMA SOLVE LIMITED will be held on Friday, 17<sup>th</sup> September, 2021 at 01:00 p. m.(IST) through Video Conferencing ("VC")/Other Audio Visual Means("OAVM") to transact the following business:

**ORDINARY BUSINESS:****Item No.1: Adoption of Financial Statements**

To consider and adopt

- a. Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2021 and the Reports of the Board of Directors and Auditors thereon.
- b. Audited Consolidated Financial Statements of the Company for the financial year ended on March 31, 2021, together with the Report of the Auditors thereon.

**Item No.2: Appointment of Mr. Nitin Pramukhlal Patel [DIN:-08370120] as a Director liable to retire by rotation**

To appoint a Director in place of Mr. Nitin Pramukhlal Patel [DIN:-08370120] who retires by rotation and being eligible, offers him-self for reappointment.

**Item No.3: To declare a Final Dividend on Equity Shares for the financial year 2020-2021**

To declare a final dividend on the equity shares at the rate of 5% i.e. Rs0.50/- (Fifty Paise Only) per shares on Equity Shares of Face Value Rs.10/- each, of the Company for the Financial Year ended March 31, 2021.

**SPECIAL BUSINESS:****Item No.4: To Appoint Statutory Auditor of the company to fill the casual vacancy caused by the resignation of M/s. A Y & Co., Chartered Accountants**

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

**"RESOLVED THAT** pursuant to the provisions of Section 139(8) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, (including any statutory modification (s), clarifications, exemptions or re-enactments thereof for the time being in force) M/s. Mistry & Shah LLP, Chartered Accountants, Ahmedabad (FRN:-W100683) be and is hereby appointed as Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. A Y & Co., Chartered Accountants, (FRN: 020829C)

**"RESOLVED FURTHER THAT** M/s. Mistry & Shah LLP, Chartered Accountants, Ahmedabad (FRN:-W100683) be and are hereby appointed as the Statutory Auditors of the Company to hold the office for a period of Five (5) consecutive years, from the conclusion of the 11<sup>th</sup> Annual General Meeting until the conclusion of the 16<sup>th</sup> Annual General Meeting of the Company on such remuneration and out of pocket expenses as may be decided by the Board."

**"FURTHER RESOLVED THAT** the Board of Directors of the Company (including its Committee thereof) be and is hereby authorised to do all such acts, deeds, things and matters as may be necessary to give effect to the forgoing resolution."

**By Order of the Board  
FOR, SIGMA SOLVE LIMITED**

**Place: AHMEDABAD**

**Date : 24.08.2021**

**PRAKASH RATILAL PARIKH  
DIN: 03019773  
CHAIRMAN & MANAGING DIRECTOR**

**Regd. Office:**

305-308, 3rd floor, Alpha Megacone House,  
Opp. Armieda, Sindhu bhavan Road, S G Highway,  
Ahmedabad 380054 Gujarat, INDIA  
**CIN: L72200GJ2010PLC060478**

**Notes:-**

1. Considering the on-going Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has, vide its circular no. 02/2021 dated January 13, 2021 read together with circular nos. 14/2020, 17/2020 and 20/2020 dated April 8, 2020, April 13, 2020 and May 5, 2020 respectively (collectively referred to as "MCA Circulars") and Circular No.SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 read with Circular No.SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 issued by the Securities and Exchange Board of India (SEBI) (collectively referred to as "the Circulars"), permitted convening the Annual General Meeting ("AGM" / "Meeting") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without physical presence of the members at a common venue. In accordance with the MCA Circulars, provisions of the Companies Act, 2013 ("the Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.
2. Since AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of the Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for AGM. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
3. Members attending AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
4. Members of the Company who are Institutional Investors are encouraged to attend and vote at AGM through VC /OAVM. Corporate Members intending to authorise their representatives to participate and vote through e-voting on their behalf at AGM are requested to send a certified copy of the Board Resolution / authorisation letter to the Company at [cshah@sigmasolve.in](mailto:cshah@sigmasolve.in).
5. Members can join AGM through 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 1,000 Members on a first come first served basis. This will not include large Members (Members 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 AGM without any restriction.
6. Details of the Directors seeking appointment/re-appointment at the 11th AGM are provided in Annexure of this Notice.
7. An Explanatory statement pursuant to Section 102 of the Act, relating to Special Business to be transacted at the AGM, requiring such statement is annexed hereto.
8. Members who have not yet registered their e-mail addresses are requested to register the same with their Depository Participants ("DP") which is mandatory for e-voting & joining in the AGM through Depository. For registration of bank details, the Member may contact their respective DPs.
9. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote during the AGM.
10. 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 [www.sigmasolve.in](http://www.sigmasolve.in). The Notice can also be accessed from the websites of the Stock Exchanges i.e. NSE [www.nseindia.com](http://www.nseindia.com). The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).



11. In compliance with the MCA Circulars and the SEBI Circulars dated May 12, 2020 and January 15, 2021, the Notice of AGM along with Annual Report is being sent only through electronic mode to those Members whose email addresses are registered with the Company's RTA / DPs. Members may note that the Notice and Annual Report will also be available on the Company's website i.e. [www.sigmasolve.in](http://www.sigmasolve.in), website of the Stock Exchange i.e. National Stock Exchange of India Ltd. at [www.nseindia.com](http://www.nseindia.com) and on the website of Central Depository Services Ltd. (CDSL) at [www.evotingindia.com](http://www.evotingindia.com).
12. The Company has fixed Wednesday, 08<sup>th</sup> September, 2021 as the 'Record Date' for determining entitlement of members to final dividend for the financial year ended March 31, 2021, if approved at the AGM.
13. If the final dividend, as recommended by the Board of Directors, is approved at the AGM, payment of such dividend subject to deduction of tax at source will be made within 30 days from the conclusion of AGM to all Beneficial Owners in respect of shares held in dematerialized form as per the data as may be made available by the National Securities Depository Limited ("NSDL") and the Central Depository Services (India) Limited ("CDSL"), collectively "Depositories", as of end of day on, Thursday, 09<sup>th</sup> September, 2021.
14. Pursuant to Finance Act 2020, dividend income is taxable in the hands of shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, please refer to the Finance Act, 2020 and the amendments thereof. The shareholders are requested to update their PAN with the DP.

A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G / 15H, to avail the benefit of non-deduction of tax at source by e-mail to [cshah@sigmasolve.in](mailto:cshah@sigmasolve.in) by 11:59 p.m. (IST) on 07<sup>th</sup> September, 2021. Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%.

Non-resident shareholders [including Foreign Institutional Investors (FIIs) / Foreign Portfolio Investors (FPIs)] can avail beneficial rates under tax treaty between India and their country of tax residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits. For this purpose the shareholder may submit the above documents (PDF / JPG Format) by e-mail to [cshah@sigmasolve.in](mailto:cshah@sigmasolve.in). The aforesaid declarations and documents need to be submitted by the shareholders by 11:59 p.m. (IST) on 07<sup>th</sup> September, 2021.

15. Pursuant to the provisions of Section 91 of the Act, read with Rule 10 of Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 42 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Register of members and share transfer books of the Company will remain closed from Thursday, 09<sup>th</sup> September, 2021 till Friday, 17<sup>th</sup> September, 2021 (both the days inclusive).
16. The Register of Directors and Key Managerial Personnel and their shareholdings maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements maintained under Section 189 of the said Act, will be available electronically for inspection by the Members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the Members from the date of circulation of this Notice upto the date of AGM (i.e.) 17<sup>th</sup> September, 2021. Members seeking to inspect such documents can send e-mail to [cssshah@sigmasolve.in](mailto:cssshah@sigmasolve.in).
17. With a view to conserve natural resources, we request the Members to update and register their email addresses with their DPs or RTA, as the case may be, to enable the Company to send communications including Annual Report, Notices, Circulars, etc. electronically.
18. Since AGM will be held through VC / OAVM in accordance with the MCA Circulars, the route map, proxy form and attendance slip are not attached to this Notice.
19. Instructions for e-Voting and joining the AGM are as follows:-

**A. VOTING THROUGH ELECTRONIC MEANS**

- i. In terms of Section 108 of the Act read with the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Listing Regulations and the MCA Circulars, the Company has engaged services of Central Depository Services (India) Limited (CDSL) for providing e-voting facilities. This facility is being provided to the Members holding as on the cut-off date to exercise their right to vote by electronic means on any or all of the business specified in the accompanying Notice.
- ii. The remote e-Voting period commences on Tuesday, 14<sup>th</sup> September, 2021 (9:00 a.m. IST) and ends on Thursday, 16<sup>th</sup> September, 2021 (5:00 p.m. IST). During this period, Members holding shares as on Thursday, 09<sup>th</sup> September, 2021 i.e. cut-off date, may cast their vote electronically. The e-Voting module shall be disabled by CDSL for voting thereafter. Members have the option to cast their vote on any of the resolutions using the remote e-Voting facility either during the period commences 14<sup>th</sup> September, 2021 to 16<sup>th</sup> September, 2021 or e-Voting during the AGM. Members who have voted on some of the resolutions during the said voting period are also eligible to vote on the remaining resolutions during the AGM.
- iii. The Members who have cast their vote by remote e-Voting prior to the AGM may attend / participate in the AGM through VC/OAVM but shall not be entitled to cast their vote on such resolution again.
- iv. The Board of Directors have appointed M/s Mukesh H Shah & Co.(Membership No. FCS 5827) Practicing Company Secretaries as the Scrutinizer to scrutinize the e-Voting process in a fair and transparent manner.
- v. Results of voting shall be declared by the Chairperson or a person so authorised by him in writing on receipt of consolidated report from the Scrutiniser. The results declared along with the Scrutiniser's Report shall be placed on the Company's website i.e. [www.sigmasolve.in](http://www.sigmasolve.in) and on the website of CDSL and shall also be communicated to the Stock Exchange where the shares of the Company are listed.
- vi. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.
- vii. In terms of the SEBI Circular No. SEBI/HO/CFD/ CMD/CIR/P/2020/242 dated December 09, 2020, the Individual Members holding securities in demat mode are required to vote through their demat account maintained with Depositories and DPs. Members are advised to update their mobile number and email address with their DPs in order to access e-voting facility. The procedures of login and registration is as follows:-

**Voting Process For Individual Shareholders**

<b>THROUGH DEPOSITORIES</b>	
<b>Type of shareholders</b>	<b>Login Method</b>
<b>Individual Shareholders holding securities in Demat mode with CDSL</b>	<ol style="list-style-type: none"> <li>1) <b>Members already registered for Easi/Easiest facility may follow the below steps:</b> <ol style="list-style-type: none"> <li>a. Visit the following URL: <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a></li> <li>b. Click on the "Login" icon and opt for "New System Myeasi" (only applicable when using the URL: <a href="http://www.cdslindia.com">www.cdslindia.com</a>)</li> <li>c. On the new screen, enter User ID and Password. Without any further authentication, the e-voting page will be made available.</li> <li>d. Click on Company name or e-voting service provider name i.e. CDSL to cast your vote.</li> </ol> </li> <li>2) <b>Members who have not registered for Easi/ Easiest facility may follow the below steps:</b> <ol style="list-style-type: none"> <li>a. To register for this facility, visit the URL: <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> </ol> </li> </ol>



<p align="center"><b>Individual Shareholders holding securities in demat mode with NSDL</b></p>	<p>b. On completion of the registration formality, follow the steps provided above.</p> <p>3) <b>Members may alternatively vote through the e-voting website of CDSL in the manner specified below:</b></p> <ol style="list-style-type: none"> <li>Visit the URL: <a href="http://www.cdslindia.com">www.cdslindia.com</a></li> <li>Enter the demat account number and PAN</li> <li>Enter OTP received on mobile number and email registered with the demat account for authentication.</li> <li>Post successful authentication, the member will receive links for the respective e-voting service provider i.e. CDSL where the e-voting is in progress.</li> </ol> <p>4) For any technical assistance, Members may contact CDSL helpdesk by writing to <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or calling at 022-23058738 or 022-23058542-43.</p> <p>1) <b>Members already registered for IDeAS facility may follow the below steps:</b></p> <ol style="list-style-type: none"> <li>Visit the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a></li> <li>On the home page, click on the “Beneficial Owner” icon under the ‘IDeAS’ section. On the new screen, enter User ID and Password. Post successful authentication, click on “Access to e-Voting” under e-voting services.</li> <li>Click on Company name or e-voting service provider name i.e. CDSL and you will be re-directed to CDSL website for casting your vote.</li> </ol> <p>2) <b>Members who have not registered for IDeAS facility may follow the below steps:</b></p> <ol style="list-style-type: none"> <li>To register for this facility, visit the URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a></li> <li>On the home page, select “Register Online for IDeAS”</li> <li>On completion of the registration formality, follow the steps provided above.</li> </ol> <p>3) <b>Members may alternatively vote through the e-voting website of NSDL in the manner specified below:</b></p> <ol style="list-style-type: none"> <li>Visit the URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a></li> <li>Click on the “Login” icon available under the “Shareholder/Member” section.</li> <li>Enter User ID (i.e. 16-digit demat account number held with NSDL), Password/OTP, as applicable, and the verification code shown on the screen.</li> <li>Post successful authentication, you will be redirected to the NSDL IDeAS site wherein you can see the e-voting page.</li> <li>Click on company name or e-Voting service provider name i.e. CDSL and you will be redirected to CDSL website for casting your vote.</li> </ol> <p>4) For any technical assistance, Members may contact NSDL helpdesk by writing to <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or calling the toll free no.: 18001020990 or 1800224430.</p> <p><b>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.</b></p>
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#### THROUGH DEPOSITORY PARTICIPANT(S)

Members may alternatively log-in using the credentials of the demat account through their Depository Participant(s) registered with NSDL/CDSL for the e-voting facility. On clicking the e-voting icon, members will be redirected to the NSDL/CDSL site, as applicable, on successful authentication. Members may then click on Company name or e-voting service provider name i.e. CDSL and will be redirected to CDSL website for casting their vote.

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### Voting Process For Non-individual 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
- 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>PAN</b>	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department <ul style="list-style-type: none"> <li>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.</li> </ul>
<b>Dividend Bank Details OR Date of Birth (DOB)</b>	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. <ul style="list-style-type: none"> <li>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 (viii)</li> </ul>

ix After entering these details appropriately, click on "SUBMIT" tab

x Shareholders will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

xi Click on the **EVS:- 210820025** for the relevant Sigma Solve Limited on which you choose to vote.

xii 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.

xiii Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

xiv 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.

xv Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

xvi You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

xvii 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.

### xviii 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 vote on.
- 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 scrutinizer to 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 signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [cshah@sigmasolve.net](mailto:cshah@sigmasolve.net), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**B INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM 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. Members are encouraged to join the meeting through Laptops/Desktops/iPads for better experience. Further, the Members will be required to allow camera and use Internet with good speed to avoid any disturbance during the meeting.
4. 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.
5. 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 [cshah@sigmasolve.net](mailto:cshah@sigmasolve.net). 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 [cshah@sigmasolve.net](mailto:cshah@sigmasolve.net). These queries will be replied to by the company suitably by email.
6. 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.
7. Only those Members, who will be present in AGM through VC / OAVM facility and have not casted their vote on the resolutions through remote e-voting prior to meeting day and are otherwise not barred from doing so, shall be eligible to vote through e-voting system available during AGM.
8. 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.

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 on 022-23058542/43.

## Contact Details:-

**Company** **Sigma Solve Limited**  
 305-308, 3rd floor, Alpha Megacone House,  
 Opp. Armieda, Sindhu bhavan Road, S G Highway,  
 Ahmedabad 380054 Gujarat, INDIA  
 Email:-[cshah@sigmasolve.net](mailto:cshah@sigmasolve.net) Phone:-079-29708387 Website:- [www.sigmasolve.in](http://www.sigmasolve.in)

**RTA** **Link Intime India Private Limited**  
 C-101, 1st Floor, 247 Park,  
 Lal Bahadur Shastri Marg, Vikhroli (West)  
 Mumbai City Maharashtra-400083  
 Email:- [sigma.ipo@linkintime.co.in](mailto:sigma.ipo@linkintime.co.in) Phone:- 022-4918 6200 Website: [www.linkintime.co.in](http://www.linkintime.co.in)

## EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013

### Item No. 4

M/s. A Y & Co. , Chartered Accountants, Ahmedabad (FRN:020829C) was appointed as Statutory Auditor of the company to hold office from the conclusion of 9<sup>th</sup> Annual General Meeting until conclusion of 14<sup>th</sup> Annual General Meeting, have tendered their resignation from the position of Statutory Auditor due to their pre-occupation in other assignments, resulting into a casual vacancy in the office of Statutory Auditor of the Company as envisaged by section 139(8) of the Companies Act, 2013("Act"). Casual Vacancy caused by the resignation of auditor can be filled by the Shareholders in the General Meeting convened within three months of the recommendation of the Board. The Board of Directors recommended appointment of M/s. Mistry & Shah LLP, Chartered Accountant, Ahmedabad (FRN:W100683) as Statutory Auditor to fill the casual vacancy caused by the resignation of M/s. A Y & Co.

M/s. Mistry & Shah LLP, Chartered Accountant, Ahmedabad (FRN:W100683) have conveyed their consent to be appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if made by the members, would be within the limits prescribed under the Act.

### Terms And Conditions of Appointment are as under:

**Term of Appointment:-** The proposed appointment of M/s Mistry & Shah LLP is for 5(Five) years starting from conclusion of this 11<sup>th</sup> AGM until the conclusion of 16<sup>th</sup> AGM to be held in year 2026.

**Proposed Fees:** The audit fees shall be an amount as finalized between the Board and the Auditor.

The proposed fee is based on knowledge, expertise, industry experience, time and effort required to be put in by M/s. Mistry & Shah LLP during their association with the Company and also in line with the industry benchmarks. The material change in fee payable to M/s. Mistry & Shah LLP from that of previous auditor is due to

### Credentials

M/s. Mistry & Shah LLP (FRN:W100683),("The Audit Firm"), is an old and well established firm of Chartered Accountants registered with the Institute of Chartered Accountants of India. The Audit Firm was established in the year 2002 by Mr. Ketan Mistry, Chartered Accountant and has grown two fold in the area of their services and experience.

The Audit Firm is having an experience of over 19 years in the field of Audit, Accountancy and other fields and carries a good professional track-record. The Firm is having its headquarters at 8-10, Bhavani Chambers, Nr. Times of India, Ashram Road, Ahmedabad – 380009.

None of the Directors, Key Managerial Personnel and relatives thereof has any concern or interest, financial or otherwise in the resolution at Item No. 3 of this Notice.

## ANNEXTURE TO THE NOTICE OF AGM

**DETAILS OF DIRECTOR SEEKING RE-APPOINTMENT AT THE  
ANNUAL GENERAL MEETING**

<b>Name of the Director</b>	<b>NITIN PRAMUKHLAL PATEL</b>
<b>Directors Identification Number [DIN]</b>	08370120
<b>Date of Birth</b>	09/07/1957
<b>Date of appointment on the Board</b>	21/02/2019
<b>Qualifications</b>	Graduate
<b>Directorship held in other Public Companies (excluding foreign, private and Section 8 companies)</b>	Nil
<b>Memberships/ Chairmanships of Committee of other public companies (includes only Audit Committee &amp; Stakeholders' Relationship Committee)</b>	Nil
<b>Number of shares held in the Company</b>	Nil
<b>Expertise in Specific Area</b>	ADMINISTRATION

**By Order of the Board  
FOR, SIGMA SOLVE LIMITED**

**Place: AHMEDABAD  
Date : 24.08.2021**

**[PRAKASH RATILAL PARIKH]  
DIN: 03019773  
CHAIRMAN & MANAGING DIRECTOR**

**Regd. Office:**

305-308, 3rd floor, Alpha Megacore House,  
Opp. Armieda, Sindhu bhavan Road, S G Highway,  
Ahmedabad 380054 Gujarat, INDIA  
CIN: L72200GJ2010PLC060478

## DIRECTOR'S REPORT

To,  
**The Shareholders,**  
**SIGMA SOLVE LIMITED**

Your Directors are pleased to present the 11th Annual Report on business and operations of the Company together with the Audited Accounts and the Auditors' Report of your Company for the financial year ended 31st March, 2021.

### 1. FINANCIAL PERFORMANCE:

Key aspects of Company's financial performance for the financial year 2020-21 is tabulated below:-

Particulars	Standalone		Consolidated	
	FY 2020-21	FY 2019-20	FY 2020-21	FY 2019-20
Total Revenue	7,79,61,316	5,69,37,697	21,49,59,570	10,97,05,523
Total Expenditure	6,46,06,932	4,75,01,180	13,83,04,026	8,65,40,034
<b>Profit Before Depreciation &amp; Tax</b>	<b>1,33,54,384</b>	<b>94,36,517</b>	<b>7,66,55,544</b>	<b>2,31,65,489</b>
Depreciation & Amortization Expenses	5,55,495	7,47,810	31,93,511	19,25,802
<b>Profit Before Tax</b>	<b>1,27,98,889</b>	<b>86,88,707</b>	<b>7,34,62,033</b>	<b>2,12,39,687</b>
Tax Expense	33,02,787	22,23,185	2,14,80,901	22,23,185
<b>Profit For The Year</b>	<b>94,96,102</b>	<b>64,65,522</b>	<b>5,19,81,132</b>	<b>1,90,16,502</b>
<b>Net Profit Attributable:-</b>				
Owners of Company	94,96,102	64,65,522	3,11,80,461.26	1,46,82,624.17
Non-Controlling Interest	NA	NA	2,08,00,670.64	43,33,877.81
<b>Earnings Per Share:-</b>				
Basic & Diluted	2.70	2.45	8.87	5.57

### 2. OPERATIONS REVIEW:

#### (A) STANDALONE RESULTS

The Company's total income from operations including other income during the financial year ended on 31st March, 2021 was at Rs.7,79,61,316/- as against Rs.5,69,37,697/- of the previous year. The Company has made Net Profit, after providing depreciation, provision of tax and other adjustments for the year under review, amounted to **Rs.94,96,102/-**.

#### (B) CONSOLIDATED RESULTS

During the year under review, the Company's consolidated total income from operations including other income was **Rs.21,49,59,570/-**. The Company has made Net Profit, after providing depreciation, provision of tax and other adjustments for the financial year ended March 31, 2021, which amounted to **Rs.5,19,81,132/-**. Company is taking various measures to increase the sales and boost up the profit in coming year.

### 3. DIVIDEND:

The Directors have recommended a Dividend of Rs0.50/-(Fifty Paise Only) per equity share of Rs.10/-(Ten Only) each, if approved by the Members in the AGM. The said Dividend would result into a total cash Outflow of Rs.20,55,500/-(Twenty Lakhs Fifty Five Thousand Five Hundred Rupees Only) out of standalone profits earned during the financial year 2020-2021, resulting in a dividend payout of 21.65% percent of the standalone profits of the Company.

### 4. TRANSFER TO RESERVE

We do not propose to transfer any amount to general reserve on declaration of dividend.



**5. SUBSIDIARY, JOINT VENTURE (JV) AND ASSOCIATE COMPANIES**

The Company has foreign subsidiary. Details of Subsidiary Company is as under:

- **Subsidiary Company: Sigma Solve Inc. (51.04%)**

The financial highlights of Subsidiary Company are part of this Annual Report as **Annexure-I** as prescribed in **Form AOC-1**.

**6. FIXED DEPOSIT:**

The Company has not accepted or renewed any amount falling within the purview of provisions of Section 73 of the Companies Act, 2013 ("the Act") read with the Companies (Acceptance of Deposit) Rules, 2014 during the period under review. Hence, the requirement for furnishing the details of deposits which are not in compliance with Chapter V of the Act is not applicable.

**7. DIRECTORS & KEY MANAGERIAL PERSONNEL:**

Pursuant to Section 152(6) of the Act, Mr. Nitin Pramukhlal Patel [DIN:-08370120] retires by rotation at the forthcoming Annual General Meeting and being eligible, he offers himself for reappointment. Details of Director seeking re-appointment as required under the Listing Regulations are provided in the Notice forming part of this Annual Report. Their re-appointments are appropriate and in the best interest of the Company.

Pursuant to Section 149(7) of the Act, the Company has received necessary declaration from each Independent Director confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Act and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. The terms and conditions of the Independent Directors are incorporated on the website of the Company [www.sigmasolve.in](http://www.sigmasolve.in)

**BOARD DIVERSITY:**

None of the Directors of the Company is disqualified for being appointed as Director as specified in Section 164(2) of the Act.

**KEY MANAGERIAL PERSONNEL**

As of the date of this report the KMPs are as follows:-

Sr. NO.	NAME OF THE KMP	DESIGNATION
1.	Prakash Ratilal Parikh	Managing Director
2.	Kalpana Parikh Prakashbhai	Wholetime Director
3.	Chinmay Himatlal Shah	Chief Financial Officer
4.	Saurabh Balkrishna Shah	Company Secretary

**8. PARTICULARS OF EMPLOYEES**

A statement containing the names and other particulars of employees in accordance with the Provision of Section 197 (12) of the Act read with rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is appended as "**Annexure-II**" to its report.

**9. SHARE CAPITAL:**

During the year under review, there has been no change in the Share Capital of the Company. The Company's Authorized share capital is Rs.4,50,00,000/- comprising of 45,00,000 equity shares of Rs.10/- each.

During the year, the Paid-up share capital has been increased from Rs.3,01,00,000/- comprising of 3010000 equity shares of Rs.10/- each to Rs.4,11,10,000/- comprising of 41,11,000 equity shares of Rs.10/- each pursuant to Initial public offering of 11,01,000 Equity shares of Rs. 10/- each on EMERGE Platform of National Stock Exchange of India Limited w.e.f 19.10.2020.

**10. BOARD EVALUATION:**

Pursuant to the provisions of the Act and SEBI (LODR) Regulation, 2015 The Board evaluated the effectiveness of its functioning and that of the Committees and of individual directors by seeking their inputs on various aspects of Board/Committee. The evaluation covered functioning and composition of the Board and its committees, understanding of the roles and responsibilities, experience, competencies, participation at the Board and Committee meetings, corporate governance practices etc. Evaluation of the Board and its compositions was carried out through a defined process covering the areas of the Boards functioning viz. composition of the Board and Committees, understanding of roles and responsibilities, experience and competencies, contribution at the meetings etc.

**11. VIGIL MECHANISM**

The Company has established a vigil mechanism and accordingly framed a Whistle Blower Policy. The policy enables the employees to report to the management instances of unethical behavior, actual or suspected fraud or violation of Company's Code of Conduct. Further the mechanism adopted by the Company encourages the Whistle Blower to report genuine concerns or grievances and provide for adequate safe guards against victimization of Whistle Blower who avails of such mechanism and also provides for direct access to the Chairman of the Audit Committee, in exceptional cases. The functioning of vigil mechanism is reviewed by the Audit Committee from time to time. None of the Whistle blowers has been denied access to the Audit Committee of the Board. The Whistle Blower Policy of the Company is available on the website of the Company [www.sigmasolve.in](http://www.sigmasolve.in).

**12. CODE OF CONDUCT**

The Board has laid down a Code of Conduct for all Board Members and Senior Management of the Company which is posted on the website of the Company under Investor Info/Policies/Code of Conduct. All Board Members and Senior Management Personnel have affirmed compliance with the Code on an annual basis.

**13. FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTOR**

The Company has made practice of regularly informing the Directors all the changes in the Company as well as changes in laws which are applicable to the Company at Board meeting held during the year.

**14. AUDITORS AND AUDITORS' REPORT**

Board of Director of our Company Pursuant to Provision of Section 139 of the Act proposed to appoint M/s. Mistry & Shah LLP , Chartered Accountants , Ahmedabad [Firm Registration No.W100683] as a Statutory Auditor of the Company from the conclusion of 11th Annual General Meeting until the conclusion of 16th Annual General Meeting of the Company to be held in year 2026, on such remuneration plus out of pocket expenses as may be mutually agreed between the Board of Directors of the Company and the Auditors, in place of M/s. A Y & Co., Chartered Accountants [Firm Registration No.020829C]who have shown their unwillingness to act as Statutory Auditor of the Company from the conclusion of this 11<sup>th</sup> AGM"

The Company has received a confirmation from M/s Mistry & Shah LLP, Chartered Accountants that they are not disqualified to act as the Auditors and are eligible to hold the office as Auditors of the Company. Necessary resolution for appointment of the said Auditors is included in the Notice of AGM for seeking approval of members.

**15. STATUTORY AUDITOR'S REPORT**

The Board has reviewed the Statutory Auditors' Report on the Accounts of the Company. The observations and comments, appearing in the Auditors' Report are self-explanatory and do not call for any further explanation/ clarification by the Board of Directors as provided under section 134 of the Act.

**16. COST AUDIT**

As per the criteria of section 148 of the Act Cost records not applicable to Company.

**17. SECRETARIAL AUDITORS**

In terms of Section 204 of the Act and Rules made there under, Mukesh H Shah & Co., Practicing Company Secretary has been appointed as Secretarial Auditor of the Company. The report of the Secretarial Auditor is enclosed to this report as “**Annexure – IV**”. The report is self-explanatory.

**18. INTERNAL AUDITORS**

M/s. Kevin R Shah & Co. , Chartered Accountants, Ahmedabad has been appointed as Internal Auditors of the Company. Internal Auditors are appointed by the Board of Directors of the Company on a yearly basis, based on the recommendation of the Audit Committee. The Internal Auditor reports their findings on the Internal Audit of the Company, to the Audit Committee on a half yearly basis. The scope of internal audit is approved by the Audit Committee.

**19. RELATED PARTY TRANSACTIONS**

During the year under review, contracts or arrangements entered into with the related party, as defined under section 188 of the Act were in ordinary course of business and on arms’ length basis. Details of the transactions pursuant to compliance of section 134(3)(h) of the Act and rule 8(2) of the companies (Accounts) Rule, 2014 are disclosed in the Notes to the financial statements.

However, there are no materially significant related party transactions made by the company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the company at large. The particulars of contracts or arrangements with related parties referred to in Section 188(1) of the Act , as **Annexure-III** as prescribed in **Form AOC-2**.

**20. BUSINESS RISK MANAGEMENT:**

The Company is aware of the risks associated with the business. It regularly analyses and takes corrective actions for managing/ mitigating the same. The Company has framed a formal Risk Management Framework for risk assessment and risk minimization which is periodically reviewed to ensure smooth operation and effective management control. The Audit Committee also reviews the adequacy of the risk management framework of the Company, the key risks associated with the business and measure and steps in place to minimize the same.

**21. DISCLOSURES:****Number of Board Meetings conducted during the year under review**

During year under review, 09(Nine) Board Meetings were duly convened and held as per the provisions of the Act. Total number of Board meetings convened and held along with dates is mentioned below:

Number of Board Meeting held:

09
----

Sr. No	Date of Meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	%
1	01.07.2020	5	5	100
2	14.07.2020	5	5	100
3	27.07.2020	5	5	100
4	24.08.2020	5	5	100
5	14.09.2020	5	5	100
6	15.10.2020	5	5	100
7	06.11.2020	5	5	100
8	27.11.2020	5	5	100
9	24.03.2021	5	5	100

## 22. DETAILS PERTAINING TO THE CONSTITUTION AND COMPOSITION OF THE BOARD COMMITTEES

- Audit Committee**

Our Company has formed the Audit Committee vide resolution passed in the meeting of Board of Directors held on 23<sup>rd</sup> September, 2019 as per the applicable provisions of the Section 177 of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014 (as amended) and also to comply with Regulation 18 of SEBI Listing Regulations (applicable upon listing of Company's Equity Shares).

The composition of the Audit Committee and details of meetings attended by the members of the Audit Committee are given below:

Name	Designation	Category	No. Of Meetings held during the year	
			Held	Attended
<b>Mr. Jayesh Shah</b>	Chairman	Non-Executive-Independent Director	3	3
<b>Mr. Raxitkumar Patel</b>	Member	Non-Executive-Independent Director	3	3
<b>Mr. Nitin Patel</b>	Member	Non-Executive-Non-Independent Director	3	3

- Nomination and Remuneration Committee:**

Our Company has formed the Nomination and Remuneration Committee as per Section 178 and other applicable provisions of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014 (as amended) and also to comply with Regulation 19 of SEBI Listing Regulations (applicable upon listing of Company's Equity Shares) vide board resolution dated 23<sup>rd</sup> September, 2019. The Nomination and Remuneration Committee comprises the following members:

Name	Designation	Category	No. Of Meetings held during the year	
			Held	Attended
<b>Mr. Jayesh Shah</b>	Chairman	Non-Executive-Independent Director	2	2
<b>Mr. Raxitkumar Patel</b>	Member	Non-Executive-Independent Director	2	2
<b>Mr. Nitin Patel</b>	Member	Non-Executive-Non-Independent Director	2	2

The Policy of nomination and Remuneration committee has been place on the website of the company at [www.sigmasolve.in](http://www.sigmasolve.in)

- Stakeholder's Relationship Committee:**

Our Company has formed the Stakeholders Relationship Committee as per Section 178 and other applicable provisions of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014 (as amended) and also to comply with Regulation 20 of SEBI Listing Regulations (applicable upon listing of Company's equity shares) vide board resolution dated 23<sup>rd</sup> September, 2019. The constituted Stakeholders Relationship Committee comprises the following members:

Name	Designation	Category	No. Of Meetings held during the year	
			Held	Attended
<b>Mr. Raxitkumar Patel</b>	Chairman	Non-Executive-Independent Director	1	1
<b>Mr. Jayesh Shah</b>	Member	Non-Executive-Independent Director	1	1
<b>Mr. Nitin Patel</b>	Member	Non-Executive-Non-Independent Director	1	1

## 23. MANAGEMENT DISCUSSION AND ANALYSIS

Management Discussion and analysis Report as Required under Regulation 34 and Schedule V of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 forms an integral part of this Report, and provides the companies' current working and future outlook of as per "Annexure -V".

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

Details of Loans, Guarantees and Investments covered under the provisions of section 186 of the Act, are given in the notes to the financial statements.

## 25. PARTICULARS REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO:

The details of conservation of energy, technology absorption etc. as required to be given under Section 134(3)(m) of the Act is not applicable to the Company, as the Company is presently not engaged in any manufacturing activities.

The Foreign Exchange Earnings **Rs.7,49,41,117/-** and Outgo on account of the operation of the Company during the year was **Rs. Nil/-**.

## 26. PARTICULARS OF REMUNERATION OF THE DIRECTORS/ KEY MANAGERIAL PERSONNEL (KMP)/ EMPLOYEES:

The information required pursuant to Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, in respect of Employees of the Company is are given in the notes to the financial statements.

## 27. MATERIAL CHANGES AND COMMITMENT AFFECTING FINANCIAL POSITION OF THE COMPANY

During the year 2020-21, In the Month of October, 2020, the company conducted SME IPO and got its shares listed on at NSE SME (EMERGE PLATFORM) and is traded on the exchange w.e.f 19<sup>th</sup> October, 2020. In the said IPO, 1101000 Fresh Equity shares of Rs. 10/- each for cash at a price of Rs. 45/- per equity share were issued, through which an amount aggregating to Rs.495.45 Lakhs was raised. Except as mentioned above there are No other material changes and commitments affecting the financial position of the Company occurred between the ends of the financial year to which this financial statements relate on the date of this report.

## 28. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

As per the criteria of section 135 of the Act, your Directors needs to inform you that your company does not fall in the ambit of this section.

## 29. DIRECTORS' RESPONSIBILITY STATEMENT:

As stipulated in Section 134(3)(c) read with sub section 5 of the Act, Directors subscribe to the "Directors' Responsibility Statement", and confirm that:

- In preparation of annual accounts for the year ended 31st March, 2020, the applicable accounting standards have been followed and that no material departures have been made from the same;

- b) The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that year;
- c) The Directors had 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 Directors had prepared the annual accounts for the year ended 31st March, 2020 on going concern basis.
- e) The Directors had laid down the internal financial controls to be followed by the Company and that such Internal Financial Controls are adequate and were operating effectively; and
- f) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**30. REPORT ON FRAUDS**

There were no frauds reported during the year.

**31. SEXUAL HARRASEMENT AT WORKPLACE :**

The Company has zero tolerance for sexual harassment at workplace and has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules framed thereunder. During the financial year 2020-21, the Company has not received any complaints on sexual harassment.

**32. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND**

There was no amount outstanding to be transferred as unclaimed dividend to investor education and protection fund during the FY 2020-21.

**33. SECRETARIAL STANDARDS:**

The Director State That Applicable Secretarial Standards i.e. SS-1 and SS-2, relating to meeting of Board of Directors and General Meetings respectively have been duly followed by Company.

**34. INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY:**

The Company has in place adequate internal financial Controls with reference to Financial Statements. The Board has inter alia reviewed the adequacy and effectiveness of the Company's internal financial controls relating to its financial statements.

During the year, such Controls were tested and no reportable material weakness was observed.

**35. SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS/COURTS/ TRIBUNALS:**

There are no significant and material orders passed by Regulators/Court/Tribunals against the company.

**36. CORPORATE GOVERNANCE**

Provisions relating to Corporate Governance Report under Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are not applicable to SME listed Company hence the same has not been annexed to the Board's Report for the financial year ended on 31.03.2021.

**37. ACKNOWLEDGEMENTS**

The Directors wish to convey their appreciation to business associates for their support and contribution during the year. The Directors would also like to thank the employees, shareholders, customers, suppliers, alliance partners and bankers for the continued support, co-operation and assistance given by them to the Company and their confidence reposed in the management.



**FOR, SIGMA SOLVE LIMITED**

**Place: AHMEDABAD**

**Date : 24.08.2021**

**PRAKASH RATILAL PARIKH**

**DIN: 03019773**

**Chairman & Managing Director**

**Regd. Office:**

305-308, 3rd floor, Alpha Megacone House,  
Opp. Armieda, Sindhu bhavan Road, S G Highway,  
Ahmedabad 380054 Gujarat, INDIA

**CIN: L72200GJ2010PLC060478**

**ANNEXURE-I- TO THE BOARD OF DIRECTORS' REPORT**

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

**FORM AOC-1**

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

**Part "A": SUBSIDIARIES**

**[Amount in USD]**

Name of the subsidiary Particulars	Sigma Solve Inc.	
	As at 31.03.2021	As at 31.03.2020
Share capital	81700.00	81700.00
Reserves & surplus	1565244.42	943014.8
Minority interest		--
Total assets	2082293.26	1613985.35
Total Liabilities	2082293.26	1613985.35
Investments	--	--
Turnover	2789656.49	1157459.33
Profit before taxation	910659.24	626258.05
Provision for taxation	35312	4819.61
Profit after taxation	875347.24	115905.03
Proposed Dividend	--	--
% of shareholding	51.04	51.04

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

- Names of subsidiaries which are yet to commence operations: NA
- Names of subsidiaries which have been liquidated or sold during the year: NA.

**FOR, SIGMA SOLVE LIMITED**

**Place: AHMEDABAD**

**Date : 24.08.2021**

**PRAKASH RATILAL PARIKH**  
**DIN: 03019773**  
**Chairman & Managing Director**

**ANNEXURE-II TO THE BOARD OF DIRECTORS' REPORT****PARTICULARS OF THE EMPLOYEES***[Pursuant to Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]*

- a. The ratio of the remuneration of each director to the median remuneration of the employees of the Company and percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer and Company Secretary in the financial year:

*All Amount in Rs.*

Sr No.	Name of Director/KMP And Designation	Remuneration (per annum)	Median Remuneration	Ratio	% increase in remuneration in the financial year, if any
1.	Prakash Ratilal Parikh (Chairman & Managing Director)	900000	<b>480000</b>	1.88:1	0
2.	Kalpna Prakashbhai Parikh (Whole Time Director)	720000	<b>480000</b>	1.5:1	0
3.	Nitin Pramukhlal Patel (Non-Executive Director)	Nil	-	-	-
4.	Jayesh Ramanlal Patel (Independent Director)	Nil	-	-	-
5.	Raxitkumar Sureshbhai Patel (Independent Director)	Nil	-	-	-
6.	Chinmay Himatlal Shah (Chief Financial Officer)	480000	<b>480000</b>	1:1	4.34
7.	Saurabh Balkrishna Shah (Company Secretary)	306000	<b>480000</b>	1:1	0

- b. The median remuneration of employees of the Company during the F.Y. 2019-2020 was Rs.4,80,000/-.
- c. In the F.Y. 2020-2021, there was an increase of Nil% in the median remuneration of employees.
- d. There were 113 permanent employees on the rolls of Company as on 31st March, 2021 as compared to 95 permanent employees in previous financial year.
- e. Average percentage increase made in the salaries of employees other than the managerial personnel in the F.Y. 2020-2021 was 20%, whereas the increase in the managerial remuneration for the same F.Y. was 4.34%. The criteria for increase in remuneration of employees other than Managerial Personnel is based on an internal performance evaluation carried out by the Management annually, which is further based on overall performance of the Company.
- f. It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.
- g. The information required under provisions of Section 197(12) of the Companies Act, 2013 read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, forms part of this Annual Report. Having regard to the provisions of Section 134 and Section 136 of the Companies Act, 2013, the Reports and Accounts are being sent to the Members excluding such information. However, the said information is available for inspection by the Members in electronics mode. Shareholders may write to the Company at its email id in this regard.

**ANNEXURE-III- TO THE BOARD OF DIRECTORS' REPORT**

**FORM NO. AOC-2**

***(Pursuant to clause (h) of sub-section (3) of section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014)***

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

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

**Sigma Solve Limited** has not entered into any contract/arrangement/transaction with its related parties which are not in ordinary course of business or at arm's length during FY 2020-21. The Company has laid down policies and procedures so as to ensure compliance to the subject section in the Companies Act, 2013 and the corresponding Rules. In addition, the process goes through internal and external checking, followed by quarterly reporting to the Audit Committee.

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

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

- |   |        |
|---|--------|
| a) Name(s) of the related party and nature of relationship                                    | : NA   |
| b) Nature of contracts / arrangements / transactions  | : NA   |
| c) Duration of the contracts / arrangements / transactions                                    | : NA   |
| d) Salient terms of the contracts or arrangements or transactions including the value, if any | : NA   |
| e) Date(s) of approval by the Board, if any   | : NA   |
| f) Amount paid as advances, if any  | : None |

**FOR, SIGMA SOLVE LIMITED**

**Place: AHMEDABAD**

**Date : 24.08.2021**

**PRAKASH RATILAL PARIKH**  
**DIN: 03019773**  
**Chairman & Managing Director**

**ANNEXURE-IV TO THE BOARD OF DIRECTORS' REPORT**

**Form MR-3**  
**Secretarial Audit Report**  
**For The Financial Year Ended March 31, 2021**  
**[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]**

To,  
 The Members,  
**SIGMA SOLVE LIMITED**  
 305-308, 3rd Floor, Alpha Megacone House,  
 Opp. Armieda, Sindhu Bhavan Road, S.G. Highway,  
 Ahmedabad-380054,  
 Gujarat, INDIA.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by SIGMA SOLVE LIMITED [CIN:- L72200GJ2010PLC060478] (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, the explanations and clarifications given to me and the representations made by the management, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2021 ("Audit Period"), generally 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:

I have examined the books, papers, minute books, forms and returns filed and maintained by the Company for the financial year ended on 31st March, 2021 and made available to me according to the provisions of:

- (i) Companies Act, 2013 ("the Act") and the rules made thereunder as applicable;
- (ii) 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 thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines 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 as amended from time to time;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and 2015, as amended from time to time;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;

- (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014(Not applicable to the Company during the audit period);
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008(Not applicable to the Company during the audit period);
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009(Not applicable to the Company during the audit period);and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998(Not applicable to the Company during the audit period);
- (iv) The Management has identified and confirmed the following laws as specifically applicable to the Company:
  - a) *Information Technology Act, 2000 as amended up to date and the rules made thereunder;*
  - b) *The Competition Act, 2002;*
  - c) *The Employees Provident Funds and Miscellaneous Provisions Act, 1952;*
  - d) *The Employees State Insurance Act, 1948;*
  - e) *Gujarat State Tax on Profession, Trade, Callings and Employment Act,1976*

I have also examined compliance with the applicable clauses/regulations of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India;
- (ii) The provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review the Company has generally complied with the all material aspects of applicable provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

**I further report that:**

- a) The Compliance by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this Audit since the same have been subject to review by statutory financial auditor and other designated professionals.
- b) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Women Directors and Independent Directors. The changes if any 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.
- c) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were generally sent in advance, 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.
- d) All decisions of the Board and Committees were carried with requisite majority.



I further report that there are adequate systems and processes in the company 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 there was no event of appointment / re-appointment / resignation of statutory auditor of the Company during the review period, however, the Company has modified the terms of appointment of its existing statutory auditor to give effect to Clause 6(A) and 6(B) of the Circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019.

I further report that during the audit period:

1. In the Month of October, 2020, the company conducted SME IPO and got its shares listed on at NSE SME (EMERGE PLATFORM) and are traded on the exchange w.e.f 19th October, 2020.
2. In the said IPO, 1101000 Equity shares of Rs. 10/- each for cash at a price of Rs. 45/- per equity share aggregating to 495.45 Lakhs was raised. This resulted into corresponding change in capital structure of the Company.

**For,**  
**MUKESH H. SHAH & CO.**  
**Company Secretaries**

**Place:- Ahmedabad**  
**Date:-18.08.2021**  
**UDIN:- F005827C000798839**

**MUKESH H. SHAH**  
**PROPRIETOR**  
**FCD NO.:-5827 & C.P. NO.:-2213**  
**Peer Review Certificate No.: 690/2020**

**Note:-**

*This report is to be read with my letter of even date which is annexed as Annexure and forms an integral part of this report.*

## Annexure to the Secretarial Audit Report

To,  
The Members,  
**SIGMA SOLVE LIMITED**  
305-308, 3rd Floor, Alpha Megacone House,  
Opp. Armieda, Sindhu Bhavan Road, S.G. Highway,  
Ahmedabad-380054,  
Gujarat, INDIA.

My secretarial audit report for the financial year 31st March, 2021 is to be read along with this letter.

### Management's Responsibility

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

### Auditor's Responsibility

2. My Responsibility is to express an opinion on these secretarial records, standards and procedures followed by the company with respect to secretarial compliances.
3. I believe that Audit evidence and information obtained from the company's management is adequate and appropriate for us to provide a basis for our opinion.
4. Wherever required, I have obtained the Management's representation about the compliance of laws, rules and regulations and happening of events etc.

### Disclaimer

5. 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.
6. I have not verified the correctness and appropriateness of financial records and books of account of the company.

For,  
**MUKESH H. SHAH & CO.**  
Company Secretaries

Place:- Ahmedabad  
Date:- 18.08.2021  
UDIN:- F005827C000798839

**MUKESH H. SHAH**  
PROPRIETOR  
FCD NO.:-5827 & C.P. NO.:-2213  
Peer Review Certificate No. :690/2020

## **ANNEXURE-V- MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

### **INDUSTRY OVERVIEW**

The COVID-19 pandemic has affected every industry, and has disrupted trade, supply chains, work and business models, employment and consumer behaviours. During the pandemic, companies across the world accelerated their digital transformation initiatives to address these disruptions and secure their businesses. The Companies to protect their employees from the pandemic, technology enabled a seamless transition to remote working by shifting to digital channels and digital customer engagement models. Various stay at home orders resulted in large scale adoption of models such as buy-online-pickup in- store in retail, tele-medicine and virtual care in healthcare, touch less experiences in finance and virtual solutions for online learning.

According to the Strategic Review 2021 published by NASSCOM (the “NASSCOM Report”), India’s technology industry is forecasted to grow at 2.3% to reach approximately \$194 billion in fiscal year 2021 (excluding e-commerce). According to the NASSCOM Report, the growth is driven by increased demand for digital transformation and infrastructure modernization. As per the NASSCOM Report, digital revenues account for 28-30% of total industry revenues for fiscal year 2021, growing at five times the overall services growth. Share of digital services in new contracts is up by 90% from fiscal year 2020, driven by cloud, collaboration and cyber security. It is expected that the IT services industry will move to hybrid work models, with implications on hiring, team structures, compliance and cyber security.

Global IT service providers offer a range of end-to-end software development, digital services, IT business solutions, research and development services, technology infrastructure services, business process services, consulting and related support functions.

The conditions caused by the COVID-19 pandemic continue to evolve as new variants of the virus are emerging in some of our markets, leaving the recovery outlook varied and uncertain. Despite demand stability being high and on-going large-scale vaccination drives, economic outlook remains uncertain. However, companies will continue to invest in digital transformation to address new pandemic driven consumer behaviours with the support of technology.

### **COMPANY OVERVIEW**

Our Company was incorporated as “Sigma Solve It Tech Private Limited” at Ahmedabad on April 29, 2010, under the provisions of the Companies Act, 1956 vide Certificate of Incorporation issued by the Assistant Registrar of Companies, Gujarat, Dadra and Nagar Haveli. Later on, the name of our Company was changed to “Presha Software Private Limited” and Certificate of Incorporation pursuant to change of name was issued by the Assistant Registrar of Companies, Registrar of Companies, Ahmedabad on February 18, 2017. Again the name of our Company changed to “Sigma Solve Private Limited” and Certificate of Incorporation pursuant to change of name was issued by the Registrar of Companies, RoC – Ahmedabad on March 7, 2019. Consequent up on the conversion of our Company from Private Limited Company to Public Limited Company, the name of our Company was changed to “Sigma Solve Limited” and fresh Certificate of Incorporation consequent up on the conversion from Private Limited Company to Public Limited Company was issued by the Registrar of Companies, RoC – Ahmedabad on June 17, 2019. Further, shares of our company got listed and traded pursuant to Initial Public Offering on SME Platform of NSE Limited with effect from October 19, 2020. Company Identification number of our Company is L72200GJ2010PLC060478.

Our Promoter Mr. Prakash Parikh commenced our company in 2010 to provide the IT and IT enabled services and to accelerate the business opportunities of Sigma Solve Inc., a Florida (USA) based IT Company originally floated as LLC jointly owned by Mr. Biren Zaverchand and Mr. Prerak Parikh, who is son in law and son respectively of our promoters. Since incorporation, our company and Sigma Solve Inc. jointly makes efforts to acquire the business opportunities and execute the work respectively.

Our company “Sigma” and “Sigma Solve Inc.”(**Erstwhile group concern and now subsidiary company w.e.f. October 23, 2019**) having their offices at Florida (USA), Atlanta (Home Office), Australia (Home Office) jointly makes efforts for new business acquisitions. The operation of our company is controlled from our registered office situated at Ahmedabad, (Gujarat) India. Our company’s 100% of the revenue is from export of services, and in order to provide hassle free payment facilities to our clients, we channelize our payment through “Sigma Solve Inc.”(**Erstwhile group concern and now subsidiary company w.e.f. October 23, 2019**), having their presence in Florida (USA), Atlanta (Home Office) and Australia (Home Office). Our Company do not have any identified customers being almost 100% of sales is booked by Sigma Solve Inc., and subsequently, our company “Sigma” is charging on monthly basis to Sigma Solve Inc. for providing the execution facilities on per man hour basis in conjunction with efficiency level achieved on monthly basis. Moreover, our company “Sigma” also occasionally serves directly to clients.

Our Company “Sigma” and “Sigma Solve Inc. are jointly offering enterprise software development. We offer turnkey consultancy services to our customers in their business domain. We also in association with group entity “Sigma Solve” provide services related to Web & E-commerce Development, Real Time Application development, Business Intelligence Analytics, CRM Development, Digital Marketing, UI & UX Design, Automation Testing and Quality Assurance.

Our Promoters are first generation promoters and their experience in Information technology Industry has been instrumental in determining the vision and growth strategies for our Company “Sigma”. We have a dynamic team that empowers us to provide a unique blend of outsourcing experience to our clients.

Sigma endeavours to bring together creativity and knowledge with positive business strategy to furnish the requirements of diverse clients with an inclusive range of our services which are comprehensive and cost effective. Our Company delivers services across all stages of the product life-cycle, which enables us to work with a wide-range of customers and allows us to develop, enhance and deploy our customers’ software products.

We have been successful in augmenting our portfolio of solutions over time for computers, laptops and mobile software solutions. We take regular feedback from our user base which enables us to understand the needs of our users better and helps us to innovate and design improved solutions. Our sales and marketing activities benefit from word-of-mouth recommendations from our user network to create a viral marketing effect, which is amplified by the speed, ease of use and quality of our solutions, and allows us to gain new customers at a low acquisition cost.

## **OUR COMPETITIVE STRENGTHS**

### **User Experience Design**

Human – machine interaction and its design has been a key challenge ever since machines were born. With a comprehensive understanding of how humans interact with computer applications, Sigma provides its clients user experience design services for the mobile and web. Creating a beautiful, yet extremely functional design is a key strength of the Sigma team.

### **Customer Focus**

The company is able to understand its customers’ complex requirements and translate them into customized solutions on a sustainable basis. Business analysts with extensive software development experience help in understanding our clients’ business needs. This approach helps us in creating a sticky customer base.

### **Unique work culture**

We believe that our team is a critical asset for the business. Once the team is empowered to deliver with not only the right tools but also the most inspiring work culture, it will automatically deliver the best to its clients. We make extensive efforts to create a flexible operating and employee friendly environment.

## OUR STRATEGIES

The primary elements of our growth strategies are set forth below.

### **Expand our Current Business Relationships**

Our Company do not have any identified customers being almost 100% of sales is booked by Sigma Solve Inc. (**Erstwhile group concern and now subsidiary company w.e.f. October 23, 2019**), and subsequently, our company "Sigma" is charging on monthly basis to Sigma Solve Inc. for providing the execution facilities on per man hour basis in conjunction with efficiency level achieved on monthly basis. Our goal is to build long-term sustainable business relationships with our customers in association with Sigma Solve Inc. to generate more revenues. We plan to continue in association with Sigma Solve Inc. to expand the scope and range of services provided to customers by continuing to build our expertise in major industries and extending our capabilities into new and emerging technologies. In addition, we and Sigma Solve Inc. jointly intend to continue to develop better solutions and new products for industry sectors which are significantly untapped. We will also seek to support a greater portion of the full product development life-cycle of customers by offering targeted services for each phase of the software product life cycle. We and Sigma Solve Inc. jointly also plans to assist customers as they deploy their products to end-users through consulting and professional services that we jointly offer offsite.

### **Invest in infrastructure and technology**

Our Company believes in making investments for achieving higher levels of excellence in its services and implement dynamic and diverse specifications of our customers. We have invested significantly in equipping our technical team with requisite infrastructure and technology. We want to continue to work towards the upgradation and modernization of our infrastructure and technology.

### **Optimal Utilization of Resources**

Our Company constantly endeavours to improve our technical process, and will increase service activities to optimize the utilization of resources. We have invested significant resources, and intend to further invest in our activities to develop customized systems and processes to ensure effective management control. We analyse our existing policies for our technical and designing process which enables us to identify the areas of bottlenecks and correct the same. This helps us in improving efficiency and putting resources to optimal use.

### **Expand our Capabilities for Smartphones/ Mobiles Devices**

The proliferation of smartphone/ mobile devices has created a diverse computing environment for users. We have in the past, explored and continue to explore opportunities on our own to provide application and software to the user efficient performance of their tasks in computers, laptops and mobiles.

## FINANCIAL PERFORMANCE

The Company has considered the possible effects that may result from the pandemic relating to COVID-19 in the preparation of its financial statements, including the recoverability of carrying amounts of financial and non-financial assets. In developing the assumptions relating to possible future uncertainties in the global economic conditions because of this pandemic, the Company has, at the date of approval of its financial statements, used internal and external sources of information including credit reports and related information and economic forecasts and expects that the carrying amount of these assets will be recovered. The impact of COVID-19 on the Company's financial statements may differ from that estimated as at the date of approval of its financial statements.

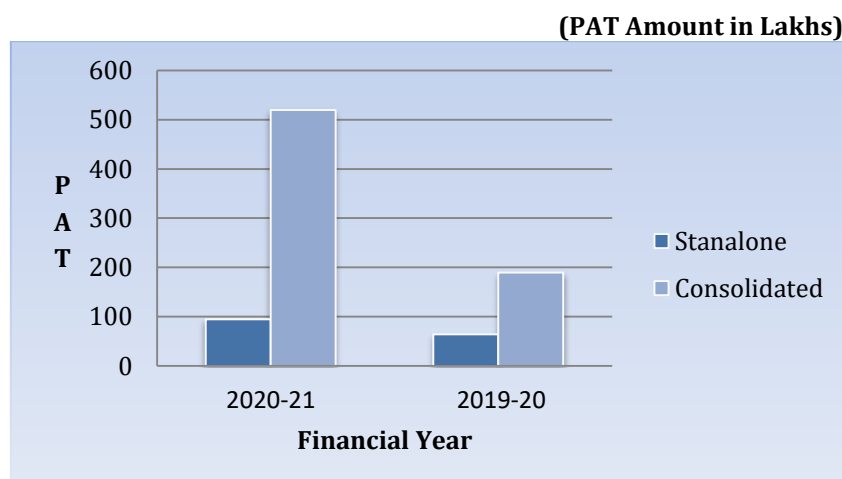
### **Standalone Performance**

During the year Sigma Solve's standalone revenue was at Rs.779.61 Lakhs for the financial year ended March 31, 2021 which is 36.92% more than previous year's Rs.569.38 Lakhs. The Company's Standalone Profit After Tax (PAT) was at Rs.94.96 lakhs for the Financial Year 2020-2021 as compared to Rs.64.65 Lakhs of previous year, registering a growth of 46.87%.

### Consolidated Performance

Our Company Sigma Solve Limited has a foreign subsidiary named Sigma Solve Inc. having registered office at Florida, USA. The Company hold 51.04% stakes in the said subsidiary.

During the year Sigma Solve's consolidated revenue with the said subsidiary was at Rs.2149.60 Lakhs for the financial year ended March 31, 2021 which is 95.94% more than previous year's Rs.1097.05 Lakhs. The Company's consolidated Profit After Tax (PAT) was at Rs.519.81 lakhs for the Financial Year 2020-2021 as compared to Rs.190.16 Lakhs of previous year, registering a growth of 173.35%.



### SOURCES OF FUNDS

#### Equity Share Capital

We have one class of shares-equity shares of par value Rs.10/- . Our authorized share capital is Rs.450 lakhs divided into 45 lakh equity shares of Rs.10/- each. The issued, subscribed and paid-up capital is Rs.411.10 Lakhs as at March 31, 2021 as compared to Rs.301.00 Lakhs of March 31, 2020.

#### Reserves and Surplus

##### 1. Securities Premium

On a standalone basis, the balance as at March 31, 2021 and March 31, 2020 amounted to Rs.385.35 Lakhs and Nil respectively. On a consolidated basis, the balance was Rs.385.35 Lakhs and Nil respectively. Increase in securities premium is mainly on account an issue of 1101000 equity shares at a premium of Rs.35/- per equity share in the initial public offer of the Company.

##### 2. Surplus

On a Standalone basis, the balance in surplus account under reserve and surplus as at March 31, 2021 was Rs.160.22 Lakhs.

On a Consolidated basis, the balance in surplus account under reserve and surplus as at March 31, 2021 was Rs.459.24 Lakhs.

##### 3. Capital Reserve

On a consolidated basis, the balance as at March 31, 2021 amounted to Rs.119.97 Lakhs

### OUTLOOK

With export thrust of the present government along with political stability the outlook of the Industry as a whole seems to be positive and your company is well placed to tap this opportunity going forward.



**HUMAN RESOURCES**

Human resource plays an essential role in developing a company's strategy as well as handling the employee centered activities of an organization. As on 31<sup>st</sup> March, 2021, we have 113 employees (including over permanent and on call software professionals/technicians). Our man power is a prudent mix of the experienced and youth which gives us the dual advantage of stability and growth. Our work processes and skilled resources together with our strong management team have enabled us to successfully implement our growth plans.

**INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The Company has set up a proper and adequate and sound internal control system to safeguard the Group's assets and to enhance shareholders' investment, as well as reviewing its adequacy and effectiveness of the said system. The duty of reviewing the adequacy and effectiveness of the internal control system has been assigned to the Audit Committee ("AC"), to seek assurance on the adequacy and effectiveness of the internal control system through reports it receives from independent reviews conducted by the Internal Auditor. The Company constantly reviews its processes and the systems with an aim to remain competitive and address the changing regulatory and business environment. The Control Systems provide a reasonable assurance of recording the transactions of its operations in all material aspects and of providing protection against misuse or loss of Company's assets. The external auditors as well as the internal auditors periodically review the internal control systems, policies and procedures for their adequacy, effectiveness and continuous operation for addressing risk management and mitigation strategies.

**RISKS AND CONCERNS**

Like any other corporate, the company is exposed to interest rate risk, currency fluctuations, credit risk and regulatory risks. Currency movement can have significant impact on the operations of the Company. Further, growth of global trade tensions and changes in tax structure will impact the operations of the Company. The company conducts a periodic internal audit that ensures risk management process is in place

**CAUTIONARY STATEMENT**

Certain statements under 'Management Discussion & Analysis' describing the Company's objectives, projections, expectations may be forward looking statements within the applicable securities laws and regulations. Although the expectations are based on reasonable assumptions, the actual results could differ materially from those expressed or implied, since the Company's operations are influenced by external and internal factors beyond the Company's control. The Company assumes no responsibility to publicly amend, modify or revise any forward-looking statements, basis any subsequent developments, information or events.

## STANDLAONE FINANCIAL STATEMNTS

<b>1.</b>	<b>Independent Auditor's Report</b>	<b>32</b>
<b>2.</b>	<b>Standalone Balance Sheet</b>	<b>40</b>
<b>3.</b>	<b>Standalone Statement of Profit and Loss</b>	<b>42</b>
<b>4.</b>	<b>Standalone Cash Flow Statement</b>	<b>43</b>
<b>5.</b>	<b>Notes Forming Part of the Standalone Financial Statements</b>	<b>45</b>
<b>6.</b>	<b>Notes to Standalone Financial Statements</b>	<b>54</b>

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS**

### **TO THE MEMBERS OF SIGMA SOLVE LIMITED**

#### **OPINION**

We have audited the accompanying Standalone financial statements of **Sigma Solve Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2021, the Statement of Profit and Loss, for the year ended on March 31, 2021, the Cash flow statement for the year ended & a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, its Profit 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 responsibilities 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 provision 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 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 the matters described below to be the key audit matters to be communicated in our report.

#### **1. Assessing the impact of Pandemic COVID 19 on the financial statements:**

The pandemic has created huge uncertainties on the operations of many established businesses and exposed them to several new risks. Due to this, organizations have had to make significant changes to their normal processes to adapt to this sudden and unexpected turn of situation. These changes could impact the measurement of assets and liabilities on varying degree.

Due to COVID-19, the Company is also exposed to various risks such as assessment of counter parties' risks for receivables, operational controls, compliance and several other risks.

#### **Auditors' Response to the Key Audit Matter: Principal Audit Procedure:**

Our audit procedures relating to the impairment of assets & other operational controls, compliances & several other risk are as follows:

- Looked at the company's exhaustive risk identification and mitigation analysis using its well established enterprise risk management framework to understand the implications, assessment process and the company's current mitigation plans.
- assessment of risks of counter party defaults by examining external credit rating movements, if any and the process of identification of risky receivables and making suitable provisions in the financial statements.

- Assessment of the temporary changes made to the internal control framework over financial reporting and carrying suitable tests for the effectiveness of key controls on the balance sheet date.
- Evaluating the overall presentation of the financial statements and ensuring the appropriateness and adequacy of the disclosures.

Checking the compliance against the various regulatory prescriptions applicable to the company to the extent those are relevant in the preparation of financial statement.

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

The company's board is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's information, 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 no 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 Companies Act, 2013 ("the Act") with respect to the preparation & presentation of these Standalone financial statements to give a true and fair view of the financial position, financial performance, & cash flows of the Company in accordance with the Accounting Standards & 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 of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the 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.

The board of directors are responsible for overseeing the company's financial reporting process.

### **AUDITOR'S RESPONSIBILITY FOR THE AUDIT OF 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 decision 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 misstatements 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 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 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 reasonable 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 financial statements.

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

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

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

#### **REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS**

- 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 & 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 Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
- e) On the basis of the written representations received from the directors as on March 31, 2021, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021, from being appointed as a director in terms of Section 164 (2) of the Act;
- f) With respect to the adequacy of internal financial control over financial reporting of the company & 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 explanation given to us, the remuneration paid by the company to its directors during the year is in accordance with the provision of Section 197 of the Act.
- h) With respect to 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 explanation given to us:
  - (i) The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements.
  - (ii) The Company has made provision, as at March 31, 2021 as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
  - (iii) The Company is not liable to transfer any amounts, to the Investor Education and Protection Fund during the year ended March 31, 2021.
- As required by 'the Companies (Auditors Report) Order, 2016', issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act (hereinafter referred to as the "Order"), and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanation given to us, we give in the Annexure "B" a statement on the matters specified in paragraph 3 and 4 of the Order.

**For A Y & Company**  
**Chartered Accountants**  
**Firm Registration No. : 020829C**

**CA Arpit Gupta**  
**Partner**  
**M.No. 421544**  
**UDIN: 21421544AAAABN1300**  
**Place : Ahmedabad**  
**Date: 30.06.2021**



## **ANNEXURE “A” TO THE AUDITOR’S REPORT**

**(Referred to in paragraph 1(f) under ‘Report on other Legal and Regulatory Requirements section of our report to the Members of Sigma Solve Limited of even date)**

**Report on the Internal Financial Control under clause (i) of sub section 3 of Section 143 of companies Act , 2013 (‘The Act’)**

We have audited the internal financial control over financial reporting of Sigma Solve Limited (‘the company’) as of 31st March, 2021 in conjunction with our audit of the standalone financial statement of the company for the year ended on that date.

### **Management 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 Control 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**

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting 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 ICAI 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 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 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, 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, 2021, based on the internal control over financial reporting criteria established by the company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Control Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For A Y & Company**  
**Chartered Accountants**  
**Firm Registration No. : 020829C**

**CA Arpit Gupta**  
**Partner**  
**M.No. 421544**  
**UDIN: 21421544AAAABN1300**  
**Place : Ahmedabad**  
**Date: 30.06.2021**

### **ANNEXURE “B” TO THE AUDITOR’S REPORT**

#### **Referred To In Paragraph ‘With Respect To The Matter To Be Included In The Auditors’ Report Under Section 197(16) Of The Act Our Report Of Even Date**

On the basis of such checks as we considered appropriate and according to the information and explanations given to us during the course of our audit, we report that:

- 1) a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
- b) The Fixed Assets have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed;
- c) According to the information and explanations given to us, the records examined by us and based on the examination of title deed provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date;
- 2) a) The Company is in the business of providing services & doesn’t maintain any inventory, so that this clause is not applicable to company;
- 3) The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company and hence not commented upon;
- 4) In our opinion and according to the 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, investments, guarantees, and security;
- 5) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2016 with regard to the deposits accepted from the public are not applicable;
- 6) As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company;
- 7) a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Goods & Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2021 for a period of more than six months from the date on when they become payable;
- b) According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, Goods & Service Tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute;

- 8) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks. The Company has not taken any loan either from financial institutions or from the government and has not issued any debentures;
- 9) Based upon the audit procedures performed and the information and explanations given by the management, the company has raised moneys by way of initial public offer or further public offer excluding debt instruments and term Loans during the year & the same were applied for the purposes for which those are raised;
- 10) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year;
- 11) Based upon the audit procedures performed and the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act;
- 12) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 3 (xii) of the Order are not applicable to the Company;
- 13) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards;
- 14) Based upon the audit procedures performed and the information and explanations given by the management, the company has not made preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review;
- 15) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon;
- 16) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

**For A Y & Company**  
**Chartered Accountants**  
**Firm Registration No. : 020829C**

**CA Arpit Gupta**  
**Partner**  
**M.No. 421544**  
**UDIN: 21421544AAAABN1300**  
**Place : Ahmedabad**  
**Date: 30.06.2021**

**Sigma Solve Limited**  
**(Formerly Known as Sigma Solve Private Limited)**  
**Standalone Balance Sheet as at March 31, 2021**  
**CIN:- L72200GJ2010PLC060478**

*All Amount in Rs.*

Particulars	Notes	31 March 2021	31 March 2020
<b>I Equity and Liabilities</b>			
<b>Shareholders Fund</b>			
Share Capital	2.1	4,11,10,000	3,01,00,000
Reserves and Surplus	2.2	5,45,57,671	65,26,569
		<b>9,56,67,671</b>	<b>3,66,26,569</b>
<b>Non-current liabilities</b>			
Long Term Borrowings	2.3	-	29,158
Deferred tax liabilities (Net)	2.4	-	-
Other Long Term Liabilities			
		<b>-</b>	<b>29,158</b>
<b>Current liabilities</b>			
Short Term Borrowings	2.5	18,00,093	32,49,169
Trade payables			
a) total outstanding dues of micro and small enterprises	2.6	-	-
b) total outstanding dues other than micro and small enterprises	2.6	14,46,256	38,81,228
Other current liabilities	2.7	49,95,385	49,24,745
Short term Provisions	2.8	4,76,252	7,35,991
		<b>87,17,986</b>	<b>1,27,91,133</b>
<b>Total</b>		<b>10,43,85,657</b>	<b>4,94,46,860</b>
<b>II Assets</b>			
<b>Non- current assets</b>			
Property, Plant & Equipments			
Tangible Assets	2.9	12,72,714	13,38,811
Capital WIP	2.9	62,080	62,080
Intangible Assets	2.9	95,240	1,56,625
Non Current Investments	2.10	6,88,47,068	2,10,09,988
Deferred Tax Assets (Net)	2.4	2,25,359	2,51,894
Long Term Loans & Advances	2.11	5,35,249	1,25,799
Other Non-Current Asset	2.12	39,13,125	21,57,400
		<b>7,49,50,835</b>	<b>2,51,02,597</b>
<b>Current Assets</b>			
Current Investment	2.13	98,63,850	87,84,130
Trade Receivable	2.14	1,83,65,364	1,45,50,922
Cash & Bank Balances	2.15	3,21,322	2,06,207
Short Term Loans & Advances	2.16	10,138	-
Other current Assets	2.17	8,74,148	8,03,004
		<b>2,94,34,822</b>	<b>2,43,44,263</b>
<b>Total</b>		<b>10,43,85,657</b>	<b>4,94,46,860</b>
<b>Notes on Significant Accounting Policies</b>	1		
<b>The accompanying notes are an integral part of the financial statements.</b>			

As per our report of even date  
**For A Y & Company**  
Chartered Accountants  
Firm Registration No. 020829C

**For and on behalf of the Board of Directors**

**Arpit Gupta**  
Partner  
Membership No. 421544  
UDIN :21421544AAAABN1300  
**Place : Ahmedabad**  
**Date : 30.06.2021**

**Prakash R Parikh**  
Chairman Cum Managing Director  
DIN:- 03019773

**Kalpanaben P. Parikh**  
Whole Time Director  
DIN:-03019957

**Chinamy Shah**  
Chief Financial Officer

**Saurabh B. Shah**  
Company Secretary  
M. No.:- ACS 7862



**Sigma Solve Limited**  
**(Formerly Known as Sigma Solve Private Limited)**  
**Standalone Statement of Profit and Loss for the period ended March 31, 2021**  
**CIN:- L72200GJ2010PLC060478**

*All Amount in Rs.*

Particular	Notes	31 March 2021	31 March 2020
<b>Income</b>			
Revenue from Operations	2.18	7,49,41,117	5,53,91,797
Other Income	2.19	30,20,199	15,45,900
<b>Total Income (I)</b>		<b>7,79,61,316</b>	<b>5,69,37,697</b>
<b>Expenses</b>			
Employee benefit expenses	2.20	5,53,36,210	3,64,99,292
Finance Cost	2.21	16,144	26,771
Depreciation & Amortization Expense	2.22	5,55,495	7,47,810
Other Expenses	2.23	92,54,578	1,09,75,117
<b>Total Expenses (II)</b>		<b>6,51,62,427</b>	<b>4,82,48,990</b>
Profit/(loss) Before Prior period, exceptional and extraordinary items and tax (I) - (II)		<b>1,27,98,889</b>	<b>86,88,707</b>
Prior period items (Net)		-	-
<b>Profit/(Loss) before tax</b>		<b>1,27,98,889</b>	<b>86,88,707</b>
<b>Tax Expenses</b>			
Current Tax		32,76,252	22,35,991
Deferred Tax Charge		26,535	(12,806)
<b>Total Tax Expense</b>		<b>33,02,787</b>	<b>22,23,185</b>
<b>Profit/(loss) after tax</b>		<b>94,96,102</b>	<b>64,65,522</b>
<b>Earnings/(loss) Per Share</b>			
Basic (Nominal value of shares Rs.10 (PY: Rs.10))	2.24	2.70	2.45
Diluted (Nominal value of shares Rs.10 (PY: Rs.10))	2.24	2.70	2.45
<b>Notes on significant accounting policies</b>	1		
<b>The accompanying notes are an integral part of the financial statements.</b>			

As per our report of even date  
**For A Y & Company**  
 Chartered Accountants  
 Firm Registration No. 020829C

**For and on behalf of the Board of Directors**

**Prakash R Parikh**  
 Chairman Cum Managing Director  
 DIN:- 03019773

**Kalpanaben P. Parikh**  
 Whole Time Director  
 DIN:-03019957

**Arpit Gupta**  
 Partner  
 Membership No. 421544  
 UDIN :21421544AAAABN1300  
**Place : Ahmedabad**  
**Date : 30.06.2021**

**Chinamy Shah**  
 Chief Financial Officer

**Saurabh B. Shah**  
 Company Secretary  
 M. No.:- ACS 7862

**Sigma Solve Limited**  
**(Formerly Known as Sigma Solve Private Limited)**  
**Standalone Cash Flow Statement for the period ended March 31, 2021**  
**CIN:- L72200GJ2010PLC060478**

*All Amount in Rs.*

Cash flow statement as at	31 March 2021	31 March 2020
<b>Cash flow from operating activities</b>		
Net Profit before tax and extraordinary items	1,27,98,889	86,88,707
<b>Non-Cash adjustment to reconcile profit before tax to net cash flows</b>		
Depreciation	5,55,495	7,47,810
Investment Income	(28,33,773)	(8,38,429)
Finance Cost	16,144	26,771
<b>Operating profit before Working Capital changes</b>	<b>1,05,36,755</b>	<b>86,24,859</b>
<b>Change in Working Capital</b>	<b>(62,60,056)</b>	<b>(37,14,599)</b>
Increase/(Decrease) in Trade Payables	(24,34,972)	22,84,301
Increase/(Decrease) in Other current Liabilities	70,640	26,32,635
Decrease/(Increase) in Trade receivables	(38,14,442)	(83,28,531)
Decrease/(Increase) in Short term Loans and advances	(10,138)	5,00,000
Decrease/(Increase) in Other Current Assets	(71,144)	(8,03,004)
<b>Cash generated from operations</b>	<b>42,76,699</b>	<b>49,10,260</b>
Income Tax(Paid)/ Refund	(35,35,991)	(20,50,544)
<b>Net Cash flow from / (used in) Operating activities (A)</b>	<b>7,40,708</b>	<b>28,59,716</b>
<b>Cash Flow from/(used in) Investing Activities</b>		
Purchase of Fixed Assets	(4,28,013)	(4,15,488)
Purchase of Non-Current Investment (net of Sales)	(4,89,16,800)	(1,66,44,575)
Interest received	28,33,773	8,38,429
Increase in Long Term Loans & Advances	(4,09,450)	(1,22,000)
Increase in other Non-Current Assets	(17,55,725)	(21,57,400)
<b>Net Cash (used in) investing activities (B)</b>	<b>(4,86,76,215)</b>	<b>(1,85,01,034)</b>
<b>Cash Flow from/ (used in) Financing Activities</b>		
Finance Cost	(16,144)	(26,771)
Proceeds from Issue of Share Capital	1,10,10,000	2,00,00,000
Proceeds from Security Premium	3,85,35,000	--
Increase/ (Repayment) of Short term Borrowings	(14,49,076)	(41,66,459)
<b>Increase in/ (Repayment) of Long term Borrowings</b>	<b>(29,158)</b>	<b>(1,38,691)</b>
<b>Net Cash flow from / (used in) financing activities (C)</b>	<b>4,80,50,622</b>	<b>1,56,68,079</b>
<b>Net Increase / (Decrease) in Cash and Cash Equivalents (A+B+C)</b>	<b>1,15,115</b>	<b>26,761</b>
Cash and Cash Equivalents at the beginning of the year	2,06,207	1,79,446
<b>Cash and Cash Equivalents at the end of the year</b>	<b>3,21,322</b>	<b>2,06,207</b>

As per our report of even date  
**For A Y & Company**  
Chartered Accountants  
Firm Registration No. 020829C

**For and on behalf of the Board of Directors**

**Arpit Gupta**  
Partner  
Membership No. 421544  
UDIN :21421544AAAABN1300  
**Place : Ahmedabad**  
**Date : 30.06.2021**

**Prakash R Parikh**  
Chairman Cum Managing Director  
DIN:- 03019773

**Kalpanaben P. Parikh**  
Whole Time Director  
DIN:-03019957

**Chinamy Shah**  
Chief Financial Officer

**Saurabh B. Shah**  
Company Secretary  
M. No.:- ACS 7862

**Sigma Solve Limited**  
**(Formerly Known as Sigma Solve Private Limited)**  
**Notes to Standalone financial Statements for the period ended 31 March, 2021**  
**CIN:- L72200GJ2010PLC060478**

**SHAREHOLDERS FUND**

*All Amount in Rs.*

2.1. Share Capital	31 March 2021	31 March 2020
<b>Authorised Shares</b>		
4500000 (Previous Year: 4500000) Equity Shares of Rs 10 each	45000000	45000000
<b>Issued Shares</b>		
4111000 (Previous Year: 3010000) Equity Shares of Rs 10 each	4,11,10,000	3,01,00,000
<b>Subscribed &amp; Paid up Shares</b>		
4111000 (Previous Year: 3010000) Equity Shares of Rs 10 each	4,11,10,000	3,01,00,000
<b>Total Issued, Subscribed and Fully Paid-up Share Capital</b>	<b>4,11,10,000</b>	<b>3,01,00,000</b>

**A. Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period**

Equity Shares	F.Y. 2020-21		FY 2019-20	
	Number	Issued Capital	Number	Issued Capital
<b>Shares outstanding at the beginning of the year</b>	30,10,000	3,01,00,000	10,000	1,00,000
Bonus Shares Issued during the year	-	-	10,00,000	1,00,00,000
Shares Issued during the year	11,01,000	1,10,10,000	20,00,000	2,00,00,000
Shares bought back during the year	-	-	-	-
<b>Shares outstanding at the end of the year</b>	<b>41,11,000</b>	<b>4,11,10,000</b>	<b>30,10,000</b>	<b>3,01,00,000</b>

**B. Shares in the company held by each shareholder holding more than 5 % shares specifying the number of shares held**

Particulars	F.Y. 2020-21		FY 2019-20	
	Number	% of Holding	Number	% of Holding
Daxa Harshand Zaverchand Laxmichand	13,00,101	31.62%	1300101	43.19%
Prakash Ratilal Parikh	8,55,000	20.80%	855000	28.41%
Kalpana Prakash Parikh	8,54,394	20.78%	854394	28.39%

**C. Shares held by holding/ultimate holding company and/or their subsidiaries/associates**

There is no Holding Company of Sigma Solve Limited

**D. Shares with rights preferences and restrictions attaching to each class including restriction on distribution of dividend and repayment of capital**

**Equity shares**

The company has only one class of Equity having a par value Rs. 10.00 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the board of directors is subject to the approval of the shareholders in ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the Equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to their shareholding.

2.2. Reserves & Surplus	31 March 2021	31 March 2020
<b>Security Premium</b>		
Opening balance	-	-
Add: Addition During the year	3,85,35,000	-
Less: Utilization during the year	-	-
Closing Balance of Security Premium	3,85,35,000	-
	-	-
<b>Surplus</b>		
Opening balance	65,26,569	1,00,61,047
(-) Bonus Shares issued during the year	-	(1,00,00,000)
(-) Adjustment of Deferred Tax for Earlier Period	-	-
(+) Net Profit/(Net Loss) For the current year	94,96,102	64,65,522
	1,60,22,671	65,26,569
<b>Closing Balance</b>	<b>5,45,57,671</b>	<b>65,26,569</b>

### NON-CURRENT LIABILITIES

*All Amount in Rs.*

2.3. Long Term Borrowings	31 March 2021	31 March 2020
<b>Secured :</b>		
HDFC Car Loan	-	29,158
<b>Total</b>	<b>-</b>	<b>29,158</b>

2.4. Deferred Tax Liability/(Assets)	31 March 2021	31 March 2020
Deferred tax Liability (asset) at the beginning of the year	(2,51,894)	(2,39,088)
Addition during the year	26,535	(12,806)
<b>Total</b>	<b>(2,25,359)</b>	<b>(2,51,894)</b>

### CURRENT LIABILITIES

*All Amount in Rs.*

2.5. Short Term Borrowings	31 March 2021	31 March 2020
<b>Secured</b>		
HDFC Bank Credit CARD EMI Loan	2,33,046	
<b>Unsecured</b>		
<b>Loan from Directors :</b>		
Kalpana Prakash Parikh	8,10,959	18,30,532
Prakash Ratilal Parikh	7,56,088	14,18,637
<b>Total</b>	<b>18,00,093</b>	<b>32,49,169</b>

2.6. Trade Payables	31 March 2021	31 March 2020
<b>Trade Payables</b>		
Micro, Small & Medium Enterprises	-	-
Other than Micro, Small & Medium Enterprises	14,46,256	38,81,228
<b>Total</b>	<b>14,46,256</b>	<b>38,81,228</b>

**2.6.1 Disclosure in respect of amount due to Micro, Small & Medium Enterprises:**

The management has initiated the process of identifying enterprises which have provided goods and services to the Company and which qualify under the definition of micro and small enterprises, as defined under Micro, Small and Medium Enterprises Development Act, 2006. Accordingly, the disclosure in respect of the amounts payable to such enterprises as at 31st March 2021 has been made in the financial statements based on information received and available with the Company as on date of financials. The Company has not received any claim for interest from any supplier under the said Act.

2.7. Other Current Liabilities	31 March 2021	31 March 2020
Current Maturities of Long Term Debt	29,158	1,65,462
HDFC Credit Card	9,849	-
Duties & Taxes Payable	2,96,595	2,49,984
Expenses Payable	22,570	37,440
Salary Payable	45,90,963	43,36,859
Audit Fees Payable	46,250	1,35,000
<b>Total</b>	<b>49,95,385</b>	<b>49,24,745</b>

2.8. Short Term Provisions	31 March 2021	31 March 2020
Provision for Income Tax Current Year	4,76,252	7,35,991
<b>Total</b>	<b>4,76,252</b>	<b>7,35,991</b>



## NON-CURRENT ASSET

*All Amount in Rs.*

2.9. Property, Plant & Equipments	Gross Block				Accumulated Depreciation				Net Block	
Particulars	Balance as at 1 April 2020	Additions	Deletion/ Sale	Balance as at 31st March 2021	Balance as at 1 April 2020	Depreciation charge for the period	Deletion-Sale/Loss	Balance as at 31st March 2021	Balance as at 1 April 2020	Balance as at 31st March 2021
<b>A. Property, Plant &amp; Equipment</b>										
<b>Tangible Assets</b>										
Air Conditioner	4,68,906	-	-	4,68,906	2,83,437	33,633	-	3,17,070	1,85,469	1,51,836
Computers	23,48,116	2,65,220	-	26,13,336	19,13,028	2,37,824	-	21,50,852	4,35,088	4,62,484
Motor Car	15,35,315	-	-	15,35,315	13,02,210	61,886	-	13,64,096	2,33,105	1,71,219
Mobile	60,934	1,17,878	-	1,78,812	40,309	26,091	-	66,400	20,625	1,12,412
Office Equipments	65,420	44,915		1,10,335	61,914	17,049	-	78,963	3,506	31,372
Furniture	16,79,841	-	-	16,79,841	12,39,072	1,13,973	-	13,53,045	4,40,769	3,26,796
CCTV Camera	45,028	-		45,028	24,779	3,655	-	28,434	20,249	16,594
<b>Total (A)</b>	<b>62,03,560</b>	<b>4,28,013</b>	<b>-</b>	<b>66,31,573</b>	<b>48,64,749</b>	<b>4,94,110</b>	<b>-</b>	<b>53,58,859</b>	<b>13,38,811</b>	<b>12,72,714</b>
<b>Intangible Assets</b>										
Computer Softwares	4,05,087	-	-	4,05,087	2,48,462	61,385	-	3,09,847	1,56,625	95,240
<b>Total (B)</b>	<b>4,05,087</b>	<b>-</b>	<b>-</b>	<b>4,05,087</b>	<b>2,48,462</b>	<b>61,385</b>	<b>-</b>	<b>3,09,847</b>	<b>1,56,625</b>	<b>95,240</b>
<b>Total (A+B)</b>	<b>66,08,647</b>	<b>4,28,013</b>	<b>-</b>	<b>70,36,660</b>	<b>51,13,211</b>	<b>5,55,495</b>	<b>-</b>	<b>56,68,706</b>	<b>14,95,436</b>	<b>13,67,954</b>
<b>B. Capital Work in Progress</b>										
Furniture & Fixtures	62,080	-	-	62,080	-	-	-	-	62,080	62,080
<b>Total (C)</b>	<b>62,080</b>	<b>-</b>	<b>-</b>	<b>62,080</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>62,080</b>	<b>62,080</b>
<b>Grand Total (A+B+C)</b>	<b>66,70,727</b>	<b>4,28,013</b>	<b>-</b>	<b>70,98,740</b>	<b>51,13,211</b>	<b>5,55,495</b>	<b>-</b>	<b>56,68,706</b>	<b>15,57,516</b>	<b>14,30,034</b>

## OTHER NON-CURRENT ASSETS

*All Amount in Rs.*

2.10. Non Current Investments	31 March 2021	31 March 2020
Fixed Deposits	4,79,22,437	85,357
<b>Trade Investments</b>		
Investment in Subsidiary Company (Sigma Solve Inc.)	2,09,24,631	2,09,24,631
<b>Total</b>	<b>6,88,47,068</b>	<b>2,10,09,988</b>

2.11. Long Term loans & Advances	31 March 2021	31 March 2020
Security Deposits	5,35,249	1,25,799
<b>Total</b>	<b>5,35,249</b>	<b>1,25,799</b>

2.12. Other Non -Current Assets	31 March 2021	31 March 2020
Deferred IPO Expenses	34,72,805	16,07,000
Deferred ROC Expenses	4,40,320	5,50,400
<b>Total</b>	<b>39,13,125</b>	<b>21,57,400</b>

## CURRENT ASSETS

*All Amount in Rs.*

2.13. Current Investments	31 March 2021	31 March 2020
Investment in Shares of Other Companies (At Cost) (Quoted)	-	1,30,019
Investment in Mutual Fund (At Cost) (Quoted)		
<b>* Market Value of Quoted Investment Mutual Funds as on March 31 2021 is Rs. 1.51 Crores</b>	98,63,850	86,54,111
<b>Total</b>	<b>98,63,850</b>	<b>87,84,130</b>

2.14. Trade Receivables	31 March 2021	31 March 2020
<b>Unsecured, Considered good</b>		
<b>Debts outstanding other than Related Parties for a period:</b>		
Less than Six Months- Considered Good	1,83,65,364	1,45,50,922
More than Six Months- Considered Good	-	
	<b>1,83,65,364</b>	<b>1,45,50,922</b>
<b>Total</b>	<b>1,83,65,364</b>	<b>1,45,50,922</b>

2.15. Cash and Bank Balances	31 March 2021	31 March 2020
<b>Cash &amp; Cash Equivalent</b>		
Balance with Banks in current Accounts	1,89,046	4,329
Cash on hand	1,25,903	46,692
Balance with Paypal Payments Private Limited	6,373	1,55,186
<b>Total</b>	<b>3,21,322</b>	<b>2,06,207</b>

2.16. Short Term Loans and Advances	31 March 2021	31 March 2020
Jolly Financial Solutions	3,863	-
NSE Limited	6,275	-
<b>Total</b>	<b>10,138</b>	<b>-</b>

2.17. Other Current Assets	31 March 2021	31 March 2020
GST Receivable	7,69,277	7,49,863
Prepaid Insurance Expenses	9,530	9,480
TDS Receivable	95,341	33,611
Other Current Assets	-	10,050
<b>Total</b>	<b>8,74,148</b>	<b>8,03,004</b>

2.18. Revenue From Operations	31 March 2021	31 March 2020
<b>Sale of Services</b>		
From Sale of Services (Export)	7,49,41,117	5,53,91,797
<b>Total</b>	<b>7,49,41,117</b>	<b>5,53,91,797</b>

2.19. Other Income	31 March 2021	31 March 2020
Profit on Sale of Mutual Fund	14,83,214	8,32,213
FDR Interest Income	12,69,599	6,216
Foreign Exchange Fluctuation Gain	-	6,41,834
Profit on Sale of Shares	79,351	-
Dividend on Shares	1,609	-
Misc. Income	1,86,426	65,637
<b>Total</b>	<b>30,20,199</b>	<b>15,45,900</b>

2.20. Employee Benefits Expenses	31 March 2021	31 March 2020
Salary & Wages	5,33,90,549	3,26,68,734
Bonus Expenses	2,17,700	29,045
Director Remuneration	16,20,000	16,20,000
Staff Welfare Expenses	17,586	20,98,297
Provident Fund Expenses	90,375	83,216
<b>Total</b>	<b>5,53,36,210</b>	<b>3,64,99,292</b>

2.21. Finance Cost	31 March 2021	31 March 2020
Interest on Car Loan	11,394	26,771
Interest on Borrowings	4,750	
<b>Total</b>	<b>16,144</b>	<b>26,771</b>

2.22. Depreciation & Amortization Expense	31 March 2021	31 March 2020
Depreciation on tangible assets	5,55,495	7,47,810
<b>Total</b>	<b>5,55,495</b>	<b>7,47,810</b>

2.23. Other Expenses	31 March 2021	31 March 2020
Power & Fuel		
Electricity Expenses	3,02,700	4,58,360
Petrol & Conveyance Expenses	15,791	1,04,180
Audit Fees	50,000	1,50,000
Interest on Statutory Dues	1,51,828	4,089
Office Rent	11,98,240	12,84,240
Repairs & Maintenance	27,870	-
Travelling Expenses	-	1,91,069
Foreign Travelling Expenses	-	1,45,402
Foreign Exchange Conversion/Fluctuation Expenses	3,95,571	-
Outsourcing Expenses	37,06,312	42,01,801
Misc. Expenses	58,559	94,179
Municipal Taxes	33,891	74,601
Bank Charges	26,951	1,48,913
Commission/Brokerage Expenses	-	10,43,000
Computer Repair & Maintenance Expenses	20,074	7,43,869
Legal & Professional Expenses	15,34,350	11,11,788
Insurance Expenses	26,743	19,337
Postage & Courier charges	5,600	65,470
Interest on Statutory Dues	-	1,37,651
Donation Expenses	5,000	7,000
Internet Expenses	1,65,774	1,79,655
IPO Expenses Written Off	8,68,200	-
Office Expenses	1,00,573	1,66,999
Paypal Charges	3,18,615	1,80,311
Repair & Maintenance Office	32,899	1,58,017
Printing & Stationary	40,088	46,826
Professional Tax	-	2,400
ROC MCA Charges	1,32,080	2,07,300
Telephone & Mobile Expenses	27,878	27,491
Vehicle Repair & Maintenance	8,991	21,169
<b>Total</b>	<b>92,54,578</b>	<b>1,09,75,117</b>

2.24. Earnings Per Share	31 March 2021	31 March 2020
Profit/(Loss) after tax as per Statement of Profit and Loss	94,96,102	64,65,522
Weighted average number of equity shares in calculating basic EPS	35,13,745	26,37,397
Basic {Nominal Value of Shares- Rs. 10/- (Previous Year- Rs. 10/-)}	2.70	2.45
Diluted {Nominal Value of Shares- Rs. 10/- (Previous Year- Rs. 10/-)}	2.70	2.45

2.25 Related Party Disclosures- AS-18	
Relationship with Related party	Name of related parties
Key Managerial Personnel	Mr. Prakash R Parikh
Key Managerial Personnel	Mrs. Kalpanaben P Parikh
Key Managerial Personnel	Mr. Chinmay Shah
Key Managerial Personnel	Mr. Saurabh Balkrishna Shah
Subsidiary Company	Sigma Solve Inc.

Transactions with Related Party:-	
Name of the Party	31 March 2021
<b>Director Remuneration including Incentive</b>	
Mr. Prakash R Parikh	9,00,000
Mrs. Kalpanaben P Parikh	7,20,000
<b>Salary to KMP</b>	
Mr. Chinmay Shah	4,80,000
Mr. Sourabh Balkrishna Shah	3,06,000
<b>Rent Expenses</b>	
Mrs. Kalpanaben P Parikh	5,61,120
Mr. Prakash R Parikh	4,65,120
<b>Outsourcing/Foreign Exchange Income</b>	
Sigma Solve Inc.	6,91,98,686

Closing Balance with related parties:-	
Name of the Party	31 March 2021
<b>Credit Balances</b>	
Mr. Prakash R Parikh	7,56,088
Mrs. Kalpanaben P Parikh	8,10,959
Mr. Chinmay Shah	39,800
Mr. Saurabh Balkrishna Shah	25,300
<b>Debit Balance</b>	
Sigma Solve Inc.	1,82,59,906

<b>2.26 Other Disclosure</b>		
<b>(a) Remuneration To Directors</b>		
Particulars	31 March 2021	31 March 2020
Salary including Variable Pay (Refer Note-2.24)	16,20,000	16,20,000
<b>Total</b>	<b>16,20,000</b>	<b>16,20,000</b>
<b>(b) Details of Contingent Liabilities</b>		
Particulars	31 March 2021	31 March 2020
ESIC Demand	3,77,000	3,77,000
<b>Total</b>	<b>3,77,000</b>	<b>3,77,000</b>

(c) Disclosures required under mandatory accounting standards & Schedule III are given to the extent applicable and possible.

(d) Previous year figures are regrouped or rearranged wherever considered necessary.

(e) Figures have been rounded off to the nearest rupee.

As per our report of even date  
**For A Y & Company**  
Chartered Accountants  
Firm Registration No. 020829C

**For and on behalf of the Board of Directors**

**Arpit Gupta**  
Partner  
Membership No. 421544  
UDIN :21421544AAAABN1300  
**Place : Ahmedabad**  
**Date : 30.06.2021**

**Prakash R Parikh**  
Chairman Cum Managing Director  
DIN:- 03019773

**Kalpanaben P. Parikh**  
Whole Time Director  
DIN:-03019957

**Chinamy Shah**  
Chief Financial Officer

**Saurabh B. Shah**  
Company Secretary  
M. No.:- ACS 7862



## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 1: Significant Accounting Policies

**a) Basis of Preparation of Financial Statements:**

The Standalone financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on accrual basis. GAAP comprises mandatory Accounting Standards as specified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 as amended from time to time and the Companies Act, 2013

**b) Presentation and disclosure of Financial Statement:**

All assets and liabilities have been classified as current & non-current as per Company's normal operating cycle and other criteria set out in the Schedule III of the Companies Act, 2013. Based on the nature of services and time between acquisition of assets for rendering of services and their realization in cash and cash equivalents, operating cycle is less than 12 months. However, for the purpose of current / non- current classification of assets and liabilities 12 months have been considered as its operating cycle.

**c) Use of Estimates:**

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amount of assets and liabilities on the date of the financial statement and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which results are known/materialized.

**d) Property, plant and equipment (Tangible Assets) and depreciation:**

Property, Plant and Equipment are stated at cost less accumulated depreciation and impairment losses, if any. Cost comprises of all expenses incurred to bring the assets to its present location and condition. Borrowing cost directly attributable to the acquisition / construction are included in the cost of fixed assets. Adjustments arising from exchange rate variations attributable to the fixed assets are capitalized.

In case of new projects / expansion of existing projects, expenditure incurred during construction / preoperative period including interest and finance charge on specific / general purpose loans, prior to commencement of commercial production are capitalized. The same are allocated to the respective t on completion of construction / erection of the capital project / fixed assets.

Subsequent expenditures related to an item of tangible asset are added to its book value only if they increase the future economic benefits from the existing asset beyond its previously assessed standard of performance.

Capital assets (including expenditure incurred during the construction period) under erection / installation are stated in the Balance Sheet as "Capital Work in Progress."

Depreciation on the property, plant and equipment is provided on WDV basis over the useful life of the asset, which is as follows-

Category of Asset	Useful Life
Computers	3 Years
Office Equipments	5 Years
Furniture & Fixtures	10 Years
Building	30 Years
Plant & Machinery	20 Years
Vehicles	8 / 10 Years

Depreciation methods, useful lives and residual values are reviewed at each financial year end and adjusted prospectively.

**e) Inventories:**

Since the company is in the business of providing services, so that there are no inventories.

**f) Intangible Assets and amortization:**

Intangible assets are recognized only if it is probable that future economic benefits attributable to asset will flow to the Company and the cost of the asset can be measured reliably. Intangible assets are stated at cost of acquisition less accumulated amortization and impairment loss, if any.

**g) Impairment:**

At each balance sheet date, the Company reviews the carrying amount of its fixed assets to determine whether there is any indication that those assets suffered an impairment loss. If any such indication exists, the recoverable amount of the assets is estimated in order to determine the extent of impairment loss. Recoverable amount is the higher of an asset's net selling price and value in use. In assessing value in use, the estimated future cash flows expected from the continuing use of the assets and from its disposal are discounted to their present value using a pre-tax discount rate that reflects the current market assessments of time value of money and the risks specific to the assets.

**h) Revenue Recognition:**

Revenue from the operations is recognized on generally accepted accounting principal and when it is earned and no significant uncertainty exists as to its ultimate collection and includes taxes, wherever applicable.

The capital gain on sale of investments if any are recognized on completion of transaction. No notional profit/loss are recognized on such investments.

Interest income is recognized on time proportion basis, when it is accrued and due for payment.

Dividend income is recognized in profit and loss account when right to receive dividend is established.

**i) Income Taxes:**

Tax expense comprises of current and deferred tax. Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act, 1961 enacted in India

The Company uses the asset and liability method of accounting for deferred income taxes. Under this method, deferred tax assets and liabilities are determined based on the difference between the financial statement and tax bases of assets and liabilities, as measured by the enacted/substantially enacted tax rates which will be in effect when those temporary differences are expected to be recovered or settled. Deferred tax expense/income is the result of changes in the net deferred tax assets and liabilities. In situations where the Company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits. Deferred tax assets are reviewed for the appropriateness of their respective carrying amounts at each balance sheet date.

Minimum Alternative Tax (MAT) credit, which is equal to the excess of MAT (calculated in accordance with the provisions of section 115JB of the Income Tax Act, 1961 (the Act) over Normal income Tax is recognized as an asset by crediting the Statement of profit and loss

only when and to the extent there is convincing evidence that the Company will be able to avail the said credit against normal tax payable during the period specified under the Act for utilization.

**j) Earnings Per share:**

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

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

**k) Provisions, Contingent liabilities, and Contingent assets:**

A provision is recognized when an enterprise has a present obligation as a result of past event; it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation.

Contingent assets are neither recognized nor disclosed in the financial statements.

**l) Cash & Cash Equivalents:**

Cash and cash equivalents in the balance sheet comprise cash at bank and in hand and short-term investments with an original maturity of three months or less.

**m) Cash Flow Statements:**

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or Expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

As per our report of even date  
**For A Y & Company**  
 Chartered Accountants  
 Firm Registration No. 020829C

**For and on behalf of the Board of Directors**

**Prakash R Parikh**  
 Chairman Cum Managing Director  
 DIN:- 03019773

**Kalpanaben P. Parikh**  
 Whole Time Director  
 DIN:-03019957

**Arpit Gupta**  
 Partner  
 Membership No. 421544  
 UDIN :21421544AAAABN1300  
 Place : Ahmedabad  
**Date : 30.06.2021**

**Chinamy Shah**  
 Chief Financial Officer

**Saurabh B. Shah**  
 Company Secretary  
 M. No.:- ACS 7862

## CONSOLIDATED FINANCIAL STATEMENTS

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**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS****TO THE MEMBERS OF  
SIGMA SOLVE LIMITED****OPINION**

We have audited the accompanying consolidated financial statements of SIGMA SOLVE LIMITED ("the Company"), and its subsidiary i.e. Sigma Solve Inc. (the Company and its subsidiaries together referred to as "the Group" ) which comprise the Consolidated Balance Sheet as at March 31, 2021, the Consolidated Statement of Profit and Loss for the period ended on March 31, 2021, the Consolidated Cash flow statement for the period ended & and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the group as at March 31, 2021, their consolidated Profit/(loss) & their consolidated cash flows for the period 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) & other accounting principles prescribed under Section 133 of the Companies Act, 2013, as amended. 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 Group 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 consolidated financial statements under the provision 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 opinion on the consolidated 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 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 the matters described below to be the key audit matters to be communicated in our report.

**1. Assessing the impact of Pandemic COVID 19 on the financial statements:**

The pandemic has created huge uncertainties on the operations of many established businesses and exposed them to several new risks. Due to this, organizations have had to make significant changes to their normal processes to adapt to this sudden and unexpected turn of situation. These changes could impact the measurement of assets and liabilities on varying degree.

Due to COVID-19, the Company is also exposed to various risks such as assessment of counter parties' risks for receivables, operational controls, compliance and several other risks.

**Auditors' Response to the Key Audit Matter:****Principal Audit Procedure:**

Our audit procedures relating to the impairment of assets & other operational controls, compliances & several other risk are as follows:

- Looked at the company's exhaustive risk identification and mitigation analysis using its well established enterprise risk management framework to understand the implications, assessment process and the company's current mitigation plans.
- assessment of risks of counter party defaults by examining external credit rating movements, if any and the process of identification of risky receivables and making suitable provisions in the financial statements.
- Assessment of the temporary changes made to the internal control framework over financial reporting and carrying suitable tests for the effectiveness of key controls on the balance sheet date.
- Evaluating the overall presentation of the financial statements and ensuring the appropriateness and adequacy of the disclosures.

Checking the compliance against the various regulatory prescriptions applicable to the company to the extent those are relevant in the preparation of financial statement.

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

The Company's board is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the consolidated financial statements, standalone financial statements and our auditor's report thereon.

Our opinion on the consolidated 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 consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated 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 CONSOLIDATED FINANCIAL STATEMENTS**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation & presentation of these consolidated financial statements to give a true and fair view of the financial position, financial performance, & cash flows of the Group in accordance with accounting principles generally accepted in India. The respective Boards of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group 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, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Company, as aforesaid.

In preparing the consolidated financial statements,, the respective Board of Directors of the companies included in the Group are responsible for assessing the group's ability of the respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Boards of Directors either intend to liquidate their respective entities or to cease operations, or have no realistic alternative but to do so.

The respective board of directors of the companies included in the Group are responsible for overseeing the financial reporting process of the Group.

### **AUDITOR'S RESPONSIBILITY FOR THE AUDIT OF CONSOLIDATED FINANCIAL STATEMENTS**

Our objectives are to obtain reasonable assurance about whether the consolidated 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 decision of users taken on the basis of these consolidated financial statements.

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

- identify and assess the risks of material misstatements of the consolidated 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 and its subsidiary company which is incorporated outside India, 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 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 ability of the group 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 consolidated 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 Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated 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. We are



responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors.

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 reasonable 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 regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

## **REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS**

- 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 & its Subsidiary so far as it appears from our examination of those books;
  - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and & Consolidated Cash Flow Statement dealt with by this Report are in agreement with the books of accounts maintained for the purpose of preparation of the consolidated financial statements;
  - d) In our opinion, the aforesaid Consolidated financial statements comply with the accounting standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
  - e) On the basis of the written representations received from the directors as on March 31, 2021, taken on record by the Board of Directors, none of the directors of the Group is disqualified as on March 31, 2021, from being appointed as a director in terms of Section 164 (2) of the Act;
  - f) With respect to the adequacy of internal financial control over financial reporting of the company & 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 explanation given to us, the remuneration paid by the company to its directors during the year is in accordance with the provision of Section 197 of the Act.

- h) With respect to 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 explanation given to us:
- (i) The Company has disclosed the impact of pending litigations on its financial position in its consolidated financial statements.
  - (ii) The Company has made provision, as at March 31, 2021 as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
  - (iii) The Company is not liable to transfer any amounts, to the Investor Education and Protection Fund during the year ended March 31, 2021.

**For A Y & Company**  
**Chartered Accountants**  
**Firm Registration No. : 020829C**

**CA Arpit Gupta**  
**Partner**  
**M.No. 421544**  
**UDIN:21421544AAAABL4194**  
**Place : Ahmedabad**  
**Date: 30.06.2021**

## **ANNEXURE “A” TO THE AUDITOR’S REPORT**

**(Referred to in paragraph 1(f) under ‘Report on other Legal and Regulatory Requirements section of our report to the Members of Sigma Solve Limited of even date)**

**Report on the Internal Financial Control under clause (i) of sub section 3 of Section 143 of companies Act , 2013 (‘The Act’)**

We have audited the internal financial control over financial reporting of Sigma Solve Limited (‘the company’) & its subsidiary company as of 31st March, 2021 in conjunction with our audit of the Consolidated financial statement of the company for the year ended on that date.

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

The respective Board of Directors of the company and its subsidiary company, which is company incorporated outside India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Control 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**

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting of the Company and its subsidiary companies, which are companies incorporated outside India 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 ICAI 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 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 internal financial controls system over financial reporting of the Company and its subsidiary company, which is company incorporated outside India.

### **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 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, the Company and its subsidiary company, which is company incorporated outside India have, 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, 2021, based on the internal control over financial reporting criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Control Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For A Y & Company**  
**Chartered Accountants**  
**Firm Registration No. : 020829C**

**CA Arpit Gupta**  
**Partner**  
**M.No. 421544**  
**UDIN: 21421544AAAABL4194**  
**Place : Ahmedabad**  
**Date: 30.06.2021**

**Sigma Solve Limited**  
**(Formerly Known as Sigma Solve Private Limited)**  
**Consolidated Balance Sheet as at March 31, 2021**  
**CIN:- L72200GJ2010PLC060478**

*All Amount in Rs.*

Particulars	Notes	31 March 2021	31 March 2020
<b>I Equity and Liabilities</b>			
<b>Shareholders Fund</b>			
Share Capital	2.1	4,11,10,000	3,01,00,000
Reserves and Surplus	2.2	9,64,56,507	2,67,41,046
Minority Interest		5,67,14,861	3,59,14,190
		<b>19,42,81,368</b>	<b>9,27,55,236</b>
<b>Non-current liabilities</b>			
Long Term Borrowings	2.3	1,00,97,869	25,48,050
Deferred tax liabilities (Net)	2.4	-	-
Other Long Term Liabilities		-	-
		<b>1,00,97,869</b>	<b>25,48,050</b>
<b>Current liabilities</b>			
Short Term Borrowings	2.5	20,60,685	2,63,02,141
Trade payables			
a) total outstanding dues of micro and small enterprises	2.6	-	-
b) total outstanding dues other than micro and small enterprises	2.6	14,46,256	38,81,228
Other current liabilities	2.7	79,87,498	95,08,671
Short term Provisions	2.8	4,76,252	7,35,991
		<b>1,19,70,689</b>	<b>4,04,28,031</b>
<b>Total</b>		<b>21,63,49,928</b>	<b>13,57,31,318</b>
<b>II Assets</b>			
<b>Non- current assets</b>			
Property, Plant & Equipments			
Tangible Assets	2.9	68,81,519	39,04,619
Capital WIP	2.9	62,080	62,080
Intangible Assets	2.9	95,240	1,56,625
Non Current Investments	2.10	4,79,22,437	85,357
Deferred Tax Assets (Net)	2.4	2,25,359	2,51,894
Long Term Loans & Advances	2.11	5,35,249	1,25,799
Other Non-Current Asset	2.12	39,13,125	21,57,400
		<b>5,96,35,009</b>	<b>67,43,774</b>
<b>Current Assets</b>			
Current Investment	2.13	98,63,850	87,84,130
Trade Receivable	2.14	3,61,07,704	4,05,83,429
Cash & Bank Balances	2.15	10,98,59,079	7,88,16,981
Short Term Loans & Advances	2.16	10,138	-
Other current Assets	2.17	8,74,148	8,03,004
		<b>15,67,14,919</b>	<b>12,89,87,544</b>
<b>Total</b>		<b>21,63,49,928</b>	<b>13,57,31,318</b>
<b>Notes on Significant Accounting Policies</b>	1		
<b>The accompanying notes are an integral part of the financial statements.</b>			

As per our report of even date  
**For A Y & Company**  
Chartered Accountants  
Firm Registration No. 020829C

**For and on behalf of the Board of Directors**

**Arpit Gupta**  
Partner  
Membership No. 421544  
UDIN :21421544AAAABL4194  
**Place : Ahmedabad**  
**Date : 30.06.2021**

**Prakash R Parikh**  
Chairman Cum Managing Director  
DIN:- 03019773

**Kalpanaben P. Parikh**  
Whole Time Director  
DIN:-03019957

**Chinamy Shah**  
Chief Financial Officer

**Saurabh B. Shah**  
Company Secretary  
M. No.:- ACS 7862

**Sigma Solve Limited**  
**(Formerly Known as Sigma Solve Private Limited)**  
**Consolidated Statement of Profit and Loss for the period ended March 31, 2021**  
**CIN:- L72200GJ2010PLC060478**

All Amount in Rs.

Particular	Notes	31 March 2021	31 March 2020
<b>Income</b>			
Revenue from Operations	2.18	21,15,31,288	10,44,56,944
Other Income	2.19	34,28,282	52,48,579
Total Income (I)		<b>21,49,59,570</b>	<b>10,97,05,523</b>
<b>Expenses</b>			
Employee benefit expenses	2.20	6,96,45,045	6,55,57,401
Finance Cost	2.21	66,130	6,45,887
Depreciation & Amortization Expense	2.22	31,93,511	19,25,802
Other Expenses	2.23	6,85,92,581	2,03,36,746
Total Expenses (II)		<b>14,14,97,537</b>	<b>8,84,65,836</b>
Profit/(loss) Before Prior period, exceptional and extraordinary items and tax (I) - (II)		<b>7,34,62,033</b>	<b>2,12,39,687</b>
Prior period items (Net)		-	-
<b>Profit/(Loss) before tax</b>		<b>7,34,62,033</b>	<b>2,12,39,687</b>
<b>Tax Expenses</b>			
Current Tax		32,76,252	22,35,991
Federal Taxes (Subsidiary Company)		1,81,78,114	-
Deferred Tax Charge		26,535	(12,806)
<b>Total Tax Expense</b>		<b>2,14,80,901</b>	<b>22,23,185</b>
<b>Profit/(loss) after tax</b>		<b>5,19,81,132</b>	<b>1,90,16,502</b>
<b>Allocated to Non-Controlling Interest - (Transferred to Minority Interest)</b>		<b>2,08,00,670.64</b>	<b>43,33,877.81</b>
<b>Allocated to Owner of Parents (Transferd to Reserve &amp; Surplus)</b>		<b>3,11,80,461.26</b>	<b>1,46,82,624.17</b>
<b>Earnings/(loss) Per Share</b>			
Basic (Nominal value of shares Rs.10 (PY: Rs.10))	2.24	8.87	5.57
Diluted (Nominal value of shares Rs.10 (PY: Rs.10))	2.24	8.87	5.57
<b>Notes on significant accounting policies</b>	1		
<b>The accompanying notes are an integral part of the financial statements.</b>			

As per our report of even date  
**For A Y & Company**  
 Chartered Accountants  
 Firm Registration No. 020829C

For and on behalf of the Board of Directors

**Prakash R Parikh**  
 Chairman Cum Managing Director  
 DIN:- 03019773

**Kalpanaben P. Parikh**  
 Whole Time Director  
 DIN:-03019957

**Arpit Gupta**  
 Partner  
 Membership No. 421544  
 UDIN :21421544AAAABL4194  
**Place : Ahmedabad**  
**Date : 30.06.2021**

**Chinamy Shah**  
 Chief Financial Officer

**Saurabh B. Shah**  
 Company Secretary  
 M. No.:- ACS 7862



**Sigma Solve Limited**  
**(Formerly Known as Sigma Solve Private Limited)**  
**Consolidated Cash Flow Statement for the period ended March 31, 2021**  
**CIN:- L72200GJ2010PLC060478**

*All Amount in Rs.*

Cash flow statement as at	31 March 2021	31 March 2020
<b>Cash flow from operating activities</b>		
<b>Net Profit before tax and extraordinary items</b>	<b>7,34,62,033</b>	<b>2,12,39,687</b>
<b>Non-Cash adjustment to reconcile profit before tax to net cash flows</b>		
Depreciation	31,93,511	19,25,802
Investment Income	(15,64,174)	(8,32,213)
Interest Received	(12,69,599)	(6,216)
Finance Cost	66,130	6,45,887
<b>Operating profit before Working Capital changes</b>	<b>7,38,87,901</b>	<b>2,29,72,947</b>
<b>Change in Working Capital</b>	<b>4,38,296</b>	<b>(2,51,63,180)</b>
Increase/(Decrease) in Trade Payables	(24,34,972)	22,84,301
Increase/(Decrease) in Other current Liabilities	(15,21,175)	72,16,561
Decrease/(Increase) in Trade receivables	44,75,725	(3,43,61,038)
Decrease/(Increase) in Short term Loans and advances	(10,138)	5,00,000
Decrease/(Increase) in Other Current Assets	(71,144)	(8,03,004)
<b>Cash generated from operations</b>	<b>7,43,26,197</b>	<b>(21,90,233)</b>
Income Tax(Paid)/ Refund	(2,17,14,104)	(20,50,544)
<b>Net Cash flow from / (used in) Operating activities (A)</b>	<b>5,26,12,093</b>	<b>(42,40,777)</b>
<b>Cash Flow from/(used in) Investing Activities</b>		
Purchase of Fixed Assets	(61,09,026)	(41,59,288)
Capital Reserve on Consolidation	-	1,19,97,375
Minority Interest	-	3,15,80,312
Sale of Investment (net of Purchase)	(4,89,16,800)	42,80,056
Investment Income	15,64,174	8,32,213
Interest received	12,69,599	6,216
Increase in Long Term Loans & Advances	(4,09,450)	(1,22,000)
Increase in other Non-Current Assets	(17,55,725)	(21,57,400)
<b>Net Cash (used in) investing activities (B)</b>	<b>(5,43,57,228)</b>	<b>4,22,57,485</b>
<b>Cash Flow from/ (used in) Financing Activities</b>		
Finance Cost	(66,130)	(6,45,887)
Proceeds from Issue of Share Capital	1,10,10,000	2,00,00,000
Proceeds from Security Premium	3,85,35,000	-
Increase/ (Repayment) of Short term Borrowings	(2,42,41,456)	1,88,86,513
Increase in/ (Repayment) of Long term Borrowings	75,49,819	23,80,201
<b>Net Cash flow from / (used in) financing activities (C)</b>	<b>3,27,87,233</b>	<b>4,06,20,827</b>
<b>Net Increase / (Decrease) in Cash and Cash Equivalents (A+B+C)</b>	<b>3,10,42,098</b>	<b>7,86,37,535</b>
Cash and Cash Equivalents at the beginning of the year	7,88,16,981	1,79,446
<b>Cash and Cash Equivalents at the end of the year</b>	<b>10,98,59,079</b>	<b>7,88,16,981</b>

As per our report of even date  
**For A Y & Company**  
Chartered Accountants  
Firm Registration No. 020829C

**Arpit Gupta**  
Partner  
Membership No. 421544  
UDIN :21421544AAAABL4194  
**Place : Ahmedabad**  
**Date : 30.06.2021**

**For and on behalf of the Board of Directors**

**Prakash R Parikh**  
Chairman Cum Managing Director  
DIN:- 03019773

**Kalpanaben P. Parikh**  
Whole Time Director  
DIN:-03019957

**Chinamy Shah**  
Chief Financial Officer

**Saurabh B. Shah**  
Company Secretary  
M. No.:- ACS 7862

**Sigma Solve Limited**  
**(Formerly Known as Sigma Solve Private Limited)**  
**Notes to Consolidated financial Statements for the period ended 31 March, 2021**  
**CIN:- L72200GJ2010PLC060478**

**SHAREHOLDERS FUND**

*All Amount in Rs.*

2.1. Share Capital	31 March 2021	31 March 2020
<b>Authorised Shares</b>		
4500000 (Previous Year: 4500000) Equity Shares of Rs 10 each	4,50,00,000	4,50,00,000
<b>Issued Shares</b>		
4111000 (Previous Year: 3010000) Equity Shares of Rs 10 each	4,11,10,000	3,01,00,000
<b>Subscribed &amp; Paid up Shares</b>		
4111000 (Previous Year: 3010000) Equity Shares of Rs 10 each	4,11,10,000	3,01,00,000
<b>Total Issued, Subscribed and Fully Paid-up Share Capital</b>	<b>4,11,10,000</b>	<b>3,01,00,000</b>

**A. Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period**

Equity Shares	F.Y. 2020-21		FY 2019-20	
	Number	Issued Capital	Number	Issued Capital
<b>Shares outstanding at the beginning of the year</b>	30,10,000	3,01,00,000	10,000	1,00,000
Bonus Shares Issued during the year	-	-	10,00,000	1,00,00,000
Shares Issued during the year	11,01,000	1,10,10,000	20,00,000	2,00,00,000
Shares bought back during the year	-	-	-	-
<b>Shares outstanding at the end of the year</b>	<b>41,11,000</b>	<b>4,11,10,000</b>	<b>30,10,000</b>	<b>3,01,00,000</b>

**B. Shares in the company held by each shareholder holding more than 5 % shares specifying the number of shares held**

Particulars	F.Y. 2020-21		FY 2019-20	
	Number	% of Holding	Number	% of Holding
Daxa Harshand Zaverchand Laxmichand	13,00,101	31.62%	1300101	43.19%
Prakash Ratilal Parikh	8,55,000	20.80%	855000	28.41%
Kalpana Prakash Parikh	8,54,394	20.78%	854394	28.39%

**C. Shares held by holding/ultimate holding company and/or their subsidiaries/associates**

There is no Holding Company of Sigma Solve Limited

**D. Shares with rights preferences and restrictions attaching to each class including restriction on distribution of dividend and repayment of capital**  
**Equity shares**

The company has only one class of Equity having a par value Rs. 10.00 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the board of directors is subject to the approval of the shareholders in ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the Equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to their shareholding.

2.2. Reserves & Surplus	31 March 2021	31 March 2020
<b>Security Premium</b>		
Opening balance	-	-
Add: Addition During the year	3,85,35,000	-
Less: Utilization during the year	-	-
Closing Balance of Security Premium	<b>3,85,35,000</b>	-
	-	-
<b>A. Surplus</b>		
Opening balance	1,47,43,671	1,00,61,047
(-) Bonus Shares issued during the year	-	(1,00,00,000)
(-) Adjustment of Deferred Tax for Earlier Period		-
(+) Net Profit/(Net Loss) For the current year	3,11,80,461	1,46,82,624
	<b>4,59,24,132</b>	<b>1,47,43,671</b>
<b>B. Capital Reserves</b>		
<b>Opening Balance</b>	1,19,97,375	-
(+) Additions during the year	-	1,19,97,375
(-) Bonus Shares issued during the year	-	-
<b>Closing Balance</b>	<b>1,19,97,375</b>	<b>1,19,97,375</b>
<b>Closing Balance</b>	<b>9,64,56,507</b>	<b>2,67,41,046</b>

### NON-CURRENT LIABILITIES

*All Amount in Rs.*

2.3. Long Term Borrowings	31 March 2021	31 March 2020
<b>Secured :</b>		
HDFC Car Loan	-	29,158
BMW Loan	33,04,831	25,18,892
PPP Loan	67,93,039	-
<b>Total</b>	<b>1,00,97,869</b>	<b>25,48,050</b>

2.4. Deferred Tax Liability/(Assets)	31 March 2021	31 March 2020
Deferred tax Liability (asset) at the beginning of the year	(2,51,894)	(2,39,088)
Addition during the year	26,535	(12,806)
<b>Total</b>	<b>(2,25,359)</b>	<b>(2,51,894)</b>

## CURRENT LIABILITIES

All Amount in Rs.

2.5. Short Term Borrowings	31 March 2021	31 March 2020
<b>Secured</b>		
HDFC Bank Credit CARD EMI Loan	2,33,046	-
<b>Unsecured</b>		
<b>Loan from Directors :</b>		
Kalpana Prakash Parikh	8,10,959	18,30,532
Prakash Ratilal Parikh	7,56,088	14,18,637
<b>Director Deposit Payable</b>	1,39,402	-
<b>Loan - Biren Zaverchand (Loan from Shareholder of Subsidiary Company)</b>	60,595	1,15,23,669
<b>Loan - Prerak Parikh ( Loan from Shareholder of Subsidiary Company)</b>	60,595	1,15,23,669
<b>Loan from Ryan James</b>	-	5,634
<b>Total</b>	<b>20,60,685</b>	<b>2,63,02,141</b>

2.6. Trade Payables	31 March 2021	31 March 2020
<b>Trade Payables</b>		
Micro, Small & Medium Enterprises	-	-
Other than Micro, Small & Medium Enterprises	14,46,256	38,81,228
<b>Total</b>	<b>14,46,256</b>	<b>38,81,228</b>

**2.6.1 Disclosure in respect of amount due to Micro, Small & Medium Enterprises:**

The management has initiated the process of identifying enterprises which have provided goods and services to the Company and which qualify under the definition of micro and small enterprises, as defined under Micro, Small and Medium Enterprises Development Act, 2006. Accordingly, the disclosure in respect of the amounts payable to such enterprises as at 31st March 2020 has been made in the financial statements based on information received and available with the Company as on date of financials. The Company has not received any claim for interest from any supplier under the said Act.

2.7. Other Current Liabilities	31 March 2021	31 March 2020
Current Maturities of Long Term Debt	29,158	1,65,462
HDFC Credit Card	9,849	-
Duties & Taxes Payable	11,38,542	2,49,984
Expenses Payable	22,570	37,440
Salary Payable	46,40,800	71,92,897
SimplyCash Business Card-72005	7,90,287	1,70,003
Chase (Puja) - Business	-	1,64,398
401K Payable	13,10,040	13,93,487
Audit Fees Payable	46,250	1,35,000
<b>Total</b>	<b>79,87,496</b>	<b>95,08,671</b>

2.8. Short Term Provisions	31 March 2021	31 March 2020
Provision for Income Tax Current Year	4,76,252	7,35,991
<b>Total</b>	<b>4,76,252</b>	<b>7,35,991</b>

## NON-CURRENT ASSET

*All Amount in Rs.*

2.9. Property, Plant & Equipments	Gross Block				Accumulated Depreciation				Net Block	
Particulars	Balance as at 1 April 2020	Additions	Deletion/ Sale	Balance as at 31st March 2021	Balance as at 1 April 2020	Depreciation charge for the period	Deletion-Sale/Loss	Balance as at 31st March 2021	Balance as at 1 April 2020	Balance as at 31st March 2021
<b>A. Property, Plant &amp; Equipment</b>										
<b>Tangible Assets</b>										
Air Conditioner	4,68,906	-	-	4,68,906	2,83,437	33,633	-	3,17,070	1,85,469	1,51,836
Computers	23,48,116	2,65,220	-	26,13,336	19,13,028	2,37,824	-	21,50,852	4,35,088	4,62,484
Motor Car	15,35,315	-	-	15,35,315	13,02,210	61,886	-	13,64,096	2,33,105	1,71,219
Mobile	60,934	1,17,878	-	1,78,812	40,309	26,091	-	66,400	20,625	1,12,412
Office Equipments	65,420	-	-	65,420	61,914	17,049	-	78,963	3,506	(13,543)
Furniture	16,79,841	44,915	-	17,24,756	12,39,072	1,13,973	-	13,53,045	4,40,769	3,71,711
CCTV Camera	45,028	-	-	45,028	24,779	3,655	-	28,434	20,249	16,594
<b>Total (A)</b>	<b>62,03,560</b>	<b>4,28,013</b>	<b>-</b>	<b>66,31,573</b>	<b>48,64,749</b>	<b>4,94,111</b>	<b>-</b>	<b>53,58,860</b>	<b>13,38,811</b>	<b>12,72,713</b>
<b>Intangible Assets</b>										
Computer Softwares	4,05,087	-	-	4,05,087	2,48,462	61,385	-	3,09,847	1,56,625	95,240
<b>Total (B)</b>	<b>4,05,087</b>	<b>-</b>	<b>-</b>	<b>4,05,087</b>	<b>2,48,462</b>	<b>61,385</b>	<b>-</b>	<b>3,09,847</b>	<b>1,56,625</b>	<b>95,240</b>
<b>Total (A+B)</b>	<b>66,08,647</b>	<b>4,28,013</b>	<b>-</b>	<b>70,36,660</b>	<b>51,13,211</b>	<b>5,55,496</b>	<b>-</b>	<b>56,68,706</b>	<b>14,95,436</b>	<b>13,67,953</b>
<b>C. Capital Work in Progress</b>										
Furniture & Fixtures	62,080	-	-	-	62,080	-	-	-	62,080	62,080
<b>Total (C)</b>	<b>62,080</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>62,080</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>62,080</b>	<b>62,080</b>
<b>Grand Total (A+B+C)</b>	<b>66,70,727</b>	<b>4,28,013</b>	<b>-</b>	<b>70,98,740</b>	<b>51,13,211</b>	<b>5,55,496</b>	<b>-</b>	<b>56,68,706</b>	<b>15,57,516</b>	<b>14,30,033</b>

2.9.1 Property, Plant & Equipments of Subsidiary Company	Gross Block				Accumulated Depreciation				Net Block	
Particulars	Balance as at 1 April 2020	Additions	Deletion/ Sale	Balance as at 31st March 2021	Balance as at 1 April 2020	Depreciation charge for the period	Deletion-Sale/Loss	Balance as at 31st March 2021	Balance as at 1 April 2020	Balance as at 31st March 2021
<b>A. Property, Plant &amp; Equipment</b>	64,35,549	56,81,013	-	1,21,16,562	38,69,741	26,38,015	-	65,07,756	25,65,808	56,08,806
<b>Total</b>	<b>64,35,549</b>	<b>56,81,013</b>	<b>-</b>	<b>1,21,16,562</b>	<b>38,69,741</b>	<b>26,38,015</b>	<b>-</b>	<b>65,07,756</b>	<b>25,65,808</b>	<b>56,08,806</b>



**OTHER NON-CURRENT ASSETS***All Amount in Rs.*

2.10. Non Current Investments	31 March 2021	31 March 2020
Fixed Deposits	4,79,22,437	85,357
<b>Total</b>	<b>4,79,22,437</b>	<b>85,357</b>

2.11. Long Term loans & Advances	31 March 2021	31 March 2020
Security Deposits	5,35,249	1,25,799
<b>Total</b>	<b>5,35,249</b>	<b>1,25,799</b>

2.12. Other Non -Current Assets	31 March 2021	31 March 2020
Deferred IPO Expenses	34,72,805	16,07,000
Deferred ROC Expenses	4,40,320	5,50,400
<b>Total</b>	<b>39,13,125</b>	<b>21,57,400</b>

**CURRENT ASSETS***All Amount in Rs.*

2.13. Current Investments	31 March 2021	31 March 2020
Investment in Shares of Other Companies (At Cost) (Quoted)*	-	1,30,019
Investment in Mutual Fund (At Cost) (Quoted)*	98,63,850	86,54,111
<b>* Market Value of Quoted Investment Mutual Funds as on March 31 2021 is Rs. 1.51 Crores</b>		
<b>Total</b>	<b>98,63,850</b>	<b>87,84,130</b>

2.14. Trade Receivables	31 March 2021	31 March 2020
<b>Unsecured, Considered good</b>		
<b>Debts outstanding other than Related Parties for a period:</b>		
Less than Six Months- Considered Good	3,61,07,704	4,05,83,429
More than Six Months- Considered Good	-	
	<b>3,61,07,704</b>	<b>4,05,83,429</b>
<b>Total</b>	<b>3,61,07,704</b>	<b>4,05,83,429</b>

2.15. Cash and Bank Balances	31 March 2021	31 March 2020
<b>Cash &amp; Cash Equivalent</b>		
Balance with Banks in current Accounts	10,96,27,248	7,82,46,932
Cash on hand	1,25,903	46,692
Balance with Paypal Payments Private Limited	1,05,928	5,23,357
<b>Total</b>	<b>10,98,59,079</b>	<b>7,88,16,981</b>

2.16. Short Term Loans and Advances	31 March 2021	31 March 2020
Jolly Financial Solutions	3,863	-
NSE Limited	6,275	-
<b>Total</b>	<b>10,138</b>	<b>-</b>

2.17. Other Current Assets	31 March 2021	31 March 2020
GST Receivable	7,69,277	7,49,863
Prepaid Insurance Expenses	9,530	9,480
TDS Receivable	95,341	-
Prepaid Expenses	-	33,611
Other Current Assets	-	10,050
<b>Total</b>	<b>8,74,148</b>	<b>8,03,004</b>

2.18. Revenue From Operations	31 March 2021	31 March 2020
Sale of Services	-	-
From Sale of Services	21,15,31,288	10,44,56,944
<b>Total</b>	<b>21,15,31,288</b>	<b>10,44,56,944</b>

2.19. Other Income	31 March 2021	31 March 2020
Profit on Sale of Mutual Fund	14,83,214	8,32,213
FDR Interest Income	12,69,599	6,216
Profit on Sale of Shares	79,351	-
Dividend on Shares	1,609	-
Foreign Exchange Fluctuation Gain	-	6,41,834
Foreign Exchange Fluctuation Gain on Consolidation	-	36,99,106
Misc. Income	5,94,509	69,210
<b>Total</b>	<b>34,28,282</b>	<b>52,48,579</b>

2.20. Employee Benefits Expenses	31 March 2021	31 March 2020
Salary & Wages	6,42,91,457	6,13,25,161
Bonus Expenses	2,17,700	29,045
Director Remuneration	16,20,000	16,20,000
Staff Welfare Expenses	34,25,513	24,99,978
Provident Fund Expenses	90,375	83,216
<b>Total</b>	<b>6,96,45,045</b>	<b>6,55,57,401</b>

2.21. Finance Cost	31 March 2021	31 March 2020
Interest on Car Loan	11,394	45,872
Other Interest Expenses	4,750	4,089
Interest on Loan from Shareholder of Subsidiary Co.	49,986	5,95,927
<b>Total</b>	<b>66,130</b>	<b>6,45,887</b>

2.22. Depreciation & Amortization Expense	31 March 2021	31 March 2020
Depreciation on tangible assets	5,55,495	7,47,810
Depreciation of Subsidiary Company	26,38,015	11,77,992
<b>Total</b>	<b>31,93,511</b>	<b>19,25,802</b>

2.23. Other Expenses	31 March 2021	31 March 2020
Power & Fuel		
Electricity Expenses	3,02,700	4,58,360
Petrol & Conveyance Expenses	15,791	1,04,180
Advertisement & Business Promotion Expenses	3,70,312	1,97,985
Audit Fees	50,000	1,50,000
Rent Expenses	18,34,451	16,78,844
Travelling Expenses	3,27,495	2,23,267
Foreign Travelling Expenses	-	1,45,402
Tuition Fees	-	6,55,893
Outsourcing Expenses	1,73,13,476	77,96,487
Misc. Expenses	58,559	94,179
Foreign Exchange Conversion/Fluctuation Expenses	3,95,571	-
Foreign Exchange Loss on Translation during consolidation	3,03,95,834	-
Municipal Taxes (Property Tax)	33,891	74,601
Bank Charges	70,176	1,88,026
Commission/Brokerage Expenses	1,56,793	10,44,425
Computer Repair & Maintenance Expenses	45,01,669	15,93,346
Hosting charges	38,62,922	12,23,821
Legal & Professional Expenses	50,15,464	19,68,606
Insurance Expenses	4,55,692	10,41,126
Postage & Courier charges	5,600	65,470
Interest on Statutory Dues	1,51,828	1,37,651
Gasolin	1,61,605	1,07,758
Donation Expenses	5,000	7,000
Internet Expenses	1,65,774	1,79,655
IPO Expenses Written Off	8,68,200	-
Office Expenses	14,49,078	3,78,592
Paypal Charges	3,18,615	1,80,311
Repair & Maintenance Office	60,769	1,64,407
Printing & Stationary	40,088	46,826
Professional Tax	-	2,400
ROC MCA Charges	1,32,080	2,07,300
Telephone & Mobile Expenses	27,878	27,491
Vehicle Repair & Maintenance	45,541	1,93,338
<b>Total</b>	<b>6,85,92,851</b>	<b>2,03,36,746</b>

2.24. Earnings Per Share	31 March 2021	31 March 2020
Profit/(Loss) after tax as per Statement of Profit and Loss	3,11,80,461	1,46,82,624
Weighted average number of equity shares in calculating basic EPS	35,13,745	26,37,397
Basic {Nominal Value of Shares- Rs. 10/- (Previous Year- Rs. 10/-)}	8.87	5.57
Diluted {Nominal Value of Shares- Rs. 10/- (Previous Year- Rs. 10/-)}	8.87	5.57

2.25 Related Party Disclosures- AS-18	
Relationship with Related party	Name of related parties
Key Managerial Personnel	Mr. Prakash R Parikh
Key Managerial Personnel	Mrs. Kalpanaben P Parikh
Key Managerial Personnel	Mr. Prerak Parikh
Key Managerial Personnel	Mr. Biren Zaverichand
Key Managerial Personnel	Mr. Chinmay Shah
Key Managerial Personnel	Mr. Saurabh Balkrishna Shah

Transactions with Related Party:-	
Name of the Party	31 March 2021
<b>Director Remuneration including Incentive</b>	
Mr. Prakash R Parikh	9,00,000
Mrs. Kalpanaben P Parikh	7,20,000
Mr. Prerak Parikh	81,84,560
Mr. Biren Zaverichand	81,84,560
<b>Salary to KMP</b>	
Mr. Chinmay Shah	4,80,000
Mr. Saurabh B Shah	3,06,000
<b>Rent Expenses</b>	
Mrs. Kalpanaben P Parikh	5,61,120
Mr. Prakash R Parikh	4,65,120

Closing Balance with related parties:-	
Name of the Party	31 March 2021
<b>Credit Balances</b>	
Mr. Prakash R Parikh	7,56,088
Mrs. Kalpanaben P Parikh	8,10,959
Mr. Chinmay Shah	39,800
Mr. Saurabh Shah	25,300

2.26 Other Disclosure		
<b>(a) Remuneration To Directors</b>		
Particulars	31 March 2021	31 March 2020
Salary including Variable Pay (Refer Note-2.24)	16,20,000	16,20,000
<b>Total</b>	<b>16,20,000</b>	<b>16,20,000</b>
<b>(b) Details of Contingent Liabilities</b>		
Particulars	31 March 2021	31 March 2020
ESIC Demand	3,77,000	3,77,000
<b>Total</b>	<b>3,77,000</b>	<b>3,77,000</b>

- (c) Disclosures required under mandatory accounting standards & Schedule III are given to the extent applicable and possible.
- (d) Figures have been rounded off to the nearest rupee.

As per our report of even date  
**For A Y & Company**  
Chartered Accountants  
Firm Registration No. 020829C

**Arpit Gupta**  
Partner  
Membership No. 421544  
UDIN :21421544AAAABL4194  
**Place : Ahmedabad**  
**Date : 30.06.2021**

**For and on behalf of the Board of Directors**

**Prakash R Parikh**  
Chairman Cum Managing Director  
DIN:- 03019773

**Chinamy Shah**  
Chief Financial Officer

**Kalpanaben P. Parikh**  
Whole Time Director  
DIN:-03019957

**Saurabh B. Shah**  
Company Secretary  
M. No.:- ACS 7862

## Notes to Consolidated Financial Statements for the period ended March 31, 2021

### Note 1: Significant Accounting Policies

#### a) General Information

Company was incorporated as "Sigma Solve IT Tech Private Limited" at Ahmedabad on April 29, 2010, under the provisions of the Companies Act, 1956 vide certificate of incorporation issued by the Assistant Registrar of Companies, Gujarat, Dadra and Nagar Haveli. Later on, the name of our company was changed from "Sigma Solve IT Tech Private Limited" to "Presha Software Private Limited" and certificate to that effect was issued by Assistant Registrar of Companies, Registrar of Companies, Ahmedabad on February 18, 2017. Subsequently, the name of company was changed from "Presha Software Private Limited" to "Sigma Solve Private Limited" and certificate to that effect was issued by Registrar of Companies, Ahmedabad on March 7, 2019. Consequent up on the conversion of Company from Private Limited Company to Public Limited Company, the name of our Company was changed to "Sigma Solve Limited" and fresh Certificate of Incorporation consequent up on the conversion from Private Limited Company to Public Limited Company dated June 17, 2019 was issued by the Registrar of Companies, RoC – Ahmedabad. The Corporate Identification Number of our Company is L72200GJ2010PLC060478.

The Company is primarily engaged in Information and Information Enabled Services. Our Company together with its Subsidiary Sigma Solve Inc. will be referred as "Group". We have subscribed to 417000 equity shares of Sigma Solve Inc. and we were allotted 417000 equity shares on October 23, 2019 resulting into acquisition of 51.04% of total equity share capital of Sigma Solve Inc. Sigma Solve Inc. is Company incorporated under Laws of State of Florida, United States of America.

#### b) Basis of Preparation of Financial Statements:

The financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on accrual basis. GAAP comprises mandatory Accounting Standards as specified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 as amended from time to time and the Companies Act, 2013.

Since the Financial Statements of Sigma Solve Inc. has been prepared on the basis of US GAAP so that Management has made necessary adjustment to convert them to comply with Indian GAAP for the purpose of Consolidation requirements.

#### c) Presentation and disclosure of Financial Statement:

All assets and liabilities have been classified as current & non-current as per Company's & its subsidiary normal operating cycle and other criteria set out in the Schedule III of the Companies Act, 2013. Based on the nature of services and time between acquisition of assets for rendering of services and their realization in cash and cash equivalents, operating cycle is less than 12 months. However, for the purpose of current / non- current classification of assets and liabilities 12 months have been considered as its operating cycle.

#### d) Use of Estimates:

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amount of assets and liabilities on the date of the financial statement and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which results are known/materialized

**e) Property, plant and equipment (Tangible Assets) and depreciation:**

Property, Plant and Equipment are stated at cost less accumulated depreciation and impairment losses, if any. Cost comprises of all expenses incurred to bring the assets to its present location and condition. Borrowing cost directly attributable to the acquisition / construction are included in the cost of fixed assets. Adjustments arising from exchange rate variations attributable to the fixed assets are capitalized.

In case of new projects / expansion of existing projects, expenditure incurred during construction / preoperative period including interest and finance charge on specific / general purpose loans, prior to commencement of commercial production are capitalized. The same are allocated to the respective t on completion of construction / erection of the capital project / fixed assets.

Subsequent expenditures related to an item of tangible asset are added to its book value only if they increase the future economic benefits from the existing asset beyond its previously assessed standard of performance.

Capital assets (including expenditure incurred during the construction period) under erection / installation are stated in the Balance Sheet as "Capital Work in Progress."

Depreciation on the property, plant and equipment is provided on WDV basis over the useful life of the asset, which is as follows-

Category of Asset	Useful Life
Computers	3 Years
Office Equipments	5 Years
Furniture & Fixtures	10 Years
Building	30 Years
Plant & Machinery	20 Years
Vehicles	8 / 10 Years

Depreciation methods, useful lives and residual values are reviewed at each financial year end and adjusted prospectively. Considering materiality of Depreciation expenses related to our subsidiary company depreciation expenses has not been provided in restated Consolidated financial information

**f) Inventories:**

Since the company is in the business of providing services, so that there are no inventories.

**g) Intangible Assets and amortization:**

Intangible assets are recognized only if it is probable that future economic benefits attributable to asset will flow to the Company & its Subsidiary company and the cost of the asset can be measured reliably. Intangible assets are stated at cost of acquisition less accumulated amortization and impairment loss, if any.

**h) Impairment:**

At each balance sheet date, the Company & its Subsidiary Company reviews the carrying amount of its fixed assets to determine whether there is any indication that those assets suffered an impairment loss. If any such indication exists, the recoverable amount of the assets is estimated in order to determine the extent of impairment loss. Recoverable amount is the higher of an asset's net selling price and value in use. In assessing value in use, the estimated future cash flows expected from the continuing use of the assets and from its disposal are discounted to their present value using a pre-tax discount rate that reflects the current market assessments of time value of money and the risks specific to the assets.

**i) Revenue Recognition:**

Revenue from the operations is recognized on generally accepted accounting principal and when it is earned and no significant uncertainty exists as to its ultimate collection and includes taxes, wherever applicable.



The capital gain on sale of investments if any are recognized on completion of transaction. No notional profit/loss are recognized on such investments.

Interest income is recognized on time proportion basis, when it is accrued and due for payment.

Dividend income is recognized in profit and loss account when right to receive dividend is established.

**j) Income Taxes:**

Tax expense comprises of current and deferred tax. Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act, 1961 enacted in India

The Company & its subsidiary uses the asset and liability method of accounting for deferred income taxes. Under this method, deferred tax assets and liabilities are determined based on the difference between the financial statement and tax bases of assets and liabilities, as measured by the enacted/substantially enacted tax rates which will be in effect when those temporary differences are expected to be recovered or settled. Deferred tax expense/income is the result of changes in the net deferred tax assets and liabilities. In situations where the Company subsidiary has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits. Deferred tax assets are reviewed for the appropriateness of their respective carrying amounts at each balance sheet date.

Minimum Alternative Tax (MAT) credit, which is equal to the excess of MAT (calculated in accordance with the provisions of section 115JB of the Income Tax Act, 1961 (the Act) over Normal income Tax is recognized as an asset by crediting the Statement of profit and loss only when and to the extent there is convincing evidence that the Company & its subsidiary will be able to avail the said credit against normal tax payable during the period specified under the Act for utilization.

**k) Earnings Per share:**

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

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

**l) Provisions, Contingent liabilities, and Contingent assets:**

A provision is recognized when an enterprise has a present obligation as a result of past event; it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation.

Contingent assets are neither recognized nor disclosed in the financial statements.

**m) Cash & Cash Equivalents:**

Cash and cash equivalents in the balance sheet comprise cash at bank and in hand and short-term investments with an original maturity of three months or less.

**n) Cash Flow Statements:**

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or Expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company & its subsidiaries are segregated

**o) Additional information as required by Schedule III of companies Act, 2013:**

Name of the entity	Net Assets i.e. total Assets minus total liabilities		Share in Profit & Loss	
	As % of Consolidated Net Assets	Amount	As % of Consolidated profit & loss	Amount
1	2	3	4	5
<b>Parent:-</b>				
Sigma Solve Limited	49.24	95667671.00	18.27	9496102.00
<b>Subsidiary:-</b>				
<b>Indian</b>				
Nil				
<b>Foreign</b>				
Sigma Solve Inc.	50.76	98613698.59	81.73	42485030.00
Minority Interest in All Subsidiary		56714860.64		

As per our report of even date  
**For A Y & Company**  
 Chartered Accountants  
 Firm Registration No. 020829C

**For and on behalf of the Board of Directors**

**Arpit Gupta**  
 Partner  
 Membership No. 421544  
 UDIN :21421544AAAABL4194  
**Place : Ahmedabad**  
**Date : 30.06.2021**

**Prakash R Parikh**  
 Chairman Cum Managing Director  
 DIN:- 03019773

**Kalpanaben P. Parikh**  
 Whole Time Director  
 DIN:-03019957

**Chinamy Shah**  
 Chief Financial Officer

**Saurabh B. Shah**  
 Company Secretary  
 M. No.:- ACS 7862



(CIN:-L72200GJ2010PLC060478)

**Corporate Office:-**

**305-308, Alpha Megacon House, Sindhu  
Bhavan Marg, Bodakdev,  
Ahmedabad, Gujarat-380054**