Regd. off: 209-300, GIDC Makarpura Vadodara-390010 **CIN**: U72900GJ2022PTC134981

Email Id: munjal@terranomous.in Phone No. 7574083162

NOTICE

Notice is hereby given that the 01st Annual General Meeting of the Members of **Terranomous Systems Private Limited** will be held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") at 209-300, GIDC Makarpura Vadodara-390010 on Monday, 04th September, 2023 at 11.00 A.M. to transact the following business:

ORDINARY BUSINESS:

- 1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2023 and the Profit and Loss Account for the period ended on that date together with the reports of the Directors' and the Auditors' thereon.
- 2. To appoint Statutory Auditors and fix their remuneration.

"RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force) M/s. CNK & Associates LLP, Chartered Accountants registered with the Institute of Chartered Accountants of India (ICAI) vide registration number (Firm Registration No. 101961W/W-100036), be and are hereby appointed as Statutory Auditors of the Company from the conclusion of this 01st Annual General Meeting to hold such office for a period of five years till the conclusion of the 06th Annual General on such remuneration plus service tax, out-of-pocket expenses, as may be mutually agreed upon by the Board of Directors and the Statutory Auditors.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) be and are hereby severally authorized to do all such acts and take all such steps as may be considered necessary, proper or expedient to give effect to this Resolution."

By the Order of Board of Directors of TERRANOMOUS SYSTEMS PRIVATE LIMITED

Umed
Amarchand
Fifadra
Fifadra

DATE: 25/07/2023 UMED FIFADRA
CHAIRMAN
PLACE: VADODARA DIN: 00049036

NOTE: A MEMBER ENTITLED TO ATTEND THE MEETING IS ENTITLED TO APPOINT A PROXY INSTEAD OF HIMSELF TO ATTEND AND VOTE AT THE MEETING AND THE PROXY NEED

NOT BE A MEMBER.

Regd. off: 209-300, GIDC Makarpura Vadodara-390010 **CIN**: U72900GJ2022PTC134981

Email Id: munjal@terranomous.in Phone No. 7574083162

BOARD'S REPORT

To,

Members of TERRANOMOUS SYSTEMS PRIVATE LIMITED

Your directors are pleased to present the 01st Annual Report together with Audited Statement of Accounts for the period ended on 31st March, 2023.

01. FINANCIAL HIGHLIGHTS:	(Amt. Rupees In Lakhs) Year Ended on 31-03-2023
Revenue from Operations	-
Other Income	-
Profit/(Loss) before Finance Cost, Depreciation and Tax	-
Less: Finance Cost	1.45
Less: Depreciation	-
Loss before Tax	11.19
Less: Tax Expense (Current Tax & Deferred Tax)	-
Loss after Tax	11.19

02. REVIEW OF THE COMPANY'S OPERATION:

During the year under review company has not started any business.

03. RESERVES:

During the year there is no amount proposed to be transferred to general reserves for the financial period ended on 31.03.2023 in view of loss incurred by the Company.

04, DIVIDEND:

Your directors do not recommend any dividend in view of loss incurred by the Company.

05. SHARE CAPITAL AND DISCLOSURE THEREOF:

The paid-up Equity Share Capital of the Company as on March 31^{st,} 2023 was Rs.3,00,000/-. During the year under review, your Company has neither issued any shares with differential voting rights nor has granted any stock options or sweat equity.

06. NUMBER OF BOARD MEETINGS HELD:

During the Financial period ended 31st March, 2023, the Board met four times. The Meetings were held on 15/09/2022, 23/09/2022, 12/12/2022 and 02/03/2023.

07. CHANGE IN THE NATURE OF BUSINESS:

There is no change in the nature of the business of the Company done during the period.

08. ANNUAL RETURN:

The company does not have website, hence Section 92(3) read with Section 134(3)(a) of the Act, is not applicable.

09. DIRECTORS:

The Board of Directors of the Company is duly constituted. In accordance with the Article 58 of Articles of Association of the Company.

10.MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT:

No material changes and commitments affecting the financial position of the Company occurred between the ends of the financial year to which this financial statement relates on the date of this report.

11. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 134(5) of the Companies Act, 2013, Directors of your Company hereby state and confirm that:

- a) in the preparation of the annual accounts for the period ended 31st March, 2023, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b) they have 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 loss of the company for the same period;
- c) the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) they have prepared the annual accounts on a going concern basis;
- e) they have devised proper systems to ensure compliance with the provisions of all applicable laws and these are adequate and are operating effectively.

12. SUBSIDIARIES, JOINT VENTURE AND ASSOCIATE COMPANY:

The Company does not have any subsidiary or joint venture. However, Advanced Sys Tek Private Limited and Edgeforce Solutions Private Limited are associate Companies in view of their holding of 49.95% each in shareholdings of the Company.

13. RELATED PARTY TRANSACTIONS:

Related party transactions that were entered during the financial year were on an arm's length basis and were in the ordinary course of business. Transactions with related parties entered by the Company in the normal course of business and the particulars of contracts entered during the year as per Form AOC-2 is enclosed as **Annexure** "A".

14. PARTICULARS OF LOAN, GUARANTEES OR INVESTMENTS:

No Loan, Guarantees and investments covered under provision of Section 186 of the Companies Act, 2013.

15. PARTICULARS REGARDING CONSERVATION OF ENERGY TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

Information required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies Accounts) Rules, 2014, is given in the **Annexure "B"** to this report.

16. DEPOSITS:

The Company has not accepted any fixed deposits and accordingly no amount was outstanding as on the date of the Balance Sheet.

17. STATUTORY AUDITORS:

M/s. CNK & Associates, Chartered Accountants, Vadodara was appointed as First Auditor of the Company in the first board meeting of the company to hold the office of the Statutory Auditors of the Company from the conclusion of first Board Meeting until the conclusion of the ensuing Annual General Meeting and to conduct the Statutory Audit for the period ended 31.03.2023 on such remuneration as may be fixed by the Board of Directors of the Company in consultation with the Auditors.

In the ensuing AGM, M/s. CNK & Associates, Chartered Accountants, Vadodara is appointed subject to approval of members as Statutory Auditor of the company for a term of five years starting from the conclusion of this 01st Annual General Meeting held until the conclusion of 06th consecutive Annual General Meeting of the Shareholders of the Company.

The Company has received a certificate from them to the effect that their re-appointment, if made, would be within the limits prescribed under section 141(3) of the Companies Act, 2013.

18. AUDITOR'S REPORT:

The Auditors' Report does not contain any qualification. Notes to Accounts and Auditors' remarks in their report are self-explanatory and do not call for any further comments.

19. CORPORATE SOCIAL RESPONSIBILITY:

Your Company does not fall within the purview of Section 135 of the Companies Act, 2013.

20. COMPLIANCE OF SECRETARIAL STANDARD:

The Company has complied with the requirements of Secretarial Standards issued by the Institute of Company Secretaries of India.

21. RISK MANAGEMENT POLICY AND INTERNAL FINANCE CONTROL ADEQUACY:

The Company has in place a mechanism to identify, assess, monitor and mitigate various risks in achieving key objectives of the Company. The Company has developed and implemented Risk Management Policy of the Company to identify, evaluate business risks and opportunities. This framework seeks to create transparency, minimize adverse impact on the business objectives and enhance the Company's competitive advantage.

The internal control systems are in commensurate with the nature, size and complexity of the business of the Company.

22. DISCLOSURE OF COMPOSITION OF AUDIT COMMITTEE AND PROVIDING VIGIL MECHANISM:

The provisions of Section 177 of the Companies Act, 2013 read with Rule 6 and 7 of the Companies (Meeting of the Board and its Power) Rules, 2014 are not applicable to the Company.

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

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the Work place (Prevention, Prohibition and Redressal) Act, 2013. Internal Complaint Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

During the year under review, no complaints were reported to the Board.

24. ACKNOWLEDGEMENT/APPRECIATION:

Your directors express their thanks for the services rendered by the Government agencies, Banks and employees at all levels and all other concerned.

By the Order of Board of Directors of TERRANOMOUS SYSTEMS PRIVATE LIMITED

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Amarchan
d Fifadra

UMED FIFADRA CHAIRMAN DIN: 00049036

DATE: 25.07.2023

PLACE: VADODARA

Annexure "A" to the Board's Report

Form AOC-2

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

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

- 1. Details of contracts or arrangements or transactions not at Arm's length basis: NA
- 2. Details of contracts or arrangements or transactions at Arm's length basis:

(Rs. in Lacs)

Sr. No.	Name of Related Party	Nature of Contracts/ arrangement/t ransactions	Duration of the contracts/ arrangeme nt/transact ions	Terms of Contracts	Value of Contracts	Dates of approved by the Board
01.	Edgeforce Solutions Private Limited	Purchase of Capital Goods	Yearly	Prevailing Market Price	Rs. 46.34	02.03.2023
02.	Advanced Sys Tek Private Limited	Rent Paid	Yearly	Prevailing Market Price	Rs. 0.35	02.03.2023

Annexure "A" to the Board's Report

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

[Section 134(3) (m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014]

(A) Conservation of Energy:

- the steps taken or impact on conservation of energy;
 The Company has taken general steps for energy conservation.
- (ii) the steps taken by the company for utilizing alternate sources of energy; Not taken so far.
- (iii) the capital investment on energy conservation equipment; Not taken so far.

(B) Technology absorption:

1.	The efforts made towards technology absorption	NA
2.	The benefit derived like product improvement, cost reduction, product development, import substitution	NA
3.	In case of imported technology (imported during the last 3 years reckoned from the beginning of the financial year)	Nil
4.	The expenditure incurred in research & development.	Nil

(C) Foreign Exchange Earnings and Outgo:

1.	Foreign Exchange Earned	Nil
2.	Foreign Exchange Outgo	Nil



INDEPENDENT AUDITOR'S REPORT

To the members of Terranomous Systems Private Limited

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Terranomous Systems Private Limited ("the Company"), which comprise the Balance sheet as at 31st March 2023, the statement of Profit and Loss (including Other Comprehensive Income) for the period 25th August to 31st March, 2023, the Statement of Changes in Equity and the Statement of Cash Flows for period then ended and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (herein after referred to as "the financial statements").

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 Company as at 31st March 2023, its loss for the period ended on that date.

Basis for Opinion

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

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• Tel: +91 265 234 3483, +91 265 235 4359 • Email : vadodara@cnkindia.com

MUMBAI - HO: 3rd Floor, Mistry Bhavan, Dinshaw Vachha Road, Churchgate, Mumbai 400 020, India. • Tel: +91 22 6623 0600

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

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the, Board's Report including annexure to Board's Report but does not include the financial statements and our auditor's report thereon;

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

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

Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with Ind AS and other the accounting principles generally accepted in India, including the accounting Standards specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error;

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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



the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls;

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

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

Report on Other Legal and Regulatory Requirements

- 1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure A a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- 2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) The Balance Sheet and Statement of Profit and Loss dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act;
 - (e) On the basis of the written representations received from the directors as on 31st March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164(2) of the Act;
 - (f) In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at 31st March, 2023, based on the internal control over financial reporting criteria established by the company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over financial reporting issued by the Institute of Chartered Accountants of India; and
 - (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:



The company being a private limited company, the provisions of section 197 read with schedule V to the Act are not applicable to the company and accordingly reporting under this clause is not required.

- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has no pending litigations therefore the impact thereof on its financial position is not required to be disclosed.
 - ii. The Company is not required to make any provision, for material foreseeable losses, as there are no long-term contracts including derivative contracts executed by the company;
 - iii. There have been no such instances requiring transfer of any amounts to the Investor Education and Protection Fund by the Company.

iv.

- i. The Management has represented that, to the best of it's knowledge and belief, as disclosed in note no. 12 to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries:
- ii. The Management has represented, that, to the best of it's knowledge and belief, as disclosed in note no. 12 to the accounts, funds have been

received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

- iii. Based on such audit procedures that we have considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) contain any material mis-statement.
- iv. There is no dividend declared or paid during the period by the Company and hence provisions of section 123 of the companies Act, 2013 are not applicable.
- v. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended 31st March 2023.

'C N K & Associates LLP

Chartered accountants

Firm Registration No: 101961W/W-100036

Pareen Shah

Partner

Mem. No. 125011

Vadodara

Date:25th July, 2023

UDIN: 23125011BGTMLJ8405

Annexure A to the Independent Auditors' Report

The Annexure referred to in our Independent Auditors' Report to the members of the Company on the financial statements as on 31st March 2023.

On the basis of such checks as considered appropriate and in terms of the information and explanations given to us, we state as under:

1	There are no property, plant and equipment and Intangible Assets in the books of the
	Company. Hence clause 3 (i)(a), (b), (c), (d), and (e) of the order are not applicable;
2 (a)	There is no inventory in the books of the Company as at the period end. Hence clause 3 (ii)(a) of the order is not applicable to the company;
	(with a rate order is not applicable to the company,
(b)	According to the information and explanations given to us and records examined by us,
(/	the Company has not been sanctioned any working capital limits. Accordingly, reporting
	under clause 3 (ii)(b) of the Order is not applicable to the Company;
3	According to the information and explanations given to us, the Company has not made
	any investments in, provided any guarantee or security or granted any loans or advances
	in the nature of loans, secured or unsecured, to companies, firms, Limited Liability
	Partnership or other parties. Accordingly, reporting under clause 3 (iii)(a), (b),(c), (d), (e) &
	(f) are not applicable to the company
4	The Company has complied with the provisions of sections 185 and 186 of the
	Companies Act 2013 in respect of loans granted, investment made, and guarantee and
	securities provided, as applicable;
5	The Company has not accepted any deposits or amounts which are deemed to be
	deposits within the provisions of sections 73 to 76 or any other relevant provisions of the
	Companies Act, 2013 and the rules framed there under, therefore, the provisions of paragraph 3(v) of the Order are not applicable to the Company;
	In our opinion and according to the information and explanations given to us, the
6	Central Government has not prescribed the maintenance of cost records by the
	Company under section 148(1) of the Act;
7	In respect of statutory dues:
/	
(a)	According our opinion, the Company is regular in depositing with appropriate
()	authorities undisputed statutory dues including Goods and Service tax, Provident Fund,
	Employees' State Insurance, Income-Tax, Sales-Tax, Service Tax, duty of Customs, duty
	of Excise, Value Added Tax, Cess and any other material statutory dues applicable to it;
	According to the information and explanations given to us, no undisputed amounts
	payable in respect of the aforesaid dues, were outstanding, as on 31st March 2023, for a
	period of more than six months from the date they became payable;



(b)	There are no dues of income tax, sales tax, wealth-tax, service tax, duty of customs, duty of excise, value added tax or cess that has not been deposited on account of disputes;		
8	The Company has no transactions which were not recorded in the books of account, have been surrendered or disclosed as income during the period in the tax assessments under the Income Tax Act, 1961;		
9 (a)	The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon;		
(b)	The Company is not declared willful defaulter by any bank or financial institution or other lender;		
(c)	The Company has not taken any term loan during the period and there are no outstanding term loans at the beginning of the period and hence, reporting under clause 3(ix)(c) of the Order is not applicable;		
(d)	We report that no funds raised on short-term basis have been used for long-term purposes by the Company;		
(e)	In our opinion and according to the information and explanation given to us, the Company has no subsidiaries, associates or joint venture.		
10 (a)	The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the period hence reporting under this clause is not applicable;		
(b)	The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the period under review. Therefore, the provisions of paragraph 3(x)(b) of the Order are not applicable;		
11 (a)	No fraud by the Company and no material fraud on the company has been noticed or reported during the period;		
(b)	No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the period and up to the date of this report;		
(c)	The company is not required to maintain whistle blower policy. Hence reporting under clause 3(xi)(c) is not applicable to the company;		
12	The Company is not a nidhi company and hence the reporting under clause 3(xii) of the order is not applicable to the Company;		
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13	The Company is in compliance with Section 177 and 188 of the Companies Act where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the Financial Statements as required by the applicable accounting standards;
14	The company does not have an internal audit system and is not required to have an internal audit system as per provisions of the Companies Act 2013. Hence the reporting under clause 3(xiv) is not applicable;
15	The Company has not entered into any non-cash transactions with its directors or persons connected with him. Therefore, the provisions of paragraph 3(xv) of the Order are not applicable;
16	The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934 and therefore, the provisions of paragraph 3(xvi) (a), (b) and (c) of the Order are not applicable;
17	Based on our verification of the documents provided to us and according to the information and explanations given by the Management, the Company has incurred cash losses of Rs. 11,19 lakhs in the current period.
18	Since this is the First year of incorporation of the company and accordingly the reporting under clause 3(xviii) related to resignation of statutory auditor is not applicable;
19	On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date;
	We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due;
20	In our opinion and according to the information and explanations provided by the management, the company do not fall under the prescribed classes of the Companies mentioned under the section 135(1) of the Companies Act, 2013;



In our opinion and according to the information and explanations provide by the management, the company do not have any subsidiary, associates or joint venture and the company is not required to prepare Consolidated Financial Statements as per the section 129 of the Companies Act. Accordingly reporting under the clause 3(xxi) is not applicable to the Company.

For, C N K & Associates LLP Chartered accountants

Firm Registration No: 101961W/W-100036

Pareen Shah

Partner

Mem. No. 125011

Vadodara,

Date:25th July, 2023

UDIN: 23125011BGTMLJ8405

Balance sheet as at March 31, 2023 (CIN:U72900GJ2022PTC134981)

₹ in lakhs

Sr. No.	Particulars	Note No	As at 31st March 2023
	ASSETS		
(1)	Non-current assets		
	(a) Property, Plant and Equipment		A()
	(b) Capital work-in-progress	3	56.84
	(c) Financial Assets		
	(d) Other Non Current Assets	4	4.64
	Total non-current assets		61.48
(2)	Current assets		
	(a) Financial Assets		
	(i) Cash and cash equivalents	5	7.82
	(b) Other current assets	6	12.07
	Total current assets		19.88
	Total Assets		81.37
	EQUITY AND LIABILITIES		
	Equity		
	(a)Equity Share capital	7	3.00
	(b)Other Equity	8	(11.19
	Total equity attributable to equity holders of the Company		(8.19)
	LIABILITIES		
(1)	Non-current liabilities		
131.540	(a) Financial Liabilities		
- 1	(i) Borrowings	9	75.00
	Total non-current liabilities		7 5.00
(2)	Current liabilities		
	(a) Financial Liabilities		
	(i) Trade payables	10	
	(A) due to micro enterprises and small enterprises		
- 1	(B) due to other than micro enterprises and small enterprises		0.17
	(b) Other Financial Liabilities	11	13.69
	(c) Other current liabilities	12	0.69
	Total current liabilities		14.56
	Total Equity and Liabilities		81.37
	Significant Accounting Policies and Notes to Financial Statements	1 to 23	01.37

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As per our report of even date

Systems Private Limited

For CNK & Associates, LLP Chartered Accountants

Firm Regn. No. 101961W/W-100036

Pareen Shah Partner

Membership No. 125011

Place : Vadodara Date : 25th July, 2023 For and on behalf of the Terranomous

Systems Private Limite

Umed Fifadra (Director) DIN: 00049036

will:

Mukesh Kapadia (Director) DIN: 00048621

Statement of Profit and Loss for the period from 25th August 2022 to 31st March 2023 (CIN:U72900GJ2022PTC134981)

VADODARA

₹ in lakhs

Sr. No.	Particulars	Note No	25th August 2022 to 31st
			March 2023
1	Revenue from operations		
11	Total Income (I+II)		*
	EXPENSES		
1	Finance costs	13	1.45
	Other expenses	14	9.74
m	Total expenses		11.19
IV	 Profit/(loss)before tax (II-III)		(11.19)
V	Tax expense:	1	-
VI	Profit/(loss)for the year (VI-V)		(11.19)
VII	Other comprehensive income (OCI)		=
VIII	Total comprehensive income/(loss) for the year (VII+VIII)		(11.19)
	Earnings per equity share		
	(1)Basic		(62.17)
	(2)Diluted		(62.17)
	See accompanying notes to the Financial Statements	1 to 23	

As per our report of even date

For and on behalf of the Terranomous Systems Private Limited

For CNK & Associates, LLP Chartered Accountants

Firm Regn. No. 101961W/W-100036

Pareen Shah Partner

Membership No. 125011

Place : Vadodara Date : 25th July, 2023 ems o

Umed Fifadra (Director)

DIN: 00049036

Mukesh Kapadia

(Director)

DIN: 00048621

TERRANOMOUS SYSTEMS PRIVATE LIMITED Statement of Cashflow For the period from 25th August 2022 to 31st March 2023 (CIN:U72900GJ2022PTC134981)

₹ in lakhs

		₹ in lak	
l D.	articulars	25th August 2022 to 31st March 2023	
	articulars	31St Warch 2023	
A Ca	sh flow from operating activities		
Pro	ofit/(loss) before income tax	(11.1	
Ad	djustments for :		
	Finance Costs	1.4	
OI	perating profit before working capital changes	(9.7	
Cha	ange in operating assets and liabilities:		
(Increase) / Decrease in Other Assets	(12.0	
	ncrease / (Decrease) in Trade Payables	20	
	ncrease / (Decrease) in Other Financial Liabilities	13.6	
	ncrease / (Decrease) in Other Liabilities	0.6	
Ca	ish generated from operations :	(7.4	
Ne	et cash from operating activities (A)	(7.4	
B Cas	sh flows from investing activities		
- 1	Capital expenditure on property, plant and equipment (PPE)	(61.4	
1	nd Capital work in progress et cash (used) in Investing activities (B)	(61.4	
		,,,,,,,,	
C Ca	sh flow from financing activities :		
F	inance Costs paid	(1.4	
- 10	roceeds from issue of Equity Share Capital	3.0	
- 1	Insecured loans taken from related party	75.0	
Ne	t cash (used) in financing activities (C)	76.5	
NET	INCREASE IN CASH AND CASH EQUIVALENTS [(A) + (B) + (C)]	7.6	
	H AND CASH EQUIVALENTS AT THE BEGINNING OF THE PERIOD		
	alances with banks in current accounts and deposit account	5	
	ash on hand		
CAS	H AND CASH EQUIVALENTS AS PER NOTE 5		
CAS	H AND CASH EQUIVALENTS AT THE END OF THE PERIOD		
Ba	alances with banks in current accounts and deposit account	7.8	
	ash on hand	H	
CAS	H AND CASH EQUIVALENTS AS PER NOTE 5	7.8	

As per our report of even date

For and on behalf of the Terranomous Systems Private

Limited

For CNK & Associates, LLP Chartered Accountants

Firm Regn. No. 101961W/W-100036

Pareen Shah

Partner

Membership No. 125011

Place : Vadodara Date : 25th July, 2023 Systems of

VADODARA

Umed Fifadra (Director) DIN: 00049036

Mukesh Kapadia (Director)

DIN: 00048621

TERRANOMOUS SYSTEMS PRIVATE LIMITED Statement of Changes in equity for the period ended March 31, 2023 (CIN:U72900GJ2022PTC134981)

A. EQUITY SHARE CAPITAL

Current reporting period

₹ in lakhs

Balance at the beginning of	Changes in Equity Share Capital due to	Ineginning of the	Changes in equity	Balance at the end of the current reporting period
9		9	3.00	3.00

B. OTHER EQUITY

₹ in lakhs

Particulars	Retained Earnings	Total
Opening balance		8
Loss for the year	(11.19)	(11.19)
Balance as at March 31, 2023	(11.19)	(11.19)

See accompanying notes forming part of the financial statements.

As per our report of even date

For and on behalf of the Terranomous Systems
Private Limited

For CNK & Associates, LLP Chartered Accountants

Firm Regn. No. 101961W/W-100036

Pareen Shah Partner

Membership No. 125011

Place : Vadodara Date : 25th July, 2023 Un (Di

Umed Fifadra (Director) DIN: 00049036

Mukesh Kapadia (Director)

DIN: 00048621

Notes to Financial Statements for the period ended 31st March 2023 (CIN :U72900GJ2022PTC134981)

Capital Work in Progress (CWIP)	₹ in lakh:
Particulars	As at 31st March 2023
Capital work in Progress	56.84

CWIP Ageing

Total

₹ in lakhs

56.84

	Amount in CWIP for a period of				
CWIP	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Year	Total
As at 31 March 2023					
Projects in progress	56.84	E)			56.8
Projects temporarily suspended		-			

Other Non - Current Assets	₹ in lakhs
Particulars	As at 31st March 2023
Unsecured, considered good	
Capital Advance to Suppliers	4.64
Total	4.64

Cash and cash equivalents	₹ in lakhs
Particulars	As at 31st March 2023
Balances with banks In current accounts	7.82
Total	7.82

Other Current Assets	₹in lakhs
Particulars	As at 31st March 2023
Unsecured, considered good	
Balances with Government authorities	11.24
Advance to Suppliers	0.83
Total	12.07



7 Share Capital

Fquity Share Capital Particulars Authorised 50,000 Equity Shares of `10 each Issued, Subscribed and Paid Up 30,000 Equity Shares of `10 each 3,000 Equity Shares of `10 each 3,000 Equity Shares of `10 each 3,000 Equity Shares of `10 each

(ii) Shares held by shareholders each holding more than 5% of the shares

Particulars	No. of shares	% Holding
Advanced Systek Private Limited	14,985	49,95%
Edgeforce Solutions Private Limited	14,985	49.95%

(iii) Reconciliation of number of equity shares outstanding at the beginning and at the end of reporting period is as under:

₹ in lakhs

3.00

Total

Particulars	No. of shares	As at 31st March 2023
Equity Shares		
Opening balance of Equity shares with voting rights	81	*
Add: Issued during the year	30,000	3.00
Closing balance of Equity shares with voting rights	30,000	3.00

(iv) The rights, preferences and restrictions attaching to each class of shares :

Equity shares with voting rights:

The Company has only one class of equity shares having a par value of `10/- per share. Each holder of equity shares is entitled to one vote per share. Any dividend declared by the company shall be paid to each holder of Equity shares in proportion to the number of shares held to total equity shares outstanding as on that date.

In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive remaining assets of the Company after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(v) Shareholding of promoters

Promoter Name	As at 31st March, 2023		
	No of Shares	% of total shares	% change during the period
Advanced Systek Private Limited	14,985	49.95%	-
Edgeforce Solutions Private Limited	14,985	49.95%	100
Mr. Raman Haren Jokhakar	30	0.10%	

8 Other Equity

₹	in	la	kh:	

		₹ in iakns
Particulars		As at 31st
i di liculati		March 2023
Retained Earnings		
Opening balance		-
Add: Net Profit /(Loss) for the Year		(11.19)
	Total	(11.19)



Notes to Financial Statements for the period ended 31st March 2023

(CIN:U72900GJ2022PTC134981)

9 Borrowings

₹ in lakhs

Particulars	As at 31st March 2023
Unsecured, considered good (a) Unsecured Loan from Related Party (Refer note no.17)	75.00
Total	75.00

(i) Rate of Interest

The rate of interest for the above loan ranges from 10.08 % to 12.26 % P.a.

10 Trade Payables

₹ in lakhs

Particulars	As at 31st March 2023
Trade payables - Total outstanding dues of Micro enterprises and small enterprises - Total outstanding dues other than Micro and small enterprises	0.17
Total	0.17

Ageing as at 31st March 2023

₹ in lakhs

Particulars	Outstanding for following periods from due date of payment				VIII Idkiis
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
MSME				1.0	
Others	0.17	- 1		- 2	0.17
Disputed Dues- MSME			<u> </u>		
Disputed Dues- Others					

11 Other Financial Liabilities

₹ in lakhs

Particulars	As at 31st March 2023 12.39 1.30	
(a) Payables on purchase of property, plant and equipment (b) Interest accrued but not due		
Total	13.69	

12 Other current liabilities

₹ in lakhs

Other current habitates	
Particulars	As at 31st March
	2023
(a) Statutory Dues Payable	0.69
Total	0.69



TERRANOMOUS SYSTEMS PRIVATE LIMITED Notes to Financial Statements for the period ended 31st March 2023 (CIN:U72900GJ2022PTC134981)

13 Finance costs

₹ in Lakhs

Tillatice costs	
Particulars	25th August 2022 to
	31st March 2023
Interest on unsecured loan	1.45
<u></u>	
Total	1.45

14 Other Expenses

₹ in Lakhs

Other Expenses	VIII Lakiis	
Particulars	25th August 2022 to 31st March 2023	
Legal and Professional charges	8.97	
Rent Expenses	0.35	
Auditor's Remuneration		
- Statutory Audit	0.10	
- IT Professional Fees	0.05	
Travel and Conveyance	0.21	
Miscellaneous expenses	0.06	
Total	9.74	



TERRANOMOUS SYSTEMS PRIVATE LIMITED Notes to Financial Statements for the period ended 31st March 2023 (CIN:U72900GJ2022PTC134981)

15 Additional Information to The Financial Statements:-

(A) Contingent Liabilities and Capital Commitments

₹ in lakhs

Particulars	As at 31st March 2023
(a) Contingent Liabilities	
(i) Claims against the company not acknowledged as debts	-
(b) Capital Commitments	
(i) Estimated amount of contracts remaining to be executed on capital account & not provided for Net of Advances	
Total	

16 Disclosures under Indian Accounting Standards

(A) Earnings per share (EPS)

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity share holders of the Company by the weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity share holders of the Company by the weighted average number of equity shares outstanding during the year.

i. Profit attributable to Equity holders of Company

Particulars

25th August 2022 to 31st March 2023

Profit attributable to equity share holders of the Company for basic and diluted earnings per share

(11.19)

ii. Weighted average number of ordinary shares

Particulars	25th August 2022 to 31st March 2023
Weighted average number of shares as at 31st March for basic and diluted earnings per shares	18,000
Basic/Diluted earnings per share (in Rs.)	(62.17)

17 Related Party Disclosures:

(i) Names of related parties and description of relationship with whom transactions have taken place:

	Advanced Sys-tek Private Limited Edgeforce Solutions Private Limited
Key Management Personnel	Mukesh Kapadia (Director) Umed Fifadra (Director) Sriramesh Narayanan (Director)

(ii) Particulars of Transactions with Related Parties

Transactions with related parties for the period from 25th August 2022 to 31st March 2023

₹ in lakhs

Particulars	Key Management Personnel	Entities in which significantly Influence/are influenced by the Company (either individually or with others)	Total
Issue of Equity Share Capital#	0.00	3.00	3.00
Purchase of Capital Goods	300	46.34	46_34
Unsecured Loan taken		75.00	75.00
Unsecured Loan taken from Umed Fifadra	0.50		0.50
Unsecured Loan Paid to Umed Fifadra	0,50	74	0.50
Rent Paid	10	0,35	0.35
Reimbursement of Expenses	4	0,23	0.23
Reimbursement of Expenses to Mukesh Kapadia	0.21	-	0.21
Interest on Loan	-	1.45	1,45

OFD ACCOUNT

Balance Outstanding at the year end:			₹ in lakhs
Equity Share Capital#	0.00	3.00	3.00
Unsecured Loan Payable	*	75.00	75.00
nterest Payable		1.30	1.30
Amount Receivable	8.	0_80	0.80

18 Other Disclosures:

A Disclosures related to the Micro, Small and Medium Enterprises.

On the basis of confirmation obtained from the supplier who have registered themselves under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006) and based on the information available with the company, the following are the details:

Particulars	As at 31st March 2023
The principle amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year;	
) Principal Amount	
ii) Interest Due thereon	
The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	
The amount of interest due and payable for the period of delay in making payment (which h has been paid but beyond the appointed day	14
during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	
The amount of interest accrued and remaining unpaid at the end of each accounting year; and	
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act. 2006.	.=.

19 FINANCIAL RISK MANAGEMENT

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. There are no operations initiated by the company in current period.

20 Disclosures related to various Ratios

Name of Ratio	Formula	For the period March,	
Compat Datis/No. of times	Current Assets	19.88	1.07
Current Ratio(No. of times)	Current Liabilities	14 56	1,37
Debt Equity Ratio(No. of	Short term Debt + Long term Debt	75.00	(9.16)
times)	Share holder's equity	(8.19)	105-1
Debt Service Coverage	Earnings available for Debt service	(9,74)	(0.13)
Ratio(No. of times)	Debt service	75,00	
Return on Equity	Net Profit After Tax	(11.19)	-273.25%
return on Equity	Average Share holder's equity	(4,10)	-213,2370
Inventory Turnover Ratio(No.	Cost of goods sold	N.A.	N.A.
of times)	Average Inventory	N,A.	5(57)
Trade receivable turnover Ratio(No. of times)	Net Sales	N.A.	N.A.
	Average Trade receivables	N.A.	
Trade payable turnover Ratio(No. of times)	Net Purchase / Services	N.A.	N.A.
	Average Trade payables	N.A.	
Net Capital Turnover	Net Sales	N.A.	N.A.
Ratio(No. of times)	Working Capital	N.A.	
Net Profit Ratio	Net Profit After Tax Total Sales	N.A.	N,A,



Notes to Financial Statements for the period ended 31st March 2023

(CIN:U72900GJ2022PTC134981)

					l
	Return on Capital Employed	Earning Before Interest and Tax	(9.74)	-118,94%	
		Capital Employed	(8,19)		ı
Return on Investment	Return on Investment	Income generated from Invested funds	N,A.	NI A	
	1	Average Invested funds in Treasury Investment	N.A.	N.A.	

21 Other Regulatory Information

- (i) The company does not have any immovable property;
- (ii) The company does not have any Benami property, where any proceeding has been initiated or pending against the company for holding any Benami property,
- (iii)The company have not been sanctioned any working capital limits;
- (iv) The company is not declared as wilful defaulter by any bank or financial Institution or other lender;
- (v) The company does not have any transactions with struck off companies;
- (vi) The company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period
- (vii) There is no Scheme of Arrangements approved by the Competent Authority in terms of sections 230 to 237of the Companies Act, 2013;
- (viii) The company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
- (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- (ix) The company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall:
- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries)
- (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiarles,
- x)The company has no such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.
- (xi)The company have not traded or invested in Crypto currency or Virtual Currency during the year.

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(xii) The company does not have any subsidiaries therefore disclosure of compliance with layer of companies prescribed under clause 2(87) of section 2 of the Companies Act, 2013 is not applicable.

22 Other Disclosures as per Schedule-III

Additional Information pursuant to the Revised Schedule-III of the Companies Act 2013 has not been furnished since the same is not applicable as the company has not initiated any operations during the period.

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The Company was incorporated on 25th August, 2022 and this being first financial statements of the company for the period from 25th August 2022 to 31st March 2023, no corresponding previous year's figures are required to be presented.

As per our report of even date

For and on behalf of the Terranomous Systems Private Limited

For CNK & Associates, LLP Chartered Accountants Firm Regn. No. 101961W/W-100036

Pareen Sha Partner

Membership No. 125011

Place : Vadodara Date: 25th July, 2023

Umed Fifadra (Director) DIN: 00049036

> Mukesh Kapadia (Director) DIN: 00048621