

**Tickerplant Limited**

**Annual Report**

**2021-22**

# Tickerplant Limited

## Annual Report 2021-22

	<i>Contents</i>
1.	<i>Directors' Report</i>
2.	<i>Secretarial Audit Report</i>
3.	<i>Financial Statements</i>

**Tickerplant Limited**

**Directors' Report**  
**2021-22**

## DIRECTORS' REPORT

To,  
The Members,

Your Directors present their Eighteenth Annual Report to the Members along with the Audited statement of accounts for the financial year ended on 31<sup>st</sup> March, 2022.

### 1. **FINANCIAL RESULTS AND OPERATIONS:**

(In Lakhs)		
Particulars	FY 2021-22	FY 2020-21
Total Income	1,673.81	1,634.24
Total expenditure	3,946.16	2,358.69
Profit/Loss before tax	(2,272.35)	(724.45)
Provisions for Tax	-	-
Profit/Loss After tax	(2,272.35)	(724.45)

### 2. **STATE OF AFFAIRS:**

During the year under review, the total income of your Company was Rs. 1,673.81 Lakhs as compared to Rs. 1,634.24 Lakhs during the previous year. The Company has incurred a net loss of Rs. 2,272.35 Lakhs as compared to net loss of Rs. 724.45 Lakhs during the previous year.

In the Financial Year 2021-22 TickerPlant Limited witnessed new product offering launch. Following are some of key highlights:

#### **Changes in technology**

- To make our platform ready for hybrid implementation – Cloud + On premises
- Old issues in existing products are being resolved to a major extent.
- Adoption of new age, flexible frameworks for mobile products
- Adoption of Open source technology
- 360° Re-Architecture of API Server in opensource technology.
- Cloud compatible Web Server (Static + Dynamics)
- Highly scalable cloud compatible API Web Server.
- Highly scalable web socket API Web Server.

#### **Changes in human resources**

As part of its strategic roadmap for growth and on the back of an unmatched record of successful implementation, TickerPlant have charted a futuristic business strategy into the universe of Blockchain and Virtual Digital Assets (VDA) by launching *CryptoWire*, a global crypto super app.

With the launch of new product, TickerPlant hired approx. 100 new resources mixed of freshers and experienced talent in the year 2021-2022. TickerPlant also had 34% attrition in the same year.

#### **Global Scenario on Blockchain and Virtual Digital Asset**

##### **Global:**

2021-22 was a big year for cryptocurrency. We witnessed cryptoassets hitting multiple lifetime highs and big

#### **TickerPlant Limited**

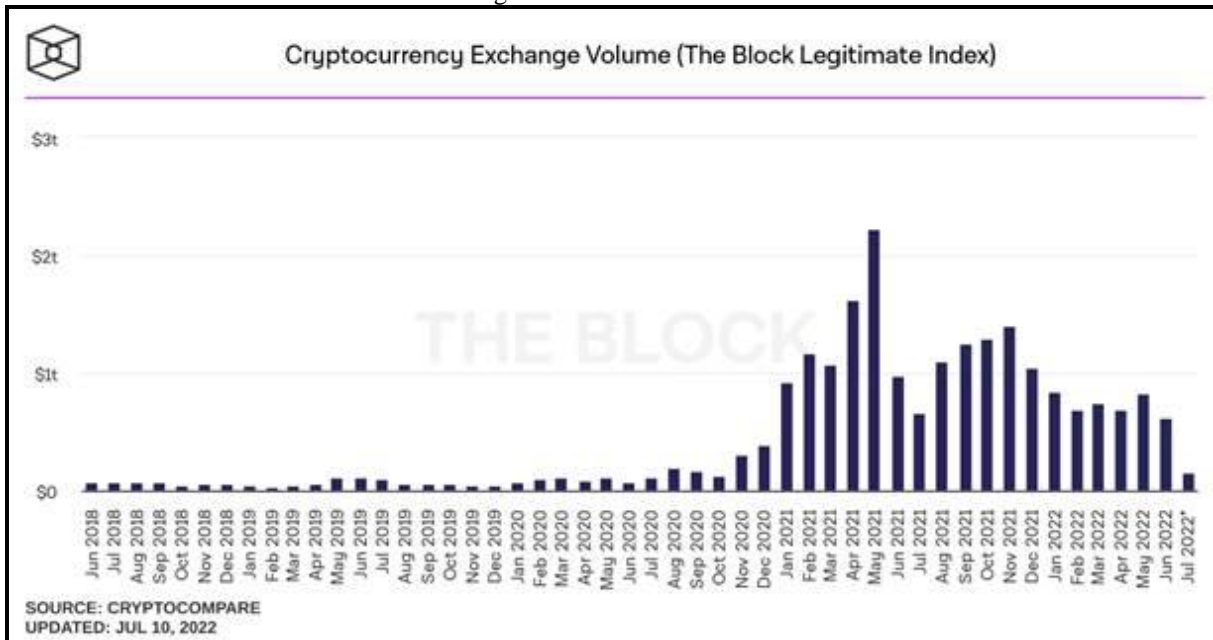
Registered Office: FT Tower, CTS No. 256 & 257, Suren Road, Chakala, Andheri (East), Mumbai – 400093  
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drops that resulted in the rise-and-fall of many institutions. The market capitalisation of the Virtual Digital Industry rose to a high of USD 3 trillion in November 2021 and slipped to USD 2.2 trillion by the end of March 2022. Bitcoin which is the barometer of Virtual digital Assets industry reached a peak of USD 68789.63 on 10 November 2021 and fell to USD 45538.68 on 31 March 2022. The year witnessed the dominance of Bitcoin coming down from 58.5% at the start of the financial year to less than 42% by the March 2022. The dominance of Bitcoin is measured as the ratio of its market cap to market cap of the crypto universe. During the same period the larger industry yardstick, as seen from IC15 - the Index of Cryptocurrencies - peaked to 100156 and closed at 68576 by March 2022. The industry is experiencing higher interest and demand for wealth management products alongside unbiased information and knowledge about crypto, blockchain projects, and virtual digital assets. The total AUM in Virtual Digital Industry increased to USD 74.7 billion in October 2022, which shrank to US 48.8 billion by end of March 2022.

The global cryptocurrency markets have reclaimed the \$1 trillion market capitalisation after following the upheaval of crypto companies like Terraform Labs and Celsius Network. However, the largest crypto company Binance CEO clarified to its stakeholders that the company's financials are sound. Factually, the exchange turnover in Binance and other exchanges is increasing over the last few months after falling during Dec, Jan and Feb.

#### **Salient statistics of Virtual Digital Assets during 2021-22:**

The total volume of cryptocurrency exchanges hit \$2.3 trillion during the month of May 2021 and shrank rapidly for next two months before it started to rise again.



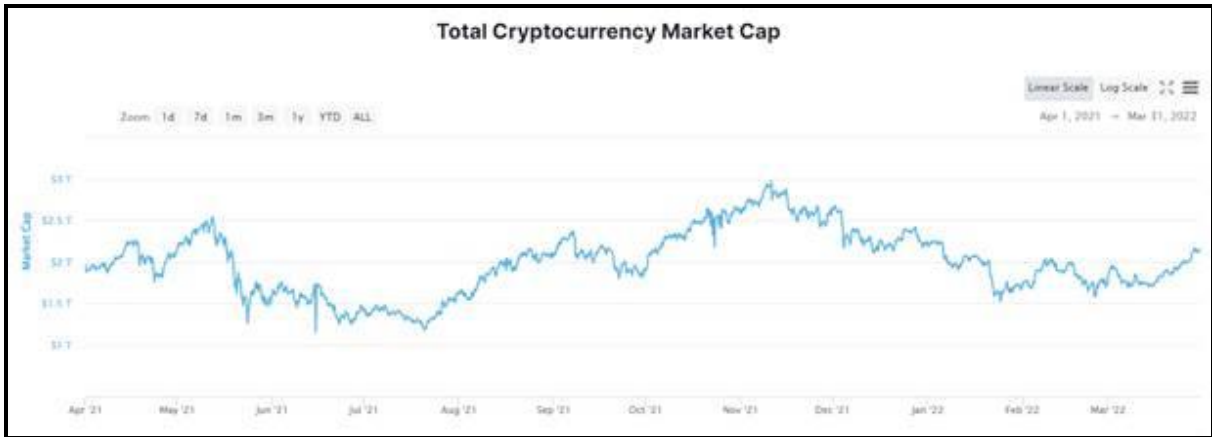
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### Market Capitalisation – Month wise:



Source: Coinmarketcap.com

### Number of Users:

A leading firm “Triple A” estimates the number of crypto owners across the world to be more than 320 million while Asia has 130 million.



Crypto.com in a report, highlights that the number of crypto owners has risen from 228 million in June 2021 to 295 million in Dec 2021. It translates to an average growth of crypto owners to be a little more than 5% per month.

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Source: Crypto.com

#### **IC15: Market capitalisation and value:**

With a view to empower the crypto and blockchain ecosystem, 3.0 Wire, on 03 Jan 2022, launched a rule-based broad market index that tracks the performance of top 15 widely traded liquid cryptocurrencies listed on leading crypto exchanges of the world. The value of IC15 was set to 10,000 on its base date of 01 Apr 2018. The IC15 closed at 72,355 on its launched date 03 Jan 2022. IC15, on a back-test basis, was at 68029 on 01 Apr 2021 capturing nearly \$1.576 trillion of crypto market capitalization. The IC15 was representing a total market capitalization of nearly \$1.6 trillion on 31<sup>st</sup> March 2022, capturing nearly 75% of total crypto universe.

IC15, the global crypto benchmark, is now being traded on a leading Indian crypto exchange Bitbns while few other global exchanges have also shown their interest in IC15.

#### **Domestic:**

Amid the policy makers' effort to bring more clarity to the industry and bring users within the tax net, the industry participation in the Indian Crypto exchanges has come down in recent times. However, we believe a conducive regulatory environment in India would lead to a situation where India might attract global participation leading to a change. It is expected that the industry will start growing as regulations are implemented at global level.

#### **App users' growth on 3.0 Wire:**

3.0 Wire app downloads and view are increasing significantly since its launch. 3.0 Wire achieved first 100,000 app downloads in 54 days only, first million downloads within 4 months in March 2022, and then, in June 2022, the 2 million downloads were reached within 7 months from the date of launch of the App.

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## **Major achievement of the Company in new segment of Blockchain and VDA during the year**

### **Global:**

Considering the global changes and emerging interests in different jurisdiction, we are proposing to develop Virtual Digital Ecosystem in Asia initially starting from Middle East and to then consider expanding to other key geographic regions having conducive environment for innovation and growth. It would also cause our services of 3.0 Wire, 3.0 University and 3.0 TV to expand and be used by more diversified users, making the 3.0 Verse offerings region agnostic.

### **Geographical Spread of Global Users:**

3.0 Wire, 3.0 TV and 3.0 University have expanded its reach to various countries across globe, including USA, UK, Australia. 3.0 University is also developing crypto courses in association with DLT Australia and Lbank, UAE.

### **Domestic:**

With the new app and website having a better user experience and access to multiple exchange connectivity, 3.0 Wire is expecting enhanced global and domestic participation. The 3.0 Wire, SBU of 3.0 Verse, proposes to provide Trade Routing and Execution platform to its users to grab the opportunities available in the Indian and global exchanges. 3.0 Wire will offer wide range of services to its users including identification of arbitrage opportunities / Smart Order Routing / Portfolio Tracking and multiple other services in a phasewise manner.

### **Ticker:**

The Ticker is continuously expanding its product offerings. It has just included a new segment in "Ticker News Service" named "Ticker Equity Wire" covering more than 150 exclusive news coverage and stories daily. While the Ticker app downloads have crossed 55,000, it is currently uploading more than 120 videos every month on various market interests by experts.

Ticker has been recognised as one of the dream companies to work for 11th Edition by World HRD Congress. The Company entered into a crucial strategic tie-up with Google cloud service.

### **3.0 Verse:**

3.0 Verse is committed to provide various services associated with Blockchain and Virtual Digital Assets ecosystem. 3.0 University is launching a world-class learning management system, through which 3.0 University will start offering global learning to people of varying stakeholders in crypto and blockchain. We constantly endeavour to channelise the best minds to guide through 3.0 TV through various interactive and thought-provoking programs. With more than 2 million downloads of 3.0 Verse App, it is bringing the ecosystem closer to a broader audience. To cater to the demand, 3.0 Wire is proposing to expand its footprints to Asia and other emerging regions.

### **3.0 Wire:**

3.0 Wire is offering real time prices of more than 500+ cryptocurrencies traded on more 70+ exchanges across the globe. 3.0 Wire is connected to 27+ news sources to cater its users with real time events happening across the globe. 3.0 Wire is going to launch Multi-Exchange Trading Routing platform that will connect with top 20+ exchanges globally where more than 90% volume resides.

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Along with Smart and Intelligent order routing mechanism the exchange neutral global superapp 3.0 Wire app's features includes Portfolio Management, TWAP/VWAP, Arbitrage trading, Bot-trading, Single wallet service etc. Earlier 3.0 Wire, through its virtual games especially predict-to-win and other engaging programs, received considerable user engagement and downloads. It not only entered in strategic relationship with exchanges like Bitbns and CrossTower but also received letter of intent for advertisements on its platforms.

The app deploys a robust, highly available, and fault tolerant having a very low latency resulting in almost simultaneous data transmission at almost same instance. Its cloud architecture is adaptable and auto scalable. The highly secure system has been attested with Spring Security & Google Cloud Armor and certified by eSec Forte Technologies.

### **3.0 University:**

3.0 University has signed more than 120 MoUs with leading institutions, majorly from India catering to a potential pool of more than one million students. It is also setting up a blockchain lab on test net for creation of Smart Contracts on various blockchains.

3.0 University is focusing on skill development in the field of Crypto Education along with Indian and global educational institutions while also reskilling the talents through engagement with institutional partners from industry. It also emphasises on capacity building programs to collaborate and enhance knowledge pursuits towards developing use-cases with institutions and industry partners. This platform is set to be a community building stage for Industry – Academia – Student event-based engagement, interaction, and collaborations.

3.0 University has launched its new learning management system (LMS) and various inhouse and third-party courses through it. It has also initiated Executive Education and Training of Professionals, and Faculty Development Programs (FDPs).

### **3.0 TV:**

3.0 TV covers major domestic and global news and events. Currently, 3.0 TV has around two third of its viewers from India while rest one third of viewers are based out of Vietnam, USA, Nigeria, UAE, Russia, Nepal, UK, Canada, Thailand, Bangladesh, and Australia (June 2022 statistics on Youtube).

3.0 TV, on its mission to achieve a reach of billion users, has signed agreement JIO TV for broadcasting its 24X7 streaming content on both JIOTV & JIOTV Plus through DTH and Mobile App, having a reach of 400 million viewers. 3.0 TV is in the process of getting similar agreements with the top OTT and Cable platforms in India and overseas.

3.0 TV platform in the shortest time has managed to engage with the topmost Indian and global names in cryptocurrency and blockchain. It is now providing dedicated content in English, Hindi, Marathi, Gujarati and Bengali.

During the FY 2021-22, there were no significant or material orders passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

There were no material changes and commitments, affecting the financial position of the company which have occurred between the end of the financial year 2021-22 and the date of this report.

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### 3. EXTRACT OF ANNUAL RETURN:

Extract of Annual return of the Company in form MGT-9 has been posted on the website of the Company at [www.tickermarket.com](http://www.tickermarket.com).

### 4. MEETINGS:

During the FY ended 31<sup>st</sup> March, 2022, Nine Board Meetings, five Audit Committee meeting and five Nomination and Remuneration Committee meetings were convened and held. The Meetings were held in compliance with the Ministry of Corporate Affairs Circular 11/2020 dated 24<sup>th</sup> March, 2020. The details of the meetings held during the FY ended March 2022 are as under:

Sr. No	Board Meeting	Audit Committee	Nomination and Remuneration Committee
1.	20.05.2021	20.05.2021	20.05.2021
2.	27.07.2021	27.07.2021	27.07.2021
3.	04.10.2021	18.10.2021	22.11.2022
4.	18.10.2021	29.10.2021	08.12.2021
5.	29.10.2021	07.02.2022	07.02.2022
6.	22.11.2022	-	-
7.	03.12.2021	-	-
8.	08.12.2021	-	-
9.	07.02.2022	-	-

The number of Board meetings and Committee meetings attended by each Director are as under:

Sr. No.	Name of the Director	DIN	Attendance		
			Board Meeting	Audit Committee	Nomination and Remuneration Committee
1.	Justice Deepak Verma (Retd.) #	07489985	1	NA	NA
2.	Dr. R. B. Barman#	02612871	1	NA	NA
3.	Prof. R. Vaidyanathan#	00221577	1	NA	NA
4.	Mr. P. R. Ramesh#	03499156	1	NA	NA
5.	Mr. A. Nagarajan#	02107169	1	NA	1
6.	Mr. Mukesh Joshi#	09410990	1	NA	NA
7.	Mr. M. L. Sharma^	09431075	1	NA	NA
8.	Mr. Ghanshyam Dass#	01807011	Nil	NA	NA
9.	Mr. Krupesh Bhansali	07613071	9	5	5
10.	Mr. Areyada P. Raja	07764188	9	5	5
11.	Mr. Joseph Massey^	00043586	1	1	NA
12.	Mr. Nimish Shukla^	09428299	1	NA	NA
13.	Mr. Rushabh Shah	07000730	9	4	NA
14.	Mr. Jayant Deo*	00568381	8	NA	4

# Justice Deepak Verma (Retd.), Dr. R. B. Barman, Prof. R. Vaidyanathan, Mr. P. R. Ramesh, Mr. A. Nagarajan, Mr. Mukesh Joshi and Mr. Ghanshyam Dass was appointed as an Additional Director of the Company w.e.f 8<sup>th</sup> December, 2021.

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^ Mr. M. L. Sharma was appointed as an Additional Director w.e.f 9<sup>th</sup> December, 2021. Mr. Nimish Shukla was appointed as Whole-Time Director w.e.f 8<sup>th</sup> December, 2021. Mr. Joseph Massey was appointed as Managing Director and CEO w.e.f 7<sup>th</sup> February, 2022.

\*Upto the date of cessation i.e. 9<sup>th</sup> December, 2021.

**5. DIRECTORS RESPONSIBILITY STATEMENT:**

Pursuant to Section 134(5) of the Companies Act, 2013 (“the Act”), it is hereby confirmed that:

- a. in the preparation of Annual Accounts for the year ended 31<sup>st</sup> March 2022, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b. the Directors 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 2021-22 and of the loss made by Company for that 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. the Annual Accounts of the Company have been prepared on a going concern basis;
- e. this clause of Section 134(5) of the Act is not applicable to the company, however the details in respect of adequacy of internal financial controls with reference to Financial Statements are mentioned elsewhere in this Directors Report; and
- f. systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

**6. DECLARATION BY INDEPENDENT DIRECTORS:**

The Company has received declarations from all Independent Directors that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013.

**7. REMUNERATION POLICY:**

The Board on the recommendation of the Nomination and Remuneration Committee, has approved the Remuneration Policy for selection and appointment of Directors including determining qualifications and independence of a Director, Key Managerial Personnel, Senior Management Personnel and their remuneration as part of its charter and other matters provided under Section 178(3) of the Companies Act, 2013. The policy is placed on Company website [www.tickermarket.com](http://www.tickermarket.com).

**8. AUDITORS REPORT:**

The Auditors report of your Company for the year ended 31<sup>st</sup> March, 2022 does not contain any qualifications / adverse remarks / observations.

**9. DETAILS OF FRAUD, IF ANY REPORTED BY THE AUDITORS:**

There have been no instances of fraud reported by the Auditors under Section 143(12) of the Companies Act, 2013.

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**10. SECRETARIAL STANDARDS:**

The Company is in compliance with applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

**11. LOAN FROM DIRECTORS:**

During the year under review, the Company has not taken any loan from the Directors of the Company.

**12. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:**

The Company has not provided any loans and investments falling under the ambit of Section 186 of the Companies Act, 2013 during the financial year.

**13. RELATED PARTY TRANSACTIONS:**

The Company has not entered into contracts or arrangements with Related Party falling within the ambit of Section 188 of Companies Act 2013.

**14. TRANSFER TO RESERVES:**

No amount is transferred/proposed to be transferred to the Statutory Reserves during the year under review.

**15. DIVIDEND:**

Since the Company has incurred loss during the year under review, your Directors do not recommend any dividend for the year under review.

**16. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS & OUTGO:**

**(A) Conservation of energy-**

We are in the rented premises of our holding company therefore the steps taken for conservation of energy in the rented floors are as follows:

- (i) The steps taken or impact on conservation of energy:
- The Company has initiated replacement of old energy consuming servers with modern efficient ones.
  - Use of proximity switches for light and air conditioning are used for conservation of energy.
  - The AC temperatures are kept at optimum levels for conservation.
  - Two passenger lifts are being switched off on all Saturdays / Sundays leading to optimum utilization of lifts and resultant conservation of energy.
  - Air conditioning run time has been reduced by rescheduling the start / stop timing of air conditioning system from BMS system.
  - Lights and Air conditioning in all cabins in the building are on sensor mode leading to savings in energy consumption.
  - In-direct T-5 lights replaced with LED lights to save the consumption of electricity.

**(B) Technology absorption-**

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(i) **The efforts made towards technology absorption:**

- Old issues in existing products have been cleared to a large extent.

(ii) **The benefits derived like product improvement, cost reduction, product development or import substitution:**

The above absorption has led to better product offering with more features added. Cost of operation has improved as compared to previous financial year. The enhancement in product features etc. which happened in this financial year has given support to sales.

(iii) **In case of imported technology (imported during the last three years reckoned from the beginning of the financial year):** NA

(iv) **The expenditure incurred on Research and Development:**

Most of the R&D requirements are fulfilled by internal team. Occasionally the modification needs are sourced from Ticker users as well as Ticker adds features in the products based on the latest trends.

**(C) Foreign exchange earnings and Outgo-**

Foreign Exchange earning (actual Inflow): Rs. 216.90 Lakhs (Previous Year i.e. 2020-21: Rs. 194.96 Lakhs)

Foreign Exchange outgo (actual outflow): Rs. 494.11 Lakhs (Previous Year i.e. 2020-21: Rs. 474.41 Lakhs)

**17. RISK MANAGEMENT:**

Your Company continuously identifies risks which are related to business, strategy, operations, market, finance, statutory or legal, technology, system and overall internal control systems of the Company. In view of the constant change in technology, your company is always adopting new strategies to meet the business challenges in the market.

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

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of your Company Mr. Rushabh Shah (DIN: 07000730), Prof. R. Vaidyanathan (DIN: 00221577), Mr. Nimish Shukla (DIN: 09428299), retire at ensuing Annual General Meeting and being eligible offer themselves for reappointment. Your Board recommends the appointment of Mr. Rushabh Shah (DIN: 07000730), Prof. R. Vaidyanathan (DIN: 00221577), Mr. Nimish Shukla (DIN: 09428299) in the ensuing Annual General Meeting. Further, during the year the Board has redesignate Dr. R. B. Barman (DIN: 02612871) and Mr. Ghanshyam Dass (DIN: 01807011) as Non-Executive Independent Directors subject to approval from the Shareholders in the ensuing Annual General Meeting.

During the year under review, Mr. Jayant Deo (DIN: 00568381) resigned as the Non -Executive Director from the Board of the Company w.e.f. 9<sup>th</sup> December, 2021. Your Directors place on record their appreciation for the valuable service provided by Mr. Jayant Deo during his tenure as Director of the Company.

Mr. Jigish Sonagara (DIN: 07024688) was appointed as the Managing Director and the CEO of the Company w.e.f. 8<sup>th</sup> December, 2021 and he resigned as the Managing Director and CEO from the Board of the Company w.e.f. 3<sup>rd</sup> February, 2022. Your Directors place on record their appreciation for the valuable service provided by Mr. Jigish Sonagara during his tenure as Director of the Company.

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Justice Deepak Verma (Retd.) (DIN: 07489985), Mr. A. Nagarajan (DIN: 02107169), Dr. R. B. Barman (DIN: 02612871), Prof. R. Vaidyanathan (DIN: 00221577), Mr. P. R. Ramesh (DIN: 03499156), Mr. Ghanshyam Dass (DIN: 01807011), Mr. Mukesh Chandra Joshi (DIN: 09410990) was appointed as Additional Directors on the Board of the Company w.e.f. 8<sup>th</sup> December, 2021. And Mr. Madan Lala Sharma (DIN: 09431075) was appointed as an Additional Director on 9<sup>th</sup> December, 2021. Further in accordance with Section 161 of the Companies Act, 2013, all the Directors were appointed by the Members of the Company at their Extra Ordinary General Meeting held on 23<sup>rd</sup> June, 2022. The Company had received notices under Section 160 of the Companies Act, 2013 proposing their appointment as Directors of the Company.

Mr. Joseph Massey (DIN: 00043586) was appointed as an Additional Director on the Board of the Company w.e.f. 7<sup>th</sup> February, 2022. He was designated as Managing Director and CEO of the Company w.e.f. 7<sup>th</sup> February, 2022. Further in accordance with Section 161 of the Companies Act, 2013, Mr. Joseph Massey was appointed by the Members of the Company at their Extra Ordinary General Meeting held on 23<sup>rd</sup> June, 2022. The Company had received notices under Section 160 of the Companies Act, 2013 proposing his appointment as Directors of the Company.

Mr. Mayur Poddar (DIN: 07540048) was appointed as an Additional Director on the Board of the Company w.e.f. 30<sup>th</sup> July, 2022. He was designated as Whole-time Director and Chief Business Officer of the Company w.e.f. 30<sup>th</sup> July, 2022. In accordance with Section 161 of the Companies Act, 2013, Mr. Mayur Poddar (DIN: 07540048) will hold office up to the forthcoming Annual General Meeting. The Company has received notices under Section 160 of the Companies Act, 2013 proposing his appointment as Directors of the Company.

Ms. Vijaya Gupta (DIN: 09681933) was appointed as Additional Director on the Board of the Company w.e.f. 30<sup>th</sup> July, 2022. In accordance with Section 161 of the Companies Act, 2013, Ms. Vijaya Gupta (DIN: 09681933) will hold office up to the forthcoming Annual General Meeting. The Company has received notices under Section 160 of the Companies Act, 2013 proposing her appointment as Directors of the Company.

The other Directors continue to be on the Board of your Company.

Mr. Saurav Singhania ceased to be Chief Financial Officer (CFO) w.e.f. 23<sup>rd</sup> July, 2021. Your Directors place on record their appreciation for the valuable service provided by Mr. Singhania during his tenure as CFO of the Company. Mr. Rakesh Gandhi was appointed as CFO i.e. Whole-time Key Managerial Personnel w.e.f. 27<sup>th</sup> July, 2021.

Mr. Manjay Shah resigned from the position of Chief Executive Officer of the Company w.e.f. 08<sup>th</sup> December, 2021. Your Directors place on record their appreciation for the valuable service provided by Mr. Manjay Shah during his tenure as CEO of the Company.

Pursuant to the provisions of Section 203 of the Act, the Key Managerial Personnel of the Company are –

- a. Mr. Joseph Massey, Managing Director and CEO
- b. Mr. Nimish Shukla, Whole-time Director and CCO
- c. Mr. Rushabh Shah, Whole-time Director and COO
- d. Mr. Rakesh Gandhi, Chief Financial Officer
- e. Mr. Pranav Maru, Company Secretary

## **19. BOARD EVALUATION:**

In terms of the requirements of the Act, the Board carried out the annual performance evaluation of the Board as a whole, Board Committees and the Directors. The Evaluation process focused on various aspects of the

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performance of Board, Committees and Directors including composition of the Board and Committees, attendance of Directors at Board and Committee meetings, experience of Directors, understanding of Company's operations, contribution at meetings, etc.

The Company has a policy for performance evaluation of Independent Directors, Board, Committees and other individual Directors by the Nomination and Remuneration Committee (NRC) / Board. The Board of Directors and NRC at their meeting held on 19<sup>th</sup> May, 2022 and 18<sup>th</sup> May, 2022 evaluated the performance of every Director, the Board as a whole and that of Committees for the financial year 2021-22.

**20. SEPARATE INDEPENDENT DIRECTORS' MEETING:**

The Independent Directors meet at least once in a financial year without the presence of Non-Executive Directors or Management representatives.

The Independent Directors met once during the financial year ended 31<sup>st</sup> March, 2022 on 22<sup>nd</sup> March, 2022 and inter alia discussed:

- The performance of Non-Independent Directors and the Board as a whole;
- The performance of the Chairperson of the meeting;
- The quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

**21. DEPOSITS:**

The Company has not accepted deposit from the public falling within the ambit of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014, during the financial year under review.

**22. INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS:**

As per statement made by the Auditors in Auditors Report there are adequate and accurate internal financial controls over financial reporting with regards to size and nature of its business.

**23. AUDIT COMMITTEE:**

The audit committee comprises of one Executive Director and two Non-Executive – Independent Director viz:

1. Mr. Radha Binod Barman – Chairman (Non-Executive & Independent)
2. Mr. Ghanshyam Dass – Member (Non-Executive & Independent)
3. Mr. Joseph Massey – Member (Executive)

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

Your Company is in compliance with the provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. There were no cases of sexual harassment of Women reported during the financial Year 2021-22 under the said act.

**TickerPlant Limited**

Registered Office: FT Tower, CTS No. 256 & 257, Suren Road, Chakala, Andheri (East), Mumbai – 400093

Tel: +91-22-6686 6010 Fax: +91-22-6686 6050 [www.tickerplantindia.com](http://www.tickerplantindia.com)

CIN: U72900MH2005PLC151034



**25. SHARE CAPITAL:**

During the financial year 2021-22, the Share Capital of your Company increased from Rs. 78,05,36,440/- to Rs. 93,05,36,440/- by allotting shares on rights basis on 18<sup>th</sup> October, 2021. The Company Share Capital further increased from Rs. 93,05,36,440/- to Rs. 120,05,36,440/- by allotting shares on private placement to non-promoter on 3<sup>rd</sup> December, 2021. Your Company continues to remain a subsidiary of 63 moons technologies limited.

During the financial year the Company had sub-divided its 1 equity shares of Face Value Rs. 10/- each into 10 equity shares of Rs. 1/- each, keeping the paid share capital intact.

**26. AUDITORS:**

The Statutory Auditors of your Company, M/s. Chaturvedi Sohan & Co., Chartered Accountants, Mumbai (Regn. No. 118424W), were appointed for a period of four years at the fifteenth Annual General Meeting held on 19<sup>th</sup> July, 2019. In terms of Section 139 of the Companies Act, 2013, the auditors appointment has to be ratified by the shareholders at every Annual General Meeting. In accordance with the Companies Amendment Act, 2017, enforced on 7<sup>th</sup> May, 2018 by the Ministry of Corporate Affairs, the appointment of Statutory Auditors is no longer required to be ratified at every Annual General Meeting.

M/s. Chaturvedi Sohan & Co. have confirmed their eligibility and qualification for continuing as Auditors of the Company.

**27. SECRETARIAL AUDIT REPORT:**

Pursuant to the provisions of Section 204 of the Companies Act, 2013, the Board has appointed Mr. Abdul Karim Kazi, Practicing Company Secretary to conduct the Audit for the financial year 2021-22. The Secretarial Audit Report for the financial year ended 31<sup>st</sup> March, 2022 is annexed herewith as “**Annexure I**”. The Secretarial Auditors’ Report does not contain any qualifications, reservations or adverse remarks.

**28. MAINTENANCE OF COST RECORDS:**

Your Company is not required to maintain cost records.

**29. ACKNOWLEDGEMENT:**

Your Directors wish to place on record their appreciation and acknowledge with gratitude, the support and co-operation extended by the Government Authorities, clients, vendors, bankers and the employees and look forward to their continued support.

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

**Place:** Mumbai  
**Date:** 30<sup>th</sup> July, 2022

Sd/-  
Joseph Massey  
Managing Director and CEO  
DIN:00043586

Sd/-  
Rushabh Shah  
Whole-time Director  
DIN: 07000730

**TickerPlant Limited**

Registered Office: FT Tower, CTS No. 256 & 257, Suren Road, Chakala, Andheri (East), Mumbai – 400093  
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CIN: U72900MH2005PLC151034



**Tickerplant Limited**

**Secretarial Audit  
Report  
2021-22**

**SECRETARIAL AUDIT REPORT  
FOR THE FINANCIAL YEAR ENDED ON 31<sup>ST</sup> MARCH, 2022**

*[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]*

To,  
Tickerplant Limited  
FT Tower, CTS No. 256 & 257,  
Suren Road, Chakala, Andheri (E),  
Mumbai 400 093

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Tickerplant Limited (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 the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2022, 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 other records maintained by the Company for the financial year ended on 31<sup>st</sup> March, 2022 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made there under;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv. The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz:-
  - a) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;

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

- i. Secretarial Standards issued by The Institute of Company Secretaries of India.

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

# CS Abdul Karim Kazi

*Practicing Company Secretary*

On the basis of the information provided to me, the Company has received advances in the normal course of business, which are more than 365 days old, however such advances are ongoing and have been appropriated as stipulated under the Act.

During the year under review, provisions of the following regulations were not applicable to the Company :-

- i. 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;
- ii. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- iii. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- iv. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- v. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- vi. 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;
- vii. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
- viii. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998.

I further report that:

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

Except in case of meetings convened at a shorter notice, adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance. Where the meeting of the Board was called at shorter notice to transact urgent business, at least one Independent Director was present at such meeting.

All the decisions have been carried unanimously. None of the members of the Board have expressed dissenting views on any of the agenda items during the financial year under review.

The compliance of applicable financial laws, like direct and indirect tax laws, have not been reviewed in this Audit since the same have been subject to review by the Statutory Auditors and other designated professionals.

# CS Abdul Karim Kazi

*Practicing Company Secretary*

I further report that, during the audit period, the Company has :-

1. Issued and allotted 1,50,00,000 equity shares of face value of Rs. 10/- each, on rights basis, at a price of Rs. 10/- per equity share. The letter of offer for the same was dispatched to the shareholders on 18<sup>th</sup> October 2021 and the allotment was made on 25<sup>th</sup> October 2021, after receipt of funds from the allottees.
2. Issued and allotted 27,00,00,000 equity shares of face value of Re.1/- each, on private placement basis, at a price of Rs. 3/- per equity share. The special resolution passed by the shareholders of the Company, approving the said private placement was filed with the Ministry of Corporate Affairs on 2<sup>nd</sup> December 2021. The letter of offer was dispatched to the proposed allottees on 25<sup>th</sup> November 2021. The allotment for the same was made on 3<sup>rd</sup> December 2021, after receipt of funds from the allottees.
3. Altered the capital clause of it's Memorandum of Association for increasing it's authorised share capital from Rs. 84,00,00,000/- divided into 8,40,00,000 equity shares of Rs. 10/- each to Rs. 134,00,00,000/- divided into 13,40,00,000 equity shares of Rs. 10/- each by creation of 5,00,00,000 equity shares of Rs. 10/- each, vide ordinary resolution passed on 6<sup>th</sup> October 2021. The eform SH7 was filed with the Ministry of Corporate Affairs on 11<sup>th</sup> October 2021.
4. Altered the capital clause of it's Memorandum of Association for subdividing it's authorised share of Rs. 134,00,00,000/- divided into 13,40,00,000/- equity shares Rs. 10/- each into 134,00,00,000 equity shares of Re. 1/- each, vide ordinary resolution passed on 1<sup>st</sup> November 2021. The eform SH7 was filed with the Ministry of Corporate Affairs on 3<sup>rd</sup> November 2021.
5. Altered the object clause of it's Memorandum of Association to enable the Company to carry out the business of providing information technology enabled services in the field of crypto currency (digital currency) and / or any other asset class in India or elsewhere. The special resolution passed by the shareholders on 20<sup>th</sup> October, 2021, in this regard was filed with the Ministry of Corporate Affairs on 22<sup>nd</sup> October 2021. The Registrar of Companies has issued the certificate of registration of special resolution confirming alteration of object clause dated 28<sup>th</sup> October 2021 confirming the said alteration.

CS Abdul Karim Kazi  
*Practicing Company Secretary*  
Membership No : FCS 9088  
CP No : 9538

Date : 29<sup>th</sup> July 2022  
Place : Mumbai  
UDIN : F009088D000710998

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

*Annexure A'*

To,  
The Members,  
Tickerplant Limited  
FT Tower, CTS No. 256 & 257,  
Suren Road, Chakala, Andheri (E),  
Mumbai 400 093

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

1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events, etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. 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.

CS Abdul Karim Kazi  
*Practicing Company Secretary*  
Membership No : FCS 9088  
CPNo : 9538

Date : 29<sup>th</sup> July 2022  
Place : Mumbai

**Tickerplant Limited**

**Financial Statements**

**2021-22**

Partners :  
Sohan Chaturvedi FCA  
Chaturvedi V N FCA  
Noshir B Captain FCA  
Rajiv Chauhan ACA  
Neha Chauhan ACA  
Shristi Chaturvedi ACA



# Chaturvedi Sohan & Co.

## Chartered Accountants

FRN - 118424W

INDEPENDENT AUDITOR'S REPORT  
TO THE MEMBERS OF **TICKERPLANT LIMITED**  
Report on the Audit of the Financial Statements

### Opinion

We have audited the accompanying financial statements of **TICKERPLANT LIMITED** (the "Company"), which comprise the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date and a summary of significant accounting policies and other explanatory information (hereinafter 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 Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022 and its **Loss**, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

### Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing ("SA"s) specified under section 143(10) of the Act. 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 ("ICAI") together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the 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 financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Reporting of key audit matters as per SA 701, Key Audit Matters are not applicable to the Company as it is an unlisted company.

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

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the 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, 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 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.

### **Management's Responsibilities for the Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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.

The Board of Directors is 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 financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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 Section 143(3) of the Act, based on our audit we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.
  - e) On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as



on March 31, 2022 from being appointed as a director in terms of Section 164(2) of the Act.

- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended: In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
  - 1) The Company has disclosed the impact of pending litigations on its financial position in its financial statements.
  - 2) The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
  - 3) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
  - 4) (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) 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 or entity, including foreign entity ("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;  
  
(b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("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;  
  
(c) Based on the audit procedures that have been 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), as provided under (a) and (b) above, contain any material misstatement.



2. As required by the Companies (Auditor's Report) Order, 2020 (the "Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

**For Chaturvedi Sohan & Co**  
Chartered Accountant  
FRN: 118424W

**Chaturvedi VN**  
Partner  
M.No: 106403

VDIN: 22106403AJH4HJ9751



Date: 19/05/2022  
Place: Mumbai



## ANNEXURE "A" TO THE INDEPENDENT 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 TICKERPLANT LIMITED of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of subsection 3 of Section 143 of the Companies Act, 2013 (the "Act")

We have audited the internal financial controls over financial reporting of **TICKERPLANT LIMITED** (the "Company") as of March 31, 2022 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

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

The Management of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "ICAI"). 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 Act.

### **Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised 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, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on the criteria for internal financial control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

For Chaturvedi Sohan & Co  
Chartered Accountants  
FRN: 118424W

Chaturvedi VM  
Partner  
M.No:106403

UDIN: 22106403A7H7HJ9751



Date: 19/05/2022  
Place: Mumbai



**ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT** (Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of **TICKERPLANT LIMITED** of even date)

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

i. In respect of the Company's Property, Plant and Equipment and Intangible Assets:

- (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant details of right-of-use assets.  
(B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) The Company has a program of physical verification of Property, Plant and Equipment and right-of-use assets so to cover all the assets once every three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain Property, Plant and Equipment were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) The Company does not have any immovable properties and hence reporting under clause 3(i)(c) is not applicable to the Company.
- (d) The Company has not revalued any of its Property, Plant and Equipment (including right-of-use assets) and intangible assets during the year.
- (e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2022 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii. (a) The Company does not have any inventory and hence reporting under clause 3(ii)(a) of the Order is not applicable.  
(b) The Company has not been sanctioned working capital limits in excess of ₹ 5 crore, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.
- iii. The Company has not made investments in, companies, firms, Limited Liability Partnerships, and granted unsecured loans to other parties, during the year and hence clause 3(iii) of the order is not applicable to the Company.
- iv. As per information and explanation provided to us during the year the Company has not granted any loan, made any investment and provide any guarantees according clause 3(iv) of the order is not applicable to the Company.
- v. The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.

- vi. The maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 for the business activities carried out by the Company. Hence, reporting under clause (vi) of the Order is not applicable to the Company.
- vii. In respect of statutory dues:
  - (a) In our opinion, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities.

There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues in arrears as at March 31, 2022 for a period of more than six months from the date they became payable.
  - (b) There were no statutory dues referred to in sub-clause (a) have not been deposited on account of any dispute.
- viii. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- ix.
  - a. The Company has not taken any loans or other borrowings from any lender. Hence reporting under clause 3(ix)(a) of the Order is not applicable.
  - b. The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
  - c. The Company has not taken any term loan during the year and there are no outstanding term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
  - d. On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
  - e. On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.
  - f. The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.
- x.
  - a. The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.



- b. During the year, the Company has made preferential allotment of shares and related requirement of section 42 and 62 of the Companies Act have complied with and during the year the company has not issued any convertible debentures (fully or partly or optionally).
- xi. a. No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- 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 year and upto the date of this report.
- c. As per Management Representation the has not received any whistle blower complaints during the year and hence clause 3(xi) ( c) is not applicable to the Company.
- xii. The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- xiii. In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable 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.
- xiv. (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
- xv. In our opinion during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors. and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvi. (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.
- (b) This Clause is not Applicable to us.
- xvii. The Company has incurred cash losses of Rs.2201.7(in lakhs) in the financial year and in the immediately preceding financial year the cash losses are Rs.648.94(in lakhs).
- xviii. There has been no resignation of the statutory auditors of the Company during the year.
- xix. 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.

- xx. As per section 135 of the Companies Act 2013, the company is not liable to contribute toward CSR , accordingly clause 3(xx)(a)(b) of the order is not applicable to the Company.

For Chaturvedi Sohan & Co

Chartered Accountant

FRN: 118424W

Chaturvedi VN

Partner

M.No:106403

UDIN: 22106403AJH7HJ9751



Date: 19/05/2022

Place: Mumbai

**TickerPlant Limited**
**Balance Sheet as at March 31, 2022**

(₹ in lakhs)

Particulars	Note	As at 31.03.2022	As at 31.03.2021
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	5	253.35	120.16
Right of use assets	6	-	-
Other intangible assets	7	35.88	15.30
Financial assets			
(i) Other financial assets	8	7.10	3.85
Other non-current assets	9	208.60	129.44
<b>Total non-current assets</b>		<b>504.93</b>	<b>268.75</b>
<b>Current assets</b>			
Financial assets			
(i) Trade receivables	10	17.60	56.63
(ii) Cash and cash equivalents	11	7,565.10	353.27
(iii) Bank Balances other than (ii) above	12	656.49	-
(iv) Other financial assets	8	14.22	1.38
Current tax assets (net)	17	87.24	69.95
Other current assets	9	608.15	257.41
<b>Total current assets</b>		<b>8,948.80</b>	<b>738.64</b>
<b>Total assets</b>		<b>9,453.73</b>	<b>1,007.39</b>
<b>EQUITY AND LIABILITIES</b>			
<b>EQUITY</b>			
Equity share capital	13	12,005.37	7,202.51
Other equity		(4,603.25)	(7,669.64)
<b>Total equity</b>		<b>7,402.12</b>	<b>(467.13)</b>
<b>LIABILITIES</b>			
<b>Non-current liabilities</b>			
Provisions	15	112.99	57.82
Other non-current liabilities	16	20.31	7.11
<b>Total non-current liabilities</b>		<b>133.30</b>	<b>64.93</b>
<b>Current liabilities</b>			
Financial liabilities			
(i) Trade payables	18		
Due to micro and small enterprises		-	-
Due to others		995.98	817.46
(ii) Other financial liabilities	14	77.06	16.57
Provisions	15	179.35	40.46
Other current liabilities	16	665.92	535.10
<b>Total current liabilities</b>		<b>1,918.31</b>	<b>1,409.59</b>
<b>Total Liabilities</b>		<b>2,051.61</b>	<b>1,474.52</b>
<b>Total equity and liabilities</b>		<b>9,453.73</b>	<b>1,007.39</b>

**See accompanying notes forming part of the financial statements 1 to 35**

In terms of our report attached  
**For Chaturvedi Sohan & Co.**  
Chartered Accountants  
(Firm's Registration No.118424W)  
by the hand of

**For and on behalf of the Board**

**Rushabh Shah**  
Whole Time Director  
DIN: 07000730

**Joseph Massey**  
Managing Director and CEO  
DIN:00043586

**Chaturvedi V N**  
Partner  
Membership No: 106403

**Pranav Maru**  
Company Secretary

**Rakesh Gandhi**  
Chief Financial Officer

Place : Mumbai  
Date: May 19, 2022

**TickerPlant Limited****Statement of profit and loss for the Year ended March 31, 2022**

(₹ in lakhs)

Particulars	Note	Year Ended 31.03.2022	Year Ended 31.03.2021
<b>Continuing Operations</b>			
Revenue from operations	19	1,586.09	1,599.47
Other income	20	87.72	34.77
<b>Total Income</b>		<b>1,673.81</b>	<b>1,634.24</b>
<b>Expenses</b>			
Employee benefits expense	21	1,548.82	1,051.32
Finance costs	22	3.16	2.15
Depreciation and amortisation expenses	23	70.65	75.51
Other expenses	24	2,323.53	1,229.71
<b>Total expenses</b>		<b>3,946.16</b>	<b>2,358.69</b>
<b>Profit/ (Loss) before tax</b>		<b>(2,272.35)</b>	<b>(724.45)</b>
<b>Tax expense / (credit):</b>			
Current tax	17	-	-
<b>Total tax expense</b>		<b>-</b>	<b>-</b>
<b>Profit / (Loss) for the year</b>		<b>(2,272.35)</b>	<b>(724.45)</b>
<b>Other Comprehensive Income</b>			
<b>Items that will not be reclassified subsequently to profit or loss</b>			
Remeasurement of the net defined benefit liability/asset		(61.26)	26.28
<b>Total Other Comprehensive Income (net of tax)</b>		<b>(61.26)</b>	<b>26.28</b>
<b>Total comprehensive income for the year</b>		<b>(2,333.61)</b>	<b>(698.17)</b>
<b>Earnings per share:</b>	31		
Basic and Diluted per share (in ₹)		(0.25)	(0.11)
Face Value Per Share (in ₹)		1.00	1.00

See accompanying notes forming part of the financial statements 1 to 35

In terms of our report attached  
**For Chaturvedi Sohan & Co.**  
Chartered Accountants  
(Firm's Registration No.118424W)  
by the hand of

For and on behalf of the Board

**Rushabh Shah**  
Whole Time Director  
DIN: 07000730

**Joseph Massey**  
Managing Director and CEO  
DIN:00043586

**Chaturvedi V N**  
Partner  
Membership No: 106403

**Pranav Maru**  
Company Secretary

**Rakesh Gandhi**  
Chief Financial Officer

Place : Mumbai  
Date: May 19, 2022

**TickerPlant Limited**
**Statement of changes in equity for the Year ended March 31, 2022**

(₹ in lakhs)

Particulars	Equity Share Capital			Other Comprehensive Income	Total other equity	Total equity attributable to equity holders of the Company
		Securities premium reserve	Retained earnings			
<b>Balance at 01.04.2020</b>	6,599.66		(6,953.54)	(17.91)	(6,971.45)	(371.80)
<b>Changes in equity for the year ended 31.03.2021</b>						
Increase in share capital	602.85	-	-	-	-	602.85
Remeasurement of The Net Defined Benefit						
Liability/Asset	-	-	-	26.28	26.28	26.28
Loss for the year	-	-	(724.46)	-	(724.46)	(724.46)
<b>Balance at 31.03.2021</b>	<b>7,202.51</b>	<b>-</b>	<b>(7,678.00)</b>	<b>8.36</b>	<b>(7,669.64)</b>	<b>(467.13)</b>
<b>Balance at 01.04.2021</b>	<b>7,202.51</b>	<b>-</b>	<b>(7,678.00)</b>	<b>8.36</b>	<b>(7,669.64)</b>	<b>(467.13)</b>
<b>Changes in equity for the year ended 31.03.2022</b>						
Increase in share capital	4,802.86	-	-	-	-	4,802.86
Security Premium received on issue of share	-	5,400.00	-	-	5,400.00	5,400.00
Remeasurement of The Net Defined Benefit						
Liability/Asset	-	-	-	(61.26)	(61.26)	(61.26)
Loss for the year	-	-	(2,272.35)	-	(2,272.35)	(2,272.35)
<b>Balance at 31.03.2022</b>	<b>12,005.37</b>	<b>5,400.00</b>	<b>(9,950.35)</b>	<b>(52.90)</b>	<b>(4,603.25)</b>	<b>7,402.12</b>

**Nature and purpose of reserves:**
**Securities Premium Reserve:** The amount received in excess of face value of the equity shares is recognised in Securities Premium Reserve.

**Retained earnings:** Remaining portion of profits earned by the Company till date after appropriations.

In terms of our report attached

**For and on behalf of the Board**
**For Chaturvedi Sohan & Co.**

Chartered Accountants

(Firm's Registration No.118424W)

by the hand of

**Rushabh Shah**

Whole time Director

DIN: 07000730

**Joseph Massey**

Managing Director and CEO

DIN:00043586

**Chaturvedi V N**

Partner

Membership No: 106403

**Pranav Maru**

Company Secretary

**Rakesh Gandhi**

Chief Financial Officer

Place : Mumbai

Date: May 19, 2022

**TickerPlant Limited**  
**Cash Flow Statement for the Quarter ended March 31, 2022**

(₹ in lakhs)				
Particulars	Year Ended 31.03.2022		Year Ended 31.03.2021	
<b>A. Cash flow from operating activities</b>				
Profit / (Loss) before tax		(2,272.35)		(698.19)
<b>Adjustments for:</b>				
Depreciation and amortisation expense	70.65		75.52	
Write off of Lease asset			18.27	
Loss on disposal/write off of Property, plant and equipment and other Intangible assets (net)			2.00	
Bad debts / advances written off (net of provision held)	-		0.31	
Finance costs	3.16		3.86	
Interest income	(87.72)	(13.91)	(14.92)	85.04
<b>Operating profit / (loss) before working capital changes</b>		<b>(2,286.26)</b>		<b>(613.15)</b>
<b>Changes in working capital:</b>				
<b>Adjustments for:</b>				
Trade receivables, other financial assets and other assets	(323.29)		188.15	
Trade payables, other financial liabilities, other liabilities and provision	515.84	192.55	(153.08)	35.07
<b>Cash used in operations</b>		<b>(2,093.71)</b>		<b>(578.08)</b>
Net Income Tax paid		(88.12)		-
<b>Net cash flow from operating activities (A)</b>		<b>(2,181.83)</b>		<b>(578.08)</b>
<b>B. Cash flow from investing activities</b>				
Capital expenditure on Property, plant and equipment and other Intangible assets including capital advances		(224.41)		(0.94)
Proceeds from sale of Property, plant and equipment		-		10.59
Bank deposits not considered as Cash and cash equivalents		(656.49)		-
Interest income		74.88		14.92
<b>Cash flow from investing activities</b>		<b>(806.02)</b>		<b>24.57</b>
Income tax paid (net of refund)		-		-
<b>Net cash flow from investing activities (B)</b>		<b>(806.02)</b>		<b>24.57</b>
<b>C. Cash flow from financing activities</b>				
Proceeds from issue of shares		10,202.85		602.85
Finance costs		(3.16)		(3.86)
<b>Net cash used in financing activities (C)</b>		<b>10,199.69</b>		<b>598.99</b>
<b>Net (decrease) / increase in cash and cash equivalents (A + B + C)</b>		<b>7,211.84</b>		<b>45.48</b>
Cash and cash equivalents (opening balance)		353.26		307.78
Cash and cash equivalents (closing balance)		7,565.10		353.26

**Notes to cash flow statement:**

- Cash and cash equivalents include cash and bank balances in current and deposit accounts, with original maturities not exceeding three months. Reconciliation of bank balances with cash and cash equivalents is as follows

(₹ in lakhs)		
Particulars	Year Ended 31.03.2022	Year Ended 31.03.2021
Cash and cash equivalents	7,565.10	353.26
Cash and cash equivalents	<b>7,565.10</b>	<b>353.26</b>

- Fixed deposits with banks with maturity period of more than three months are classified and grouped in investing activities and not included in cash and cash equivalents.
- The cash flow statement has been prepared under the indirect method, as per IND AS 7.
- Previous year's figures have been regrouped / reclassified wherever applicable.

In terms of our report attached

**For Chaturvedi Sohan & Co.**

Chartered Accountants

(Firm's Registration No.118424W)

by the hand of

**For and on behalf of the Board**

**Chaturvedi V N**

Partner

Membership No: 106403

**Rushabh Shah**

Whole time Director

DIN - 07000730

**Joseph Massey**

Managing Director and CEO

DIN- 02686150

Place : Mumbai

Date: May 19, 2022

**Pranav Maru**

Company Secretary

**Rakesh Gandhi**

Chief Financial Officer

## **TickerPlant Limited**

### **Notes to the Financial Statement for the year ended March, 2022**

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#### **1. Company Overview:**

TickerPlant Ltd (the 'Company') is domiciled in India. The Company's registered office is at FT Tower, CTS No: 256-257, Chakala, Andheri Kurla Road, Andheri (East), Mumbai – 400 093, India. The Company Certificate of Incorporation Number (CIN) is U72900MH2005PLC151034 dated February 4, 2005, from the Registrar of Companies (ROC)

TickerPlant Limited is one of the leading global content providers in the financial information services industry and virtual digital assets that integrates and disseminates ultra-low latency data feeds, news and information. Real-time market data and information is distributed in a user friendly and flexible format on TickerPlant's own state-of-the-art platform as well as on third-party websites, including mobile phones, at competitive prices. TickerPlant's adoption of open technology standards allows it to integrate content with rich features and analytical tools, enhancing customer experience through customized delivery and display of data and tools. Resilient data management system and dedicated teams of information and technology specialists ensure the highest standards of data security, completeness, quality and authentication.

These IND-AS compliant financial statements were approved by the Board of Directors on May 19, 2022

#### **2. Basis of Preparation:**

These financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Indian Accounting Standards (IND AS) notified under Section 133 of the Companies Act, 2013 ("the 2013 Act") read with Rule 4 of the Companies (Indian Accounting Standards) Rules, 2015 and the relevant provisions of the 2013 Act.

These financial statements for the year ended 31 March 2022 are prepared in accordance with IND AS.

The financial statements have been prepared on accrual basis using the historical cost measurement along with other permissible measurement basis.

The accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

##### **2.1 Functional and presentation currency :**

These Separate financial statements are presented in Indian Rupees, which is the Company's functional currency. All amounts have been rounded to the nearest rupee, unless otherwise indicated.

##### **2.2 Use of Judgments and estimates :**

The preparation of the financial statements is in conformity with IND AS requires management to make certain estimates, judgments and assumptions. These affect the application of accounting policies, the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the reporting date of the financial statements and reported amounts of income and expenses during the period. Accounting estimates could change from period to period and the actual results could differ from those estimates. These are reviewed by the management on an on-going basis and appropriate changes in estimates are made prospectively as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

The management believes that the estimates used in preparation of these financial statements are just, prudent and reasonable.

### **2.3 Judgements**

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognised in these financial statements is included in the following notes:

Note 3.10 – measurement of defined benefit obligations: key actuarial assumptions.

Note 3.12(ii) – recognition of deferred tax assets: availability of future taxable profit against which tax losses carried forward can be used.

### **3. Significant Accounting Policies**

The Company has consistently applied the following accounting policies to all periods presented in these financial statements.

#### **3.1 Revenue Recognition:**

Effective April 1, 2018, the Company adopted Ind AS 115 “Revenue from Contracts with Customers” using the cumulative catch-up transition method, applied to contracts that were not completed as of April 1, 2018. In accordance with the cumulative catch-up transition method, the comparatives have not been retrospectively adjusted. The following is a summary of new and/or revised significant accounting policies related to revenue recognition. The effect on adoption of Ind AS 115 was insignificant.

##### Income from Services:

Revenue is recognized when no significant uncertainty as to determination or realization exists. Income from data feed services, fixed price contracts and product based services are recognized as per the terms of the contract and when the services are provided. Income from services is stated net of taxes wherever applicable.

##### Sale of goods:

Sales are recognised, net of returns and trade discounts, on transfer of significant risks and rewards of ownership to the buyer, which generally coincides with the delivery of services to customers. Sales exclude GST.

#### **3.2 Interest Income:**

Interest income is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

**3.3 Dividends:**

Dividends are recognised in profit or loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Company, and the amount of the dividend can be measured reliably.

**3.4 Property, plant and equipment****(i) Recognition and measurement**

Property, Plant and Equipment (PPE) are carried at cost less accumulated depreciation and any accumulated impairment losses, if any.

The cost of PPE comprises its purchase price including import duties and non-refundable purchase taxes after deducting trade discounts and rebates and any costs directly attributable to bring in the asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Subsequent expenditure relating to PPE is capitalised only when it is probable that future economic benefits with these flow to the company and cost of the item can be measured reliably.

The useful lives and residual values of company's assets are determined by management at the time the asset is acquired and reviewed periodically, including at each financial year-end. Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset form part of the cost of the asset.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

**(ii) Subsequent expenditure**

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company.

**(iii) Depreciation**

Depreciation is calculated to write off the cost of items of property, plant and equipment less their estimated residual values using the straight-line method over their estimated useful lives, and is recognised in profit or loss.

Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate. Depreciation has been provided on the straight-line method on the basis of useful life as follows:

<u>Asset</u>	<u>Useful life</u>
(a) Motor Vehicle	8 Years
(b) Office Equipment (Including Electrical Installations & Equipment)	2 to 10 Years
(c) Computer Hardware	3 to 6 Years
(d) Furniture & Fixtures	5 to 10 Years

Assets costing upto ₹5,000/- are fully depreciated in the year of acquisition.

The cost and related accumulated depreciation are eliminated from the financial statements upon



sale or retirement of the asset and the resultant gains or losses are recognized in net profit in the statement of profit and loss.

### **3.5 Intangible assets**

Intangible assets are stated at cost less accumulated amortization and impairment. Intangible assets are amortized over their respective individual estimated useful lives on a straight-line basis, from the date that they are available for use. Amortization methods and useful lives are reviewed periodically including at each financial year end.

The Company amortises intangible assets on the straight-line method on the basis of finite life as follows:

<u>Asset</u>	<u>Useful life</u>
(a) Trademarks	8 Years
(b) Computer Software	6 Years

### **3.6 Financial Instruments**

The Company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities that are not at fair value through profit or loss are added to the fair value on initial recognition. Regular way purchase and sale of financial assets are accounted for at trade date.

#### **3.6.1 Subsequent Measurement**

##### **a. Non-derivative financial instruments**

###### **1. Financial assets at fair value through profit or loss:**

Financial Assets are recognised at fair value excluding directly attributable costs. A financial asset which is not classified in any of the above categories is subsequently fair valued through profit or loss.

##### **b. Share Capital**

###### **1. Ordinary Shares:**

Ordinary shares are classified as equity. Incremental costs directly attributable to the issuance of new ordinary shares are recognized as a deduction from equity, net of any tax effects.

###### **Derecognition of financial instruments:**

The company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under IND AS 109. A financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

Any gain or loss on derecognition is recognised in statement of profit and loss including

cumulative gain or loss in case of financial assets subsequently valued at fair value through other comprehensive income. In case of financial assets subsequently fair valued through profit or loss gain or loss is presented on a net basis.

**3.7 Measurement of Fair Value**

In determining the fair value of its financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date. The methods used to determine fair value include discounted cash flow analysis, available quoted market prices and dealer quotes. All methods of assessing fair value result in general approximation of value, and such value may never actually be realized.

**3.8**

**(i) Financial Assets:**

As per IND AS 109, the Company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognized as an impairment gain or loss in profit or loss.

**(ii) Impairment of Non Financial Assets:**

Intangible assets and property, plant and equipment

Intangible assets and property, plant and equipment are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the CGU to which the asset belongs.

If such assets are considered to be impaired, the impairment to be recognized in the Statement of Profit and Loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. An impairment loss is reversed in the statement of profit and loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

**3.9 Foreign Currency Translation**

Transactions in foreign currencies are translated into the respective functional currencies of the Company at the exchange rates at the dates of the transactions.

Foreign currency denominated monetary assets and liabilities are translated into the relevant functional currency at exchange rates in effect at the balance sheet date. The gains or losses resulting from such translations are included in net profit in the Statement of Profit and Loss. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at fair value are translated at the exchange rate prevalent at the date when the fair value was determined. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of the transaction.

Transaction gains or losses realized upon settlement of foreign currency transactions are included in determining net profit for the period in which the transaction is settled. Revenue, expense and cash flow items denominated in foreign currencies are translated into the relevant functional currencies using the exchange rate in effect on the date of the transaction.

**3.10 Employee Benefits**

**a) Gratuity**

The Company provides for gratuity, a defined benefit retirement plan ('the Gratuity Plan') covering eligible employees. The Gratuity Plan provides a lump-sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment with the Company.

Liabilities with regard to the Gratuity Plan are determined by actuarial valuation, performed by an independent actuary, at each balance sheet date using the projected unit credit method.

The Company recognizes the net obligation of a defined benefit plan in its balance sheet as an asset or liability. Gains and losses through re-measurements of the net defined benefit liability/(asset) are recognized in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet. The effect of any plan amendments is recognized in net profit in the Statement of Profit and Loss as past service costs.

**b) Provident Fund**

Eligible employees of the Company receive benefits from a provident fund, which is a defined benefit plan and are recognised as employee benefit expenses when they are due. The Company pays provident fund contributions to publicly administered provident funds as per local regulations. The Company has no further payment obligations once the contributions have been paid.

Both the eligible employee and the company make monthly contributions to the provident fund plan equal to a specified percentage of the covered employee's salary. The rate at which the annual interest is payable to the beneficiaries by the trust is being administered by the government.

**3.11 Finance Costs**

Interest expense is recognised using the effective interest method.

**3.12 Income tax**

Income tax expense comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to a business combination, or items recognised directly in equity or in OCI.

**i. Current tax**

Current tax comprises the expected tax payable or recoverable on the taxable income or loss for the year and any adjustment to the tax payable or recoverable in respect of previous years. The amount of current tax payable or recoverable is the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any. It is measured using tax rates enacted or substantively enacted at the reporting date.

Minimum Alternative Tax (MAT) credit is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. In the year in which the MAT credit becomes eligible to be recognised as an asset in accordance with the recommendations contained in Guidance Note issued by the Institute of Chartered Accountants of India, the said asset is created by way of a credit to the statement of profit and loss and shown as MAT Credit Entitlement. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal income tax during the specified period.

**ii. Deferred tax**

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax is not recognised for:

- temporary differences on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss;
- temporary differences related to investments in subsidiaries, Associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill.

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Future taxable profits are determined based on business plans of the Company and the reversal of temporary differences. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves.

Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date. The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

### **3.13 Operating Cycle**

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. Based on the nature of products / activities of the Company and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

### **3.14 Provisions**

A provision is recognized if, as a result of a past event, the company has a present legal or constructive obligation that is reasonably estimable, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

### **3.15 Contingencies**

Contingent liabilities are disclosed by way of notes to Financial Statements after careful evaluation by management of the facts and legal aspects of the matter involved.

### **3.16 Leases**

#### **1. Leases**

Effective April 01, 2019, the Company had adopted Ind AS 116 "Leases" by applying the modified retrospective approach. The Company, at the inception of a contract, assesses whether the contract is a lease or not lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a time in exchange for a consideration.

#### **Company as a lessee**

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received. The right -of-use assets are subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the

lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company's incremental borrowing rate is used. For leases with reasonably similar characteristics, the Company, on a lease by lease basis, may adopt either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Company is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, any remaining amount of the remeasurement is recorded in statement of profit and loss.

The Company accounts for each lease component within the contract as a lease separately from non-lease components of the contract and allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components by applying Ind AS 115 Revenue to allocate the consideration in the contract.

The Company has elected not to apply the requirements of Ind AS 116 to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value and are recognized as an expense on a straight-line basis over the lease term.

#### Company as a lessor

At the inception of the lease the Company classifies each of its leases as either an operating lease or a finance lease. The Company recognises lease payments received under operating leases as income on a straight-line basis over the lease term. In case of a finance lease, finance income is recognised over the lease term based on a pattern reflecting a constant periodic rate of return on the lessor's net investment in the lease. When the Company is an intermediate lessor it accounts for its interests in the head lease and the sub-lease separately. It assesses the lease classification of a sub-lease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short term lease to which the Company applies the exemption described above, then it classifies the sub-lease as an operating lease.

The Company is not required to make any adjustments on transition to Ind AS 116 for leases in which it acts as a lessor, except for a sub-lease. The Company accounted for its leases in accordance with Ind AS 116 from the date of initial application. The Company does not have any significant impact on account of sub-lease on the application of this standard.



**3.17 Earnings per share**

Basic earnings per equity share are computed by dividing the net profit attributable to the equity holders of the company by the weighted average number of equity shares outstanding during the period. Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares). Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

The number of equity shares and potentially dilutive equity shares are adjusted retrospectively for all periods presented for any share splits including for changes effected prior to the approval of the financial statements by the Board of Directors.

**4. Recent Accounting pronouncements**

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards. MCA issued notifications dated March 24, 2021 to amend Schedule III to the Companies Act, 2013 to enhance the disclosures required to be made by a Company in its financial statements. These amendments are applicable to the Company for the financial year starting April 1, 2021.

**TickerPlant Limited**
**Notes forming part of the financial statements for the year ended March 31, 2022**
**5 Property, plant and equipment**

(₹ in lakhs)

Particulars	Office Equipment**	Computer Hardware	Furniture and Fixtures	Vehicles	Total
<b>Year ended March 31, 2022</b>					
Gross carrying Value as at April 1, 2021	14.47	598.21	-	20.76	633.44
Additions	37.32	104.66	18.34	37.20	197.52
Disposals	-	-	-	-	-
<b>Gross carrying Value as at March 31, 2022</b>	<b>51.79</b>	<b>702.87</b>	<b>18.34</b>	<b>57.96</b>	<b>830.96</b>
<b>Accumulated depreciation and impairment as at April 01, 2021</b>	<b>14.25</b>	<b>482.37</b>	<b>-</b>	<b>16.66</b>	<b>513.28</b>
Charged during the year	4.64	54.98	1.56	3.15	64.33
Disposals	-	-	-	-	-
<b>Upto March 31, 2022</b>	<b>18.89</b>	<b>537.35</b>	<b>1.56</b>	<b>19.81</b>	<b>577.61</b>
<b>Net carrying amount as at March 31, 2022</b>	<b>32.90</b>	<b>165.52</b>	<b>16.78</b>	<b>38.15</b>	<b>253.35</b>
<b>Year ended March 31, 2021</b>					
Gross carrying Value as at April 1, 2020	14.47	597.27	-	45.44	657.18
Additions	-	0.94	-	-	0.94
Disposals	-	-	-	(24.68)	(24.68)
<b>Gross carrying Value as at March 31, 2021</b>	<b>14.47</b>	<b>598.21</b>	<b>-</b>	<b>20.76</b>	<b>633.44</b>
<b>Accumulated depreciation and impairment as at April 01, 2020</b>	<b>13.73</b>	<b>433.46</b>	<b>-</b>	<b>23.91</b>	<b>471.10</b>
Charged during the year	0.52	48.91	-	4.84	54.27
Disposals	-	-	-	(12.09)	(12.09)
<b>Upto March 31, 2021</b>	<b>14.25</b>	<b>482.37</b>	<b>-</b>	<b>16.66</b>	<b>513.28</b>
<b>Net carrying amount as at March 31, 2021</b>	<b>0.22</b>	<b>115.84</b>	<b>-</b>	<b>4.10</b>	<b>120.16</b>

\*\* Includes electrical installations

**TickerPlant Limited**
**Notes forming part of the financial statements for the year ended March 31, 2022**
**6 Right of Use Assets**

(₹ in lakhs)

<b>Particulars</b>	<b>Buildings</b>	<b>Total</b>
<b>Year ended March 31, 2022</b>		
Gross carrying Value as at April 1, 2021	36.54	36.54
Additions	-	-
Deletions on dehiring premises	(36.54)	(36.54)
<b>Gross carrying Value as at March 31, 2022</b>	-	-
<b>Accumulated depreciation and impairment as at April 01, 2021</b>	36.54	36.54
Charged during the year	-	-
Deletions on dehiring premises	(36.54)	(36.54)
<b>Upto March 31, 2022</b>	-	-
<b>Net carrying amount as at March 31, 2022</b>	-	-
<b>Year ended March 31, 2021</b>		
Gross carrying Value as at April 1, 2020	54.81	54.81
Additions	-	-
Deletions on dehiring premises	(18.27)	(18.27)
<b>Gross carrying Value as at March 31, 2021</b>	<b>36.54</b>	<b>36.54</b>
<b>Accumulated depreciation and impairment as at April 01, 2020</b>	21.32	21.32
Charged during the year	15.22	15.22
Deletions on dehiring premises	-	-
<b>Upto March 31, 2021</b>	<b>36.54</b>	<b>36.54</b>
<b>Net carrying amount as at March 31, 2021</b>	-	-

**TickerPlant Limited**
**Notes forming part of the financial statements for the year March 31, 2022**
**7 Other Intangible Assets**

(₹ in lakhs)

Particulars	Trade Mark	Computer software	Total
<b>Year ended March 31, 2022</b>			
Gross carrying Value as at April 1, 2021	23.96	37.89	61.85
Additions	25.07	1.83	26.90
Disposals	-	-	-
<b>Gross carrying Value as at March 31, 2022</b>	<b>49.03</b>	<b>39.72</b>	<b>88.75</b>
<b>Accumulated amortisation and impairment as at April 01, 2021</b>	<b>12.40</b>	<b>34.15</b>	<b>46.55</b>
Charged during the year	3.39	2.93	6.32
Disposals	-	-	-
<b>Upto March 31, 2022</b>	<b>15.79</b>	<b>37.08</b>	<b>52.87</b>
<b>Net carrying amount as at March 31, 2022</b>	<b>33.24</b>	<b>2.64</b>	<b>35.88</b>
<b>Year ended March 31, 2021</b>			
Gross carrying Value as at April 1, 2020	23.96	37.89	61.85
Additions	-	-	-
Disposals	-	-	-
<b>Gross carrying Value as at March 31, 2021</b>	<b>23.96</b>	<b>37.89</b>	<b>61.85</b>
<b>Accumulated amortisation and impairment as at April 01, 2020</b>	<b>10.08</b>	<b>30.45</b>	<b>40.53</b>
Charged during the year	2.32	3.70	6.02
Disposals	-	-	-
<b>Upto March 31, 2021</b>	<b>12.40</b>	<b>34.15</b>	<b>46.55</b>
<b>Net carrying amount as at March 31, 2021</b>	<b>11.56</b>	<b>3.74</b>	<b>15.30</b>

**TickerPlant Limited**
**Notes forming part of the financial statements for the year ended March 31, 2022**

8 Other Financial Assets			(₹ in lakhs)
Particulars	As at 31.03.2022	As at 31.03.2021	
<b>Non-Current</b>			
Security Deposits	7.10	3.85	
<b>Total</b>	<b>7.10</b>	<b>3.85</b>	
<b>Current</b>			
Interest accrued on bank fixed deposits	14.22	1.38	
<b>Total</b>	<b>14.22</b>	<b>1.38</b>	
<b>Total Other Financial Assets</b>	<b>21.32</b>	<b>5.23</b>	

9 Other Assets			(₹ in lakhs)
Particulars	As at 31.03.2022	As at 31.03.2021	
<b>Other Non-Current assets</b>			
Advance Income Tax (net of provisions)	199.91	129.07	
Prepaid Expenses	8.69	0.37	
<b>Total</b>	<b>208.60</b>	<b>129.44</b>	
<b>Other current assets</b>			
Prepaid expenses	165.62	96.39	
Balances With Government Authorities	240.66	122.21	
<b>Advances for supply of goods and services</b>			
Considered good	201.87	38.81	
Considered doubtful	-	-	
	201.87	38.81	
Less: Allowance for doubtful advances	-	-	
	201.87	38.81	
<b>Total</b>	<b>608.15</b>	<b>257.41</b>	
<b>Total Other Assets</b>	<b>816.75</b>	<b>386.85</b>	

10 Trade receivables			(₹ in lakhs)
Particulars	As at 31.03.2022	As at 31.03.2021	
<b>Current Unsecured</b>			
Undisputed Trade receivables – considered good	17.60	56.63	
Undisputed Trade Receivables – which have significant increase in credit risk	-	-	
Undisputed Trade Receivables – credit impaired	-	-	
	17.60	56.63	
Less: Allowance for expected credit loss on undisputed trade receivable	-	-	
<b>Total Trade Receivables</b>	<b>17.60</b>	<b>56.63</b>	

Trade receivables ageing schedule for the year ended as on March 31, 2022 and March 31, 2021:

Particulars	Not Due Less than 6 Months	6 months to 1 Year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade receivables – considered good	17.46	0.14	-	-	-	17.60
Previous Year	56.63	-	-	-	-	56.63
Undisputed Trade receivables – credit impaired	-	-	-	-	-	-
Previous Year	-	-	-	-	-	-
Disputed Trade receivables – considered good	-	-	-	-	-	-
Previous Year	-	-	-	-	-	-
Disputed Trade receivables – credit impaired	-	-	-	-	-	-
Previous Year	-	-	-	-	-	-
Less: Allowance for credit loss	-	-	-	-	-	-
	-	-	-	-	-	-
<b>Total Trade Receivables</b>	<b>17.46</b>	<b>0.14</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>17.60</b>
Previous Year	<b>56.63</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>56.63</b>

11 Cash and cash equivalents			(₹ in lakhs)
Particulars	As at 31.03.2022	As at 31.03.2021	
<b>Cash And Bank Balances</b>			
Cash on hand	0.82	0.31	
<b>Balances with banks</b>			
In current accounts	120.25	42.72	
In deposit accounts with original maturity of less than 3 months	7,444.03	310.24	
	7,564.28	352.96	
<b>Total Cash and Cash equivalents</b>	<b>7,565.10</b>	<b>353.27</b>	

12 Bank Balances other than (11) above			(₹ in lakhs)
Particulars	As at 31.03.2022	As at 31.03.2021	
<b>Other bank balances</b>			
In deposit accounts with original maturity of more than 12 months	6.24	-	
In deposit accounts with original maturity of more than 3 months but less than 12 months	650.25	-	
<b>Total Bank Balances other than (11) above</b>	<b>656.49</b>	<b>-</b>	

**TickerPlant Limited**
**Notes forming part of the financial statements for the year ended March 31, 2022**
**13 EQUITY SHARE CAPITAL**

Particulars	As at 31.03.2022		As at 31.03.2021	
	Number of shares	₹ in lakhs	Number of shares	₹ in lakhs
<b>Authorised:</b>				
Equity shares of ₹ 1/- each ( Previously ₹ 10/- each)	1,340,000,000	13,400.00	84,000,000	8,400.00
<b>Issued, subscribed and fully paid up:</b>				
Equity shares of ₹ 1/- each ( Previously ₹ 10/- each)	659,965,770	6,599.66	65,996,577	6,599.66
Equity shares issued of ₹ 1/- each during the year*	420,000,000	4,200.00	-	-
<b>Issued, subscribed and partly paid up:</b>				
Equity shares of ₹ 1/- each ((Previously ₹ 10/- each) ( partly paid of ₹ 5/- each ))	120,570,670	1,205.71	12,057,067	602.85
<b>Total</b>		<b>12,005.37</b>		<b>7,202.51</b>

Note\*: During the year ended 31/03/2022 the company had made 1st and final call of ₹ 5/- per share on 1,20,57,067 equity share of face value of ₹ 10/- each and had offered Rights Issue at face value of ₹ 10/- per share on 1,50,00,000 equity shares at face value to 63 moons technologies Ltd. During the period ended the Company had increased Authorised Share Capital of the Company from existing Rs. 84,00,00,000/- (8,40,00,000 Equity shares of face value of ₹ 10/- each) to Rs. 134,00,00,000/- (13,40,00,000 Equity Shares of face value ₹ 10/- each). The Company had subdivided 1 Equity Share of Face of Rs 10/- each into 10 Equity Shares of Rs 1/- each. The Company had offered Private Placement of 27,00,00,000 Equity Shares at ₹ 3/- per Share (at premium of ₹ 2/- per share)

**a. Reconciliation of number of shares**

Particulars	As at 31.03.2022		As at 31.03.2021	
	Number of shares	₹ in lakhs	Number of shares	₹ in lakhs
<b>Equity Shares</b>				
Opening Balance	780,536,440	7,202.51	659,965,770	6,599.66
Changes during the period				
Increase during the year	420,000,000	4,802.86	120,570,670	602.85
<b>Closing Balance</b>	<b>1,200,536,440</b>	<b>12,005.37</b>	<b>780,536,440</b>	<b>7,202.51</b>

**b. Rights, preferences and restrictions attached to equity shares:**

The Company has only one class of shares referred to as equity shares having a par value of ₹ 1/- per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividend in Indian Rupees. The dividend recommended by the Board of Directors is subject to the approval of the shareholders at the ensuing annual general meeting, except in the case of interim dividend. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts in the proportion of equity shares held.

**c. Details of equity shares held by each shareholder holding more than 5% equity shares in the Company:**

Particulars	As at 31.03.2022		As at 31.03.2021	
	Number of Equity Shares held	% Holding	Number of Equity Shares held	% Holding
63 moons technologies Ltd	930,536,440	77.51	78,053,644	100.00

**d. Details of equity shares held by promoters in the Company:**

Particulars	Number of Equity Shares held	% of total shares	% Change during the year
<b>Year ended March 31, 2022</b>			
63 moons technologies Ltd	930,536,440	77.51	22.49
<b>Total</b>	<b>930,536,440</b>	<b>77.51</b>	<b>22.49</b>

<b>Year ended March 31, 2021</b>			
63 moons technologies Ltd ( Includes 12,057,067 number of shares of face value ₹ 10/- each (₹ 5/- paid up)	78,053,644	100.00	-
<b>Total</b>	<b>78,053,644</b>	<b>100.00</b>	<b>-</b>



**TickerPlant Limited**
**Notes forming part of the financial statements for the year ended March 31, 2022**

<b>14 Other Financial Liabilities</b>		(₹ in lakhs)	
<b>Particulars</b>	<b>As at 31.03.2022</b>	<b>As at 31.03.2021</b>	
<b>Current</b>			
Payable to employees and other contractual obligations	21.24	0.15	
Advances from customers	55.82	16.42	
<b>Total</b>	<b>77.06</b>	<b>16.57</b>	
<b>Total Other Financial Liabilities</b>	<b>77.06</b>	<b>16.57</b>	
<b>15 Provisions</b>		(₹ in lakhs)	
<b>Particulars</b>	<b>As at 31.03.2022</b>	<b>As at 31.03.2021</b>	
<b>Non-Current</b>			
Provision for employee benefits			
Compensated absences	87.37	46.20	
Gratuity	25.62	11.62	
<b>Total</b>	<b>112.99</b>	<b>57.82</b>	
<b>Current</b>			
Provision for employee benefits			
Compensated absences	91.76	6.09	
Gratuity	87.59	34.37	
<b>Total</b>	<b>179.35</b>	<b>40.46</b>	
<b>Total Provisions</b>	<b>292.34</b>	<b>98.28</b>	
<b>16 Other liabilities</b>		(₹ in lakhs)	
<b>Particulars</b>	<b>As at 31.03.2022</b>	<b>As at 31.03.2021</b>	
<b>Non-Current</b>			
Income received in advance/unearned revenue	20.31	7.11	
<b>Total</b>	<b>20.31</b>	<b>7.11</b>	
<b>Current</b>			
Statutory remittances	141.74	29.94	
Income received in advance/unearned revenue	524.18	505.16	
<b>Total</b>	<b>665.92</b>	<b>535.10</b>	
<b>Total other liabilities</b>	<b>686.23</b>	<b>542.21</b>	

# TickerPlant Limited

## Notes forming part of the financial statements for the year ended March 31, 2022

### 17 Income Tax & deferred tax

#### 17.1 Income Tax recognised in Profit or loss: (₹ in lakhs)

Particulars	Year Ended 31.03.2022	Year Ended 31.03.2021
<b>Current Tax</b>		
In respect of the current year	-	-
	-	-
<b>Total tax expense recognised in the current year relating to continuing operations</b>	-	-

#### 17.2 Reconciliation of tax expense with the effective tax (₹ in lakhs)

Particulars	Year Ended 31.03.2022	Year Ended 31.03.2021
Profit before tax from continuing operations (a)	(2,272.35)	(724.45)
Income tax rate as applicable (b)	26.00%	26.00%
Calculated taxes based on above, without any adjustments for deductions [(a) x (b)]	(590.81)	(188.36)
<b>Permanent tax differences due to:</b>		
Effect of tax losses on which DTA is not recognised	590.81	188.36
Effect of tax losses & credit not recognised		
<b>Income tax expense recognised in profit or loss (relating to continuing operations)</b>	-	-

#### 17.3 Tax Losses & Tax credits

Particulars	As at 31.03.2022	As at 31.03.2021
<b>(a) Tax losses</b>		
<b>Deferred tax asset not recognised :</b>		
Unused tax losses	2,587.09	1,996.28
	<b>2,587.09</b>	<b>1,996.28</b>

#### 17.4 Current Tax Assets (₹ in lakhs)

Particulars	As at 31.03.2022	As at 31.03.2021
Current tax	87.24	69.95
<b>Total Current Assets</b>	<b>87.24</b>	<b>69.95</b>

# TickerPlant Limited

## Notes forming part of the financial statements for the year ended March 31, 2022

### 18 Trade payable

(₹ in lakhs)

Particulars	As at 31.03.2022	As at 31.03.2021
Undisputed Dues To Micro And Small Enterprises	-	-
Disputed dues Micro And Small Enterprises	-	-
Total Outstanding Dues Of Creditors Other Than Micro And Small Enterprises	444.30	256.39
Disputed dues – Of Creditors Other Than Micro And Small Enterprises payable to related parties	551.68	561.07
<b>Total Trade payable</b>	<b>995.98</b>	<b>817.46</b>

Trade Payable ageing schedule for the year ended as on March 31, 2022 and March 31, 2021:

Particulars	Less than 1 Year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade payables – considered good	589.00	197.32	209.66	-	995.98
Previous Year	470.54	298.00	48.92	-	817.46
Undisputed Trade payables – credit impaired	-	-	-	-	-
Previous Year	-	-	-	-	-
Disputed Trade payables – considered good	-	-	-	-	-
Previous Year	-	-	-	-	-
Disputed Trade payables – credit impaired	-	-	-	-	-
Previous Year	-	-	-	-	-
Less: Allowance for credit loss	-	-	-	-	-
Previous Year	-	-	-	-	-
Total Trade Payables	589.00	197.32	209.66	-	995.98
Previous Year	470.54	298.00	48.92	-	817.46

Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006:

(a) No amount was due and outstanding to suppliers as at the end of the accounting year i.e. March 31, 2022 and March 31, 2021 on account of Principal and Interest respectively.

(b) No interest paid during the year.

(c) No interest is due and payable at the end of the year.

(d) No amount of interest accrued and unpaid at the end of the accounting year.

(e) No amount of further interest remaining due and payable even in the succeeding years

The above information regarding Micro and Small Enterprises has been determined to the extent replies to the Company's communication have been received from vendors/suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006. This has been relied upon by the auditors.

# Tickerplant limited

Notes forming part of the financial statements for the year ended March 31, 2022

19 Revenue from operations		(₹ in lakhs)	
Particulars	Year Ended 31.03.2022	Year Ended 31.03.2021	
Income from Ticker Solutions	157.60	155.22	
Income from Product services	1,428.49	1,444.25	
<b>Total Revenue From Operations</b>	<b>1,586.09</b>	<b>1,599.47</b>	

Revenue disaggregation by geography is as follows:

		(₹ in lakhs)	
Geography	Year Ended 31.03.2022	Year Ended 31.03.2021	
India	1,369.19	1,404.51	
Others	216.90	194.96	
	<b>1,586.09</b>	<b>1,599.47</b>	

Geographical revenue is allocated based on the location of the customers

Changes in unearned and deferred revenue are as follows:

		(₹ in lakhs)	
	Year Ended 31.03.2022	Year Ended 31.03.2021	
Balance at the beginning of the year	512.27	601.63	
Revenue recognised that was included in the unearned and deferred revenue at the beginning of the year	(505.20)	(590.85)	
Increase due to invoicing during the year, excluding amounts recognised as revenue during the year	537.42	501.49	
Balance at the end of the year	<b>544.49</b>	<b>512.27</b>	

20 Other income		(₹ in lakhs)	
Particulars	Year Ended 31.03.2022	Year Ended 31.03.2021	
<b>Interest received on financial assets-Carried at amortised cost</b>			
On Bank deposits*	87.72	8.18	
On Income tax refunds	-	14.92	
	<b>87.72</b>	<b>23.10</b>	
*Interest under effective Interest method			
<b>Other Non-Operating Income</b>			
Miscellaneous income	-	11.67	
<b>Total Other Income</b>	<b>87.72</b>	<b>34.77</b>	

21 Employee benefits expense		(₹ in lakhs)	
Particulars	Year Ended 31.03.2022	Year Ended 31.03.2021	
Salaries and wages	1,462.33	987.78	
Contribution to provident fund and other funds	50.86	32.89	
Gratuity	16.55	27.40	
Staff welfare expenses	19.08	3.25	
<b>Total Employee Benefits expense</b>	<b>1,548.82</b>	<b>1,051.32</b>	

22 Finance Costs		(₹ in lakhs)	
Particulars	Year Ended 31.03.2022	Year Ended 31.03.2021	
<b>Interest expense</b>			
Interest on lease liabilities	-	1.20	
Others	3.16	0.95	
<b>Total Finance Costs</b>	<b>3.16</b>	<b>2.15</b>	

**Tickerplant limited**

Notes forming part of the financial statements for the year ended March 31, 2022

**23 Depreciation and amortisation expenses**

(₹ in lakhs)

Particulars	Year Ended 31.03.2022	Year Ended 31.03.2021
Depreciation on property, plant and equipment	64.33	54.27
Depreciation on lease property	-	15.22
Amortisation of intangible assets	6.32	6.02
<b>Total Depreciation and Amortisation expenses</b>	<b>70.65</b>	<b>75.51</b>

**24 Other expenses**

(₹ in lakhs)

Particulars	Year Ended 31.03.2022	Year Ended 31.03.2021
Data Feed	822.65	850.00
Managed Services	23.20	21.00
Electricity	5.33	8.18
Rent including lease rentals	45.00	49.65
Repairs and maintenance	28.43	11.26
Office Expenses	7.94	5.37
Advertisement, branding & event expenses	312.80	-
Sales promotion expenses	143.72	30.73
Travelling and conveyance	13.98	3.81
ROC & Other Charges	49.56	0.45
Insurance	19.03	21.34
Software license fees	109.41	56.27
Communication expenses	112.71	105.04
Legal and professional charges	378.90	59.84
Outsourcing charges	137.09	-
Loss on disposal/write off of fixed assets (net)	-	2.00
Bad trade receivables / advances written off	-	0.32
Less: Allowance for credit loss made earlier	-	-
	-	0.32
Miscellaneous expenses	113.78	4.45
<b>Total Other expenses</b>	<b>2,323.53</b>	<b>1,229.71</b>

**TickerPlant Limited**
**Notes forming part of the financial statements for the year ended March 31, 2022**
**25 Financial instruments**
**Financial instruments by category**

The carrying amounts and fair values of financial instruments by categories as at March 31, 2022 and March 31, 2021 are as follows:

**As at March 31, 2022**

(₹ in lakhs)

Particulars	Amortised Cost / Cost	FVTPL	FVTOCI	Fair Value/ Carrying Value
<b>Assets :</b>				
Cash and cash equivalents	7,565.10	-	-	7,565.10
Bank balances other than above	656.49	-	-	656.49
Trade receivables	17.60	-	-	17.60
Other financial assets	21.32	-	-	21.32
<b>Total Assets</b>	<b>8,260.51</b>	<b>-</b>	<b>-</b>	<b>8,260.51</b>
<b>Liabilities:</b>				
Trade payables	995.98	-	-	995.98
Other financial liabilities	77.06	-	-	77.06
<b>Total Liabilities</b>	<b>1,073.04</b>	<b>-</b>	<b>-</b>	<b>1,073.04</b>

**As at March 31, 2021**

(₹ in lakhs)

Particulars	Amortised Cost / Cost	FVTPL	FVTOCI	Fair Value/ Carrying Value
<b>Assets :</b>				
Cash and cash equivalents	353.27	-	-	353.27
Bank balances other than above	-	-	-	-
Trade receivables	56.63	-	-	56.63
Other financial assets	5.23	-	-	5.23
<b>Total Assets</b>	<b>415.13</b>	<b>-</b>	<b>-</b>	<b>415.13</b>
<b>Liabilities:</b>				
Trade payables	817.46	-	-	817.46
Other financial liabilities	16.57	-	-	16.57
<b>Total Liabilities</b>	<b>834.03</b>	<b>-</b>	<b>-</b>	<b>834.03</b>

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy based on the lowest level input that is significant to the fair value measurement as a whole. The fair value hierarchy is described as under:

- Level 1 hierarchy includes methods and input that use active quoted prices depending upon type of instrument. Management has used closing prices and values of closing NAV's as applicable in case of financial instruments covered under this level.
- Under level 2 the fair value of the financial instruments that are not traded in any active market are determined using appropriate valuation techniques with the use of observable market data without relying much on the estimates that are entity specific. The inputs under this level are always observable.
- In case of level 3 if one or more of the significant inputs are not derived on the basis of observable market data then fair value estimations derived with such inputs are included in level 3.

The Company follows a policy to recognise transfers between the levels only at the end of reporting period and accordingly there are no transfers between levels during the year.

The information based on the above levels is tabulated here below:

**Fair value of financial assets and liabilities measured at amortised cost**

Particulars	As at March 31, 2022		As at March 31, 2021	
	Carrying amount	Fair value	Carrying amount	Fair value
<b>Financial assets at amortised cost</b>				
Cash and cash equivalents	7,565.10	7,565.10	353.27	353.27
Bank balances other than above	656.49	656.49	-	-
Trade receivables	17.60	17.60	56.63	56.63
Other financial assets	21.32	21.32	5.23	5.23
<b>Total</b>	<b>8,260.51</b>	<b>8,260.51</b>	<b>415.13</b>	<b>415.13</b>
<b>Financial liabilities at amortised cost</b>				
Trade payables	995.98	995.98	817.46	817.46
Other financial liabilities	77.06	77.06	16.57	16.57
<b>Total</b>	<b>1,073.04</b>	<b>1,073.04</b>	<b>834.03</b>	<b>834.03</b>

The carrying amount of financial assets and financial liabilities above is considered to be the same as their fair value because of their short-term nature. The financial assets and liabilities that are measured at fair value, the carrying amounts are equal to their fair value.



**TickerPlant Limited****Notes forming part of the financial statements for the year ended March 31, 2022****26 Risk Management****Credit Risk**

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. The maximum exposure to the credit risk at the reporting date is primarily from trade receivables amounting to ₹ 17.60 lakhs and ₹ 56.63 lakhs as of March 31, 2022 and March 31, 2021, respectively and unearned revenue amounting to ₹ 544.49 lakhs and ₹ 512.27 lakhs as of March 31, 2022 and March 31, 2021, respectively. Trade receivables and unearned revenue are typically unsecured and are derived from revenue earned from customers primarily located in India. Credit risk has always been managed by the Company through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers in the normal course of business. On account of adoption of Ind AS 109, the Company uses expected credit loss model to assess the impairment loss or gain. The Company uses a provision matrix to compute the expected credit loss allowance for trade receivables and unbilled revenues. The provision matrix takes into account available external and internal credit risk factors such as credit default and the Company historical experience for customers.

**Liquidity Risk**

The company's principal sources of liquidity are cash and cash equivalents and the cash flow that is generated from operations. The company has no borrowings. The company believes that the working capital is sufficient to meet its current requirements. Accordingly, no liquidity risk is perceived.

**Foreign Currency risk**

The Company's exchange risk arises primarily from its trade receivable. The advance in foreign currency are provided for. The exchange rate between the Indian rupee and US dollars has changed substantially in recent periods and may continue to fluctuate in the future. However since, outstanding amount is not material, foreign currency exposures have not been hedged by a derivative instrument or otherwise. The Company's foreign currency exposures as on year end are as under:

Particulars	As at 31.03.2022			As at 31.03.2021	
	Currency	Foreign Currency	₹	Foreign Currency	₹
<b>Payable in foreign currency</b>					
Trade payables	USD	0.97	73.58	1.19	86.99
	MYR	0.25	4.48	0.34	6.00
	EUR	0.02	2.07	-	-
	AED	0.05	1.03	-	-
<b>Receivables in foreign currency</b>					
Trade receivables	USD	0.04	3.03	-	-

For the year ended March 31, 2022 every 1% increase/decrease of the respective foreign currencies compared to functional currency of the Company would result in loss / gain of ₹ 0.84 lakhs.

For the year ended March 31, 2021 every 1% increase/decrease of the respective foreign currencies compared to functional currency of the Company would result in loss / gain of ₹ 0.93 lakhs.

**Interest rate risk**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's investment are primarily in fixed rate interest bearing deposits and hence do not carry substantial interest rate risk. Company investments in bank deposits are normally for less than one year fixed rate interest and hence subject to repricing risk on maturity.

**Capital Management**

The primary objective of Company's capital management is to maximize shareholders value and safeguard its ability to continue as a going concern. The Company is predominantly equity financed and has no borrowings.

**27 Contingent liabilities & assets and commitments (to the extent not provided for)** (₹ in lakhs)

Particulars	As at 31.03.2022	As at 31.03.2021
1. Contingent liabilities:	Nil	Nil
2. Contingent Assets:	Nil	Nil
3. Capital and other commitments	Nil	Nil

**28 a) Expenditure in foreign currency** (₹ in lakhs)

Nature of Expenses	Year Ended 31.03.2022	Year Ended 31.03.2021
Legal and professional charges	2.85	6.83
Data feed	479.91	464.94
Software license fees	9.48	2.64
Miscellaneous expenses	1.87	-
<b>Total</b>	<b>494.11</b>	<b>474.41</b>

**b) Earnings in foreign exchange:** (₹ in lakhs)

Nature of Income	Year Ended 31.03.2022	Year Ended 31.03.2021
Income from Ticker Solutions	38.75	41.53
Income from Product services	178.15	153.43
<b>Total</b>	<b>216.90</b>	<b>194.96</b>

**29 Legal and professional charges includes payments to statutory auditors (excluding GST )** (₹ in lakhs)

Particulars	Year Ended 31.03.2022	Year Ended 31.03.2021
For audit	2.25	2.25
For taxation matters	1.00	1.00
For limited reviews	0.50	1.00
For other services	0.82	0.59
<b>Total</b>	<b>4.57</b>	<b>4.84</b>

**30** As on March 31, 2022, total advances were Rs. 55.82 lakhs (Previous Year Rs 16.42 lakhs) out of which amount of Rs. 9.95 lakhs ( Previous Year Rs 5.40 lakhs) which are more than 270 days old and are received in normal course of businesses. Also these advances received from the customers are on continuous and on-going basis. Hence these advances are not to be treated as deposits.

**31 Earnings Per Share is calculated as follows :**

Particulars	Year Ended 31.03.2022	Year Ended 31.03.2021
Net profit / (Loss) attributable to the equity shareholders (for basic/diluted EPS) (₹ in lakhs)	(2,272.35)	(724.45)
Weighted average number of equity shares		
For Basic EPS	911,445,778	672,518,330
For Diluted EPS	911,445,778	672,518,330
Basic earnings per share (in ₹)	(0.25)	(0.11)
Diluted earnings per share (in ₹)	(0.25)	(0.11)
Face value ₹ per share	₹ 1/-	₹ 1/-

**TickerPlant limited**
**Notes forming part of the financial statements for the year ended March 31, 2022**
**32 Employee benefit plans:**

Defined contribution plans: The Company makes Provident Fund and Employee State Insurance Scheme contributions which are defined contributions plans, for qualifying employees. Under the schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company has recognised following amounts as contributions in the statement of profit and loss as part of contribution to provident fund and other funds in Note 24 Employee benefits expenses.

Contribution to PF : ₹ 48.55 lakhs (Previous Year ₹ 32.03 lakhs)

Contribution to ESIC : ₹ 0.81 lakhs (Previous Year ₹ 0.85 lakhs)

**Post employment defined benefit plans:**

Gratuity Plan (Included as part of contribution to provident fund and other funds in Note 21 Employee benefits expense): The Company makes annual contributions to the Employee's Group Gratuity Assurance Scheme administered by the Life Insurance Corporation of India ('LIC'), a funded defined benefit plan for qualifying employees. The scheme provides for lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to fifteen days salary payable for each completed year of service or part thereof in excess of six months. Vesting occurs on completion of five years of service.

The following table sets out the funded status of the gratuity plan and amount recognised in the financial statements.

(₹ in lakhs)

Particulars	Year Ended 31.03.2022	Year Ended 31.03.2021
<b>I. Change in defined benefit obligation during the year:</b>		
Present Value of defined benefit obligation at the beginning of the year	138.40	154.61
Interest Cost	9.49	10.62
Current Service Cost	16.80	22.99
Benefits Paid	(17.51)	(22.56)
Actuarial (gain) / loss on obligations	63.39	(27.73)
Obligation transferred	102.15	0.47
<b>Present Value of defined benefit obligation at the end of the year</b>	<b>312.72</b>	<b>138.40</b>
<b>II. Change in fair value of plan assets during the year:</b>		
Fair Value of the plan asset at the beginning of the year	92.41	90.53
Expected return on plan assets	6.34	6.22
Contributions	13.99	19.21
Benefits paid	(17.51)	(22.56)
Obligation transferred	102.15	0.47
Actuarial gain/ (loss) on plan assets	2.13	(1.46)
<b>Fair value of plan assets at the end of the year</b>	<b>199.51</b>	<b>92.41</b>
<b>Excess of obligation over plan assets</b>	<b>(113.21)</b>	<b>(45.99)</b>
<b>III. Components of employer's expense</b>		
Current service cost	16.80	22.99
Interest cost	9.49	10.62
Expected return on plan assets	(6.34)	(6.22)
Net actuarial (gain) / loss recognized	(61.26)	26.28
<b>Total expense / (credit) recognised in the Statement of Profit and Loss</b>	<b>(41.30)</b>	<b>53.68</b>
<b>IV. Actual return on plan assets</b>	<b>8.47</b>	<b>4.76</b>
<b>V. Composition of Plan Assets as at the end of the year</b>		
Insurer Managed Funds	199.51	92.41
Fund is managed by LIC of India as per IRDA guidelines, category wise composition of planned asset is not available		
<b>Total</b>	<b>199.51</b>	<b>92.41</b>
<b>VI. Actuarial assumptions</b>		
Discount rate	6.86%	6.87%
Salary escalation rate	6.86%	6.87%
Expected rate of return on plan assets	7.50%	7.50%
Attrition rate	For service 4 yrs. & Below 21.00% p.a. & 4.00% p.a. thereafter	For service 4 yrs. & Below 15.00% p.a. & 3.00% p.a. thereafter
Mortality rates	Indian Assured Lives Mortality 2012-14 (Urban)	Indian Assured Lives Mortality (2006-08) Ultimate

**TickerPlant limited****Notes forming part of the financial statements for the year ended March 31, 2022****VIII. Sensitivity Analysis**

<b>Description</b>	<b>Year Ended 31.03.2022</b>	<b>Year Ended 31.03.2021</b>
Projected Benefit Obligation on Current Assumptions	212,654,493	219,782,290
Delta Effect of +1% Change in Rate of Discounting	(18,320,329)	(20,114,515)
Delta Effect of -1% Change in Rate of Discounting	21,199,373	23,435,658
Delta Effect of +1% Change in Rate of Salary Increase	20,932,481	23,051,209
Delta Effect of -1% Change in Rate of Salary Increase	(18,437,107)	(20,175,793)
Delta Effect of +1% Change in Rate of Employee Turnover	(625,779)	(1,224,827)
Delta Effect of -1% Change in Rate of Employee Turnover	677,952	1,366,992

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant. The sensitivity analysis presented above may not be representative of the actual change in the projected benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. Furthermore, in presenting the above sensitivity analysis, the present value of the projected benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the projected benefit obligation as recognised in the balance sheet. There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

**IX. Maturity Analysis of Projected Benefit Obligation: From the Fund**

	<b>Year Ended 31.03.2022</b>	<b>Year Ended 31.03.2021</b>
Projected Benefits Payable in Future Years From the Date of Reporting		
1st Following Year	2,871,774	534,874
2nd Following Year	2,912,746	556,881
3rd Following Year	2,904,862	588,248
4th Following Year	2,743,248	722,824
5th Following Year	2,680,923	632,398
Sum of Years 6 To 10	15,263,688	3,528,343
Sum of Years 11 and above	25,212,493	27,863,367

The expected rate of return on plan assets is based on expectation of the average long term rate of return expected to prevail over the estimated term of the obligation on the type of the investments assumed to be held by LIC, since the fund is managed by LIC.

The estimate of future salary increases, considered in actuarial valuation, takes into account the inflation, seniority, promotion, increments and other relevant factors, such as supply and demand in the employment market.

The Company expects to contribute ₹ 87.59 lakhs (Previous Year ₹ 34.37 lakhs) to the plan assets in the immediate next year.

**33 Related Party Disclosure:**

**(i) Names of related parties and nature of relationship:**

**(i) Entities whose control exists (Holding Company)**

63 moons technologies limited

**(ii) Fellow Subsidiary**

Financial Technologies Communications Limited

**(iii) Key Management Personnel (KMP) as per Ind AS 24**

**(a) Executive directors :**

- |                       |  |
|-----------------------|--|
| 1 Mr. Joseph Massey   | : Managing Director & CEO (w.e.f. February 07, 2022)                     |
| 2 Mr. Jigish Sonagara | : Managing Director & CEO (From December 08, 2021 to February 03, 2022 ) |
| 3 Mr. Rushabh Shah    | : Whole-time Director  |
| 4 Mr. Nimish Shukla   | : Whole-time Director (w.e.f. December 08, 2021)                         |
| 5 Mr. Manjay Shah     | : President (CEO upto December 08, 2021)                                 |

**(b) Chief Financial Officer :**

- |                        |  |
|------------------------|--|
| 1 Mr. Rakesh Gandhi    | : Chief Financial Officer (w.e.f. July 27, 2021) |
| 2 Mr. Saurav Singhania | : Chief Financial Officer (upto July 23, 2021)   |

**(b) Company Secretary :**

- |                   |   |
|-------------------|---|
| 1 Mr. Pranav Maru | : Company Secretary (w.e.f. May 20, 2021) |
|-------------------|---|

**(c) Non-executive directors :**

- 1 Mr. Krupesh Bhansali
- 2 Mr. Areyada P. Raja
- 3 Mr. Jayant Deo ( upto December 09, 2021)
- 4 Justice Deepak Verma (Retd.) ( w.e.f. December 08, 2021)
- 5 Mr. R. B. Barman ( w.e.f. December 08, 2021)
- 6 Mr. Mukesh Joshi ( w.e.f. December 08, 2021)
- 7 Mr. Ghanshyam Dass ( w.e.f. December 08, 2021)
- 8 Mr. R. Vaidyanathan ( w.e.f. December 08, 2021)
- 9 Mr. A. Nagarajan ( w.e.f. December 08, 2021)
- 10 Mr. P. R. Ramesh ( w.e.f. December 08, 2021)
- 11 Mr. Madan Lal Sharma ( w.e.f. December 09, 2021)

II. Details of transactions with subsidiaries during the year ended 31st March, 2022  
and balances outstanding as at 31st March, 2022

(a) Party-wise details of transactions with holding company:

(₹ in lakhs)

Sr. No.	Particulars	Year Ended 31.03.2022	Year Ended 31.03.2021
1	Expenses Charged to the company		
	Managed Services	22.16	21.00
	Rent and amenities	50.33	55.64
2	Other reimbursement charged to the company	67.21	56.85
		<b>139.70</b>	<b>133.49</b>

(₹ in lakhs)

Sr. No.	Particulars	As at 31.03.2022	As at 31.03.2021
1	Trade payables	551.68	535.49
		<b>551.68</b>	<b>535.49</b>

III. Transactions with Key Managerial Personnel (KMP), relatives of KMP and Entity over  
which KMP and relative of KMP can exercise significant influence:

(₹ in lakhs)

Sr. No.	Particulars	Year Ended 31.03.2022	Year Ended 31.03.2021
a)	<b>Key Managerial Personnel (Executive Directors, Chief Financial Officer and Company Secretary)</b>		
	<b>Remuneration</b>		
	Short-term employee benefits	325.94	336.18
	Post-employment benefits*		
	Other long-term benefits		
	* Post-employment benefits which are actuarially determined on overall basis are not included.		
b)	<b>Key Management Personnel (Non-executive directors)</b>		
	Director Sitting Fees	21.80	3.20
	Director Remuneration	62.31	-

IV. Transactions with Fellow Subsidiary v.i.z. Financial Technologies Communications Limited

(₹ in lakhs)

Sr. No.	Particulars	Year Ended 31.03.2022	Year Ended 31.03.2021
1	Expenses Charged to the company	43.40	43.40
		<b>43.40</b>	<b>43.40</b>

(₹ in lakhs)

Sr. No.	Particulars	As at 31.03.2022	As at 31.03.2021
1	Trade payables	-	25.58
		<b>-</b>	<b>25.58</b>



**TickerPlant limited****Notes forming part of the financial statements for the year ended March 31, 2022****34 Ratios**

The following are analytical ratios for the year ended March 31, 2022 and March 31, 2021

Particulars	Numerator	Denominator	March 31, 2022	March 31, 2021	Variance
Current Ratio (Refer a)	Current assets	Current liabilities	4.66	0.51	818.78%
Trade receivables turnover ratio (Refer b)	Revenue	Average Trade Receivable	23.99	17.95	33.63%
Trade payables turnover ratio	Purchases of services and other expenses	Average Trade Payables	3.43	3.99	-14.05%
Net capital turnover ratio (Refer c)	Revenue	Working Capital	0.23	-2.38	-109.46%
Return on Investment(ROI)	Income generated from investments	Time weighted average investments	2.78%	3.10%	-10.52%
Debt – Equity Ratio	Total Debt	Shareholder's Equity	Not applicable as the Company does not have Debt		
Debt Service Coverage Ratio	Earnings available for debt service	Debt Service	Not applicable as the Company does not have Debt		
Return on Equity (ROE)	Net Profits after taxes	Average Shareholder's Equity	Not applicable as the Company does not have Net Profit		
Net profit ratio	Net profit	Revenue	Not applicable as the Company does not have Net Profit		
Return on capital employed (ROCE)	Earning before interest and taxes	Capital Employed	Not applicable as the Company does not have EBIT		

a. Increase in current assets is due to increase in cash and cash equivalent on account of money received on shares allotment

b. Efficient trade receivable management has resulted in higher ratio

c. Increase in working capital due to money received on shares allotment have resulted in positive ratio

**35 Previous year's figures have been regrouped/reclassified wherever necessary to correspond with the current year's classification / disclosure**

In terms of our report attached

**For Chaturvedi Sohan & Co.**

Chartered Accountants

(Firm's Registration No.118424W)

by the hand of

**For and on behalf of the Board**

**Rushabh Shah**

Whole Time Director

DIN: 07000730

**Joseph Massey**

Managing Director and CEO

DIN:00043586

**Chaturvedi V N**

Partner

Membership No: 106403

**Pranav Maru**

Company Secretary

**Rakesh Gandhi**

Chief Financial Officer

Place : Mumbai

Date: May 19, 2022