CA S.S. Swamy
B.Sc. B.Com. F.C.A., CAIIB
Chartered Accountant

Tel: 22424932 (O)
23416843 (R)
9845158963(M)
Office: 'Arya Plaza' 3/5, II Floor,
Bull Temple Road,
BANGALORE – 560 018.

INDEPENDENT AUDITOR'S REPORT
TO THE BOARD OF DIRECTORS OF
SASKEN COMMUNICATION TECHNOLOGIES MEXICO S.A De C.V

Report on the Audit of Financial Statements

I have audited the accompanying financial statements of **SASKEN COMMUNICATION TECHNOLOGIES MEXICO S.A De C.V** ("the Company"), which comprise the Balance Sheet as at 31st March, 2019, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended and notes thereon, including a summary of the significant accounting policies and other explanatory information.

In my opinion and to the best of my information and according to the explanations given to me, 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 accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2019, and loss, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

I conducted my audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. My responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of my report. I am independent of the Company in accordance with the Code of Ethics issued by the institute of Chartered Accountants of India together with the ethical requirements that are relevant to my audit of the Financial Statements under the provisions of the Act and the Rules thereunder, and I have fulfilled my other ethical responsibilities in accordance with these requirements and the Code of Ethics. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

Material uncertainty related to going concern

I draw attention to note no. 13(a) to the Financial Statements, which indicates that the Board of Directors of the Company has decided to discontinue the operations of the Company and that the accounts have not been prepared on a going concern assumption.

Key Audit Matters

Key audit matters are those matters that, in my professional judgment, were of most significance in my audit of the Financial Statements of the current period. These matters were addressed in the

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S.S. SWAMY Chartered Accountant

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context of my audit of the Financial Statements as a whole, and in forming my opinion thereon, and I do not provide a separate opinion on these matters.

Other Information

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and my auditor's report thereon.
My opinion on the Financial Statements does not cover the other information and I do not express any form of assurance conclusion thereon.
In connection with my audit of the Financial Statements, my responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or my knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work I have performed, I conclude that there is a material misstatement of this other information, I am required to report that fact. I have nothing to report in this regard.

Management's Responsibility for the Financial Statements

The Company's Management is responsible for the matters stated in Section 134(5) of the Companies Act 2013 (the "Act") with respect to preparation of these financial statements that give a true and fair view of the state of affairs, profit/loss and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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.

Company's management is also responsible for overseeing the Company's financial reporting process.

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SWAMY S.S. Chartered Accountant

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Auditors' Responsibility for the Audit of Financial Statements

My 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 my 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, I exercise professional judgment and maintain professional skepticism throughout the audit. I 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 my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my 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.

I 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 I identify during my audit.

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SWAMY S.S. Chartered Accountant

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I also provide those charged with governance with a statement that I 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 my independence, and where applicable, related safeguards.

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

Report on other legal and regulatory requirements

(A) As required by Section 143(3) of the Act, I report that:

a) I have sought and obtained all the information and explanations which to the best of my knowledge and belief were necessary for the purposes of my audit.
b) In my opinion, proper books of account as required by law have been kept by the Company so far as it appears from my examination of those books.
c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the boos of account.
d) In my opinion, the aforesaid Financial Statements comply with the Ind AS specified under Section 133 of the Act.

(B) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in my opinion and to the best of my information and according to the explanations given to me:

i. The Company has disclosed the impact of pending litigations as at 31st March 2019 on its financial position in its Financial Statements.
ii. The Company did not have any materials long-term contracts including derivative contracts for which there were any material foreseeable losses during the year ended 31st March 2019.

Bangalore
April 23, 2019

S.S. SWAMY
Chartered Accountant
B'lore-18

S.S. SWAMY
CHARTERED ACCOUNTANT
3/5, II Floor, 'Arya Plaza'
Bull Temple Road
BANGALORE-560 018
Membership No. 019990

Sasken Communications Technologies Mexico S.A De C.V

Balance Sheet

	Notes	As at March 31, 2019	As at March 31, 2018
ASSETS			
Current assets			
Financial assets			
a) Cash and bank balances	5	70,729	69,878
b) Other financials assets	6	198,071	186,675
Total assets		268,800	256,553
EQUITY AND LIABILITIES			
Equity			
Equity Share capital	7	17,674,619	17,674,619
Other Equity	8	(24,546,116)	(24,154,806)
		(6,871,497)	(6,480,187)
LIABILITIES			
Current liabilities			
Financial Liabilities			
a) Trade payables	9	7,070,117	6,667,173
b) Other financial liabilities	10	70,180	69,567
		7,140,297	6,736,740
Total Equtity and liabilities		268,800	256,553

Check

Significant Accounting policies and Notes attached herein form an integral part of the financial statements.

In terms of my report attached

S.S. Swamy
Chartered Accountant
Membership Number: 019990

S. SWAMY B'lore-18 Chartered Accountant

For and on behalf of Board of Directors of
Sasken Communication Technologies Mexico S.A de C. V.

Rajiv C Modi
Sole Administrator
DIN No.00092037

Krishna J Jhaveri
Chief Executive Officer
DIN No.00102729

Place : Bengaluru
Date : April 23, 2019

Sasken Communications Technologies Mexico S.A De C.V

Statement of Profit and Loss

Amount in Rs.

	Notes	Year ended March 31,2019	Year ended March 31,2018
Revenue			
Other Income	11	5,477	-
Total Revenue		**5,477**	**-**
Expenses			
Other operational expense	12	343,886	1,339,990
Total Expenses		**343,886**	**1,339,990**
Profit/(loss) after tax		**(338,409)**	**(1,339,990)**
Other Comprehensive Income			
Items that will not be reclassified subsequently to the statement of profit and loss			
Remeasurement of defined benefit liability		-	-
Income tax relating to items that will not be reclassified subsequently to profit or loss		-	-
Net other comprehensive Income / (loss) not to be reclasssfied subsequently to profit or loss		-	-
Items that will be reclassified subsequently to the statement of profit and loss			
Effective portion of (losses) /gains on heding instruments in cash flow hedges		-	-
Effective portion of gains on hedging instruments in cash flow hedges reclasssefied to statement of profit or loss		-	-
Income tax relating to items that will be reclassified to the statement of the profit and loss		-	-
Exchange differences in translating financial statements of foreign operations		(52,901)	(149,522)
Net other comprehensive income /(loss) to be reclassfied to profit and loss		**(52,901)**	**(149,522)**
Other comprehensive loss for the year, net of income tax		**(52,901)**	**(149,522)**
Total Comprehensive Income for the period , attritable to the owners of the Company		**(391,310)**	**(1,489,512)**
Earnings per share (Equity share par value of Rs. 1,841 (MXN 500)			
Before exceptional item			
Basic		(35.25)	(139.58)
Diluted		(35.25)	(139.58)
Weighted average number of Equity Shares used in computation of			
Basic EPS		9,600	9,600
Diluted EPS		9,600	9,600

Significant Accounting policies and Notes attached herein form an integral part of the financial statements.

In terms of my report attached

For and on behalf of Board of Directors of
Sasken Communication Technologies Mexico S.A de C. V.

S.S. Swamy
Chartered Accountant
Membership Number: 019990

Rajiv C Mody
Sole Administrator
DIN No.00092087

Krishna J Jhaveri
Chief Executive Officer
DIN No.00102729

Place : Bengaluru

Sasken Communications Technologies Mexico S.A De C.V
Cash Flow Statement

Amount in Rs

	For the year ended March 31,2019	For the year ended March 31,2018
A. Cash flow from operating activities:		
Net Profit/(Loss) before tax	(338,409)	(1,339,990)
Adjustments for:		
Depreciation	-	-
Interest Income	-	-
	-	-
Operating profit before working capital changes	**(338,409)**	**(1,339,990)**
Adjustments for:		
(Increase)/decrease in Trade Receivables	-	
(Increase)/decrease in Other financial assets	(9,829)	3,624
Increase/(decrease) in Current Liabilities and provisions	346,913	1,334,086
Cash generated from operations	**(1,325)**	**(2,280)**
Direct taxes (paid) / refund received	-	-
Net cash inflow/ (out flow) from operating activities	**(1,325)**	**(2,280)**
B. Cash flow from investing activities:		
Interest Income	-	-
Net cash used in investing activities	-	-
C. Cash flow from financing activities:		
Proceed from long- term borrowing	-	-
Net cash used in financing activities	-	-
Net increase/(Decrease) in Cash and Bank balances (A+B+C)	**(1,325)**	**(2,280)**
Impact on Cash Flow on account of Foreign Currency Translation	2,176	3,892
Cash and Bank balances at the beginning of the year	69,878	68,266
Cash and Bank Balances at the end of the period	**70,729**	**69,878**
Balnce with banks-in current accounts	70,729	69,878
Cash and Bank Balances at the end of the period	**70,729**	**69,878**

Significant Accounting policies and Notes attached herein form an integral part of the financial statements.

In terms of my report attached

For and on behalf of the Board of Directors
Sasken Communication Technologies Mexico S.A de C. V.

S.S. Swamy
Chartered Accountant
Membership Number: 019990

Rajiv C Mody
Sole Administrator
DIN No.00092037

Krishna J Jhaveri
Chief Executive Officer
DIN No.00102729

Place : Bengaluru
Date : April 23, 2019

Sasken Communications Technologies Mexico S.A De C.V

Consolidated statement of changes in equity

A. Equity share capital

Balance as at April 01, 2017	Changes in equity share capital during the year	Balance as at March 31, 2018
17,674,619.00	-	17,674,619.00

Balance as at April 01, 2018	Changes in equity share capital during the year	Balance as at March 31, 2019
17,674,619.00	-	17,674,619.00

B. Other equity

Particulars	Attributable to the owners of the Company						Total
	Reserves and surplus					Items of OCI	
	Capital reserve	Capital redemption reserve	Securities premium	General reserve	Retained earnings	Foreign currency translation reserve	
Balance as at April 01, 2017	-	-	-	-	(23,075,473)	410,179	(22,665,294)
Profit for the year	-	-	-	-	(1,339,990)	-	(1,339,990)
Other comprehensive income (net of taxes)	-	-	-	-	-	(149,522)	(149,522)
Transferred to retained earnings	-	-	-	-	-	-	-
Balance as at March 31, 2018	-	-	-	-	(24,415,463)	260,657	(24,154,806)

Particulars	Attributable to the owners of the Company						Total
	Reserves and surplus					Items of OCI	
	Capital reserve	Capital redemption reserve	Securities premium	General reserve	Retained earnings	Foreign currency translation reserve	
Balance as at April 01, 2018	-	-	-	-	(24,415,463)	260,657	(24,154,806)
Profit for the year	-	-	-	-	(338,409)	-	(338,409)
Other comprehensive income (net of taxes)	-	-	-	-	-	(52,901)	(52,901)
Balance as at March 31, 2019	-	-	-	-	(24,753,872)	207,756	(24,546,116)

The accompanying notes form an integral part of these consolidated financial statements.

In terms of my report attached

For and on behalf of the Board of Directors of
Sasken Communications Technologies Mexico S.A De C.V

S.S. SWAMY
B'lore-18
Chartered Accountant

S.S. Swamy
Chartered Accountant
Membership Number: 019990
Bengaluru
Date : April 23, 2019

Rajiv C Mody
Chairman and Managing Director
DIN: 00092037
Bengaluru
Date : April 23, 2019

Krishna J Jhaveri
Chief Executive Officer
DIN No.00102729
Bengaluru
Date : April 23, 2019

d) **Related Party Disclosures**
Name of the related parties and description of relationship

Holding Company	Sasken Technologies Limited, India
Fellow Subsidiary Company	Sasken Inc, USA

The details of the transactions with the related parties during the year are as under

	Holding Company	Holding Company
	For the Year ended March 31, 2019 Rs.	For the Year ended March 31, 2018 Rs.
Transactions during the year		
Interest Income	Nil	Nil
Loan repaid	Nil	Nil
	For the year ended March 31, 2019 Rs.	For the year ended Mar 31, 2018 Rs.
Closing balances of the Receivables	198,071	186,675

Note:

Related Parties have been identified by the management and relied upon by the auditors. No amount is / has been written off or written back during the year in respect of debts due from or to related parties.

In terms of my report attached

For and on behalf of the Board of Directors of
Sasken Communication Technologies Mexico S.A de C. V.

S.S. Swamy
Chartered Accountant
Member Ship Numbers.019990

Place: Bengaluru
Date: April 23, 2019

Rajiv C Mody
Sole Administrator
DIN No.00092037

Place: Bengaluru
Date: April 23, 2019

Krishna J Jhaveri
Chief Executive Officer
DIN No.00102729

S. SWAMY B'lore-18 Chartered Accountant

Sasken Communications Technologies Mexico S.A De C.V

Reference To Notes Forming Part of Balance Sheet

	Ast at March 31, 2019	Ast at March 31, 2018
Financial assets		
5. Cash and bank balances		
Balances with Banks		
Balances in current account	68,913	68,077
Cash on hand	1,816	1,801
Total	**70,729**	**69,878**

6. Other financial assets

Unsecured considered good

-Sasken Technologies Ltd.	198,071	186,675
Total	**198,071**	**186,675**

S. SWAMY Bangalore-13 Chartered Accountant

SASKEN COMMUNICATIONS TECHNOLOGIES MEXICO S.A. DE C.V

Sasken Communications Technologies Mexico S.A De C.V

Reference To Notes Forming Part of Balance Sheet

	As at March 31, 2019	As at March 31, 2018
7. Equity Share Capital		
Issued, subscribed and paid up capital	17,674,619	17,674,619
9,600 equity shares of Mexican Peso 500 each, fully paid up (As on March 31, 2018 - 9,600 equity shares of Mexican Peso 500 each, fully paid up)		
Total		
	17,674,619	**17,674,619**
Shareholders holding more than 5 percent shares in the Company:		
Class of shares / Name of shareholder		
Equity shares with voting rights held by Sasken Technologies Limited and its nominees		
Number of shares held	9,600	9,600
% holding in that class of shares	100%	100%
8. Other equity		
8a. Retained earnings		
Profit and loss account balance		
Opening balance	(24,415,463)	(23,075,473)
Profit/(loss) for the year	(338,409)	(1,339,990)
Total	**(24,753,872)**	**(24,415,463)**
8b.Other reserves		
Foreign exchange translation reserve		
Opening balance	260,657	410,179
Movements during the year	(52,901)	(149,522)
Total	**207,756**	**260,657**
Grand Total	**(24,546,116)**	**(24,154,806)**
Financial liabilities		
9. Trade payables		
For goods, services & expenses		
Due to other creditors	7,070,117	6,667,173
Total	**7,070,117**	**6,667,173**
10. Other Financial liabilities		
Statutory liabilities	70,180	69,567
Total	**70,180**	**69,567**

SWAMY S. Chartered Accountant Bangalore-18

Sasken Communications Technologies Mexico S.A De C.V

Reference To Notes Forming Part of Statement of Profit and Loss

Amount in Rs.

	For the year ended March 31, 2019	For the year ended March 31, 2018
11. Other income		
Miscellaneous income	-	
Exchange gain	5,477	-
Total	5,477	-

	For the year ended March 31, 2019	For the year ended March 31, 2018
12. Other operational expense		
Repairs and maintenance		
-Others	83,436	75,916
Professional, legal and consultancy charges	91,428	1,138,364
Rates and taxes	14,249	10,893
Miscellaneous expenses	134,556	119,927
Exchange Loss	20,217	(5,110)
Total	343,886	1,339,990

S. SWAMY Chartered Accountant B'lore-13

Sasken Communication Technologies Mexico S.A de C. V.

Notes forming part of the financial statements for the year ended March 31, 2019

1. Basis of preparation

a) Basis of preparation

These financial statements have been prepared for the purpose of consolidation with Sasken Technologies Limited the Holding company.

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013, (the 'Act') and other relevant provisions of the Act.

b) Use of estimates & judgements

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

c) Revenue Recognition

The Company uses the percentage of completion method using the input (cost expended) method to measure progress towards completion in respect of fixed price contracts. Percentage of completion method accounting relies on estimates of total expected contract revenue and costs. This method is followed when reasonably dependable estimates of the revenues and costs applicable to various elements of the contract can be made. Key factors that are reviewed in estimating the future costs to complete include estimates of future labor costs and productivity efficiencies. Because the financial reporting of these contracts depends on estimates that are assessed continually during the term of these contracts, recognized revenue and profit are subject to revisions as the contract progresses to completion. When estimates indicate that a loss will be incurred, the loss is provided for in the period in which the loss becomes probable.

2. Significant accounting policies

a) Property, Plant & Equipment (including intangible assets)

i) Recognition & measurement

Items of property, plant and equipment are measured at cost less accumulated depreciation and accumulated impairment losses, if any. Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located. If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment. The cost of property, plant and equipment not available for use as at each reporting date is disclosed under capital work- in-progress. 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 & amortization

Based on an independent assessment, the management has estimated the useful lives of the following classes of assets, which are lower than or equal to those indicated in Schedule II. Management believes this best represents the period over which it expects to use these assets. Depreciation is provided using the straight line method (SLM), over the estimated useful life of the asset, as follows:

Type of asset	Estimated life (SLM)	Schedule II Estimated life (SLM)
Computers	3	3
Electrical Fittings	5	10
Furniture & Fixtures	10	10
Office Equipment	5	5
Test and Control Equipment	4	15

Leasehold improvements are amortized over the shorter of estimated useful life of the assets or the related lease term.

Intangible assets are amortized over the estimated useful life, on a straight line basis, as follows:

- Computer Software
  - Computer Software used for development of software/rendering software services - over the life of the project/product - 1 year to 5 years.
  - Generic Computer Software - over 1 year.
  - Product Software for administration purposes - 3 years.
- Technical know-how - over a period of 3 years.

b) Leases

The determination of whether an arrangement is, or contains, a lease is based on the substance of the arrangement at the inception date. The arrangement is, or contains a lease if, fulfillment of the arrangement is dependent on the use of a specific asset or assets or the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement. Leases of property, plant and equipment, where the Company assumes substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalized at lower of the fair value of the leased property and the present value of the minimum lease payments. Lease payments are apportioned between the finance charge and the outstanding liability. The finance charge is allocated to periods during the lease term at a constant periodic rate of interest on the remaining balance of the liability. Leases where the lessor retains substantially all the risks and rewards of ownership are classified as operating leases. Payments made under operating leases are generally recognised in profit or loss on a straight-line basis over the term of the lease unless such payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases. Lease incentives received are recognised as an integral part of the total lease expense over the term of the lease.

c) Foreign Currency

Foreign currency transactions:
Transactions in foreign currency are translated into the reporting currency by applying to the foreign currency amount the exchange rate prevailing on the date of the transaction. Foreign exchange gains and losses resulting from the settlement of such transactions and from translation at the exchange rates prevailing at the reporting date of monetary assets and liabilities denominated in foreign currencies are recognized in the statement of profit and loss and reported within foreign exchange gains/(losses), net within results of operating activities except when deferred in other comprehensive income as qualifying cash flow hedges. Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Exchange differences are recognised in profit or loss, except exchange differences arising from the translation of the following items which are recognised in OCI-qualifying cash flow hedges to the extent that the hedges are effective.

Foreign operations:
The assets and liabilities of foreign operations are translated into INR, the functional currency of the Company, at the exchange rates at the reporting date. The income and expenses of foreign operations are translated into INR at the exchange rates at the dates of the transactions or an average rate if the average rate approximates the actual rate at the date of the transaction.

d) Financial instruments

Recognition and intial measurement:
Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument. A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

Classification and subsequent measurement of Financial assets :

On initial recognition, a financial asset is classified as measured at (i) Amortised Cost (ii) FVTPL (iii) FVOCI. Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets. A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL: (i) the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and (ii) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. All financial assets not classified as measured at amortised cost or FVOCI are measured at FVTPL.

Financial liabilities :

'Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

Derecognition :

Financial assets - The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

Financial Liabilities - The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire. The Company also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in profit or loss.

Derivative financial instruments and hedge accounting :
The Company is exposed to foreign exchange risk from monetary assets, liabilities and forecasted cash flows denominated in foreign currency. The Company limits the effect of foreign exchange rate fluctuations by following established risk management policies including the use of derivatives. The Company enters into derivative financial instruments where the counterparty is a bank. Derivatives are initially measured at fair value. Attributable transaction costs are recognized in statement of profit and loss as cost. Subsequent to initial recognition, derivative financial instruments are measured as described below.

Cash flow hedges - When a derivative is designated as a cash flow hedging instrument, the effective portion of changes in the fair value of the derivative is recognised in OCI and accumulated in the other equity under cash flow hedging reserve. The effective portion of changes in the fair value of the derivative that is recognised in OCI is limited to the cumulative change in fair value of the hedged item, determined on a present value basis, from inception of the hedge. Any ineffective portion of changes in the fair value of the derivative is recognised immediately in profit or loss. If a hedge no longer meets the criteria for hedge accounting or the hedging instrument is sold, expires, is terminated or is exercised, then hedge accounting is discontinued prospectively. When hedge accounting for cash flow hedges is discontinued, the amount that has been accumulated in other equity remains there until, for a hedge of a

transaction resulting in recognition of a non□financial item, it is included in the non□financial item's cost on its initial recognition or, for other cash flow hedges, it is reclassified to profit or loss in the same period or periods as the hedged expected future cash flows affect profit or loss. If the hedged future cash flows are no longer expected to occur, then the amounts that have been accumulated in other equity are immediately reclassified to profit or loss.

e) Impairment

Impairment of financial instruments :

The Company recognises loss allowances for expected credit losses on financial assets measured at amortised cost At each reporting date, the Company assesses whether financial assets carried at amortised cost are credit□ impaired. A financial asset is 'credit□ impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred. Evidence that a financial asset is credit□ impaired includes the following observable data: significant financial difficulty of the borrower or issuer; a breach of contract such as a default or being past due for 180 days or more; the restructuring of a loan or advance by the Company on terms that the Company would not consider otherwise it is probable that the borrower will enter bankruptcy or other financial reorganisation: or the disappearance of an active market for a security because of financial difficulties Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are the expected credit losses that result from all possible defaults over the expected life of a financial instrument.

Impairment of non-financial assets :

The Company's non-financial assets, other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs. An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. The recoverable amount of an asset or cash generating unit is the higher of its fair value less cost of disposal (FVLCD) and its value-in-use (VIU). The VIU of long-lived assets is calculated using projected future cash flows. FVLCD of a cash generating unit is computed using turnover and earnings multiples. Impairment losses are recognised in the statement of profit and loss. Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU (or group of CGUs) on a pro rata basis. If at the reporting date, there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the impairment losses previously recognized are reversed such that the asset is recognized at its recoverable amount but not exceeding written down value which would have been reported if the impairment losses had not been recognized initially.

f) Employee benefits :

Post-employment and pension plans :
The Company participates in various employee benefit plans. Pensions and other post-employment benefits are classified as either defined contribution plans or defined benefit plans. Under a defined contribution plan, the Company's only obligation is to pay a fixed amount with no obligation to pay further contributions if the fund does not hold sufficient assets to pay all employee benefits. The related actuarial and investment risks fall on the employee. The expenditure for defined contribution plans is recognized as an expense during the period when the employee provides service. Under a defined benefit plan, it is the Company's obligation to provide agreed benefits to the employees. The related actuarial and investment risks fall on the Company. The present value of the defined benefit obligations is calculated by an independent actuary using the projected unit credit method.

- **Gratuity** : The Company provides for gratuity, a defined benefit plan covering all eligible employees. The plan provides a lump sum payment to eligible employees at retirement or on termination of employment based on the salary of the respective employee and the years of employment with the Company. The Company contributes to a gratuity fund maintained by an insurance company. The amount of contribution is determined based

upon actuarial valuations as at the year end using the projected unit credit method. Provision is made for the shortfall between the actuarial valuation carried out as at balance sheet date as per projected unit credit method and the fair value of the plan assets with the insurance company. Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised in OCI, net of taxes. The Company determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss.

- **Provident fund** : Employees other than the employees at foreign branches are eligible to receive provident fund benefits through a defined benefit plan in which the employees and the employer make monthly contributions to the plan. A portion of the contribution is made to the approved provident fund trust managed by the Company while the remainder of the contribution is made to the Government administered pension fund. The Provident Fund Trust guarantees a specified rate of return on such contributions. The contributions to the trust managed by the Company is accounted for as a defined benefit plan as the Company is liable for any shortfall in the fund assets based on the Government specified rate of return.

- **Pension** : In case of Germany branch, pension contributions are made as per the local laws and regulations. The Company provides for these pension benefits, a defined benefit plan, covering all eligible employees. The plan provides for various pension benefits to eligible employees at retirement or on termination of employment based on earnings of the respective employee and the years of employment with the Company. The Company contributes to a reinsured support fund maintained by an external agency. The contributions made by the employer are charged to the statement of profit and loss on accrual basis. Provision is made for the shortfall between the actuarial valuation carried out as at the year end, as per the projected unit credit method and the plan assets. For other overseas branches, social security contributions are made as per the respective local laws and regulations. The same is charged to the statement of profit and loss on an accrual basis. There are no obligations beyond the respective entity's contributions. Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses are recognised in OCI.

- **Superannuation** : The Company contributes to a superannuation scheme, a defined contribution plan maintained by an insurance company. Such contributions are charged to the statement of profit and loss on an accrual basis. The Company has no other obligations beyond its monthly contributions.

Short-term employee benefits :

Employee benefits payable wholly within twelve months of receving employee services are classified as short term employee benefits. These benefits include salaries and wages, bonus and ex-gratia. The undiscounted amount of short tem employee benefits to be paid in exchange for employee services is recognised as an expense as the related service is rendered by employees.

Compensated absences :

The Company's employees are entitled to compensated absences. The employees can carry forward a portion of the unutilized accumulating compensated absences and utilize it in future periods or receive cash at retirement or termination of employment. The Company records an obligation for compensated absences in the period in which the employee renders the services that increases this entitlement. The Company measures the expected cost of compensated absences as the additional amount that the Company expects to pay as a result of the unused entitlement that has accumulated at the end of the reporting period. The Company recognizes accumulated compensated absences based on actuarial valuation using the projected unit credit method. Accumulated leaves, which is expected to be utilised within the next twelve months and not eligble to be carried forward to future years, is treated as short term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to

pay as a result of the unused entitlement that has accumulated at the reporting date. These amounts are charged to the statement of profit and loss.

g) Income taxes :

Income tax comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to a business combination or to an item recognised directly in equity or in other comprehensive income.

Current tax:

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date and applicable for the period. Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or to realize the asset and settle the liability simultaneously.

Deferred tax :

Deferred tax is recognised using the balance sheet approach. In respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits. Deferred tax is not recognised for :

- temporary differences arising 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 at the time of the transaction;
- 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 to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets - unrecognised or recognised, are reviewed at each reporting date and are recognised/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realised. Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by 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. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

h) Earnings per share :

Basic earnings per share is computed by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of ordinary shares outstanding during the period is the number of ordinary shares outstanding at the beginning of the period, adjusted by the number of ordinary shares bought back or issued during the period multiplied by a time-weighting factor. The weighted average numbers of equity shares outstanding during the year is adjusted for events of bonus issue; bonus element in a rights issue to existing shareholders; share split; and reverse share split (consolidation of shares) and buy back of shares.

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

i) Provisions and contingencies :

i) **Provisions and contingencies :**

A provision is recognized when the Company has a present obligation as a result of past event; it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Provisions for onerous contracts, i.e. contracts where the expected unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under it, are recognised when it is probable that an outflow of resources embodying economic benefits will be required to settle a present obligation as a result of an obligating event, based on a best estimate of such obligation. Where no reliable estimate can be made,a disclosure is made as contingent liability. A disclosure for a contingent liability is also made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. A contingent asset is neither recognised or disclosed in the financial statement.

j) **Cash and cash equivqlents :**

Cash and cash equivalents in the cash flow statement comprise of cash at bank and in hand.The cash flow statement is prepared under the indirect method.

m) The standards issued effective from April 01, 2018 upto the date of issuance of the financial statements is "Ind AS 115 - Revenue from contracts with customers. Ind AS 115 establishes a comprehensive framework for determining whether, how much and when revenue is recognised. It replaces existing revenue recognition standards Ind AS 11 and Ind AS 18." This standard has been currently deferred. The Company is currently evaluating the requirements of Ind AS 115, and has not yet determined the impact on the financial statements.

Appendix B to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates

Appendix B, Foreign Currency Transactions and Advance Consideration has been inserted in Ind AS 21. It requires the date of the transaction for the purpose of determining the exchange rate to use on initial recognition of the related asset, expense or income is the date on which an entity initially recognizes the non-monetary asset or non-monetary liability arising from the payment or receipt of advance consideration in a foreign currency. The effective date for adoption of Appendix B is annual reporting periods beginning on or after April 1, 2018. The impact of adopting Appendix B is not expected to have a material impact on the Company's financial statements.

n) **Recent Indian Accounting Standards (Ind AS)**

Ind AS 12 Income taxes (amendments relating to income tax consequences of dividend and uncertainty over income tax treatments)

The amendment relating to income tax consequences of dividend clarify that an entity shall recognise the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognised those past transactions or events. The Group does not expect any impact from this pronouncement. It is relevant to note that the amendment does not amend situations where the entity pays a tax on dividend which is effectively a portion of dividends paid to taxation authorities on behalf of shareholders. Such amount paid or payable to taxation authorities continues to be charged to equity as part of dividend, in accordance with Ind AS 12.

The amendment to Appendix C of Ind AS 12 specifies that the amendment is to be applied to the determination of taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates, when there is uncertainty over income tax treatments under Ind AS 12. It outlines the following: (1) the entity has to use judgement, to determine whether each tax treatment should be considered separately or whether some can be considered together. The decision should be based on the approach which provides better predictions of the resolution of the uncertainty (2) the entity is to assume that the taxation authority will have full knowledge of all relevant information while examining any amount (3) entity has to consider the probability of the relevant taxation authority accepting the tax treatment and the determination of taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates would depend upon the probability. The Group does not expect any significant impact of the amendment on its financial statements.

Ind AS 19 – Plan Amendment, Curtailment or Settlement

The amendments clarify that if a plan amendment, curtailment or settlement occurs, it is mandatory that the current service cost and the net interest for the period after the re-measurement are determined using the assumptions used for the re-measurement. In addition, amendments have been included to clarify the effect of a plan amendment, curtailment or settlement on the requirements regarding the asset ceiling. The Company does not expect this amendment to have any significant impact on its financial statements.

Ind AS 116- Accounting for Leases

Ind AS 116 will replace the existing leases standard, Ind AS 17 Leases. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases for both lessees and lessors. It introduces a single, on-balance sheet lessee accounting model for lessees. A lessee recognizes right-of-use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. The standard also contains enhanced disclosure requirements for lessees. Ind AS 116 substantially carries forward the lessor accounting requirements in Ind AS 17.

The Company will adopt Ind AS 116, effective annual reporting period beginning April 1, 2019. The Company will apply the standard to its leases using the Modified retrospective approach with the lease liability being recognized at the date of initial application. The lease liability is measured at the present value of the remaining lease payments discounted using lease incremental borrowing rate at the date of initial application. Under the option given in para C8(b)(ii), the right-of-use asset is recognized at the date of initial application . The ROU asset is measured at an amount equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments relating to that lease recognized in the balance sheet immediately before the date of initial application. In accordance with the standard, the Company will elect not to apply the requirements of Ind AS 116 to short-term leases and leases for which the underlying asset is of low value.
On transition, the Company will be using the practical expedient provided the standard and therefore, will not reassess whether a contract, is or contains a lease, at the date of initial application.

With effect from April 01, 2019, the Company will recognize new assets and liabilities for its operating leases of premises and other assets. The nature of expenses related to those leases will change from lease rent in previous periods to a) Depreciation for the right-to-use asset, and b) Interest Expense on Lease Liability.
On preliminary assessment, for leases other than short-term leases and leases of low value assets, the company does not expect the adoption of this standed to have an significat impact on its financials statements.

Notes forming part of the financial statements for the year ended March 31, 2019

13. Other Notes to accounts

a) The Board of Directors in their meeting held on January 19, 2011, decided to discontinue the operations of the Company. Accordingly, the financial statements have not been prepared under the going concern assumption and the accounting treatment has been done as mentioned in note 1(b). Subsequent to the discontinuation of operations, the Company is in the process of selling the assets which are held for sale and has been working with various Government departments of Mexico to obtain the Tax Refunds.

b) Earnings per Share (EPS)

Earnings Per Share has been determined as follows:

Amount in INR

Particulars		For the Year ended March 31, 2019	For the Year ended March 31, 2018
Profit after tax as per the Statement of Profit and Loss	A	(3,38,409)	(13,39,990)
Profit attributable to Equity Shareholders	B	(3,38,409)	(13,39,9990)
Weighted Average number of Shares for Basic EPS	C	9,600	9,600
Weighted Average number of Shares for Diluted EPS	D	9,600	9,600
		Rs.	Rs.
Nominal value of equity shares		MXN 500 INR Rs.1,841	MXN 500 INR Rs.1,841
Earnings Per Share			
Basic	A /C	(35.25)	(139.58)
Diluted	B /D	(35.25)	(139.58)

c) Derivative Instruments

The period ended foreign currency exposures (other than MXN) that have not been hedged by a derivative instrument or otherwise are given below

i. Amounts receivable in foreign currency on account of the following:

	March 31, 2019		March 31, 2018	
	(In Rs. / MXN)	In Foreign Currency	(In Rs. / MXN)	In Foreign Currency
Export of goods/services, Interest receivable and others	Rs.198,071 (MXN 55,267)	USD2,864	Rs.186,675 (MXN 52,546)	USD2,864

ii. Amounts payable in foreign currency on account of the following:

	March 31, 2019		March 31, 2018	
	(In Rs. / MXN)	In Foreign Currency	(In Rs. / MXN)	In Foreign Currency
Trade Payables	Rs.485,369 (MXN 135,430)	USD7,019	Rs.457,428 (MXN 128,763)	USD7,019

(Amounts in MXN have been disclosed in Rs. at the period end rate)

S.S. SWAMY Chartered Accountant B'lore-18

MEXICO S.A. de C.V.

d) Related Party Disclosures

Name of the related parties and description of relationship

Holding Company	Sasken Technologies Limited, India
Fellow Subsidiary Company	Sasken Inc, USA

The details of the transactions with the related parties during the year are as under

	Holding Company	Holding Company
	For the Year ended March 31, 2019 Rs.	For the Year ended March 31, 2018 Rs.
Transactions during the year		
Interest Income	Nil	Nil
Loan repaid	Nil	Nil
	For the year ended March 31, 2019 Rs.	For the year ended Mar 31, 2018 Rs.
Closing balances of the Receivables	198,071	186,675

Note:

Related Parties have been identified by the management and relied upon by the auditors. No amount is / has been written off or written back during the year in respect of debts due from or to related parties.

In terms of my report attached

For and on behalf of the Board of Directors of
Sasken Communication Technologies Mexico S.A de C. V.

S.S. Swamy
Chartered Accountant
Member Ship Numbers.019990

Rajiv C Mody
Sole Administrator
DIN No.00092037

Krishna J Jhaveri
Chief Executive Officer
DIN No.00102729

Place: Bengaluru
Date: April 23, 2019

Place: Bengaluru
Date: April 23, 2019

S.S. SWAMY B'lore-18 Chartered Accountant