

# JERRY SUNNY & RAJESH

Chartered Accountants

1st floor, Vattoly Estate, St. Vincent Road, Ernakulam North, Kochi -18  
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## Independent Auditors Report

### To The Members of Aspinwall Technologies Limited

#### Report on the Financial Statements

We have audited the accompanying Ind AS financial statements of **Aspinwall Technologies Limited**. ("the Company"), which comprise the Balance Sheet as at 31 March 2018, the Statement of Profit and Loss, the Statement of changes in equity and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

#### Management's Responsibility for the Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the state of affairs (financial position) profit / loss including (other comprehensive income) (financial performance), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act.

This responsibility also includes the 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 the frauds and other irregularities ; selection and application of appropriate accounting policies, making judgements and estimates that are reasonable and prudent, and design, implementation and maintenance of 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 Ind AS 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 going concern, disclosing, as applicable, matters related to going concern basis of accounting unless management either intends to liquidate the Company or to cease operations or has no realistic alternative to do so.





## Auditor's Responsibility

Our responsibility is to express an opinion on these Ind AS financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the Provisions of the Act and the Rules made thereunder.

We conducted our audit of the Ind AS financial statements in accordance with standards on auditing specified under section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about amounts and disclosures in the Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessments of risks of material misstatement of the Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to Company's preparation of the Ind AS financial statements that give true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Board of Directors, as well as evaluating the overall presentation of the Ind AS financial statements.

We are also responsible to 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 entity's ability to continue as going concern. If we conclude that a material uncertainty exists, we are required to draw attention in the auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify the opinion. Our conclusions are based on the audit evidence obtained up to the date of the auditor's report. However, future events or conditions may cause an entity to cease to continue as a going concern.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Ind AS financial statements.





## Opinion

In our opinion and to the best of our information and according to the explanation given to us, the aforesaid Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with accounting principles generally accepted in India of the state of affairs of the Company as at 31 March 2018, its profit (including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

## Other matters

The comparative financial information of the Company for the year ended 31 March 2017 and the transition date opening balance sheet as at 1 April 2016 included in these Ind AS financial statements, are based on the previously issued statutory financial statements prepared in accordance with the Companies (Accounting Standards) Rules 2006 audited by us, as adjusted for the differences in the accounting principles adopted by the Company on transition to Ind AS, which have been audited by us.

Our report is not modified in respect of this matter.

## Report on other Legal and Regulatory Requirements

1. AS required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of Section 143 (11) of the Companies Act, 2013, we give in the Annexure-A, a statement on the matters specified in paragraphs 3 and 4 of the order.
2. As required by Section 143(3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
  - b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
  - c) The Balance Sheet, the statement of Profit and Loss and Cash Flow Statement and statement of changes in equity dealt with by this report are in agreement with the books of account;



- d) In our opinion, the aforesaid Ind AS financial statements comply with the accounting standards specified under section 133 of the Act;
- e) On the basis of the written representations received from the Directors as on 31 March 2018, taken on record by the Board of Directors , none of the Directors is disqualified as on 31 March 2018 , 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 B" and
- g) With respect to other matters included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us :
- i. The Company does not have any pending litigations which would impact its financial position;
  - ii. The Company did not have any Long Term Contracts including derivative contracts for which there were any material foreseeable losses;
  - iii. There were no amounts which required to be transferred to Investor Education and Protection Fund; and



- iv. The disclosures in the financial statements regarding holdings as well as dealings in specified bank notes during the period from 8 November 2016 to 30 December 2016 have not been made since they do not pertain to the financial year 31 March 2018. However, the Company has provided requisite disclosures in its financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8<sup>th</sup> November, 2016 to 30<sup>th</sup> December, 2016 pertaining to the financial year ended 31 March 2017.

For Jerry sunny and Rajesh

Chartered Accountants

Firm Registration Number: 001326S



  
Sunny Varghese  
(Partner)  
M No.: 028612

Place: Kochi

Date: 26.05.2018



## Aspinwall Technologies Limited

### Annexure –A to the Independent Auditors' Report

The Annexure referred to in our Independent Auditors' report to the members of Aspinwall Technologies Limited on the Ind AS financial statements for the year Ended 31<sup>st</sup> March 2018.

We report that:

1. (a) The company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.  
  
(b) As explained to us, fixed assets have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification  
  
(c) There are no immovable properties owned by the Company.
2. The company has not maintained any inventory during the year.
3. According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Companies Act, 2013.
4. The Company has neither given any loan nor given any guarantee, nor provided any security in connection with a loan to any other body corporate or persons. The company has not acquired by way of subscription, purchase or otherwise the securities of any other body corporate.
5. The Company has not accepted any deposits from the public during the year and hence the directives issued by the Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under are not applicable to the Company.



6. The Central Government has not prescribed maintenance of cost records under Section 148 (1) of the Companies Act, 2013 for the Company's products.
7. (a) According to the records of the company, all undisputed statutory dues including Provident Fund, Income-tax, Sales-tax, Service Tax, Customs Duty, Excise Duty, value added tax, Cess and Goods and Service Tax to the extent applicable and any other statutory dues have generally been regularly deposited with the appropriate authorities. According to the information and explanations given to us there were no outstanding statutory dues as on 31 March 2018 for a period of more than six months from the date they became payable.  
  
(b) According to the information and explanations given to us, there are no amounts payable in respect of income tax or wealth tax or service tax or sales tax or customs duty or excise duty or cess or Goods and Service Tax which have not been deposited on account of any disputes.
8. Based on our audit procedures and on the information and explanations given by the management, we are of the opinion that, the Company has not defaulted in repayment of dues to a financial institution, bank or debenture holders.
9. Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised any money by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.
10. Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year





11. No Managerial remuneration has been paid or provided by the company during the year.
12. In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 3 (xii) of the Order are not applicable to the Company.
13. In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
14. Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.
15. Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with them. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
16. According to our information and knowledge, the company is not a Non Banking Financial Company hence not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934.

For Jerry sunny and Rajesh  
Chartered Accountants

Firm Registration Number: 001326S



  
Sunny Varghese  
(Partner)  
M No.: 028612

Place: Kochi

Date: 26.05.2018



## **Annexure - B to the Independent Auditor's Report**

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

We have audited the internal financial controls over financial reporting of Aspinwall Technologies Limited ("the Company") as of March 31, 2018 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 Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by Institute of Chartered Accountants of India and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about





whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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, 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, 2017, 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.

For Jerry sunny and Rajesh

Chartered Accountants

Firm Registration Number: 001326S



Sunny Varghese  
(Partner)

M No.: 028612

Place: Kochi

Date: 26.05.2018

**Aspinwall Technologies Limited**  
**Balance sheet as at 31 March 2018**

All amounts in Indian rupees , except share data and where otherwise stated

	Notes	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
<b>ASSETS</b>				
<b>Non-current assets</b>				
Property, plant and equipment	4	2,059	3,088	4,117
Deferred Tax asset (net)	23	25,627	28,297	4,571
Other assets	6	279,794	238,508	409,711
<b>Total Non-current assets</b>		<b>307,480</b>	<b>269,893</b>	<b>418,399</b>
<b>Current assets</b>				
Inventories	7	-	294,500	305,000
Cash and Cash Equivalents	8	6,523,530	7,510,955	6,770,586
Other financial assets	5	-	200,040	42,832
<b>Total Current assets</b>		<b>6,523,530</b>	<b>8,005,495</b>	<b>7,118,418</b>
<b>Total Assets</b>		<b>6,831,010</b>	<b>8,275,388</b>	<b>7,536,817</b>
<b>EQUITY AND LIABILITIES</b>				
<b>Equity</b>				
Equity Share Capital	9	1,612,800	1,612,800	1,612,800
Other equity		5,069,343	6,606,094	5,843,390
<b>Total Equity</b>		<b>6,682,143</b>	<b>8,218,894</b>	<b>7,456,190</b>
<b>Current liabilities</b>				
<b>Financial liabilities</b>				
Trade payables	10	33,867	33,867	29,367
Other liabilities	11	115,000	7,750	51,260
Provisions	12	-	14,877	-
<b>Total Current liabilities</b>		<b>148,867</b>	<b>56,494</b>	<b>80,627</b>
<b>Total Liabilities</b>		<b>6,831,010</b>	<b>8,275,388</b>	<b>7,536,817</b>

**Significant accounting policies**

2

The notes referred to above form an integral part of the financial statements

As per our report of even date attached

for **JERRY, SUNNY & RAJESH**  
Chartered Accountants  
Firm's registration number: 001326S

**Sunny Varghese**  
Partner

Membership Number : 028612

Kochi  
26 May 2018



for and on behalf of the Board of Directors  
**Aspinwall Technologies Limited**  
CIN: U72200KL1977PLC002937

**T. R. Radhakrishnan**  
Director  
DIN: 00086627

Kochi  
26 May 2018

**Mohan Kurian**  
Director  
DIN: 03260152



**Aspinwall Technologies Limited**
**Statement of profit and loss for the year ended 31 March 2018**

All amounts in Indian rupees , except share data and where otherwise stated

	Notes	For the year ended 31 March 2018	For the year ended 31 March 2017
<b>Income</b>			
Revenue from operations	13	750,000	920,000
Other income	14	327,627	434,522
<b>Total income</b>		<b>1,077,627</b>	<b>1,354,522</b>
<b>Expenses</b>			
Changes in inventories of finished goods, work-in-progress and stock -in-trade	15	294,500	10,500
Employee benefits expense	16	150,000	230,000
Finance costs	17	6,252	1,548
Depreciation and amortisation expense	18	1,029	1,029
Other expenses	19	71,306	73,703
<b>Total expenses</b>		<b>523,087</b>	<b>316,780</b>
<b>Profit Before Tax</b>		<b>554,540</b>	<b>1,037,742</b>
Tax expense:			
Current tax		142,000	312,080
Short / (Excess) provision for tax relating to prior years		5,493	(10,055)
<b>Net Current tax expense</b>		<b>147,493</b>	<b>302,025</b>
Deferred tax	23	2,670	(23,726)
Minimum alternate tax (MAT)		-	(3,261)
<b>Net tax expense</b>		<b>150,163</b>	<b>275,038</b>
<b>Profit for the year</b>		<b>404,377</b>	<b>762,704</b>
<b>Other comprehensive income</b>			
<i>Items that will not be reclassified subsequently to statement of profit or loss</i>			
<b>Total other comprehensive income for the year net of income tax</b>			
<b>Total comprehensive income for the year</b>		<b>404,377</b>	<b>762,704</b>
<b>Earnings per equity share</b> (Equity shares of face value Rs. 10 each)	20		
Basic (Rs.)		2.51	4.73
Diluted (Rs.)		2.51	4.73

**Significant accounting policies**

2

The notes referred to above form an integral part of the financial statements

As per our report of even date attached

 for **JERRY, SUNNY & RAJESH**

Chartered Accountants

Firm's registration number: 001326S

  
**Sunny Varghese**

Partner

Membership Number : 028612



for and on behalf of the Board of Directors

**Aspinwall Technologies Limited**

CIN: U72200KL1977PLC002937

  
**T. R. Radhakrishnan**

Director

DIN:00086627

  
**Mohan Kurian**

Director

DIN:03260152

 Kochi  
 26 May 2018

 Kochi  
 26 May 2018

For the year ended 31 March 2018

Particulars	Equity share capital	Reserves and surplus		Items of other comprehensive income	Total	Total equity attributable to shareholders of the Company
		Retained earnings	General Reserve	Re-measurements of the net defined benefit liability		
Balance at 1 April 2017	161,2800	6,603,094	3,000	-	6,606,094	8,218,894
Profit for the year		404,377			404,377	404,377
Other comprehensive income for the year (net of tax)		-			-	-
Total comprehensive income for the year		404,377			404,377	404,377
Less: Appropriations						
Dividend Paid		1,612,800			1,612,800	1,612,800
Tax on Dividend		328,328			328,328	328,328
Balance at 31 March 2018	1,612,800	5,066,343	3,000	-	5,069,343	6,682,143

For the year ended 31 March 2017

Particulars	Equity share capital	Reserves and surplus		Items of other comprehensive income	Total	Total equity attributable to shareholders of the Company
		Retained earnings	General Reserve	Re-measurements of the net defined benefit liability		
Balance at 1 April 2016	161,2800	5,840,390	3,000	-	5,843,390	7,456,190
Profit for the year		762,704			762,704	762,704
Other comprehensive income for the year (net of tax)		-			-	-
Total comprehensive income for the year		762,704			762,704	762,704
Balance at 31 March 2017	1,612,800	6,603,094	3,000	-	6,606,094	8,218,894

As per our report of even date attached

for JERRY, SUNNY &amp; RAJESH

Chartered Accountants

Firm's registration number: 001326S

Sudhy Varghese

Partner

Membership Number : 028612

Kochi

26 May 2018



for and on behalf of the Board of Directors

Aspinwall Technologies Limited

CIN: U72200KL1977PLC002937

T.R Radhakrishnan

Director

DIN:00086627

Mohan Kurian

Director

DIN:03268152

Kochi

26 May 2018



**Aspinwall Technologies Limited****Cash flow statement for the year ended 31 March 2018**

All amounts in Indian rupees , except share data and where otherwise stated

	For the year ended 31 March 2018	For the year ended 31 March 2017
<b>A. Cash flows from operating activities</b>		
Profit before taxes	554,540	1,037,742
Adjustments for :		
Depreciation and amortisation	1,029	1,029
Finance costs	6,252	1,548
Interest income	(327,627)	(434,522)
Operating cash flows before working capital changes	234,194	605,797
Changes in working capital		
Adjustments for (increase)/decrease in operating assets :		
Jobs in progress	294,500	10,500
Adjustments for increase/(decrease) in operating liabilities		
Trade payables	-	4,500
Other liabilities	107,250	(43,510)
Cash used in operating activities before taxes	635,944	577,287
Income taxes paid, net of refund	(203,656)	(112,684)
Net cash flow from operating activities (A)	432,288	464,603
<b>B. Cash flows from investing activities</b>		
- Interest received	527,667	277,314
- Finance costs	(6,252)	(1,548)
Net cash flow from investing activities (B)	521,415	275,766
<b>C. Cash flows from financing activities</b>		
Dividend paid	(1,612,800)	-
Tax on dividend	(328,328)	-
Net cash flow used in investing activities (C)	(1,941,128)	-
Net increase / (Decrease) in cash and cash equivalents	(987,425)	740,369
Cash and cash equivalents at the beginning of the year	7,510,955	6,770,586
Cash and cash equivalents at the end of the year ( refer note 8 )	6,523,530	7,510,955

**Significant accounting policies (refer to note 2)**

The notes referred to above form an integral part of the financial statements

As per our report of even date attached

for **JERRY, SUNNY & RAJESH**

Chartered Accountants

Firm's registration number: 001326S


**Sunny Varghese**

Partner

Membership Number : 028612



Kochi

26 May 2018

for and on behalf of the Board of Directors

**Aspinwall Technologies Limited**

CIN: U72200KL1977PLC002937


**T.R. Radhakrishnan**

Director

DIN:00086627


**Mohan Kurian**

Director

DIN:03260152

Kochi

26 May 2018

**Aspinwall Technologies Limited**  
**Notes forming part of the financial statements for the year ended 31<sup>st</sup> March, 2018**

**1 Corporate Information**

Aspinwall Technologies Limited is a wholly owned subsidiary of Aspinwall and Company Limited. The main activities of this company are the development and trading of business automation systems and programmes in software.

**2 Basis of preparation and significant accounting policies:**

**2.1 Statement of compliance**

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of Companies Act, 2013, (the 'Act') read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016 and other relevant provisions of the Act.

The Company's financial statements up to and for the year ended 31 March 2017 were prepared in accordance with accounting principles generally accepted in India as prescribed under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (Previous GAAP) and other relevant provisions of the Act.

As these are the Company's first financial statements prepared in accordance with Ind AS, Ind AS 101, *First-time Adoption of Indian Accounting Standards* has been applied. An explanation of how the transition to Ind AS has affected the previously reported financial position, financial performance and cash flows of the Company is provided in Note 3.

The standalone financial statements were authorised for issue by the Company's Board of Directors on 26<sup>th</sup> May 2018.





## **2.2 Functional and presentation currency**

These financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency. All amounts have been rounded-off to the nearest rupees, unless otherwise indicated.

### **Basis of measurement**

The financial statements have been prepared on the historical cost basis.

## **2.3 Use of estimates and 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. 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.

### **i. Judgements:**

There are no significant judgements made in applying accounting policies that have the most material effects on the amounts recognised in the financial statements.

### **ii. Assumptions and estimation uncertainties:**

#### **a) Useful lives of Property, plant and equipment**

Property, plant and equipment and intangible assets represent a proportion of the asset base of the Company. The charge in respect of periodic depreciation and amortisation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful life and residual values of Company's assets are determined by Management at the time the asset is acquired and reviewed periodically, including each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology.



## **2.4 Measurement of fair values**

A number of Company's accounting policies and disclosures require the measurement of fair values, for financial assets and liabilities.

The Company has an established frame work with respect to the measurement of fair values. This includes a finance team that has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values, and reports directly to the Director.

The finance team regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as interest rates, guarantee commission and pricing services are used to measure fair values, then the finance team assesses the evidence obtained from third parties to support the conclusion that these valuation meet the requirements of Ind AS, including the level in the fair value hierarchy in which the valuation should be classified.

Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices are included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the input used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognises transfers between the levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.





## **2.5 Revenue recognition**

### Income from sale of software

Income from sale of software is recognised when invoice is raised..

### Other Income

In calculating interest income, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit impaired).

## **2.6 Property, plant and equipment**

### **i. Recognition and measurement**

Items of property, plant and equipment are measured at cost, which includes capitalised borrowing costs if any, 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.

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

### **ii. Transition to Ind AS**

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at 1 April 2016, measured as per the previous GAAP, and use that carrying value as the deemed cost of such property, plant and equipment (see Note 3 on Ind AS 101).

### **iii. 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.



## 2.6 Property, plant and equipment (continued)

### iv. Depreciation

Depreciation is provided on the cost of items of property, plant and equipment less their estimated residual values over their estimated useful lives prescribed in Schedule II to the Companies Act, 2013 using the Straight Line Method ('SLM').

Depreciation on additions during the year is provided for on a pro-rata basis i.e., from the date on which asset is acquired. Depreciation on disposals is provided on a pro-rata basis i.e. upto the date on which asset is disposed off.

## 2.7 Financial Instruments

### i. Recognition and initial measurement

Trade receivables 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.

The Company measures a financial asset or financial liability at its fair value. In the case of a financial asset or financial liability measured not at fair value through profit or loss, the transaction costs that are directly attributable to the acquisition or issue of the financial asset or financial liability are adjusted in the value of the financial asset or financial liability.

### ii. Classification and subsequent measurement

#### a. Financial assets:

On initial recognition, a financial asset is classified as measured at:

- amortised cost; or
- Fair value through other comprehensive income (FVOCI)
- Fair value through profit and loss (FVTPL)

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 subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and 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. These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment losses are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss. A financial asset is subsequently measured at FVOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and 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. These assets are subsequently measured at fair value. Interest income under the effective interest method, foreign exchange gains and losses and impairment losses are recognised in profit or loss. Other net gains and losses are recognised in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss.

Further, in cases where the Company has made an irrevocable election based on its business model, for its investments which are classified as equity instruments, the subsequent changes in fair value are recognized in other comprehensive income. Other net gains and losses are recognised in OCI and are not reclassified to profit or loss.

All financial assets not classified as measured at amortised cost or FVOCI are measured at FVTPL. This includes all derivative financial assets. These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.

***b. Financial liabilities: Classification, subsequent measurement and gains and losses:***

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified 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





## Aspinwall Technologies Limited

Notes forming part of the financial statements for the year ended 31<sup>st</sup> March, 2018

foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

### iii. Derecognition

The Company derecognises 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 derecognised from the Company's balance sheet when the obligation specified in the contract is discharged or cancelled or expires.

### iv. Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

### v. Share capital

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

## 2.8 Employee benefits

The Company does not have employees under its payroll. Manpower services rendered by holding Company accounted as employee benefit expense.

## 2.9 Taxation

### (a) 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.





## Aspinwall Technologies Limited

Notes forming part of the financial statements for the year ended 31<sup>st</sup> March, 2018

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 or settle the liability on a net basis or simultaneously.

### (b) Minimum Alternate Tax (MAT)

MAT paid in accordance with provisions of Income Tax Act, 1961 which gives rise to future economic benefits in the form of adjustment of future Income Tax liability, is being absorbed in the Statement of Profit and Loss and the credit is being recognised when it is probable that the future economic benefit associated with it will flow to the Company.

### (c) 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 corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits.

Deferred tax assets are recognised to the extent it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Company recognises a deferred tax asset only to the extent that there is convincing evidence that sufficient taxable profit will be available against which such deferred tax asset can be realised. 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 in the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.



**2.9 Taxation (continued)**

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 taxable 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.

**2.10 Earnings per share (EPS)**

Basic earnings per share ('EPS') is computed by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of shares outstanding during the year.

Diluted EPS is computed using the weighted average number of equity and dilutive equity equivalent shares outstanding during the period except where the result would be anti-dilutive.

**2.11 Cash flow statement**

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

**2.12 Cash and cash equivalents**

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity period of three months or less from the date of acquisition) that are readily convertible into known amounts of cash.

**2.13 Operating Cycle**

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





**Aspinwall Technologies Limited**  
**Notes forming part of the financial statements for the year ended 31<sup>st</sup> March, 2018**

Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

## **2.14 Goods and Service Tax ('GST') input credit**

GST input credit is accounted for in the books in the period in which the underlying goods or service received is accounted and when there is reasonable certainty in availing / utilising the credits.

### **Recent accounting pronouncements**

#### **Standards issued but not yet effective**

##### *Ind AS 115, Revenue from contracts with customers:*

On 28 March 2018, Ministry of Corporate Affairs (MCA) notified Ind AS 115. The new standard requires an entity to recognise revenue which depicts the transfer of promised goods or services to customers for an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Further, the new standard requires disclosures about the nature, amount, timing and uncertainty of revenue and cash flow arising from the entity's contracts with customers.

The effective date of adoption of Ind AS 115 is financial year beginning on or after 1 April 2018, with an option for retrospective adoption. The Company has evaluated the effect Ind AS 115 on the financial statements and the impact is not material.

##### *Appendix B to Ind AS 21, Foreign currency transactions and advance consideration:*

On 28 March 2018, the Ministry of Corporate Affairs ('the MCA') notified the Companies (Indian Accounting Standards) Amendment rules, 2018 containing Appendix B to Ind AS 21, which clarifies 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, when an entity has received or paid advance consideration in a foreign currency.



## **Aspinwall Technologies Limited**

**Notes forming part of the financial statements for the year ended 31<sup>st</sup> March, 2018**

The amendment will come into force from 1 April 2018. The Company has evaluated the effect of this on the financial statements and the impact is not material.

In March 2017, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) (Amendments) Rules, 2017, notifying amendments to Ind AS 7, 'Statement of cash flows' and Ind AS 102, 'Share-based payment.' These amendments are in accordance with the recent amendments made by International Accounting Standards Board (IASB) to IAS 7, 'Statement of cash flows' and IFRS 2, 'Share-based payment,' respectively. The amendments are applicable to the Company from April 1, 2017.

### **Amendment to Ind AS 7**

The amendment to Ind AS 7 requires the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities, to meet the disclosure requirement. The Company is evaluating the requirements of the amendment and the effect on the financial statements is being evaluated.

### **Amendment to Ind AS 102**

The amendment to Ind AS 102 provides specific guidance to measurement of cash-settled awards, modification of cash-settled awards and awards that include a net settlement feature in respect of withholding taxes.

No impact is expected on account of this amendment as the company does not have share based payments





**Note 3**

**First time adoption of Ind AS**

These are the Company's first financial statements prepared in accordance with Ind AS. For the year ended 31 March 2017, the Company had prepared its financial statements in accordance with Companies (Accounting Standards) Rules, 2006, notified under Section 133 of the Act and other relevant provisions of the Act ("previous GAAP").

The accounting policies set out in Note 2 have been applied in preparing these financial statements for the year ended 31 March 2018 including the comparative information for the year ended 31 March 2017 and the opening Ind AS balance sheet on the date of transition i.e. 1 April 2016.

There are no differences between the financial statements prepared under ("Previous GAAP"/"IGAAP") and Ind AS. Hence reconciliation has not been provided.

**A. Optional exemptions availed**

In preparing these standalone financial statements, the Company has only availed the following optional exemption

In respect of property, plant and equipment, the Company has elected to continue with the carrying value as at 1 April 2016, measured as per the previous GAAP, and use that carrying value as the deemed cost of such property, plant and equipment.

**B. Mandatory exceptions availed**

**1. Estimates**

As per Ind AS 101, an entity's estimates in accordance with Ind AS at the date of transition to Ind AS or at the end of the comparative period presented in the entity's first Ind AS financial statements, as the case may be, should be consistent with estimates made for the same date in accordance with the previous GAAP unless there is objective evidence that those estimates were in error. However, the estimates should be adjusted to reflect any differences in accounting policies.

As per Ind AS 101, where application of Ind AS requires an entity to make certain estimates that were not required under previous GAAP, those estimates should be made to reflect conditions that existed at the date of transition (for preparing opening Ind AS balance sheet) or at the end of the comparative period (for presenting comparative information as per Ind AS).

The Company's estimates under Ind AS are consistent with the above requirement. Key estimates considered in preparation of the financial statements that were not required under the previous GAAP are listed below:

- Fair valuation of financial instruments carried at FVTPL.
- Impairment of financial assets based on the expected credit loss model.
- Determination of the discounted value for financial instruments carried at amortised cost.

**2. Classification and measurement of financial assets**

Ind AS 101 requires an entity to assess classification of financial assets on the basis of facts and circumstances existing as on the date of transition. Further, the standard permits measurement of financial assets accounted at amortised cost based on facts and circumstances existing at the date of transition if retrospective application is impracticable.

Accordingly, the Company has determined the classification of financial assets based on facts and circumstances that exist on the date of transition. Measurement of the financial assets accounted at amortised cost has been done retrospectively except where the same is impracticable.



**Aspinwall Technologies Limited**
**Notes to the financial statements for the year ended 31 March 2018 (continued)**

All amounts in Indian rupees , except share data and where otherwise stated

**4 Property, plant and equipment**

Reconciliation of carrying amount	Plant and Equipment	Furniture and Fixtures	Total
<b>Cost or deemed cost</b>			
Balance at 1 April 2016	4,115	2	4,117
Additions	-	-	-
Deletions	-	-	-
<b>Balance at 31 March 2017</b>	<b>4,115</b>	<b>2</b>	<b>4,117</b>
Balance at 1 April 2017	4,115	2	4,117
Additions	-	-	-
Deletions	-	-	-
<b>Balance at 31 March 2018</b>	<b>4,115</b>	<b>2</b>	<b>4,117</b>
<b>Accumulated depreciation</b>			
Balance at 1 April 2016	-	-	-
Depreciation for the year	1,029	-	1,029
Deletion	-	-	-
<b>Balance at 31 March 2017</b>	<b>1,029</b>	<b>-</b>	<b>1,029</b>
Balance at 1 April 2017	1,029	-	1,029
Depreciation for the year	1,029	-	1,029
Deletion	-	-	-
<b>Balance at 31 March 2018</b>	<b>2,058</b>	<b>-</b>	<b>2,058</b>
<b>Carrying amount (net)</b>			
At 1 April 2016	4,115	2	4,117
At 31 March 2017	3,086	2	3,088
At 31 March 2018	2,057	2	2,059





**Aspinwall Technologies Limited**
**Notes to the financial statements for the year ended 31 March 2018 (continued)**

All amounts in Indian rupees , except share data and where otherwise stated

	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
<b>5 Other financial assets</b>			
Current			
-Interest accrued on deposits	-	200,040	42,832
	<u>-</u>	<u>200,040</u>	<u>42,832</u>
<b>6 Other assets</b>			
Non-current			
MAT Credit Entitlement	214,607	238,369	354,508
Advance Income Tax ( Net of Provision Rs. 4,68,984/-; 31 March 2017 Rs. Nil; 1 April 2016 Rs. 11,66,177/- )	65,048	-	55,064
Advance FBT ( Net of Provision Rs. 834/-; 31 March 2017 Rs. 834/-; 1 April 2016 Rs. 834/- )	139	139	139
	<u>279,794</u>	<u>238,508</u>	<u>409,711</u>
<b>7 Inventories</b>			
( at lower of cost and net realisable value)			
Jobs in Progress	-	294,500	305,000
	<u>-</u>	<u>294,500</u>	<u>305,000</u>
<b>8 Cash and cash equivalents</b>			
Balances with banks			
(i) In current accounts	2,048,673	841,220	303,814
(ii) In deposit accounts	4,474,857	6,669,735	6,466,772
<b>Total cash and cash equivalents</b>	<u><b>6,523,530</b></u>	<u><b>7,510,955</b></u>	<u><b>6,770,586</b></u>



	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
<b>9 Share capital</b>			
<b>Authorised capital</b>			
100,000 9.5% Cumulative Redeemable Preference Shares of Rs.10/- (Rs.10/-) each	1,000,000	1,000,000	1,000,000
1,448,480 Equity Shares of Rs.10 each	14,484,800	14,484,800	14,484,800
	<b>15,484,800</b>	<b>15,484,800</b>	<b>15,484,800</b>
<b>Issued, subscribed and paid-up capital</b>			
161,280 Equity Shares of Rs.10 each fully paid up	1,612,800	1,612,800	1,612,800
	<b>1,612,800</b>	<b>1,612,800</b>	<b>1,612,800</b>

a. Reconciliation of the number of equity shares outstanding at the beginning and at the end of the reporting year is as given below:

i) Equity shares:

Particulars	As at 31 March 2018		As at 31 March 2017	
	No. of shares	Amount	No. of shares	Amount
Number of shares at the beginning of the year	161,280	1,612,800	161,280	1,612,800
Number of shares issued during the year	-	-	-	-
Number of shares at the end of the year	<b>161,280</b>	<b>1,612,800</b>	<b>161,280.00</b>	<b>1,612,800</b>

b. Rights, preferences and restrictions attached to shares

i) Equity shares:

The Company has only one class of Equity Shares having a par value of Rs. 10/- per share. Each holder of the Equity Shares is entitled to one vote per share.

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. The distribution will be in proportion to the number of equity shares held by shareholders.

c. Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

i) Equity shares:

Particulars	As at 31 March 2018		As at 31 March 2017	
	No. of shares	% holding	No. of shares	% holding
<i>Equity shares</i>				
M/s. Aspinwall and Company Limited	161,280	100%	161,280	100%
	<b>161,280</b>	<b>100%</b>	<b>161,280</b>	<b>100%</b>

All the above 161280 (161280) Equity Shares are held by the Holding Company M/s Aspinwall and Company Limited and its nominees.

	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
<b>10 Trade payables</b>			
Total outstanding dues of Micro Enterprises and Small Enterprises (Refer note 22)	-	-	-
Total outstanding dues of creditors other than Micro Enterprises and Small Enterprises	33,867	33,867	29,367
	<b>33,867</b>	<b>33,867</b>	<b>29,367</b>

As at 31 March 2018, there are no outstanding dues to micro and small enterprises. There are no interest due or outstanding on the same.

<b>11 Other liabilities</b>			
<b>Current</b>			
Withholding taxes and statutory dues	115,000	7,750	51,260
	<b>115,000</b>	<b>7,750</b>	<b>51,260</b>

<b>12 Provisions</b>			
<b>Current</b>			
Provision for Tax- ( Net of Advance Tax Rs. Nil; 31 March 2017 Rs. 5,39,413/-; 1 April 2016 Rs. Nil)	-	14,877	-
	<b>-</b>	<b>14,877</b>	<b>-</b>





	For the year ended 31 March 2018	For the year ended 31 March 2017
<b>13 Revenue from operations</b>		
Sale of products comprises :		
Software Sales	750,000	920,000
	<u>750,000</u>	<u>920,000</u>
<b>14 Other income</b>		
Interest income from deposits with banks		
Interest Income	327,627	421,823
Interest on Income Tax Refund	-	12,699
	<u>327,627</u>	<u>434,522</u>
<b>15 Changes in inventories of finished goods and stock in-trade</b>		
Jobs in Progress at the end of the year	-	294,500
Jobs in Progress at the beginning of the year	294,500	305,000
Net (increase) / decrease in inventories of finished goods and stock-in-trade	<u>294,500</u>	<u>10,500</u>
<b>16 Employee benefits expense</b>		
Salaries, Wages and Bonus	150,000	230,000
	<u>150,000</u>	<u>230,000</u>
The entire expenditure shown under the head " Salaries, Wages and Bonus are payments towards the manpower supplied by the Holding Company		
<b>17 Finance costs</b>		
Interest expense on :		
Income tax dues	6,252	1,548
	<u>6,252</u>	<u>1,548</u>
<b>18 Depreciation and amortisation expense</b>		
Depreciation	1,029	1,029
	<u>1,029</u>	<u>1,029</u>
<b>19 Other expenses</b>		
Rates and taxes	13,263	13,650
Charges for Services	856	10,854
Printing and stationery	6,510	6,510
Miscellaneous expenses	10,677	2,689
Payments to auditors (Refer Note 19.1 below)	40,000	40,000
	<u>71,306</u>	<u>73,703</u>
<b>Note 19.1- Payments to Auditors comprises</b>		
( excluding applicable taxes)		
To Statutory Auditors		
For Statutory Audit	35,000	35,000
For Other Services	2,500	2,500
Reimbursement of expenses	2,500	2,500
	<u>40,000</u>	<u>40,000</u>



**Additional information to the standalone financial statements****20 Earnings / (loss) per share**

The calculation of profit attributable to equity share holders and weighted average number of equity shares outstanding for the purpose of basic earnings per share calculations are as follows:

Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
Net profit for the year attributable to the equity shareholders (Rs)	404,377	762,704
Weighted average number of equity shares (Nos.)	161,280	161,280
Par value per share (Rs)	10.00	10.00
Earning per share - Basic/Diluted	2.51	4.73

**21 Related parties****A. Related Party relationships**

Names of related parties and description of relationship with the Company:

**(a) Holding Company**

Aspinwall and Company Limited

**(b) Fellow Subsidiaries**

a) Malabar Coast Marine Services Private Limited

b) Aspinwall Geotech Limited

c) SFS Pharma Logistics Private Limited

Note: Related parties have been identified by the Management and relied upon by the auditors





**Aspinwall Technologies Limited**

**Notes to the financial statements for the year ended 31 March 2018 (continued)**

All amounts in Indian rupees, except share data and where otherwise stated

**22 Related parties (continued)**

**B. Related party transactions**

Transaction	Related Party	For the year ended 31 March, 2018	For the year ended 31 March, 2017
Software Sale	Aspinwall and Company Limited	750,000	920,000
Services received	Aspinwall and Company Limited	150,000	230,000
Payments met by Holding Company on behalf of the Company	Aspinwall and Company Limited	500,105	205,760
Reimbursement of Expenses / Reimbursement of Temporary Advances Received	Aspinwall and Company Limited	650,105	205,760
Dividend Paid	Aspinwall and Company Limited	1,612,800	-
Payments received from Holding Company	Aspinwall and Company Limited	750,000	690,000

**22 Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED Act)**

Particulars	As at 31 March 2018	As at 31 March 2017
(i) Principal amount remaining unpaid to any supplier as at the end of the accounting year	-	-
(ii) Interest due thereon remaining unpaid to any supplier as at the end of the accounting year	-	-
(iii) The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day	-	-
(iv) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-
(v) The amount of interest accrued and remaining unpaid at the end of the accounting year	-	-
(vi) The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.



## 23 Tax assets, liabilities and reconciliations

## A. Deferred tax (asset)/ liabilities

## (a) Movement in deferred tax balances for the year ended 31 March 2018

	Net balance 1 April 2017	Recognised in profit or loss	Recognised in OCI	As at 31 March 2018		
				Net	Deferred tax asset	Deferred tax liability
Deferred tax (asset)/ liabilities						
Property, plant and equipment	(28,297)	2,670		(25,627)	25,627	-
Net deferred tax	(28,297)	2,670	-	(25,627)	25,627	-

## (b) Movement in deferred tax balances for the year ended 31 March 2017

	Net balance 1 April 2016	Recognised in profit or loss	Recognised in OCI	As at 31 March 2017		
				Net	Deferred tax asset	Deferred tax liability
Deferred tax (asset)/ liabilities						
Property, plant and equipment	(4,571)	(23,726)	-	(28,297)	28,297	-
Net deferred tax	(4,571)	(23,726)	-	(28,297)	28,297	-

## (c) Notes:

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Significant management judgement is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred income tax assets. The recoverability of deferred income tax assets is based on estimates of taxable income by each jurisdiction in which the relevant entity operates and the period over which deferred income tax assets will be recovered.

## B. Other tax assets

Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
Non current			
Minimum Alternative Tax	214,607	238,369	354,508
Advance tax, net of provision for tax	65,187	(14,738)	55,203
	<u>279,794</u>	<u>223,631</u>	<u>409,711</u>

## C. Reconciliation of effective tax rate

Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
Profit before tax	554,540	1,037,742
Company's domestic tax rate	26%	29.87%
Tax using Company's domestic tax rate	144,180	309,974
Impact of:		
Set off / deferred tax due to tax losses	2,670	(23,726)
Adjustments for current tax of prior periods	5,493	(10,055)
Tax losses for which no deferred income tax was recognized	1,893	770
Other items	(4,073)	1,336
Mat Credit	-	(3,261)
Income tax expense	<u>150,163</u>	<u>275,038</u>
Effective tax rate	<u>27.08%</u>	<u>26.50%</u>

## 24 Employee Benefits

The Company does not have employees under its payroll. Disclosures regarding employee benefits are not applicable to the Company.





25 Financial instruments

Financial instruments by category

The carrying value and fair value of financial instruments by categories as of 31 March 2018 were as follows:

	Carrying Value			Fair Value			
	Amortised cost	Financial assets / liabilities at FVTPL (Mandatorily)	Total carrying value	Level 1	Level 2	Level 3	Total
<b>Assets</b>							
Inventories	-	-	-	-	-	-	-
Cash and Cash Equivalents	6,523,530	-	6,523,530	-	-	-	-
Other financial assets	-	-	-	-	-	-	-
	6,523,530	-	6,523,530	-	-	-	-
<b>Liabilities</b>							
Trade payables	33,867	-	33,867	-	-	-	-
	33,867	-	33,867	-	-	-	-

The carrying value and fair value of financial instruments by categories as of 31 March 2017 were as follows:

	Carrying Value			Fair Value			
	Amortised cost	Financial assets / liabilities at FVTPL (Mandatorily)	Total carrying value	Level 1	Level 2	Level 3	Total
<b>Assets</b>							
Inventories	294,500	-	294,500	-	-	-	-
Cash and Cash Equivalents	7,510,955	-	7,510,955	-	-	-	-
Other financial assets	200,040	-	200,040	-	-	-	-
	8,005,495	-	8,005,495	-	-	-	-
<b>Liabilities</b>							
Trade payables	33,867	-	33,867	-	-	-	-
	33,867	-	33,867	-	-	-	-

## 25 Financial instruments

## Financial instruments by category (Continued)

The carrying value and fair value of financial instruments by categories as of 1 April 2016 were as follows.

	Carrying Value			Fair Value			
	Amortised cost	Financial assets / liabilities at FVTPL (Mandatorily)	Total carrying value	Level 1	Level 2	Level 3	Total
<b>Assets</b>							
Inventories	305,000	-	305,000	-	-	-	-
Cash and Cash Equivalents	6,770,586	-	6,770,586	-	-	-	-
Other financial assets	42,832	-	42,832	-	-	-	-
	<b>7,118,418</b>	<b>-</b>	<b>7,118,418</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Liabilities</b>							
Trade payables	29,367	-	29,367	-	-	-	-
	<b>29,367</b>	<b>-</b>	<b>29,367</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>





**25 Financial instruments (continued)****Capital management**

The key objective of the Company's capital management is to ensure that it maintains a stable capital structure with the focus on total equity to uphold investor, creditor and customer confidence and to ensure future developments of the business. The Company is focused on maintaining a strong equity base to ensure independence, security as well as financial flexibility for potential future borrowings, if required, without impacting the risk profile of the Company.

The Company's debt to equity ratio at the reporting date are as follows:

	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
Total liabilities	148,867	56,494	80,627
Less: Cash and cash equivalents	6,523,530	7,510,955	6,770,586
<b>Net debt</b>	<b>(6,374,663)</b>	<b>(7,454,461)</b>	<b>(6,689,959)</b>
<b>Total equity</b>	<b>6,682,143</b>	<b>8,218,894</b>	<b>7,456,190</b>
<b>Debt to equity ratio</b>	<b>-</b>	<b>-</b>	<b>-</b>

There are no changes in the Company's approach to capital management during the year. The Company is not subject to externally imposed capital requirements.

**Financial risk management**

The Company has exposure to the following risks arising from financial instruments:

- (i) Credit risk;
- (ii) Liquidity risk; and
- (iii) Market risk

**Risk management framework**

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The board of directors is responsible for developing and monitoring the Company's risk management policies.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The audit committee oversees how management monitors compliance with the Company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

**(i) Credit risk**

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and investments in liquid mutual funds.

The carrying amount of following financial assets represents the maximum credit exposure:

**Trade receivables**

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk of the industry.

Credit risk has always been managed by the Company through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers based on which the Company agrees on the credit terms with 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 and the Company's historical experience for customers.

**Credit risk exposure**

The allowance for lifetime expected credit loss on customer balances for the year ended March 31, 2018 was Rs. Nil (March 31, 2017 - Rs. Nil, 1 April 2016 was Rs. Nil).

**(ii) Liquidity risk**

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

## 25 Financial instruments (continued)

## Financial risk management (continued)

## (ii) Liquidity risk (continued)

The Company's objective is to maintain a balance between continuity of funding and flexibility through ensuring adequate internally generated funds.

## Exposure to liquidity risk

The contractual undiscounted cash flows associated with financial liabilities at reporting dates are as follows:

31 March 2018	Carrying amount	Contractual cash flows					
		Total	2 months or less	2-12 months	1-2 years	2-5 years	More than 5 years
Financial liabilities							
Trade payables	33,867	33,867	33,867				
Other financial liabilities		-					

31 March 2017	Carrying amount	Contractual cash flows					
		Total	2 months or less	2-12 months	1-2 years	2-5 years	More than 5 years
Financial liabilities							
Trade payables	33,867	33,867	33,867				

1 April 2016	Carrying amount	Contractual cash flows					
		Total	2 months or less	2-12 months	1-2 years	2-5 years	More than 5 years
Financial liabilities							
Trade payables	29,367	29,367	29,367				

The gross inflows/(outflows) disclosed in the above table represent the contractual undiscounted cash flows relating to financial liabilities.





**25 Financial instruments (continued)****(iii) Market risk**

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

The Company does not have any transactions in foreign currency and thus not exposed to foreign exchange rate risk. As of now, the Company have not entered into any sort of derivative contracts, in order to manage market risks.

**Foreign currency risk**

The Company is not exposed to currency risk to the extent that there is a mismatch between the currencies in which transactions are denominated and the functional currency of the Company. The functional currency of company is INR.

**26 Dividends**

The Board of Directors has proposed a dividend of Rs.10/- per equity share (previous year Rs.10/-per equity share) for the year ended 31 March 2018, subject to the approval of the shareholders at the ensuing Annual General Meeting. The proposed dividend including dividend distribution tax of Rs.19,44,316/- (previous year Rs.19,41,128/-) is not recognised as liability as on 31 March 2018.

**27 Disclosure on Specified Bank Notes (SBNs)**

Details of specified bank notes held and transacted during the period 08 November 2016 to 30 December 2016 is as under:

Particulars	Specified bank notes	Other denomination notes	Totals
Closing cash in hand as on 08 November 2016	-	-	-
Add: Permitted receipts	-	-	-
Less: Permitted payments	-	-	-
Less: Amount deposited in banks	-	-	-
Closing cash in hand as on 30 December 2016	-	-	-

Note: The term 'Specified Bank Notes' shall have the same meaning provided in the notification of the Government of India, in the Ministry of Finance, Department of Economic Affairs number S.O. 3407(E), dated the 08 November 2016.

for JERRY, SUNNY & RAJESH

Chartered Accountants

Firm's registration number: 001326S



Sunny Varghese

Partner

Membership Number : 028612

Kochi

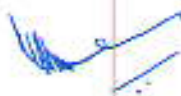
26 May 2018



for and on behalf of the Board of Directors

Aspinwall Technologies Limited

CIN: U72200KL1977PLC002937



T.R. Radhakrishnan

Director

DIN:00086627

Kochi

26 May 2018



Mohan Kurian

Director

DIN:03260152