



UNIINFO TELECOM SERVICES LIMITED

ANNUAL REPORT

2019-20

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ANNUAL GENERAL MEETING		
• Day, Date & Time	Wednesday 30th September, 2020, 12:00 P.M.	

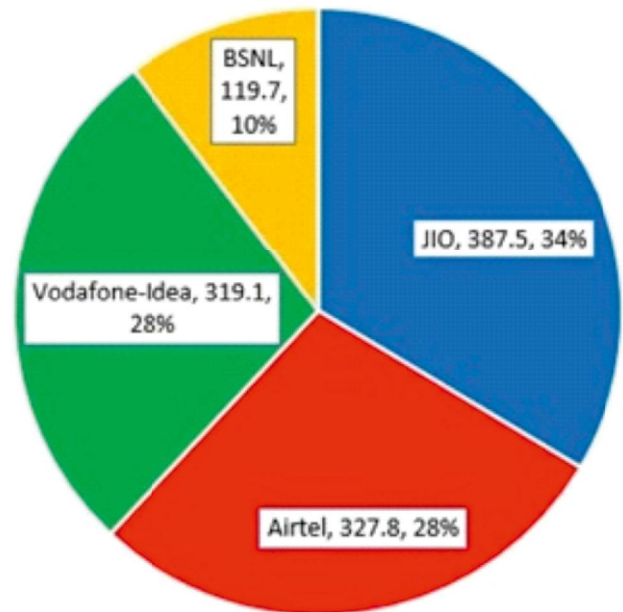
OVERVIEW

Telecom Sector in India began with the introduction of the telegraph. The Indian telecom sector is one of the world's Biggest Industry. India is currently the world's second-largest telecommunications market with a subscriber base of 1.20 billion and has registered strong growth in the last decade and half. The Indian mobile economy is growing rapidly and will contribute substantially to India's Gross Domestic Product (GDP). The deregulation of Foreign Direct Investment (FDI) norms have made the sector one of the fastest growing and the top five employment opportunity generator in the country.

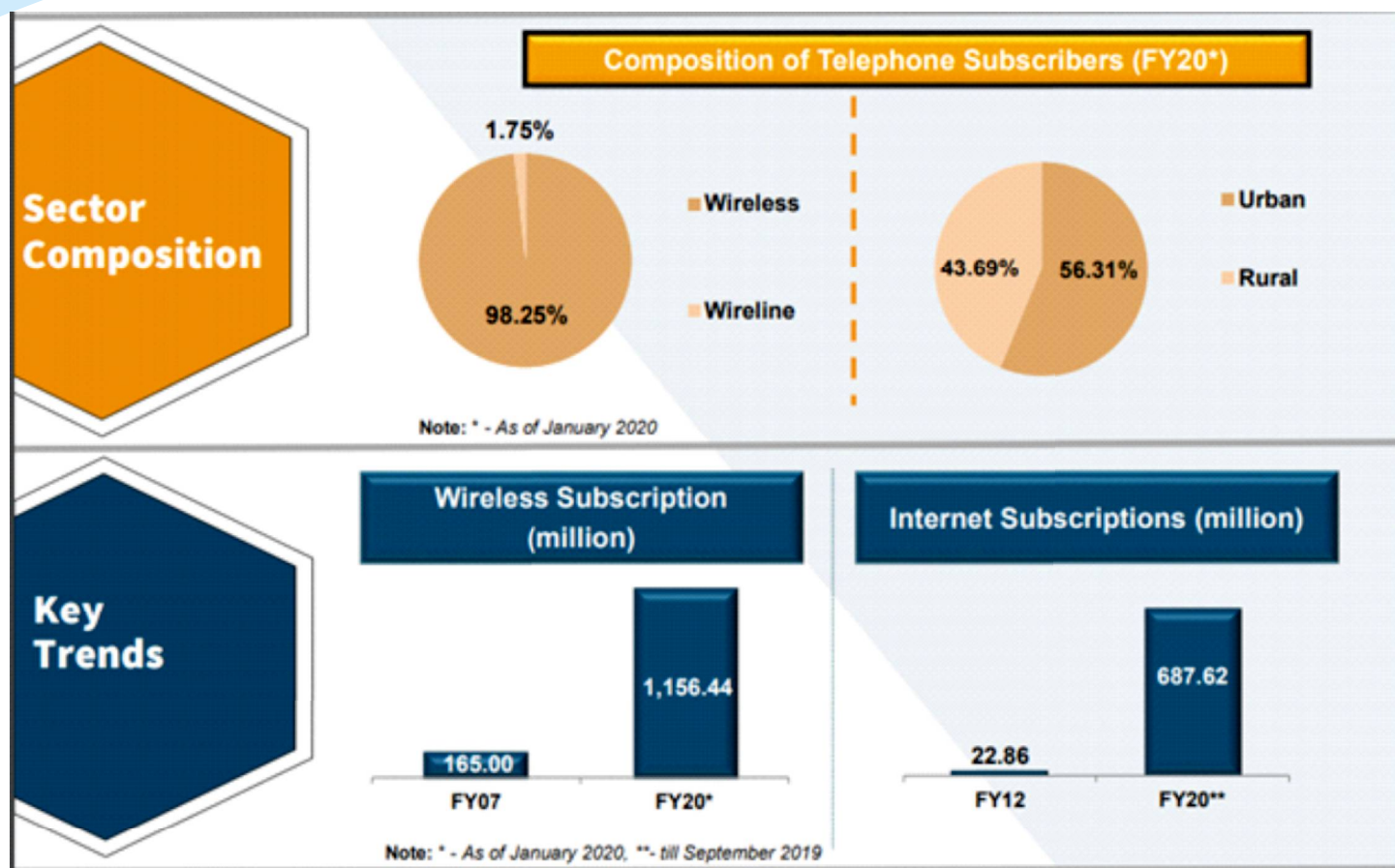
The global telecoms sector in coming years will be heavily focused on 5G along with the infrastructure to support this evolution, including fixed broadband and mobile satellite. Interesting advancements are also expected regarding the underlying trends of IoT; M2M and Artificial Intelligence.

Telecom sector has become an important tool for socio-economic development. It has emerged as the backbone of all enterprises and hence has its growth has multiplier effect on the economy.

Telecom Market Share India



*Data Based on Operator reported Numbers ■ JIO ■ Airtel ■ Vodafone-Idea ■ BSNL

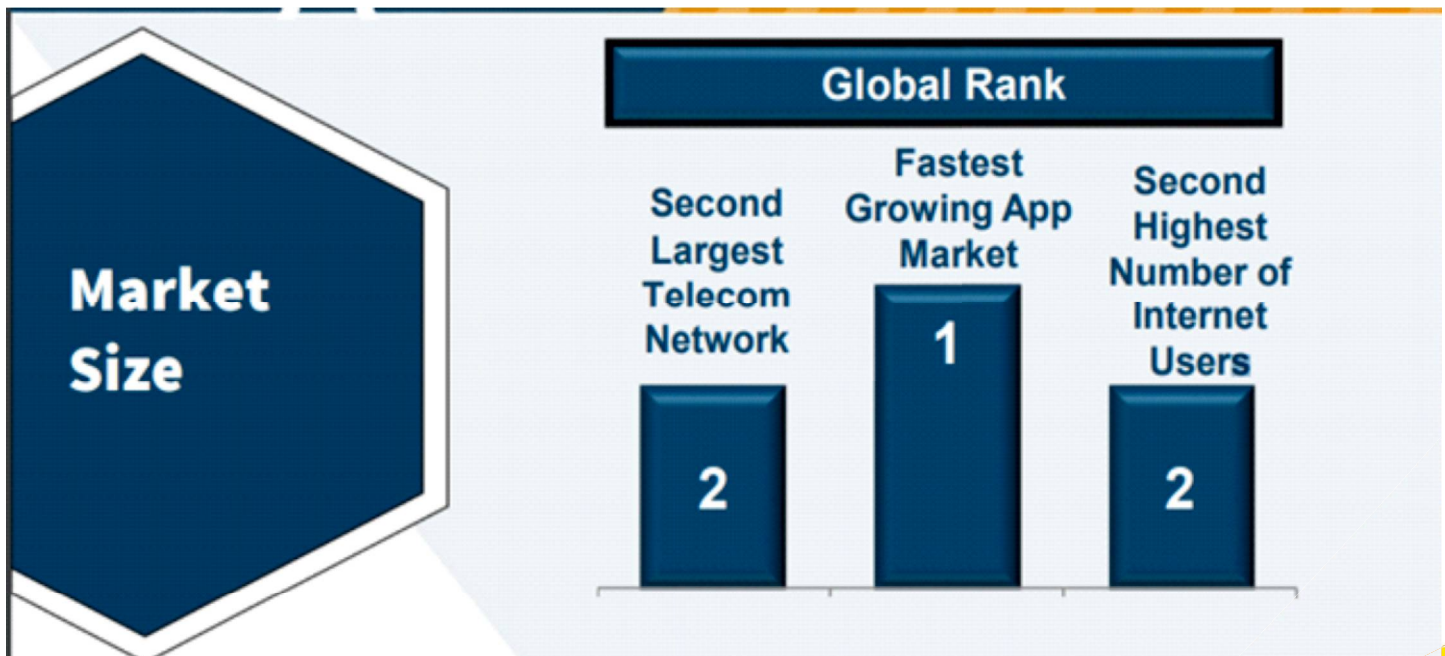


KEY TRENDS IN INDIAN TELECOM INDUSTRY

- India is the second largest country in terms of internet subscribers 687.62 Million. As of 2020 June, India holds the world's highest data usage per smartphone, averaging 9.8 GB per month. It is expected to double to 18 GB by 2024
- India had over 500 million active internet users (accessed Internet in one month) as of June 2020.
- Indian wireless market segment accounted for 98.25 per cent of the total subscriber base as of June 2020.
- App downloads in the country increased from 12.07 billion in 2017 to 22 billion till June 2020 and is expected to reach 37.21 billion by 2022
- Total wireless data usage in India grew 10.58 per cent y-o-y to 19,838,886 TB (terabytes) during Q2FY20.
- The contribution of 3G and 4G data usage in total volume of wireless data usage was about 5.72 per cent and 93.65 per cent, respectively, during Q2FY20.
- Foreign Direct Investment (FDI) cap in the telecom sector has been increased to 100 per cent from 74 per cent. FDI inflow in the telecom sector total US\$ 37.27 billion during April 2000-March 2020.

Indian Market Size

- India is now the world's 2nd largest smartphone market and is expected to have one billion unique mobile subscribers by 2020.
- India is expected to emerge as a leading player in the world with 700 million internet users of the 4.7 billion Global users by 2025.
- The number of internet subscribers in the country increased at a CAGR of 47.84 per cent during FY06-FY20 to reach 687.62 million in FY20.
- Gross revenue of the telecom sector stood at Rs 127,627 Cr. (US\$ 18.69 billion) in FY20,
- Over the next five years, rise in mobile-phone penetration and decline in data costs will add 500 million new internet users in India, creating opportunities for new businesses.
- Telecom OEMs and IP Networking Indian telecom equipment market is likely to grow at a CAGR of 10 percent to reach Rs. 188,700 Cr. i.e. USD 37 billion by 2022.
- In India, the projected value of the 5G-enabled digitalization revenues would be approximately \$ 17 billion by 2030.
- In India optical fiber technology market was estimated at \$461.6 million in 2018, and is expected to reach \$1.66 billion by 2026, growing at a CAGR of 17.2% from 2019 to 2026.



Investment/Major Development

With daily increasing subscriber base, there has been a lot of investment and development in the sector. FDI inflow into the telecom sector during April 2000 – March 2020 totaled US\$ 37.27 billion according to the data released by Department for Promotion of Industry and Internal Trade (DPIIT). Some of the developments in the recent past are:

- In August 2019, Reliance commercially launched JioGigaFiber as a wired broadband service.
- As of August 2019, Jio's IoT platform was ready to be commercially available from January 2020.
- In December 2019, Airtel disclosed its plans to invest US\$ 2.86 billion in its business as part of company's annual target.
- As of January 2020, more than 542 banks were permitted to provide mobile banking services in India.
- In April 2020, Vodafone Group Plc infused Rs 1,530 crore (US\$ 217.05 million) in Vodafone Idea as accelerated payment to help the company manage its operations.
- In June 2020, Jio Platforms Ltd. sold 22.38 per cent stake worth Rs 1.04 trillion (US\$ 14.75 billion) to ten global investors in a span of eight weeks under separate deals, involving Facebook, Silver Lake, Vista, General Atlantic, Mubadala, Abu Dhabi Investment Authority (ADIA), TPG Capital and L. Catterton. This is the largest continuous fundraise by any company in the world.

Opportunities & Advantages:

Revenue from the telecom equipment & Service sector is expected to grow to US\$ 28.38 billion by 2021 in India. The number of internet subscribers in the country is expected to double by 2024 to 829 million and overall IP traffic is expected to keep on growing rapidly.

Global investments in telecom sector has increased sharply with major countries world over are moving fast to promote technology enhancements and establish 5G networks. Next few years will see high capital deployment globally by Governments as well as private enterprises. With continuous technology evolutions telecom infrastructure will require continuous upgradation for many more decades.

References: Media Reports and Press Releases, Cellular Operators Authority of India (COAI), Telecom Regulatory Authority of India (TRAI), Department of Telecommunication (DoT), Department for Promotion of Industry and Internal Trade (DPIIT), Indian Brand Equity Foundation (IBEF).

UTSL AT GLANCE:

UTSL is a Telecom Company which was established in the year 2010. We are providing solutions to help the telecom service providers, network operators, vendors and equipment manufacturers to maximize the value of technology investments and deliver the highest service levels to their customers. In our constant Endeavour to develop our business in the Telecom market, we are continuously pushing the boundaries to provide enhanced value to our telecom projects. Since the inception of the company, we have managed to build an excellent track record by exceeding the expectations of our clients.

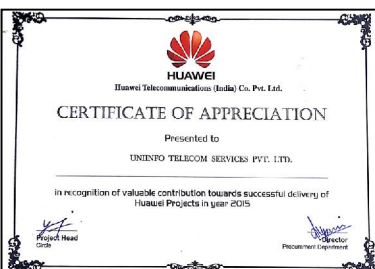
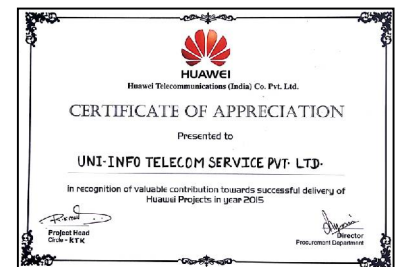
UTSL takes great pride in providing our clients with the best in class experience and access to telecommunication solutions through rapid execution of projects. All employees in our Company look at the workplace as their second home. This is why you can look forward to an enthusiastic and stress-free career growth with us.



Year	Key Milestones
2010	Incorporation of our Company in the name style of "Uniinfo Telecom Services Private Limited"
2013	Started installation, commissioning and network optimisation projects
2014	Started delivering E 2 E activities and became preferred partner for our clients; Expansion of business from West to East, South to North
2015	Business engagements with all major OEM and started small cell projects for Reliance JIO
2016	Strengthen footprints Pan India basis
2017	Awarded with collaboration and development prize in Huawei Global Engineering Partner Convention at China
2018	<ol style="list-style-type: none"> 1. Conversion of our company from private limited company to public limited company pursuant to which the name of our Company was changed to Uniinfo Telecom Services Limited 2. Listing of the Company on NSE- SME Emerge Platform on 15th March 2018
2019	Incorporation of our new Subsidiary Company in Thailand for enhancing customer base
2020	Successful completion of trial project sites in Thailand.



ACHIEVEMENTS



CHAIRMAN'S MESSAGE

Greetings!

I hope you and your family members are remaining healthy and staying safe. On behalf of the UTSL Board of Directors, I thank you for your support. It is your support that helps us to overcome challenges and create new opportunities.

Fiscal year 2020 started off as a promising year on all fronts with expectation to achieve sizeable growth. Your company reached new milestones in FY 2020 like creating seamless underground coverage in 2G, 3G and 4G technology in few underground Delhi Metro stations, Implementation of distributed antenna system at Kannur Airport.

But at the same time this year became the most challenging year for Indian Telecom industry because of multiple reasons including flattening of project execution cycle, cost cutting by Operators as well as OEM's, delay in equipment imports because of change in government regulations and major uncertainty due to AGR issue.

The challenges further aggravated due to the global pandemic we all are fighting together. Your company prioritized the health and safety of its employees but at the same time also ensured that customers' critical systems keep running under these very difficult circumstances. As service sector organization heavily dependent on manpower commuting to various sites for field activities, lock downs have hugely impacted our productivity and substantially enhanced our field expenses. However, the impact assessment of COVID-19 is a continuing process given the uncertainties.

With challenges come new opportunities; pandemic has changed the way world worked and has in no uncertain terms established the prominence of telecom infrastructures as the key driver of the economy. Digital technologies and telecommunication services are pivotal to transformation happening around us. Your company with years of experience and expertise is well positioned to benefit from this and is actively pursuing new



possibilities which should enable us to grow rapidly in coming years.

Expectation of completion of 5G field trials and spectrum auction in India in the coming year will start huge leg of project execution in addition to the ongoing rollouts. Our progress in Thailand is slow and steady with successful completion of trial sites. We expect to start fully fledged operations there in second half of FY 20-21. We are also targeting few other countries for expansion.

I am sharing with you the annual report for the financial year ending 31st March, 2020. The fiscal 2019-20 results are detailed in this Annual Report. Our revenue is Rs. 41.94 Crores and Profit after Tax (PAT) is Rs. 0.945 Crores.

To conclude with, I would like to convey my heartfelt appreciation towards all the shareholders, clients, directors, employees, bankers, auditors and all the stakeholders for their continued belief, support, and confidence in the Company. Innovation, hard work, focus, culture and ethics remain to be pedestal for Uniinfo and will do in future as well.

We have been building on more technical capabilities and expect its positive results to come through in coming years.

Kishore Kumar Bhuradia
Chairman Cum Managing Director

COMPANY INFORMATION

Board of Directors & Key Managerial Person		
• Mr. Kishore Kumar Bhuradia	Chairman cum Managing Director	
• Mr. Pranay Kumar Parwal	Whole Time Director	
• Mr. Anil Kumar Jain	Whole Time Director cum Chief Financial Officer (CFO)	
• Mr. Prakash Chandra Chhajed	Non-Executive Independent Director	
• Mrs. Sudha Rathi	Non-Executive Independent Director	
• Mr. Pramod Deogirikar	Non-Executive Independent Director	
• Ms. Astha Jain	Company Secretary	
Statutory Auditors		Secretarial Auditor
M/s. A.P.G & Associates Chartered Accountants 3, Shanti Nagar, Manormaganj Indore, Madhya Pradesh 452001		M. Maheshwari & Associates. Company Secretaries, 301, Shalimar Corporate, 8-B, South Tukoganj, Indore (M.P)-452001
Bankers	Registered Office	Share Transfer Agent
ICICI Bank	403, Chetak Centre, 12/2 RNT Marg, Indore (MP) 452001 Email: compliance@uni-info.co.in Website: www.uni-info.co.in	Link Intime India Pvt. Ltd. 247, Lal Bahadur Shastri Marg, Surya Nagar, Gandhi Nagar, Vikhroli West, Mumbai, Maharashtra 400083

NOTICE

Notice is hereby given that the 10th Annual General Meeting (“AGM”) of the members of Uniinfo Telecom Services Limited (the “Company”) will be held on Wednesday 30th September, 2020 at 12.00 P.M. through Video Conferencing /Other Audio-Visual Means (OVAM) to transact the following business: -

ORDINARY BUSINESS: -

1.ADOPTION OF FINANCIAL STATEMENTS: -

To receive, consider and adopt the Audited Financial Statements (including the consolidated financial statements) of the Company for the year ended 31st March, 2020, including the Audited Balance Sheet as on 31st March, 2020, the statement of profit and loss and Cash Flow Statement for the year ended and the Reports of the Board of Directors and Auditors Report thereon and in this regard pass the following Resolution as an Ordinary Resolution:

“RESOLVED THAT the Audited Financial Statements of the Company (including the consolidated financial statements) for the financial year ended 31st March, 2020 including Audited Balance Sheet as at 31st March, 2020, the Statement of Profit & Loss Account and the Cash Flow Statement for the year ended together with the Board Reports and Auditors Report thereon be and are hereby considered and adopted.”

2. DIRECTOR LIABLE TO RETIRE BY ROTATION: -

To appoint a Director in place of Mr. Kishore Kumar Bhuradia (DIN: 03257728), who retires by rotation and being eligible offer himself for re-appointment, and in this regard, pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT Mr. Kishore Kumar Bhuradia (DIN: 03257728), who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

For Uniinfo Telecom Services Limited

Date: 05.09.2020

Place: Indore

Astha Jain
(Company Secretary)

NOTES: -

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated 8th April, 2020, Circular No. 17/2020 dated 13th April, 2020 issued by the Ministry of Corporate Affairs (MCA) followed by Circular No. 20/2020 dated 5th May, 2020, physical attendance of the Members to the AGM venue is not required and Annual General Meeting (AGM) beheld through Video Conferencing (VC) or Other Audio Visual Means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM only and no physical presence at the meeting is required.
2. Since this AGM is being scheduled to be held through VC/OAVM, physical attendance of the members has been dispensed with. Accordingly, the facility for appointment of proxy by the members is not available for the AGM and hence the proxy form, attendance slip and route map are not annexed to this notice. However, the Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 500 members on first come first served basis. However, this number does not include the large Shareholders holding 2% or more share capital, Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, Secretarial Auditors, Scrutinisers, etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended) the facility of Electronic Voting is not applicable as the no. of shareholders is less than 1000, but as per the Circulars issued by the MCA dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 AGM is conducted through VC/OAVM therefore the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has made an arrangement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, and independent agency for providing necessary platform for Video Conference/ OAVM and necessary technical support as may be required. Therefore, the facility of casting votes by a member using remote e-voting system as well as e-voting on the day of the AGM will be provided by CDSL.
6. Members joining the meeting through VC, who have not already cast their vote by means of remote e-voting, shall be able to exercise their right to vote through e-voting at the AGM. The Members who have cast their vote by remote e-voting prior to the AGM may also join the AGM through VC but shall not be entitled to cast their vote again.

7. The Notice calling the AGM alongwith complete Annual Report has been uploaded on the website of the Company. The Notice can also be accessed from the websites of the Stock Exchanges i.e. NSE Emerge Platform at www1.nseindia.com/emerge/index_sme.htm.
8. This AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated 8th April, 2020 and MCA Circular No. 17/2020 dated 13th April, 2020 and MCA Circular No. 20/2020 dated 5th May, 2020.
9. The recorded transcript of the forthcoming AGM shall also be made available on the website of the Company - <https://uni-info.co.in/> as soon as possible after the Meeting is over.
10. In compliance with the aforesaid MCA Circulars dated 5th May, 2020 and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report 2019- 20 will also be available on the Company's website - <https://uni-info.co.in/>, websites of the Stock Exchanges i.e. NSE Emerge Platform at www1.nseindia.com/emerge/index_sme.htm. However, if any specific request received from the members for demanding of the physical copy of the Annual Report will be provided by the company but subject to time taken by the courier and Postal Department looking to the Covid-19.
11. The Company's Statutory Auditors, M/s. APG Associates (Firm Registration No. 119598W), Chartered Accountants, registered with the Institute of Chartered Accountants of India, were appointed as Statutory Auditors of the Company for a period of five consecutive years at the 8th Annual General Meeting ("AGM") of the Members held on 26th September, 2018 until the conclusion of 13th Annual General Meeting on a remuneration mutually agreed upon by the Board of Directors and the Statutory Auditors.
Their appointment was subject to ratification by the members at every subsequent AGM held after the AGM held on 26th September, 2018. Pursuant to the amendments made to Section 139 of the Companies Act, 2013 by the Companies (Amendment) Act, 2017 effective from May 7, 2018, the requirement of seeking ratification of the members for the appointment of the Statutory Auditors has been withdrawn from the Statute. In view of the above, ratification by the members for continuance of their appointment at this AGM is not being sought.
12. CS Manish Maheshwari, Practicing Company Secretary (M. No. FCS 5174 & C.P. No. 3860) and Proprietor of M/s. M. Maheshwari & Associates, Company Secretaries, Indore has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting at the AGM and remote e-voting process in a fair and transparent manner.
13. The Members are requested to:
 - a) Intimate changes, if any, in their registered addresses immediately.
 - b) Quote their ledger folio number in all their correspondence.
 - c) Send their Email address to us for prompt communication and update the same with their D.P to receive soft copy of the Annual Report of the Company.
14. Members are requested to notify immediately changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of

attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs and to the Company's Registrar and Share Transfer Agents Link Intime India Private Limited, 247, Lal Bahadur Shastri Marg, Surya Nagar, Gandhi Nagar, Vikhroli West, Mumbai (Maharashtra) - 400083 having email Id mumbai@linkintime.co.in.

15. The report on the Corporate Governance and Management Discussion and Analysis also form part to the report of the Board Report.
16. The Register of Directors and Key Managerial Personnel and their shareholding, and the Register of Contracts or Arrangements in which the directors are interested, maintained under the Companies Act, 2013 will be available for inspection by the Members electronically during the 10th AGM. Members seeking to inspect such documents can send an email to compliance@uni-info.co.in.
17. Instructions for shareholders attending the AGM through VC/OAVM are as under:
 - a) Shareholder will be provided with a facility to attend the EGM/AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
 - b) Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
 - c) Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
 - d) Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
 - e) Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at compliance@uni-info.co.in. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at compliance@uni-info.co.in (company email id). These queries will be replied to by the company suitably by email.
 - f) Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
18. For any other queries relating to the shares of the Company, you may contact the Share Transfer Agents at the following address:

Link Intime India Private Limited

Address: - 247, Lal Bahadur Shastri Marg, Surya Nagar, Gandhi Nagar, Vikhroli West, Mumbai (Maharashtra) - 400083

Email Id mumbai@linkintime.co.in

19. VOTING SYSTEM: -

Instructions for shareholders for E-Voting during the AGM are as under: -

- a) The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
- b) Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
- c) If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
- d) Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

Instructions for Shareholders for Remote E-Voting are as under: -

- a) The voting period begins on Sunday, 27th September, 2020 at 09:00 AM (IST) and ends on Tuesday, 29th September, 2020 at 05:00 PM (IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (Record Date) 23rd September, 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- b) The shareholders should log on to the e-voting website www.evotingindia.com
- c) Click on Shareholders module
- d) Now Enter your User ID
 - i. For CDSL: 16 digits beneficiary ID,
 - ii. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - iii. Members holding shares in Physical Form should enter Folio Number registered with the Company.OR
Alternatively, if you are registered for CDSL's EASI/EASIEST e-services, you can log-in at <https://www.cdslindia.com> from Login - Myeasi using your login credentials. Once you successfully log-in to CDSL's EASI/EASIEST e-services, click on e-Voting option and proceed directly to cast your vote electronically.
- e) Next enter the Image Verification as displayed and Click on Login.
- f) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- g) If you are a first-time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10-digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Members who have not updated their PAN with the Company/ Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

NOTE: Please keep the sequence number in safe custody.

- h) After entering these details appropriately, click on "SUBMIT" tab.
- i) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- j) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- k) Click on the EVSN for Uniinfo Telecom Services Limited on which you choose to vote.
- l) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- m) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- n) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- o) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- p) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

- q) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- r) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- s) Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

20. PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ID’s ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE

1. For Physical shareholders-please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhaar Card) by email to RTA at mumbai@linkintime.co.in or to the company at <https://uni-info.co.in/investor-relations/>.
2. For Demat shareholders-please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhaar Card) to mumbai@linkintime.co.in or to the company at <https://uni-info.co.in/investor-relations/>.

21. NOTE FOR NON – INDIVIDUAL SHAREHOLDERS AND CUSTODIANS

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

ANNEXURE TO NOTICE:

BRIEF PROFILE OF THE DIRECTOR SEEKING RE-APPOINTMENT AS PER ITEM NO. 2 OF THE NOTICE OF ENSUING ANNUAL GENERAL MEETING AS PER SEBI (LODR) REGULATIONS, 2015 AND COMPANIES ACT, 2013

1. Name of Director	Mr. Kishore Kumar Bhuradia
2. Date of Birth	03/11/1959
3. Date of Appointment	19/10/2010
4. Qualification	B.E. (Hons.) Electronics & Telecommunications
5. Directorship held in other Companies	Nil
6. Memberships / Chairmanships of committees of other companies	Nil
7. Chairman/Member of the Committee of Board of the Directors of the Company	Audit Committee – Member Stakeholders Relationship Committee – Member Corporate Social Responsibility (CSR) Committee - Member
8. Number of shares held in the Company	4616240

Date: 05.09.2020
Place: Indore

For Uniinfo Telecom Services Limited

Astha Jain
(Company Secretary)

BOARD'S REPORT

Dear Members,

Your Directors have pleasure in presenting the 10th Annual Report of your Company ('the company' or 'UTSL') along with the audited Financial Statements, for the Financial Year ended March 31, 2020. The performance of the company has been referred to wherever required.

Results of our operations

Particulars	Standalone		Consolidated	
	2019-2020	2018-2019	2019-2020	2018-2019
Total Revenue	419,439,329	506,792,044	419,532,754	506,792,044
Total Expenses	406,303,804	435,877,495	407,863,391	435,877,495
Profit or Loss before Tax	13,135,525	70,914,549	11,669,363	70,914,549
Less:				
1. Current Tax	4,223,967	21,025,408	4,223,967	21,025,408
2. Deferred Tax	(553,116)	(1,510,202)	(553,116)	(1,510,202)
3. Short/(Excess)Provisions for earlier years	14,339	(4,84,127)	14,339	(4,84,127)
4. CSR	-	-	-	-
Profit or Loss After Tax	9,450,336	51,883,470	7,984,173	51,883,470
Earning Per Equity Share (EPS)				
(1) Basic	0.88	4.85	0.75	4.85
(2) Diluted	0.88	4.85	0.75	4.85

COMPANY'S PERFORMANCE

• Standalone Performance

The total revenue was registered at Rs. 41.94 Crores for the year ended 31st March, 2020, as against Rs. 50.67 Crores for the corresponding previous year. The profit for the year attributable to shareholders was Rs. 1.31 Crores and Profit after Tax ('PAT') was Rs. 94.50 Lakhs. The Earning per Share ("EPS") was at Rs. 0.88 for the financial year 2019-20.

• Consolidated Performance

During the financial year under review, on a consolidated basis, the total revenue was Rs. 50.67 Crores for the year ended 31st March, 2020 as against Rs. 41.95 Crores. The profit for the year attributable to shareholders was Rs. 1.16 Crores and Profit after Tax ('PAT') was Rs. 79.84 Lakhs. The Earning per Share was at -Rs. 0.75 for the financial year 2019-20.

COVID-19

In the last month of FY 2020, the COVID-19 pandemic developed rapidly into a global crisis, forcing governments to enforce lock-downs of all economic activity. For the Company, the focus immediately shifted to ensuring the health and well-being of all employees, and on minimizing disruption to services for all our customers globally. As of March 31, 2020, work from home was enabled to close to 90 percent of the employees to work remotely and securely. Since we are providing services to the telecommunication sector since our business involves lot of field work throughout the country. However, workers attendance was very low due to restrictions on movements. Resulting, part working of the Company initially effected and the same is being improved gradually. The Company is operating with complete compliance of all directives related to maintaining of Social Distancing and mandatory to wear face mask and have proper sanitizations.

The Company's business in the Telecommunication Sector is not expected to impact much. However, our business involves lot of field work throughout the country due to the Government Restrictions it has become very difficult for the field engineers or the technicians to visit the Site which affect the working of the Company. Thus, impacting Companies profitability to some extent though, your board is confident about the adequate management of the liquidity position of the Company and its ability to meet its obligations in the ordinary course of business.

DIVIDEND

The Board of Director to conserve the resources of the Company and maintain the liquidity has decided not to be declaring dividend on Equity Shares for the year ended 31st March 2020.

CHANGE IN CONTROL AND NATURE OF BUSINESS

There is no change in control and nature of business activities during the period under review.

BUSINESS TRANSFER

There is no transfer of business during the period under review.

TRANSFER TO RESERVES

During the year, the Company has transferred profit of Rs. 94,50,336 to Reserves.

SHARE CAPITAL

The paid-up Equity Share Capital as on 31st, March 2020 was Rs. 10,69,31,200 divided into 10693120 equity shares of Re. 10/- each. There is no change in Equity Share Capital of the Company during the year.

MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report for the financial year 2019-20, as stipulated under Regulation 34(2)(e) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is presented in a separate section forming part of this Annual Report, is annexed as "Annexure – I" and gives detail of overall industry structure, developments performance and state of affairs of the Company's operations during the year.

ANNUAL RETURN

The details forming part of the extract of the Annual Return as on 31st March, 2020 in Form MGT-9 in accordance with Section 92 (3) of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, are set out in the "Annexure – II" to this report.

DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to section 134(3)(c) read with section 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, confirm that: -

- a) In the preparation of the annual accounts for the year ended March 31, 2020, the applicable accounting standards followed along with proper explanation relating to material departures, if any;
- b) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2020 and of the profit of the Company for the year ended on that date;
- c) The proper and sufficient care for 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 fraud and other irregularities;
- d) The Annual Financial Statements have been prepared on a 'going concern' basis;
- e) The proper internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- f) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

INTERNAL FINANCIAL CONTROLS AND THEIR ADEQUACY

The Board of Directors of the Company is responsible for ensuring that Internal Financial Controls have been established in the Company and that such controls are adequate and operating effectively. The Company has laid down certain guidelines and processes which enables implementation of appropriate internal financial controls across the organization. Such internal financial controls encompass policies and procedures adopted by the Company for ensuring orderly and efficient conduct of business, including adherence to its policies, safeguarding of its assets, prevention and detection of frauds and errors, the accuracy and completeness of accounting records and the timely preparation of reliable financial information.

The Company has adopted accounting policies which are in line with the Accounting Standards prescribed in the Companies (Accounting Standards) Rules, 2006, that continue to apply under Section 133 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014, as amended from time to time.

The Statutory Auditors in their audit report have opinion that these controls are operating effectively. The Audit team develops an audit plan based on the risk profile of the business activities. The annual internal audit plan is approved by the Audit Committee, which also reviews compliance to the plan. The Internal Audit team monitors and evaluates the efficacy and adequacy of internal control systems in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company. Based on the report of internal audit function, process owners undertake corrective action(s) in their respective area(s) and thereby strengthen the controls. Significant audit observations and corrective action(s) thereon are presented to the Audit Committee.

INTERNAL AUDITORS

Internal Audit for the financial year 2019-20 was conducted by M/s Rawka Agrawal & Co., Chartered Accountants, Indore. The idea behind conducting Internal Audit is to examine that the Company is carrying out its operations

effectively and performing the processes, procedures and functions as per the prescribed norms. The Internal Auditor reviewed the adequacy and efficiency of the key internal controls guided by the Audit Committee.

The Company has re-appointed M/s Rawka Agrawal & Co., Chartered Accountants, Indore in the Board Meeting held on 25th May, 2019. The purpose of this Internal Audit is to examine that the process and procedures followed and the operations carried out by the company meet with the requirements prescribed by SEBI, Stock Exchange and Companies Act, 2013.

DIRECTORS AND KEY MANAGERIAL PERSON

The Members at the 09th Annual General Meeting of the Company held on 28th September, 2019, pursuant to the provisions of section 152 approved the appointment of Mr. Anil Kumar Jain (DIN: 00370633), Wholetime Director, who was liable to retire by rotation and being eligible offered herself for reappointment.

In compliance with the provisions of Sections 149 and 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (LODR) Regulation 2015, the composition of Board of Directors and Key Managerial Personnel are as follows:-

S. No.	Key Managerial Person Name	DIN/PAN	Designation
1.	Kishore Kumar Bhuradia	03257728	Chairman & Managing Director
2.	Pranay Kumar Parwal	03257731	Whole time Director
3.	Anil Kumar Jain	00370633	Whole time Director
4.	Prakash Chandra Chhajed	08037849	Non-Executive Independent Director
6.	Sudha Rathi	00353472	Non-Executive Independent Director
7.	Pramod Deogirikar	00064665	Non-Executive Independent Director
8.	Niresh Maheshwari	ABWPM2515K	Chief Financial Officer
9.	Sachin Upadhyay (ceased w.e.f 26.08.2019)	AEEPU2004C	Company Secretary
10.	Astha Jain (appointed w.e.f 26.08.2019)	AUIPJ3378C	Company Secretary

There is no change in the KMPs of the Company except the resignation and appointment of the Company Secretary and Compliance Officer during the period under review.

CHANGES IN DIRECTORS & KEY MANAGERIAL PERSONNEL

• Board of Directors

The Members also approved the regularization of Mr. Pramod Deogirikar from Additional Independent Director to Independent Director at the 09th Annual General Meeting which was held on 28th September, 2019, pursuant to the provisions of section 161(1) of the Companies Act, 2013.

• Key Managerial Personnel

Pursuant to provisions of Section 203 of Companies Act, 2013 and rules made thereunder and in adherence to Regulation 6(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Ms. Astha Jain was appointed as the Company Secretary cum Compliance Officer of the Company in the Board Meeting held on Monday, 26th Day of August, 2019.

Mr. Sachin Upadhyay was appointed as Company Secretary cum compliance officer of the Company with effect from 07th March, 2019, has resigned from the post of the company w.e.f 26th August, 2019.

RETIREMENT BY ROTATION

In accordance with the provisions of Section 152 of the Companies Act, 2013 and in terms of the Articles of Association of the Company, Mr. Kishore Kumar Bhuradia (Managing Director) (DIN: 03257728) is liable to retire by rotation and being eligible, seeks re-appointment at the ensuing Annual General Meeting. Mr. Kishore Kumar Bhuradia is not disqualified under Section 164(2) of the Companies Act, 2013. Board of Directors recommends his re-appointment in the best interest of the Company.

The Notice convening forthcoming Annual general Meeting ("AGM") includes the proposal for re-appointment of aforesaid Directors. A brief resume of the Director proposed to be re-appointed, nature of his experience in specific functions and area and number of listed companies in which he holds Membership/Chairmanship of Board and Committees, shareholdings and inter-se relationships with other Directors as stipulated under Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

DECLARATION BY INDEPENDENT DIRECTORS:

The Company has received necessary declaration from each Independent Director under Section 149(7) of the Companies Act, 2013, that he/she meets the criteria of the independence laid down in Section 149(6) of the Companies Act, 2013 along with Regulation 16(1)(b) and Regulation 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

CODE OF CONDUCT FOR INDEPENDENT DIRECTORS

The Company has also placed the Code of Conduct for Independent Directors. This Code is a guide to professional conduct for Independent Directors. Adherence to these standards by Independent Directors and fulfillment of their responsibilities in a professional and faithful manner will promote confidence of the investment community, particularly minority shareholders, regulators and Companies in the institution of Independent Directors.

MEETINGS OF THE BOARD OF DIRECTORS

4 (Four) Meetings of the Board were held on the following dates during the financial year 2019-20:

1. Saturday, 25th May, 2019;
2. Monday, 26th August, 2019;

3. Thursday, 14th November, 2019;
4. Wednesday, 11th March, 2020;

Details of such meetings are provided in the Corporate Governance Report, which forms part of this report.

The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013/SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

BOARD EVALUATION

The Board of Directors of the Company is committed to get its performance evaluated in order to identify its strengths and areas in which it may improve its functioning. The Nomination and Remuneration Committee (NRC) has established the process for evaluation of performance of Directors including Independent Directors, the Board and its Committees. The evaluation of performance of Executive Directors is done by Independent Directors.

The Company has devised a Policy for performance evaluation of Independent Directors, Board, Committees and other individual Directors which includes criteria and process for performance evaluation of the Non-Executive Directors and Executive Directors to judge the knowledge to perform the role, time and level of participation, performance of duties, professional conduct, independence etc. The appointment/re-appointment/continuation of Directors on the Board shall be based on the outcome of evaluation process.

During the year under review as per the policy for the performance evaluation, formal evaluation of performance of Directors including Independent Directors, the Board and its Committees was made by the Independent Directors and the NRC in their respective meetings and the evaluation result was placed before the Board for its information and consideration.

MATERIAL CHANGES

Material Changes and Commitments

There have been no material changes and commitments affecting the financial position of the Company between the end of the financial year and date of this report. There has been no change in the nature of business of the Company.

Significant and Material orders passed by the Regulators or Courts or Tribunals impacting the going concern status of the Company:

There are no significant and material orders passed by the Regulators / Courts / Tribunals, which would impact the going concern status of the Company and its future operation.

NOMINATION AND REMUNERATION POLICY

The Company has a policy for selection and appointment of Directors, KMPs and Senior Management Personnel and for determination of their remuneration. The salient features of Nomination & Remuneration Policy are stated in the Corporate Governance Report. In addition, the Chairman was also evaluated on the key aspects of his role. The Nomination & Remuneration Policy duly approved by the Board has been posted on the Company's website <https://uni-info.co.in/wp-content/uploads/2020/01/Nomination-Remuneration-Policy-1.pdf>.

BOARD COMMITTEE

Pursuant to Section 135, 177 & 178 of the Companies Act, 2013, Company had constituted the following Board Committees:

1. Audit Committee;
2. Nomination and Remuneration Committee;

3. Stakeholders Relationship Committee and;
4. Corporate Social Responsibility (CSR) Committee

The composition of all Committees has been stated under Corporate Governance Report forms an integral part of Annual Report.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

Uniinfo Telecom Services (Thailand) Limited is the Wholly Owned Subsidiary of your Company, Statement in respect of the same, as required under section 129 of the Companies Act, 2013, read with Rule 5 of the Companies (Accounts) Rules, 2014 in Form AOC-I, is attached as “Annexure - III” and forms part of this report.

AUDIT COMMITTEE

Your Company, pursuant to the provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, has formed the Audit Committee under the Chairmanship of Mr. Prakash Chandra Chhajer. The composition of Audit Committee has been stated under Corporate Governance Report and forms an integral part of report.

All recommendations made by the Audit Committee were accepted by the Board. The role of the Committee is to provide oversight of the financial reporting process, the audit process, the system of internal controls and compliance with laws. All possible measures are taken by the Committee to ensure the objectivity and independence of Independent Auditors.

LISTING & DEPOSITORY FEE

The Company has paid Annual Listing Fee for the financial year 2019-20 to National Stock Exchange of India Ltd. according to the prescribed norms & regulations.

PARTICULARS OF EMPLOYEES

In accordance with the provisions of Section 197 (12) of the Companies Act, 2013 (“the Act”) read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company, will be provided upon request. In terms of Section 136 of the Act, the Report and Accounts are being sent to the members and others entitled thereto, excluding the information on employees’ particulars which is available for inspection by the members at the Registered Office of the Company during business hours on working days of the Company up to the date of the ensuing AGM. If any member is interested in obtaining a copy thereof, such member may write to the Company Secretary of the Company in this regard.

CODE FOR PROHIBITION OF INSIDER TRADING

Pursuant to Regulation 8(1) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, Company has a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information, with a view to lay down practices and procedures for fair disclosure of unpublished price sensitive information that could impact price discovery in market for its securities.

The Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information is available on the website of the Company at the URL: <https://uni-info.co.in/wp-content/uploads/2018/01/Code-of-Conduct-for-Prevention-of-Insider-Trading.pdf>.

PARTICULARS OF LOANS, GUARANTEES OR AND INVESTMENTS

Particulars of loans given, investments made, guarantees given and securities provided along with the purpose for which the loan or guarantee or security is proposed to be utilized by the recipient are provided in the Financial Statement (Please refer to Notes of the Financial Statement).

Disclosure Requirements

- As per the Provisions of the SEBI (LODR) Regulation, 2015, the corporate governance report with auditor's certificate thereon and management discussion and analysis are attached, which form part of this report.
- Details of the familiarization programme of the independent directors are available on the website of the Company (<https://uni-info.co.in/wp-content/uploads/2018/01/Familiarization-Programmes.pdf>)
- The Company has formulated and published a Whistle Blower Policy to provide Vigil Mechanism for employees including directors of the Company to report genuine concerns. The provisions of this policy are in line with the provisions of the Section 177(9) of the Act; the whistle blowing Policy is available on the company's website at (<https://uni-info.co.in/wp-content/uploads/2018/01/Vigil-Mechanism.pdf>)

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

UTSL is committed to provide the healthy environment to all its employees, the company has in place a Prevention of the Sexual Harassment Policy and an Internal complaints committee as per the requirements of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, The policy aims at educating employees on conduct that constitute sexual harassment, ways and means to prevent occurrence of any such incident, and the mechanism for dealing with such incident, and the mechanism for dealing with such incident in the unlikely event of its occurrence. The Company has also constituted an Internal Committee as required under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and rules made there under. The Company has zero tolerance on Sexual Harassment at workplace. During the year under review, no complaints were received against the sexual harassment at workplace.

RELATED PARTY TRANSACTIONS

During the period under review, all related party transactions that were entered on an arm's length basis and in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Directors, KMPs or other designated persons which may have a potential conflict with the interest of the Company at large. Since, there is no material related party transactions in the company. Therefore, the company is not required to attach Form AOC-II with this report.

Separate disclosure as per regulation 34(3) and 53(f) of SEBI (LODR) Regulations, 2015 is made in the report.

The Policy on Related Party Transactions is approved by the Board is available at the web link: (<https://uni-info.co.in/wp-content/uploads/2018/01/.pdf>)

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo as stipulated under Section 134 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014, is set out herewith as "Annexure - IV" to this Report.

AUDITORS AND AUDIT REPORT

Pursuant to the provisions of Section 139 of the Companies Act, 2013, A.P.G & Associates, Chartered Accountants, Indore (Firm Registration No. 119598W) were appointed as the Statutory Auditor of the Company at 8th Annual General Meeting held on 26th September, 2018 till the conclusion of 13th AGM of the company.

The Auditor's Report for the financial year 2019-20 does not contain any qualification, reservation or adverse remark. The Auditors report is annexed with financial statements in this annual report for your kind perusal and information.

SECRETARIAL AUDITOR & SECRETARIAL AUDIT REPORT

Pursuant to the provisions of Section 204 of Companies Act, 2013 and rules made thereunder, the Board has appointed The Board has appointed CS Manish Maheshwari, Proprietor of M. Maheshwari & Associates, Practicing Company Secretary, to conduct Secretarial Audit for the Financial Year 2019-20. The Secretarial Audit Report for the financial year ended March 31, 2020 is annexed herewith marked as "Annexure - V" in 'Form No. MR-3 to this Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

REPORTING OF FRAUDS BY THE AUDITORS

During the year under review, the Statutory Auditor and Secretarial Auditor have not reported any instances of frauds committed in the Company by its Officers or Employees to the Audit Committee under Section 143(12) of the Companies Act, 2013, details of which needs to be mentioned in the Board's Report.

PUBLIC DEPOSITS

Your Company has not accepted any deposits from the public falling within the purview of Section 73 and 74 of the Companies Act, 2013 read together with the Companies (Acceptance of Deposits) Rules, 2014 and therefore, there was no principal or interest outstanding as on the date of the Balance Sheet.

CODE OF CONDUCT

In compliance with Regulation 26(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the Companies Act, 2013 the Company has framed and adopted a Code of Conduct (the "Code"). The Code is applicable to the Members of the Board, the Senior Management, Officers and Employees of the Company.

All the Members of the Board, the Senior Management, Officers and Employees have affirmed compliance to the Code as on 31st March, 2020. Declaration to this effect, signed by Managing Director cum CEO, forms part of the Annual Report.

CORPORATE SOCIAL RESPONSIBILITY

The Company has constituted Corporate Social Responsibility Committee under the Chairmanship of Mrs. Sudha Rathi, Independent Director of the Company, in order to conduct and review Corporate Social Responsibility activities in a prudent manner.

The brief outline of the Corporate Social Responsibility policy of the Company, initiatives undertaken by the Company on CSR activities during the year and details regarding the CSR Committee are set out in "Annexure - VI" of this report as "Annual Report on CSR Activities".

Policy may be accessed on the Company's website at the link: https://uni-info.co.in/wp-content/uploads/2018/08/CSR-policy_UTSL.pdf

CORPORATE GOVERNANCE

Your Company's Corporate Governance Practices are a reflection of the value system encompassing culture, Policies and relationships with its stakeholders. Integrity and transparency are a key to Corporate Governance Practices to ensure that the Company gain and retain the trust of its stakeholders at all times. Your Company is committed for highest standard of Corporate Governance in adherence of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Pursuant to Regulation 34(3) read with Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Stock Exchanges, a Report on Corporate Governance forms an integral part of this Annual Report and Corporate Governance Report is also annexed as "Annexure - VII" to this Board's Report.

VIGIL MECHANISM POLICY / WHISTLE BLOWER POLICY

The Board has adopted Vigil Mechanism/Whistle Blower Policy pursuant to the provisions of Section 177(9) of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 22 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The policy provides for a framework and process whereby concerns can be raised by its Employees and Directors to the management about unethical behavior, actual or suspected fraud or violation of the Code of conduct or legal or regulatory requirements incorrect or misrepresentation of any financial statements and have been outlined in Corporate Governance Report which forms part of this Annual Report. The policy provides for adequate safeguards against victimisation of employees and Directors of the Company.

The Vigil Mechanism/Whistle Blower Policy may be accessed on the Company's website at the link: <https://uniinfo.co.in/wp-content/uploads/2018/01/Vigil-Mechanism.pdf>

FOREIGN EXCHANGE EARNINGS AND OUTGO

Activity in foreign currency

Particulars	(In Rs.)	
	2019-20	2018-19
The Foreign Exchange earned in terms of actual inflows during the year;	Nil	Nil
And the Foreign Exchange outgo during the year in terms of actual outflows.	14,53,700	31,85,178

RISK MANAGEMENT

Risk is an integral part of business and your Company is committed to managing the risks in a proactive and efficient manner. Your Company periodically assesses risks in the internal and external environment along with the cost of treating risks and incorporates risk treatment plans in its strategy, business and operational plans.

HUMAN RESOURCE

Many initiatives have been taken to support business through organizational efficiency, process change support and various employee engagement programmers' which has helped the Organization achieve higher productivity levels. A significant effort has also been undertaken to develop leadership as well as technical/ functional capabilities in order to meet future talent requirement.

UTSL HR processes such as hiring and on-boarding, fair transparent online performance evaluation and talent management process, state-of-the-art workmen development process, and market aligned policies have been seen as benchmark practices in the Industry. During the year under review, the following Human Resources initiatives received greater focus:

- **Employer of Choice:** Employees are encouraged to express their views and are empowered to work independently. Employees are given the opportunity to learn through various small projects which make them look at initiatives from different perspectives and thus provide them with a platform to become result oriented. This has helped greatly in overall development of the employee and has significantly arrested the attrition rate.
- **Leadership Development:** As a part of leadership development, talented employees have been seconded to the senior leadership team to mentor them and prepare them for the next higher role.
- **Gender Equality:** UTSL as a company has a policy to promote Gender Equality, we hire female employees and mentor and groom them to take higher managerial positions. We also encourage our female employee to have a good work life balance.

GENERAL

Your Directors state that during the year under review:

- a) The Company has not issued shares (including sweat equity shares) to employees of the Company under any scheme.
- b) Neither the Managing Director nor the Whole-time Directors receive any remuneration or commission from its subsidiary.
- c) The Company has complied with the applicable Secretarial Standards under the Companies Act, 2013.
- d) There have been no material changes and commitments affecting the financial position of the Company which have occurred between financial year ended on 31st March, 2020, to which the financial statements relate and the date of this report.

ACKNOWLEDGEMENT

Your Directors place on record, their sincere appreciation and gratitude for all the cooperation extended by Government Agencies, Bankers, Financial Institutions, Business Associates and Shareholders. The Directors also record their appreciation for the dedicated services rendered by all the Executive Staff and Workers of the Company at all levels in all units and for their valuable contribution in the working of the Company.

Date: 05.09.2020

Place: Indore

For and on behalf of the Board of Directors

Kishore Kumar Bhuradia
DIN: 03257728
Managing Director

ANNEXURE – I

MANAGEMENT DISCUSSION AND ANALYSIS

Forward looking statement

The report contains forward-looking statements, identified by words like ‘plans’, ‘expects’, ‘will’, ‘anticipates’, ‘believes’, ‘intends’, ‘projects’, ‘estimates’ and so on. All statements that address expectations or projections about the future, but not limited to the Company’s strategy for growth, product development, market position, expenditures, and financial results, are forward-looking statements. Since these are based on certain assumptions and expectations of future events, the Company cannot guarantee that these are accurate or will be realised. The Company’s actual results, performance or achievements could thus differ from those projected in any forward-looking statements. The Company assumes no responsibility to publicly amend, modify or revise any such statements based on subsequent developments, information, or events. The Company disclaims any obligation to update these forward-looking statements, except as may be required by law.

The following discussions on our financial condition and result of operations should be read together with our audited financial statements and the notes to these statements included in the annual report. Unless otherwise specified or the context otherwise requires, all references herein to “we”, “us”, “our”, “the Company”, “Uniinfo” are to Uniinfo Telecom Services Ltd.

ECONOMIC OVERVIEW

The Indian economy grew by 4.2% in FY 2019-20 still remaining one of the fastest growing major economies in the world. Industrial activity remained healthy in the beginning of the year but saw some weakness later. Auto sales suffered due to weak credit conditions, demand softness, and change in regulatory norms. However, services credit averaged at a healthy 10% y-o-y growth even as credit growth deteriorated.

Telecom sector is one of the fastest growing industries in India that has undergone an innovative phase over the past few years and stands as the second largest telecommunications market in the world after China. The industry has witnessed exponential growth over the last few years primarily driven by affordable tariffs, wider availability, roll out of Mobile Number Portability (MNP), expanding 3G and 4G coverage, evolving consumption patterns of subscribers and a conducive regulatory environment.

India is one of the fastest growing economies in the world and is expected to be one of the top three economic powers in the world over the next 10-15 years, backed by its robust democracy and strong partnerships. The global economic growth is estimated to be 2.9% in 2019 down from 3.6% in 2018. In the beginning of 2020, the COVID-19 pandemic has imposed severe impact on economic activity as a result; the global economy is projected to contract sharply by –3% in 2020. With a rapid increase of this pandemic, more than 150 countries had put in place partial or complete lockdown to contain the virus. The lockdown has resulted supply chains disruptions, lower productivity, decreasing demand, income declines and heightened uncertainty leading to further business closures and job losses. Because of the economic fallout, various governments are taking substantial targeted fiscal, monetary and financial market measures to normalize economic activity. Large number of countries is expected to experience negative per capita income growth in 2020. There is a multi-layered crisis with de facto shutdown of significant portion of the economy. Central banks of various countries have already taken significant actions to have rate cuts, provide monetary benefits and liquidity support to reduce systemic stress. These actions have contributed to

ensure that the economy is better placed to recover. There remains considerable uncertainty around the forecast; however, assuming that pandemic to fade in the second half of 2020, global growth is expected to rebound to 5.8% in 2021 reflecting the normalization of economic activity. Fruitful approaches are essential to presuppose the possibility of worse outcomes. Necessary measures to reduce infection and protect lives are important investments for long-term human and economic health.

Upcoming 5G technologies, it said, are set to contribute \$2.2 trillion to the global economy over the next 15 years, with key sectors such as manufacturing, utilities, and professional/financial services set to benefit the most.

ABOUT UNIINFO TELECOM SERVICES LIMITED

UTSL work at solutions to help the telecom service providers, network operators, vendors and equipment manufacturers to maximize the value of technology investments and deliver the highest service levels to their customers. In our constant Endeavour to develop our business in the Telecom market, we are continuously pushing the boundaries to provide enhanced value to our telecom projects. Since the inception of the company in 2010, we have managed to build an excellent track record by exceeding the expectations of our clients. UTSL takes great pride in providing our clients with the best in class experience and access to telecommunication solutions through our strong relationships with clients, to assist the most rapid deployment of projects in telecom in India. All employees in our Company look at the workplace as their second home. Therefore, you can look forward to an enthusiastic and stress-free career growth with us.

INDUSTRY SCENARIO

The Indian Mobile industry is expected to create a total economic value of \$217.4 bn by 2020.

The Telecommunications industry is divided into following subsectors: Infrastructure, Equipment, Mobile Virtual Network Operators (MVNO), White Space Spectrum, 5G, Telephone service providers and Broadband.

As per GSMA, India is on its way to becoming the second-largest smartphone market globally by 2025 with around 1 billion installed devices and is expected to have 920 million unique mobile subscribers by 2025 which will include 88 million 5G connections.

Telecom tower in India is set to boom as its tenancy ration will increase from 1.95 times in 2016 to 2.9 times by 2020 due to the expansion of 3G and 4G and the onset of 5G technologies.

More than 70 companies have received approval from the Department of Telecommunications (DoT) to provide MVNO services. The majority of these companies are focused on Tier 2 and Tier 3 cities.

The DoT is targeting a combination of 100% broadband connectivity in the villages, 55% fiberisation of mobile towers, average broadband speeds of 25 mbps and 30 lakh kms of optic fibre rollouts by December 2022. By December 2024, it is looking at 70% fiberisation of towers, average broadband speeds of 50 Mbps and 50 lakh kms of optic fibre rollouts at a pan-India level.

RISK & CONCERNS

As the world is facing problem of COVID-19 pandemic, there is greater degree of uncertainty about the duration of lockdown and the time required for things to get normal. The extent to which COVID-19 pandemic will impact the operations and financial results is dependent on the future developments, which are highly uncertain. This is the major risk in the near future and its long-term impact needs to be assessed and for the same proactive action taken by the company.

BUDGET COONECT 2020

• Technology

Government proposed to focus on new-age technologies such as data analytics, internet of things (IoT) and artificial intelligence (AI) to facilitate its goal of becoming a US\$5 trillion economy by 2025.

• Telecom

- There is a thrust to boost electronics manufacturing in India. A scheme will now be introduced to encourage domestic manufacturing of:
 - ▶ Mobile phones
 - ▶ Electronic equipment
 - ▶ Semiconductor packaging
- Basic customs duty (BCD) on Printed Circuit Board Assembly (PCBA), and charger and power adaptor of cellular mobile phones will be increased to 20%
- In order to align with Phased Manufacturing Program (PMP), BCD for the remaining parts of mobile phones, namely vibrator motor and ringer, display assembly, and touch panel and glass assembly will be increased to 10% with effect from prescribed dates.
- An enabling provision will be inserted for administrating preferential tariff treatment regime under Trade Agreements.

CONSOLIDATED FINANCIAL OVERVIEW

The consolidated performance of the Company for the financial year ended March 31, 2020, is as follows:

- a. Total revenue from operations at Rs. 41.95 crores for the year ended March 31, 2020, as against Rs. 50.68 crores for the corresponding previous period, a decrease of 17.22%.
- b. The staff expenses for the financial year ended March 31, 2020 were Rs. 20.29 crores as against Rs. 16.01 crores for the corresponding previous period, an increase of 26.73%
- c. The other expenses for the financial year ended March 31, 2020 were Rs. 18.51 crores as against Rs. 23.58 crores for the corresponding previous period, a decrease of 21.50%.
- d. The EBT (Earnings before tax) was Rs. 1.16 crores for the year ended March 31, 2020, as against Rs. 7.09 crores for the corresponding previous period, a decrease of 83.63%.
- e. The depreciation for the financial year ended March 31, 2020 was Rs. 1.48 crores, as against Rs. 1.42 crores for the corresponding previous period, an increase of 4.22%.
- f. The interest for the financial year ended March 31, 2020 was Rs. 0.60 crores as against Rs. 1.44 crores for the corresponding previous period, a decrease of 58.33%.
- g. The EPS (Earning per Share) for the financial year ended March 31, 2020 was Rs. 0.75 for a face value of Rs. 10 per share, as against Rs. 4.85 for the corresponding previous period.

RESOURCES AND LIQUIDITY

- a. As on March 31, 2020, the consolidated net worth stood at Rs. 38.31 crores and the consolidated debt was at Rs. 2.76 crores.
- b. The cash and cash equivalents at the end of March 31, 2020 were Rs. 0.014 crore.
- c. The net debt to equity ratio of the Company stood at 0.05 as on March 31, 2020.

KEY GOVERNMENT INITIATIVES, 2019-20

Corporate tax relief: The government moderated the corporate tax rate to 22% from 30%; it announced a new tax rate of 15% for new domestic manufacturing companies, strengthening the Make in-India initiative. The new effective CIT would be 25.17%, inclusive of a new lower surcharge of 10% and cess of 4%. India's CIT is now closer to the global average statutory CIT of 23.03%.

GOVERNMENT INITIATIVES

The government has fast-tracked reforms in the telecom sector and continues to be proactive in providing room for growth for telecom companies. Some of the other major initiatives taken by the government are as follows:

- The Government of India is soon going to come out with a new National Telecom Policy 2018 in lieu of rapid technological advancement in the sector over the past few years. The policy has envisaged attracting investments worth US\$ 100 billion in the sector by 2022.
- The Department of Information Technology intends to set up over 1 million internet-enabled common service centers across India as per the National e-Governance Plan.
- FDI cap in the telecom sector has been increased to 100 per cent from 74 per cent; out of 100 per cent, 49 per cent will be done through automatic route and the rest will be done through the FIPB approval route.
- FDI of up to 100 per cent is permitted for infrastructure providers offering dark fiber, electronic mail and voice mail.
- The Government of India has introduced Digital India programme under which all the sectors such as healthcare, retail, etc. will be connected through internet.
- As of January 2020, more than 542 banks were permitted to provide mobile banking services in India.

RISKS AND CONCERNS –

In the last five years, along with rapid growth, the key risk factors for the players in the Indian telecommunications industry have transformed significantly. It is believed that the changes in the telecom industry's fundamentals have led to an improvement in the credit risk profile of the industry as a whole. However, all such statements are forward looking statements the actual results may vary from the results list down.

Competition Risk

The Telecommunications sector is characterized by robust competition, vast infrastructure requirements, and very short turnaround times for identifying threats and assessing and mitigating their associated risks to minimize network downtime. As customers' demands a better service which rising the customer service level bar from telecom organization.

Regulatory Risk

Telecom firms must comply with regulations set by the Governance laws and regulation for privacy, and other standards (i.e. International Telecommunication Union (ITU), Federal Communications Commission, Sarbanes-Oxley, the Gramm-Leach Bliley Act (GLBA), PCI-DSS and etc. The investment necessary to meet these requirements can be significant, and telecom organization can realize substantial benefits by transitioning their risk and compliance efforts into a structured and controlled process. The business, operations and financial performance of the Company could be adversely affected by changes in law, or interpretations of existing laws,

rules and regulations, or the promulgation of new laws, rules and regulations in India, applicable to it and to its business. The governmental and regulatory bodies in India may notify new regulations and/or policies, which may require the Company to obtain approvals and licenses from the Government and other regulatory bodies, or impose onerous requirements and conditions on its operations, in addition to those which the Company is undertaking currently.

Economic Risk

Economic risk is the chance that macroeconomic conditions like exchange rates, government regulation, or political stability will affect an investment, usually one in a foreign country. The Indian financial market and the Indian economy are influenced by economic and market conditions in other countries, particularly in emerging market in Asian countries. As our revenues are totally dependent on Indian market; an economic slowdown or other factors that affect the economic health of the nation resulting in adverse impact on the growth of telecom industry, may affect our business.

OPPORTUNITIES

With daily increasing subscriber base, there have been a lot of investment and development in the sector. FDI inflow into the telecom sector during April 2000 – March 2020 totalled US\$ 37.27 billion according to the data released by Department for Promotion of Industry and Internal Trade (DPIIT).

Department of Telecommunication launched 'Tarang Sanchar' - a web portal sharing information on mobile towers and EMF Emission Compliances

Transactions through Unified Payments Interface (UPI) stood at 1.24 billion in March 2020, valued at Rs 2.06 lakh crore (US\$ 29.47 billion).

Revenue from the telecom equipment sector is expected to grow to US\$ 26.38 billion by 2020. The number of internet subscribers in the country is expected to double by 2021 to 829 million and overall IP traffic is expected to grow four-fold at a CAGR of 30 per cent by 2021. The Indian Government is planning to develop 100 smart city projects, and IoT will play a vital role in developing these cities. The National Digital Communications Policy 2018 envisaged attracting investment worth US\$ 100 billion in the telecommunications sector by 2022. App downloads in India is expected to increase to 18.11 billion in 2018F and 37.21 billion in 2022F.

INTERNAL CONTROL SYSTEMS AND ADEQUACY

The Company has implemented suitable controls to ensure that all resources are utilized optimally, financial transactions are reported with accuracy and there is strict adherence to applicable laws and regulations.

Continuous measures are in lie aligned by the Company to strengthen its internal control system. Various background verification process of new joiners, whistle blower policy and strengthening the process of risk management of our multiple projects. The company internal control system are always renewed with high degree of assurance* regarding the effectiveness and efficiency of operations, the adequacy of safeguards for assets, the reliability of financial controls, and compliance with applicable laws and regulations.

OUTLOOK

The Indian economy is forecast to de-grow in 2020-21, while nearly all major G20 economies are forecast to shrink, according to the Economist Intelligence Unit (EIU). From a long-term perspective, the outlook is cautiously optimistic as India is the second most populous country marked by under-consumption across a number of sectors on the one hand and secular income cum aspiration growth on the other.

Various forecasts have estimated a sharp de-growth in the Indian economy for the current financial year, the first such instance of degrowth in decades.

The liberal and reformist policies of the Government of India have been instrumental along with strong consumer demand in the rapid growth in the Indian telecom sector. The government has enabled easy market access to telecom equipment and a fair and proactive regulatory framework that has ensured availability of telecom services to consumer at affordable prices. The deregulation of Foreign Direct Investment (FDI) norms has made the sector one of the fastest growing and a top five employment opportunity generator in the country.

Our continuous efforts in building strong relationship with our customers to gain more familiarity with their evolving network plans, so that we can identify opportunities where our nationwide portfolio of services and experienced personnel can be used to fulfill customer requirements.

Date: 05.09.2020

Place: Indore

**BY ORDER OF THE BOARD OF DIRECTORS
UNIINFO TELECOM SERVICES LIMITED**

**Sd/-
Kishore Kumar Bhuradia
Chairman & Managing Director
DIN: 03257728**

ANNEXURE- II

FORM MGT 9

EXTRACT OF ANNUAL RETURN

AS ON FINANCIAL YEAR ENDED 31.03.2020

Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management & Administration) Rules, 2014

I. REGISTRATION & OTHER DETAILS:

I	CIN	L64202MP2010PLC024569
II	Registration Date	19.10.2010
III	Name of the Company	Uniinfo Telecom Services Limited (formerly known as Uniinfo Telecom Services Private Limited)
IV	Category/Sub-category of the Company	Company limited by Shares (Non-Government Company)
V	Address of the Registered office & contact details	403, Chetak Centre, 12/2 RNT Marg, Indore (M.P.)- 452001 email: compliance@uni-info.co.in website: www.uni-info.co.in
VI	Whether listed company	Listed
VII	Name, Address & contact details of the Registrar & Transfer Agent, if any	Link Intime India Private Limited Registrar & Share Transfer Agent (SEBI REG. No. INR000004058) CIN – U67190MH1999PTC118368 C-101,1st Floor,247 Park, Lal Bahadur Shastri Marg, Surya Nagar, Gandhi Nagar, Vikhroli West, Mumbai, (M.H.)- 400083

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated:

S. No.	Name & Description of Main Services	NIC Code of the Service	% to total turnover of the company
1.	Maintenance, Repair and Installation (Except Construction) Services	9987	67%
2.	Other Professional, Technical and Business Services	9983	31%

III. PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES

Sr. No.	Name and Address of the Company	Holding/Subsidiary /Associate	% of shares held	Applicable section
1	Uniinfo Telecom Services (Thailand) Limited Regd. Add.: 65/62 Chamnan Phenjati Business Centre Bldg., 6/F Rama 9 Road, Huaykwang Bangkok-10310	Subsidiary	100%	Section 2 (87) of Companies Act, 2013

IV. SHAREHOLDING PATTERN (Equity Share Capital Break up as percentage of total Equity)

Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year **
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter									
1) Indian									
a) Individual/ HUF	5444080	-	5444080	50.91	5444080	-	5444080	50.91	0
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt.(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp	-	-	-	-	-	-	-	-	-
e) Banks/FI	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
Sub-total(A)(1): -	5444080	-	5444080	50.91	5444080	-	5444080	50.91	0
2) Foreign									
a) NRIs-Individuals	-	-	-	-	-	-	-	-	-
b) Other-Individuals	-	-	-	-	-	-	-	-	-
c)Bodies Corp.	-	-	-	-	-	-	-	-	-
d)Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
Sub-total(A)(2):-	-	-	-	-	-	-	-	-	-
B. Public Share holding Institutions									
a)Mutual Funds	-	-	-	-	-	-	-	-	-
b)Banks/FI	-	-	-	-	-	-	-	-	-
c)Central Govt.	-	-	-	-	-	-	-	-	-

d) State Govt.(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
a) FIIs	-	-	-	-	-	-	-	-	-
b) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
Others Angel Investor	-	-	-	-	-	-	-	-	-
Sub-total(B)(1)	-	-	-	-	-	-	-	-	-
2. Non-Institutions	-	-	-	-	-	-	-	-	-
a) Bodies Corp. (i) Indian (ii) Overseas	818400	-	818400	7.65	829308	-	829308	7.76	0.10
b) Individuals (i) Individual share holders holding nominal share capital up to Rs. 1 lakh (ii) Individual share holders holding nominal share capital in excess of Rs. 1 lakh	1024392	-	1024392	9.58	976000	-	976000	9.13	(0.45)
	2777840	50000	2827840	26.45	2962932	-	2962932	27.71	1.26
c) Individuals (i) Individual share holders holding nominal share capital up to Rs. 2 lakhs (ii) Individual share holders holding nominal share capital in excess of Rs. 2 lakhs	-	-	-	-	-	-	-	-	-
	-	-	-	-	-	-	-	-	-

C. Others									
1. HUF	490800	-	490800	4.59	468800	-	468800	4.38	0.21
2. Trust	-	-	-	-	-	-	-	-	-
3.NRI Individual	8000	-	8000	0.07	8000	-	8000	0.07	0
4.Clearing Members	79608	-	79608	0.75	4000	-	4000	0.04	0.70
Sub-total(B)(2)	4620632	-	4620632	43.68	4768240	-	4768240	44.60	0.91
Total Public Share holding (B)=(B)(1)+ (B)(2)	4620632	-	4620632	43.68	4768240	-	4768240	44.60	0.91
D. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	10643120	50000	10693120	100	10693120	-	10693120	100	1.82

**During the year, there are changes in shareholding. The percentage change is approximate value. Exact figures cannot be calculated

V. Shareholding of Promoters

Sr . N o.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the Year			% change in share holding during the year **
		No. of Shares	% of total Share s of the comp any	%of Shares Pledged / Encumb ered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumb ered to total shares	
1	Kishore Bhuradia	4616240	43.17	-	4616240	43.17	-	0
2	Pranay Parwal	643840	6.02	-	643840	6.02	-	0
3	Anil Kumar Jain	184000	1.72	-	184000	1.72	-	0
	Total	5444080	50.91	-	5444080	50.91	-	

** During the year, there is no change in shareholding of the Promoters.

VI. Change in Promoters' Shareholding

Particulars	No. of Shares			% of total shares of the Company
	Kishore Kumar Bhuradia	Pranay Parwal	Anil Kumar Jain	
At the beginning of the year	4616240	643840	643840	50.91
Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment/transfer/bonus/ sweat equity etc.):				
No Transfer During the year	-	-	-	-
At the end of the year	4616240	643840	184000	50.91

VII. Shareholding Pattern of top ten Shareholders

Sr. No.	Name of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Pramod Kumar Maheshwari	4,84,000	4.52	4,90,000	4.58
2.	Rajat Kumar Narain	2,90,000	2.71	2,90,000	2.71
3.	Satyanarayan Sarda	1,37,760	1.29	1,37,760	1.29
4.	Krishna Garg	1,78,720	1.67	2,48,720	2.33
5.	Vora Chaitali Nikhil	2,00,000	1.87	2,00,000	1.87
6.	G K Maheshwari HUF	1,88,800	1.77	1,88,800	1.77
7.	Systematix Share and Stocks (India) Limited	3,04,000	2.84	2,66,000	2.48
8.	Supreme Stocks Private Limited	1,62,400	1.52	1,62,400	1.52
9.	Nano Securities Private Limited	1,10,000	1.03	1,10,000	1.03
10.	Radha Soami Food Products Private Limited	1,06,000	0.99	1,06,000	0.99

VIII. Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Particulars	Shareholding at the beginning of the year		Cumulative shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Kishore Bhuradia	4616240	43.17	4616240	43.17
2	Pranay Parwal	643840	6.02	643840	6.02
3	Anil Kumar Jain	184000	1.72	184000	1.72

**Except the above said three directors none of other directors and KMP's was holding any shares at the beginning, during the year or at the end of the financial year 2018-19.

IX. Indebtedness

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	81,506,171	19,007,323	0	100,513,494
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	81,506,171	19,007,323	0	100,513,494
Change in Indebtedness during the financial year				
Addition	0	0	0	0
Reduction	(60,662,311)	(12,258,146)	0	(72,920,457)
Net Change	(60,662,311)	(12,258,146)	0	(72,920,457)
Indebtedness at the end of the financial year				
i) Principal Amount	20,843,860	19,007,323	0	27,593,037
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	20,843,860	19,007,323	0	27,593,037

X. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

(Rs. In Lacs)

Sr. No.	Particulars of Remuneration	Name of Directors			Total Amount
		Mr. Kishore Bhuradia (Managing Director)	Mr. Pranay Parwal (Whole Time Director)	Mr. Anil Kumar Jain (Whole Time Director)	
1	Gross salary	60.00	12.00	06.00	78.00
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NIL	NIL	NIL	NIL
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL	NIL	NIL
	(c) Profits in lieu of salary under				
2	Stock Option	NIL	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL	NIL
4	Commission - as % of profit - Others, specify	NIL	NIL	NIL	NIL
5	Others, please specify	NIL	NIL	NIL	NIL
	Total (A)	60.00	12.00	06.00	78.00

B. Remuneration to other directors:

S.no	Particulars of Remuneration	Name of Directors			Total Amount
		Prakash Chandra Chhajed	Sudha Rathi	Pramod Deogirikar	
1	Independent Directors				
	• Fee for attending board/committee meetings	30,000	15,000	22,500	67,500
	• Commission • Others, please specify	Nil	Nil	Nil	Nil
	Total (1)	30,000	15,000	22,500	67,500
2	Other Non-Executive Directors	Nil	Nil	Nil	Nil
	• Fee for attending board /committee meetings				
	• Commission • Others, please specify				
	Total (2)	Nil	Nil	Nil	Nil
	Total (B)=(1+2)	30,000	15,000	22,500	67,500
	Total Managerial Remuneration (A+B)	Nil	Nil	Nil	Nil

C. Remuneration to Key Managerial Personnel Other Than MD / Manager/WTD

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			
		Niresh Maheshwari (CFO)	Company Secretary		Total
			Sachin Upadhyay	Astha Jain	
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 I Profits in lieu of salary under section 17(3) Income tax Act, 1961	17,00,004 Nil Nil	47,984 Nil Nil	1,82,787 Nil Nil	19,30,775 Nil Nil
2	Stock Option	Nil	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil	Nil
4	. Commission - as % of profit - Others, specify...	Nil	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil	Nil
	Total	17,00,004	47,984	1,82,787	19,30,775

XI. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment/Compounding fees imposed	Authority [RD/NCLT/ Court]	Appeal made, if any (give Details)
A. Company					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
B. Director					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
C. Other Officer in default					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil

Date: 05.09.2020

Place: Indore

FOR AND ON BEHALF OF THE BOARD

Kishore Kumar Bhuradia
Managing Director
DIN: 03257728

ANNEXURE -III

Form AOC-I

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

Statement containing salient features of the financial statement of Subsidiaries/Associate Companies.

(Information with respect to each subsidiary to be presented with amounts in Rs. INR, except exchange rate)

Part “A”: Statement relating to Subsidiary Companies

Sr. No.	Particulars	Details
1.	Name of Subsidiary	Uniinfo Telecom Services (Thailand) Limited
2.	Reporting period for the subsidiaries concerned, if different from the holding company's reporting period	2019-20
3.	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	Reporting currency = BAHT Exchange Rate – 2.3001
4.	Share capital	4724400
5.	Reserves & surplus	(1370939)
6.	Total Assets	3686881
7.	Total Liabilities	3686881
8.	Investments	-
9.	Turnover	89704
10.	Profit Before Taxation	(1370939)
11.	Provision for Taxation	-
12.	Profit After Taxation	(1370939)
13.	Proposed Dividend	-
14.	% of shareholding	100%

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

1. The exchange rate of turnover is calculated as on the date of preparing balance sheet as on 31.03.2020
2. Names of subsidiaries which are yet to commence operations.
3. Names of subsidiaries which have been liquidated or sold during the year.

Part “B”: Associates and Joint Ventures: N.A

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Sr. No.	Particulars	Details
1.	Name of Associate Company	-
2.	Latest audited Balance Sheet Date	-
3.	Shares of Associate/Joint Ventures held by the company on the year end (a) No. (b) Amount of Investment in Associates/Joint Venture (c) Extend of Holding % Description of how there	-
4.	Description of how there is significant influence	-
5.	Reason why the associate/joint venture is not consolidated	-
6.	Net worth attributable to Shareholding as per latest audited Balance Sheet	-
7.	Profit / Loss for the year	-
	i) Considered in Consolidation	-
	ii) Not Considered in Consolidation	-

- Names of associates or joint ventures which are yet to commence operations.
- Names of associates or joint ventures which have been liquidated or sold during the year.

Note: This Form is to be certified in the same manner in which the Balance Sheet is to be certified.

For APG & Associates
Chartered Accountants
FRN No.: 119598W

For and on behalf of Board of Directors of
Uniinfo Telecom Services Limited

CA Atul Sharma
Partner
Membership No.: 075615

Kishore Kumar Bhuradia
Managing Director
DIN: 03257728

Pranay Kumar Parwal
Wholetime Director
DIN: 03257731

Date: 05.09.2020
Place: Indore

ANNEXURE- IV

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo
[Section 134(3) (m) of The Companies Act, 2013 read with Rule 8(3) of The Companies Accounts) Rules, 2014]

CONSERVATION OF ENERGY

S. NO.	PARTICULARS	
(i)	The steps taken or impact on conservation of energy	NA
(ii)	The steps taken by the company for utilizing alternate sources of energy; NA	
(iii)	The capital investment on energy conservation equipment	NA
TECHNOLOGY ABSORPTION		
(i)	The efforts made towards technology absorption	NA
(ii)	The benefits derived like product improvement, cost reduction, product development or import substitution	NA
(iii)	In case of imported technology (imported during the last three years reckoned from the beginning of the financial year	NA
	(a) The details of technology imported	NA
	(b) The year of import	NA
	(c) Whether the technology been fully absorbed	NA
	(d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	NA
(iv)	The expenditure incurred on Research and Development	NA
FOREIGN EXCHANGE EARNINGS AND OUTGO		
		2018-19 2019-20
(i)	The Foreign Exchange earned in terms of actual inflows during the year;	0 0
(ii)	And the Foreign Exchange outgo during the year in terms of actual outflows.	14,53,700 31,85,178

Place: Indore
Date: 05.09.2020

For and on behalf of the Board

Kishore Kumar Bhuradia
Managing Director
DIN: 03257728

ANNEXURE V

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2020

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
UNIINFO TELECOM SERVICES LIMITED
CIN: L64202MP2010PLC024569
403, Chetak Centre, 12/2 RNT Marg,
Indore MP 452001

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Uniinfo Telecom Services Limited** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me/us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company, the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, the explanations and clarifications given to us and the representations made by the Management and considering the relaxations granted by the Ministry of Corporate Affairs warranted due to the spread of the COVID-19 pandemic, we hereby report that in our opinion, the Company has during the audit period covering the financial year ended on March 31, 2020, generally complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by Company for the financial year ended on **March 31, 2020** according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made there under read with notifications, exemptions and clarifications thereto;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

- a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended from time to time;
- b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time;
- c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amendments from time to time. [Not Applicable as the Company has not issued further share capital during the financial year under review]
- d. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulation, 2014. (Not Applicable to the Company during the Audit Period)
- e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008. [Not Applicable as the Company has not issued and listed any debt securities during the financial year under review]
- f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 as amended from time to time regarding the Companies Act and dealing with client;
- g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 as amended from time to time. (Not applicable as the Company during the reporting period under Audit)
- h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018. (Not applicable as the Company during the reporting period under Audit)
- i. We have relied on the representation made by the Company and its officers for system and mechanism framed by the Company for the compliances under the following applicable Act (if applicable), Law & Regulations to the Company
 - i. Workmen's compensation Act, 1923 and all other allied labor laws, as informed / confirmed to us.
 - ii. Applicable Direct and Indirect Tax Laws.
 - iii. Prevention of Money Laundering Act, 2002
 - iv. Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

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

- (i) Secretarial Standards with respect to Meetings of the Board of Directors (SS-1) and General Meetings (SS-2) issued by the Institute of Company Secretaries of India.
- (ii) SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

During the period the company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except as follows:

- i. That as per regulation 13(3) of SEBI (LODR) Regulations 2015, the NSE has imposed a penalty of Rs.4720/- for delay of four days in submission of statement of investor grievances for the quarter ending June 2019.

- ii. **The Company has not filled form CHG-1 against the charge created for the loan taken from Axis Bank Limited.**

We further report that

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

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All the decisions at Board Meetings and Board Committee Meetings are carried out unanimously/majority as recorded in the Minutes of the Board of Directors of the Company or committee of the Board, as the case may be. No dissenting views were required to be captured and recorded as part of the minutes.

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

Note: This Report is to be read with our letter even date which is annexed as Annexure A and forms and integral part of this report.

**For M. Maheshwari & Associates
Company Secretaries
Firms U.C.N. I2001MP213000**

**Date : 04.09.2020
Place : Indore
UDIN : F005174B000664635**

**Manish Maheshwari
Proprietor
FCS-5174
CP-3860**

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,

The Members

UNIINFO TELECOM SERVICES LIMITED

CIN: L64202MP2010PLC024569

403, Chetak Centre, 12/2 RNT Marg,

Indore MP 452001 IN

We have examined the following documents: -

- i) Declaration of non-disqualification as required under Section 164 of Companies Act, 2013 ('the Act');
- ii) Disclosure of concern or interests as required under Section 184 of the Act; (hereinafter referred to as 'relevant documents'), as submitted by the Directors of **Uniinfo Telecom Services Limited** ('the Company') bearing **CIN: L64202MP2010PLC024569** and having its Registered Office at 403, Chetak Centre, 12/2 RNT Marg, Indore MP 452001 IN, to the Board of Directors of the Company ('the Board') for the financial year 2019-20. We have considered non-disqualification to include non-debarment.

It is the responsibility of Directors to submit relevant documents with complete and accurate information in accordance with the provisions of the Act.

Based on our examination of relevant documents made available to us by the Company and such other verifications carried out by us as deemed necessary and adequate, in our opinion and to the best of our information and knowledge and according to the explanations provided by the Company, its officers and authorized representatives, we certify that as on date of this Certificate, none of the Directors on the Board of the Company, as listed hereunder, have been debarred or disqualified from being appointed or continuing as Directors of the Company by Securities and Exchange Board of India/ Ministry of Corporate Affairs or any such statutory authority.

Sr. No.	Name of Director	DIN	Date of appointment in Company
1	Mr. Kishore Kumar Bhuradia	03257728	19/10/2010
2	Mr. Pranay Kumar Parwal	03257731	19/10/2010
3	Mr. Anil Kumar Jain	00370633	01/04/2016
4	Mr. Prakash Chandra Chhajer	08037849	29/12/2017
5	Mrs. Sudha Rathi	00353472	29/12/2017
6	Lt. Col Pramod Deogirakar	00064665	13/02/2019

This Certificate has been issued at the request of the Company to make disclosure in its Corporate Governance Report of the Financial Year ended 31st March, 2020.

For M. Maheshwari & Associates
Company Secretaries
Firms U.C.N. I2001MP213000

Date : 04.09.2020
Place : Indore
UDIN : F005174B000664635

Manish Maheshwari
Proprietor
FCS-5174
CP-3860

ANNEXURE VI

CORPORATE SOCIAL RESPONSIBILITY (CSR)

1. A brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web link to the CSR policy and projects or programs. Pursuant to Section 135 of the Companies Act, 2013 ("the Act") read with Companies (CSR) Rules, 2014, the Company strives to support and endeavor to bring about positive difference to communities where we exist. Through the CSR initiative, the company strives to provide equitable opportunities for sustainable growth, thereby aligning with our goal to build Uniinfo Telecom Services Limited into an organization which maximizes Stakeholders Value. The Company would engage in activities whereby business further contributes to make a positive and distinguishing impact on the environment, customers and other stakeholders. The Core areas of the company for Investment as per the CSR Policy – Education, Health & Medical Care, Community at large, Environment etc. The Corporate Social Responsibility (CSR) Policy may be accessed on the Company's website at the link: https://uni-info.co.in/wp-content/uploads/2018/08/CSR-policy_-UTSL.pdf
2. **Composition of the CSR Committee**
The CSR Committee of the company is responsible for overseeing the execution of the CSR Policy. The CSR Committee consists of the following members:
(i) Mrs. Sudha Rathi (Non-Executive Independent Director) – Chairman
(ii) Mr. Prakash Chandra Chhajed (Non-Executive Independent Director) – Member
(iii) Mr. Kishore Kumar Bhuradia (Managing Director) – Member
3. **Meetings of CSR Committee**
One CSR Committee meeting was held on 26.08.2020 in the year 2019-20 and all the members of the Committee were present in the Meeting.
4. **Financial Details**

S. No.	Particulars	Amount (Rs.)
1	Average Net Profit for the CSR Activities	47,615,486.00
2	Prescribed CSR Expenditure	9,52,310.00
3	Total Amount Spend During the Year	2,12,656.00
4	Total Amount Unspent, if any	NIL

5. Manner in which the amount spent during the financial year is detailed below

Sr. No	CSR Project or activity identified	Sector in which the project is covered	Project/ programs (1) Local Area/ others (2) Specify the state/ District where the Project or Program was Undertaken	Amount outlay (budget) Project/ Program wise	Amount spent on the project/ programs Subheads: (1) Direct expenditure on project/programs (2) Overheads	Cumulative expenditure to the reporting period
1.	To Provide facilities for Health, Food and basic amenities to society	Promoting preventive health care, facilities for Dialysis, Medicines, food and other support to the needy Patients	Indore (Madhya Pradesh)	86,656/-	86,656/-	86,656/-
2.	To Provide facilities for the Literature etc.	For Promoting Literature in the society	Indore (Madhya Pradesh)	50,000/-	50,000/-	50,000/-
3.	To Provide facilities for the Education etc.	For Promoting Education in the society	Indore (Madhya Pradesh)	76,000/-	76,000/-	76,000/-

6. **A Responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy, is in Compliance with the CSR Objectives and Policy of the Company.**

The CSR Committee hereby confirms that the implementation and monitoring of CSR Policy is in compliance with CSR objectives and policy of the Company

For and on behalf of the Board

Place: Indore
Date: 05.09.2020

Kishore Kumar Bhuradia
Managing Director
DIN: 03257728

Pranay Kumar Parwal
Wholtime Director
DIN: 03257731

ANNEXURE VII

REPORT ON CORPORATE GOVERNANCE

In accordance with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and some of the best practices followed internationally on Corporate Governance, the report containing the details of corporate governance systems and processes at Uniinfo Telecom Services Limited is as under: -

INTRODUCTION :

Governance and Leadership are the Yin and Yang of the successful organization but for an effective approach one need to maintain balance between the two. Corporate Governance refers to the mechanisms, processes and relations by which corporations are controlled and directed. It essentially involves balancing the interests of the company's stakeholders, such as shareholders, senior management executives, customers, suppliers, financiers, the government, and the community. Since Corporate Governance also provides the framework for attaining a company's objectives, it encompasses practically every sphere of management, from action plans and internal controls to performance measurement and corporate disclosure.

The Report on compliance with the principles of Corporate Governance as prescribed by Securities and Exchange Board of India in Chapter IV read with Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

The Uniinfo telecom Services Limited (UTSL) is committed to the adoption of best governance practices. The company's vision document spells out a direction for the policies and procedures which ensure long terms sustainability. Value creation for stakeholders is thus a continuous endeavour at UTSL.

On the same lines the Company has always followed fair business and corporate practices while dealing with the shareholders, employees, customers, creditors, lenders and the society at large.

In harmony with this philosophy, the Company relentlessly strives for excellence by benchmarking itself with esteemed companies with good corporate governance. Your company is compliant with all the provisions of SEBI (LODR) Regulations, 2015.

- Appropriate composition and size of the Board, with each member bringing in expertise in their respective domains;
- Availability of information to the members of the Board and Board Committees to enable them to discharge their fiduciary duties;
- Timely disclosure of material operational and financial information to the stakeholders.
- Systems and processes in place for internal control; and proper business conduct by the Board, Senior Management and Employees.

BOARD OF DIRECTORS:

The Board of directors of the company consists of an optimum combination of executive, non-executive and independent directors, ensure the independent functioning of the Board. The composition of the Board also complies with the provisions of the Companies Act, 2013 and the Listing Regulations. As at the end of corporate

financial year 2019-20, the total Board consists of Six (6) directors, out of which Three (3) are Non-Executive Directors and out of those four (4) Non-Executive Directors three (3) are Independent Director.

The names and categories of the Directors on the Board, their attendance at Board Meetings during the year under review and at the last Annual General Meeting and also the number of Directorships and Committee Memberships held by them in other companies are given below:

1. Composition:

As per Regulation 17(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors of the Company shall have an optimum combination of Executive and Non-Executive Directors with at least one-Woman Director and not less than fifty percent of the Board of Directors comprising Non-Executive Directors.

The Board represents an optimum mix of professionalism, knowledge and experience as categorized under

Sr. No.	Name of Director	Director Identification Number	Category	No. of Board Meetings Held	No. of Board Meetings Attended	Attendance at the last AGM	No. of Memberships/ Chairmanship in Committee of Directors in all Companies		No. of Directorship in other Public Companies As on 31.03.2020
							Chairman	Member	
1.	Mr. Kishore Kumar Bhuradia	03257728	Promoter Executive Director	4	4	Yes	-	3	-
2.	Mr. Pranay Kumar Parwal	03257731	Promoter Executive Director	4	4	Yes	-	-	-
3.	Mr. Anil Kumar Jain	00370633	Promoter Executive Director	4	4	Yes	-	-	-
4.	Mr. Prakash Chandra Chhajed	08037849	Non Executive Independent Director	4	3	No	2	4	-
5.	Mrs. Sudha Rathi	00353472	Non Executive Independent Director	4	3	No	2	4	-
6.	Pramod Deogirikar	00064665	Non Executive Independent Director	4	4	NA	-	3	-

None of the Directors of the Company are inter-se related to each other.

Details about Directors seeking Appointment / Reappointments at the forthcoming Annual General Meeting are given separately along with Notice convening the said Meeting.

Ms. Astha Jain is Company Secretary & Compliance Officer of the Company.

2. Board Meetings:

The Board meets at regular intervals to discuss and decide on Company / business policy and strategy apart from other Board business. The Board Meetings are pre-scheduled and a tentative annual calendar of the Board Meetings is circulated to the Directors well in advance to facilitate them to plan their schedule and to ensure meaningful participation in the meetings. During the Financial Year ended 31st March, 2020, Four Board Meetings were held on 25th May 2019, 26th August, 2019, 14th November 2019 and 11th March 2020, the maximum interval between any two meetings was well within the maximum allowed gap of 120 days. The notice of Board meeting along with agenda is given well in advance to all the Directors. The meetings of the Board are held in at the registered office of the Company at Indore. The names and categories of the directors on the board, their attendance at board meetings held during the year and none of the Director holds number of directorships and committee chairmanships/ memberships held by them in other Listed companies as on March 31, 2020. Other directorships do not include directorships of private limited companies, Section 8 companies and of companies incorporated outside India. Chairmanships/ memberships of board committees shall include only audit committee, nomination and remuneration committee, stakeholders' relationship committee and Corporate Social Responsibility Committee.

3. Skills/Expertise/Competencies of the Board of Directors

The Board comprises of qualified members who bring in qualified skills, competence and expertise that enable them to make effective contributions to the Company's working. The Board of Members have expertise and extensive experience in the field of financial services, sales & marketing, corporate governance, administration, decision making and effective corporate management. They uphold ethical standard, integrity and probity and exercise their responsibility in the best interest of the Company and all stakeholders.

The key qualification, expertise and competencies that Board possess to render effective services to the Company are:

- **Leadership and Business Acumen**
- Unique blend of finance and legal
- Governance and Social Responsibility
- Global Business and Technology

4. Familiarization Programme For Independent Directors

In Compliance of SEBI (LODR) Regulation 2015 Company has conducted a familiarization programme for Independent Directors of the Company for familiarizing with their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc. The details of such familiarization programed for Independent Directors are posted on the website of the Company and can be accessed at <https://uni-info.co.in/wp-content/uploads/2018/01/Familiarization-Programmes.pdf>

COMMITTEES OF THE BOARD

The Board Committees play a crucial role in the governance structure of the Company and have been constituted to deal with specific areas/activities which concern the Company and need a closer review. The Board Committees are set up under the formal approval of the Board to carry out clearly defined roles which are considered to be performed by members of the Board, as a part of good governance practice. The Board supervises the execution of its responsibilities by the Committees and is responsible for their action. The Board Committees can request special invites to join the meeting, as appropriate. The Board has currently established the following statutory and non-statutory Committees.

Audit Committee

The Board has constituted a well-qualified Audit Committee. Majority of the members of the Committee are Non-Executive Independent Directors including the Chairman. All the members are financially literate and possess sound knowledge on accounts, audit, finance, taxation, internal controls etc.

The Audit Committee of the Board of Directors is in compliance with Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 177 of the Companies Act, 2013 is in place.

The particulars of Members of the Committee, and the number of Meetings attended by them during the year are as follows:

Composition of Audit Committee

The particulars of Members of the Committee, and the number of Meetings attended by them during the year are as follows:

Sr. No.	Name of Director	Category	Designation
1.	Mr. Prakash Chhajed	Non-Executive Independent Director	Chairman
2.	Mrs. Sudha Rathi	Non-Executive Independent Director	Member
3.	Mr. Pramod Deogirikar	Non-Executive Independent Director	Member
4.	Mr. Kishore Kumar Bhuradia	Managing Director	Member

Meeting of Audit Committee

Total 4 (Four) Audit Committee Meetings were held and the details of attendance of the members at the Meetings during the financial year 2019-20 are as follows :

Name	Designation	Meeting Dates			
		25.05.2019	26.08.2019	14.11.2019	11.03.2020
Mr. Prakash Kumar Chhajer	Chairman	Attended	Attended	Attended	Attended
Mrs. Sudha Rathi	Member	Attended	Not Attended	Attended	Attended
Mr. Pramod Deogirakar	Member	Attended	Attended	Not Attended	Attended
Mr. Kishore Kumar Bhuradia	Member	Attended	Attended	Attended	Attended

Power of Audit Committee

The power of audit committee shall include the following: -

1. Investigating any activity within its terms of reference.
2. Seeking information from any employee.
3. Obtaining outside legal or other professional advice.
4. Securing attendance of outsiders with relevant expertise, if it considers necessary.
5. Any other matter as may be required from time to time by the Listing Agreement, Companies Act, 2013 and rules made there under and any other statutory, contractual or other regulatory requirements to be attended to by such committee.

Roles of Audit Committee

The role of audit committee shall include the following: -

1. Overseeing the Company's financial reporting process and the disclosure of its financial information to ensure that the Financial Statement is correct, sufficient and credible;
2. Recommending to the board for appointment (including re-appointment and replacement), remuneration and terms of appointment of auditor of the Company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual Financial Statements and auditor's report thereon before submission to the board for approval, with particular reference to:-
 - a) Matters required being included in the Director's Responsibility Statement to be included in the Board's report in terms of clause I of sub-section 3 of section 134 of the Companies Act, 2013.
 - b) Changes, if any, in accounting policies and practices and reasons for the same.

- c) Major accounting entries involving estimates based on the exercise of judgment by management
 - d) Significant adjustments made in the Financial Statements arising out of audit findings
 - e) Compliance with listing and other legal requirements relating to Financial Statements
 - f) Disclosure of any related party transactions
 - g) Qualifications in the draft audit report.
5. Reviewing with the management, the quarterly Financial Statements before submission to the board for approval;
 6. Reviewing, with the management, the statement of uses/application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
 7. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
 8. Approval or any subsequent modification of transactions of the Company with related parties;
 9. Scrutiny of inter-corporate loans and investments;
 10. Valuation of undertakings or assets of the Company, wherever it is necessary;
 11. Evaluation of internal financial controls and Risk Management systems;
 12. Reviewing, with the management, performance of statutory and internal auditors, and adequacy of the internal control systems;
 13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
 14. Discussion with internal auditors of any significant findings and follow up there on;
 15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
 16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
 17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
 18. Reviewing the functioning of the Whistle Blower mechanism in the case same is existing;
 19. Overseeing the performance of Company's Risk Management Policy;

20. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
21. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
22. Any other function as may be required from time to time by the SEBI (LODR) Regulations, 2015, Companies Act, 2013 and rules made there under and any other statutory, contractual or other regulatory requirements to be attended to by such committee.

Information to be Review by Audit Committee:

The audit committee shall review the following: -

- 1) Management discussion and analysis of financial condition and results of operations;
- 2) Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
- 3) Management letters/letters of internal control weaknesses issued by the statutory auditors;
- 4) Internal audit reports relating to internal control weaknesses;
- 5) The appointment, removal and terms of remuneration of the Chief internal auditor;
- 6) Any other matter as may be required from time to time by the SEBI (LODR) Regulations, 2015, Companies Act, 2013 and rules made there under and any other statutory, contractual or other regulatory requirements to be attended to by such committee.

Nomination and Remuneration Committee:

The Nomination and Remuneration Committee of the Board of Directors in compliance with Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 178 of the Companies Act, 2013 is in place.

Composition of Nomination and Remuneration Committee

The particulars of Members of the Committee, and the number of Meetings attended by them during the year are as follows:

Sr. No.	Name of Director	Category	Designation
1.	Mr. Prakash Chandra Chhajed	Non-Executive Independent Director	Chairman
2.	Mrs. Sudha Rathi	Non-Executive Independent Director	Member
2.	Mr. Pramod Deogirakar	Non-Executive Independent Director	Member

Meeting of Nomination and Remuneration Committee

Total 1 (One) Nomination and Remuneration Committee Meetings were held and the details of attendance of the members at the Meetings during the financial year 2019-20 are as follows:

Name	Designation	Meeting Dates	
		26.08.2019	11.03.2020
Mr. Prakash Kumar Chhajed	Chairman	Attended	Attended
Mrs. Sudha Rathi	Member	Not Attended	Attended
Mr. Pramod Deogirikar	Member	Attended	Not Attended

Role of Nomination and Remuneration Committee:

The role of the Nomination and Remuneration Committee shall include the followings:-

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
2. Formulation of criteria for evaluation of Independent Directors and the Board;
3. Devising a policy on Board diversity;
4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal.
5. Any other function as may be required from time to time by the Listing Agreement, Companies Act, 2013 and rules made there under and any other statutory, contractual or other **regulatory requirements to be attended by such committee.**

Remuneration Policy:

The Company has adopted the Policy for Remuneration of Directors, Key Managerial Personnel (KMPs) and other Employees of the Company. The detailed policy is uploaded on the website of the Company and can be accessed at <https://uni-info.co.in/wp-content/uploads/2018/01/Nomination-Remuneration-Policy.pdf>

Remuneration of Directors:

Remuneration of Executive Directors is decided by the Board, based on the recommendations of the Nomination and Remuneration Committee as per the remuneration policy of the Company, within the ceilings fixed by the shareholders. (Amount in Rs. p.a.)

Particulars	Kishore Kumar Bhuradia	Pranay Kumar Parwal	Anil Kumar Jain
Salary	60,00,000	12,00,000	6,00,000

Remuneration to Non-Executive Directors:

During the year ended 31st March, 2020, the Company has not paid remuneration to any of its non-executive Independent Directors.

Stakeholders' Relationship Committee:

The Company has Stakeholders Relationship Committee. The terms of reference of the Committee are to consider and approve the transfer of shares, consolidation / split of share certificates, issue of duplicate share certificates and other allied matters. The said Committee is also empowered to look into and address Shareholders, Security holders and Investors Grievances in compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the financial year ended 31st March, 2020, No Complaints were received from shareholders.

Composition of Stakeholders' Relationship Committee

The composition of the Stakeholders' Relationship Committee is given below:

Sr. No.	Name of Director	Category	Designation
1.	Mrs. Sudha Rathi	Non-Executive Independent Director	Chairperson
2.	Mr. Prakash Chandra Chhajed	Non-Executive Independent Director	Member
3.	Mr. Pramod Deogirikar	Non-Executive Independent Director	Member
4.	Mr. Kishore Kumar Bhuradia	Managing Director	Member

Meeting of Stakeholder Relationship Committee

Total 3 (Three) Stakeholder Relationship Committee Meetings were held and the details of attendance of the members at the Meetings during the financial year 2019-20 are as follows:

Name	Designation	Meeting Dates		
		25.05.2019	14.11.2019	11.03.2020
Mrs. Sudha Rathi	Chairperson	Attended	Attended	Attended
Mr. Prakash Chandra Chhajed	Member	Attended	Attended	Attended
Mr. Pramod Deogirikar	Member	Attended	Not Attended	Attended
Mr. Kishore Kumar Bhuradia	Member	Attended	Attended	Attended

Role of Stakeholder Relationship Committee

The roles of the Stakeholder Relationship Committee shall include all the function/s as may be required from time to time by the Listing Agreement, SEBI (LODR) Regulation 2015, Companies Act, 2013 and rules made there under and any other statutory, contractual or other regulatory requirements to be attended to by such committee.

- 1) The Committee meets regularly for redressing shareholders' / investors' complaints like non-receipt of Balance Sheet transfer of shares, etc. The Committee oversees the performance of the Registrar and Transfer Agents and recommends measures for overall improvement in the quality of investor services. The Board of Directors has delegated power for approving transfer of securities to Directors. The Committee focuses primarily on strengthening investor relations and ensuring rapid resolution of any shareholder or investor concerns. The Committee also monitors implementation and compliance of the Company's code of conduct for Prohibition of Insider Trading in pursuance of SEBI (Prohibition of Insider Trading) Regulations, 2015.
- 2) The Company addresses all complaints, suggestions and grievances expeditiously and replies have been sent/issues resolved usually within 15 days, except in case of dispute over facts or other legal constraints.
- 3) The Shareholders'/Investors' Grievance Committee reviews the complaints received and action taken.

INVESTOR CORRESPONDENCE (DETAILS OF COMPLIANCE OFFICER)

For any assistance regarding dematerialization of share transfer, transmissions, change of address or any query relating to shares of company please write to: -

COMPANY SECRETARY & COMPLIANCE OFFICER:

Uniinfo Telecom Services Limited

403, Chetak Centre, 12/2, RNT Marg, Indore, (M.P.)-452001

E-mail Id for Investor's Grievances: grievance@uni-info.co.in

Contact: 8989238448

Corporate Social Responsibility Committee:

The role of CSR Committee of the Board is to review, monitor and provide strategic direction to the Company's CSR practices. The Committee seeks to guide the Company in integrating its social and environmental objectives with its business strategies. The Committee has formulated and monitors the CSR policy and recommends to the Board the annual CSR plan comprising the CSR Budget and CSR activities of the Company in terms of Companies Act, 2013.

Composition of Corporate Social Responsibility Committee

The composition of the Corporate Social Responsibility Committee is given below

Sr. No.	Name of Director	Category	Designation
1.	Mrs. Sudha Rathi	Non-Executive Independent Director	Chairperson
2.	Mr. Prakash Chandra Chhajed	Non-Executive Independent Director	Member
3.	Mr. Kishore Kumar Bhuradia	Managing Director	Member

Meeting of Corporate Social Responsibility Committee

Total 1 (One) Corporate Social Responsibility Committee Meetings were held and the details of attendance of the members at the Meetings during the financial year 2019-20 are as follows:

Name	Designation	Meeting Dates
Mrs. Sudha Rathi	Chairperson	Attended
Mr. Prakash Chandra Chhajed	Member	Attended
Mr. Kishore Kumar Bhuradia	Member	Attended

Role of Corporate Social Responsibility Committee

The roles of the Corporate Social Responsibility Committee shall include all the function/s as may be required from time to time by the Listing Agreement, SEBI (LODR) Regulation 2015, Companies Act, 2013 and rules made there under and any other statutory, contractual or other regulatory requirements to be attended to by such committee.

- 1) To formulate and recommend to the Board a Corporate Social Responsibility Policy which shall indicate the CSR activities that the Company shall pursue within the framework of activities mentioned in Schedule VII of the Companies Act, 2013 as amended from time to time.
- 2) To recommend the amount of expenditure to be incurred by the Company on the activities proposed to be carried out under the head CSR during the relevant financial year.
- 3) To monitor the Corporate Social Responsibility Policy of the Company from time to time.
- 4) To comply with the directions of the Board as may be given from time to time in connection with pursuing CSR activities, expenditure thereon and such other matters related thereto.

Independent Directors' Meeting:

The Statutory role of Independent Directors Meeting is to review the performance of Non-Independent Directors, the Board and the Chairman of the Company and also to assess quality, content and timeliness of the flow of information between the Company Management and the Board and its Committees. Meeting of the Independent Directors was held on 11th March, 2020 and all the Independent directors were present to review the performance of Non- Independent Directors including the Chairman and the Board as a whole and was attended by all the Independent Directors of the Company.

Composition of Independent Director's Meeting

The composition of the Independent Director's Meeting is given below:

Sr. No.	Name of Director	Category	Designation
1.	Mr. Prakash Chandra Chhajer	Non-Executive Independent Director	Chairman
2.	Mr. Pramod Deogirakar	Non-Executive Independent Director	Member
3.	Mrs. Sudha Rathi	Non-Executive Independent Director	Member

GENERAL BODY MEETINGS:

The details of Annual General Meetings held in last 3 years are as under:

AGM/EGM	DATE	TIME	VENUE	Special Resolution Passed
AGM- 9th	28.09.2019	12.00 P.M.	403, Chetak Centre, 12/2 RNT Marg, Indore (M.P.) - 452001	-
AGM- 8th	26.09.2018	12.00 P.M.	403, Chetak Centre, 12/2 RNT Marg, Indore (M.P.)-452001	-
AGM- 7th	30.09.2017	11.00 A.M.	403, Chetak Centre, 12/2 RNT Marg, Indore (M.P.)-452001	-

403, Chetak Centre, 12/2 RNT Marg, Indore, (M.P.) 452001 None of the businesses proposed to be transacted at the ensuing AGM/EGM require passing a Special Resolution through Postal Ballot.

DECLARATION BY INDEPENDENT DIRECTORS:

The Company has received necessary declaration from each Independent Director under Section 149(7) of the Companies Act, 2013, that he/she meets the criteria of the independence laid down in Section 149(6) of the Companies Act, 2013 along with Regulation 16(1)(b) and Regulation 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

OTHER DISCLOSURES:

- 1) There are no materially significant transactions with its promoters, the directors or the senior management personnel, their subsidiaries or relatives etc. that may have potential conflict with the interests of the Company. The disclosure in respect of related party transactions is provided in the notes on accounts. All contracts with the related parties entered into during the year are in normal course of business and have no potential conflict with the interest of the Company at large and are carried out on arm's length basis at fair market value.

- 2) The Company believes in the conduct of the affairs of its constituents in a fair and transparent manner by adopting highest standards of professionalism, honesty, integrity and ethical behavior. Towards this end, the Company has framed a Whistle blower Policy. No personnel have been denied access to the Audit Committee. The detail Whistleblower policy has been uploaded on the Company's website: <https://uni-info.co.in/wp-content/uploads/2018/01/Vigil-Mechanism.pdf>.
- 3) The Company has complied with the mandatory requirements of the Listing Regulation.
- 4) All transactions entered into with Related Parties as defined under the Companies Act, 2013, during the financial year were in the ordinary course of business and on an arm's length pricing basis and do not attract the provisions of Section 188 of the Companies Act, 2013. There were no materially significant transactions with related parties during the financial year, which were in conflict with the interest of the Company. Suitable disclosure as required by the Accounting Standards (AS-18) has been made in the notes to the Financial Statements. The company has framed Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions and is placed on the Company's website and the web link for the same is <https://uni-info.co.in/wp-content/uploads/2018/01/Policy-on-related-partytransactions.pdf>.

As per SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, The disclosure requirements shall be as follows:

Sr. no.	In the accounts of	Disclosures of amounts at the year end and the maximum amount of loans/ advances/ Investments outstanding during the year.
1.	Holding Company	Investments made by Uniinfo Telecom Services Limited (Holding Company) amounting to Rs. 36,30,000 in its Uniinfo Telecom Services (Thailand) Limited (Subsidiary Company),

- 5) Disclosure of Accounting Treatment:
Where in the preparation of financial statements, the company has followed all relevant Accounting Standards notified by the Companies (Accounting Standards) Rules, 2006 the Companies Act, 2013, The significant accounting policies which are consistently applied have been set out in the Notes to the Financial Statements.
- 6) The total fees for all services paid by the company to M/s APG & Associates, Statutory Auditor of the company is Rs. 3 Lakhs.
- 7) Disclosure of demat suspense account: - Company has not declared any Dividend In accordance with the requirement of Regulation 34(3) and Part F of Schedule V to the SEBI Listing Regulations, details of equity shares in the suspense account are as follows:

Particulars	Number of Shareholders	Number of Equity Shares
Aggregate number of shareholders and the outstanding shares in the suspense account lying as on April 1, 2019	NIL	NIL
Shareholders who approached the Company for transfer of shares from suspense account during the year	NIL	NIL
Shareholders to whom shares were transferred from the suspense account during the year	NIL	NIL
Shareholders whose shares are transferred to the demat account of the IEPF Authority as per Section 124 of the Act	NIL	NIL
Aggregate number of shareholders and the outstanding shares in the suspense account lying as on March 31, 2020	NIL	NIL

MEANS OF COMMUNICATION :

The website of the company acts as primary source of information regarding the operations of the company quarterly, half yearly and annual financial results and other media releases are being displayed on the company website.

PAYMENT OF LISTING FEES :

Annual listing fee for the year 2019-20 has been paid by the Company to NSE Limited where the shares of the Company are listed. Annual Custody/Issuer fee for the year 2019-20 paid by the Company to Depositories.

GENERAL SHAREHOLDER INFORMATION :

I	Annual General Meeting:	10th Annual General Meeting of the members of Uniinfo Telecom Services Limited
	Day, Date, Time,	Wednesday, 30th September, 2020 12:00 PM
	Deemed Venue	Through Video Conferencing at 403, Chetak Centre, 12/2 RNT Marg Indore (MP) 452001
II	Date of Book Closure	24th September, 2020 to 30th September, 2020 (Both days inclusive)
III	Stock Code	UNIINFO
	ISIN Number	INE481Z01011

LISTING:

At present, the equity shares of the Company are listed at: -

National Stock Exchange Ltd. (NSE) Emerge

**Exchange Plaza, C-1, Block G, Bandra Kurla Complex,
Bandra (East) Mumbai – 400051.**

Market Price Data:

Company has listed on NSE Emerge platform on 15th March, 2018. High, Low (based on daily closing prices) and number of equity shares traded during each month in the year 2018-19 on NSE.

Month	NSE Emerge		Traded
	High	Low	
Apr-19	41.40	34.50	604000
May-19	44.80	35.50	694000
Jun-19	39.70	29.05	504000
Jul-19	32.35	22.00	650000
Aug-19	26.50	19.65	366000
Sep-19	26.70	18.55	360000
Oct-19	25.50	16.40	400000
Nov-19	28.25	20.50	466000
Dec-19	26.95	22.95	298000
Jan-20	32.15	24.50	536000
Feb-20	30.15	22.00	346000
Mar-20	24.25	12.00	354000

REGISTRAR & SHARE TRANSFER AGENT

Link Intime India Private Limited

C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West) Mumbai

Mumbai City Maharashtra – 400083

SHARE TRANSFER SYSTEM

All the transfer received are processed by the Registrars and Transfer Agents and approved by the Board/Share Transfer Committee

OUTSTANDING ADRS /GDRS/ WARRANTS OR ANY CONVERTIBLE INSTRUMENTS

The Company had not issued any GDRs / ADRs/ Warrants or any Convertible instruments in the past and hence as on 31st March, 2020 the Company does not have any outstanding GDRs/ ADRs/ Warrants or convertible instruments.

BUSINESS LOCATIONS:

Company is engaged in the business of Telecom Support services and solutions. The company provides services to telecom industry players ranging from telecom equipment manufacturers (OEM's) to telecom operators. It offers support services and solutions to address the Network Life Cycle requirements of Telecom industry. The business area of the company basically covers states like Goa, Haryana, Maharashtra, Punjab, Andhra Pradesh, Bihar, Delhi, Jharkhand, Telangana, Uttar Pradesh, West Bengal, Daman, Kerala, and Rajasthan.

ADDRESS FOR CORRESPONDENCE:

Uniinfo Telecom Services Limited

403, Chetak Centre, 12/2 RNT Marg Indore (M.P.) 452001

E-mail: compliance@uni-info.co.in

CIN: L64202MP2010PLC024569

REPORTING OF INTERNAL AUDITOR

The Internal Auditor has direct access to the Audit Committee and presents their Internal Audit observations to the Audit Committee.

AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE:

The Company has obtained a certificate from its Secretarial auditors M/s. M. Maheshwari & Associates, company Secretaries (CP-3860) confirming compliance with the conditions of Corporate Governance as stipulated in Regulation 34(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, with the Stock Exchanges. This Certificate is annexed to the Directors' Report for the year 2019-20. This certificate will be sent to the stock exchanges along with the Annual Report to be filed by the Company.

DECLARATION REGARDING AFFIRMATION OF CODE OF CONDUCT:

In terms of the requirements of SEBI (LODR) Regulation 2015 and the Regulation 34(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 entered into with the Stock Exchanges, the Company has received a certificate from its Directors confirming and declaring that all the members of the Board of Directors and the senior management personnel have affirmed compliance with the code of conduct, applicable to them for the year ended 31st March, 2020.

FOR AND ON BEHALF OF BOARD OF DIRECTORS

Date: 05.09.2020

Place: Indore

Kishore Kumar Bhuradia
Managing Director
DIN: 03257728

Anil Kumar Jain
Wholetime Director
DIN: 00370633

ANNEXURE VIII

Disclosures pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

The percentage increase in Remuneration of each Director Chief Financial Officer, Chief Executive Officer and Company Secretary in the financial year 2019-20 and ratio of remuneration of each Key Managerial Personnel (KMP) against the performance are as under: -

Name of the Director	Category	Percentage Increase in Remuneration for the Financial Year 2019 20	Ratio of Remuneration of director to the Median remuneration
Mr. Kishore Kumar Bhuradia	Managing Director	NIL	38.23:1
Mr. Pranay Kumar Parwal	Whole Time Director	N.A.	7.65:1
Mr. Anil Kumar Jain	Whole Time Director	N.A.	3.82:1
Mr. Sachin Upadhyay	Company Secretary	N.A.	N.A.
Ms. Astha Jain	Company Secretary	N.A.	N.A.
Mr. Niresh Maheshwari	Chief Financial Officer	N.A.	N.A.
Mrs. Sudha Rathi	Independent Non-Executive Director	N.A.	N.A.
Mr. Prakash Chandra Chhajed	Independent Non-Executive Director	N.A.	N.A.
Mr. Pramod Deogirikar	Additional Director (Independent Non-Executive)	N.A.	N.A.

NOTE:

- All the Non-Executive Independent Directors are paid only sitting fees for attending the meetings of Board of directors or Committees thereof.
Mr. Sachin Upadhyay was appointed as KMP w.e.f. 07th March, 2019 and resigned w.e.f 26th August, 2019. Hence, it is not feasible to calculate his percentage increase in salary.
Ms. Astha Jain was appointed as KMP w.e.f. 26th August, 2019. Hence, it is not feasible to calculate his percentage increase in salary.
- The aforesaid details are calculated on the basis of remuneration for the financial year 2019-20.
- The remuneration to Directors is within the overall limits approved by the shareholders of the Company.

A. The Median Remuneration of Employees of the Company during the financial year was 156938.

B. Percentage increase in median remuneration of all employees in the financial year 2019-20: -

Due to the change in no. of employees in FY 18-19 and current FY 19-20, the accurate percentage increase/decrease in the median of remuneration of the employees cannot be calculated. The approximate percentage decrease in the median can be taken as 16.86%.

C. Number of permanent employees on the rolls of the company as on 31st March, 2020:

The Number of permanent employees on the rolls of Uniinfo Telecom Services Limited as at 31st March, 2020 was 606.

D. Average percentile increases already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

As the number of employees was not same in FY 18-19 & FY 19-20, the accurate percentage increase in the remuneration of the employees cannot be calculated. The approximate percentage decrease in the financial year can be taken as 16.86%.

E. Remuneration is as per the remuneration policy of the Company.

**DECLARATION ON ADHERENCE WITH
COMPANY'S CODE OF CONDUCT**

[Pursuant to Regulation 34(3) and Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

This is to confirm that the Company has adopted Code of Conduct for all the members of Board of Directors, Senior Management, Officers and Employees of the Company as stipulated under Regulation 17(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the members of Board of Directors, Senior Management, Officers and Employees of the Company have affirmed compliance with Code of Conduct for the financial year ended on 31st March, 2020.

Date: 05.09.2020

Place: Indore

For Uniinfo Telecom Services Limited

**Kishore Kumar Bhuradia
Managing Director
DIN: 03257728**

COMPLIANCE CERTIFICATE FROM MD & CFO

[Pursuant to Regulation 17(8) and Part B of Schedule II of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Board of Directors,
Uniinfo Telecom Services Limited

We, Kishore Kumar Bhuradia (Managing Director), Anil Kumar Jain (Whole Time Director & Chief Financial Officer) of Uniinfo Telecom Services Limited hereby certify that:

- A. We have reviewed financial statements and the cash flow statement for the financial year ended 31 March, 2020 and that to the best of our knowledge and belief:
- a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - b) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the Auditors and the Audit Committee:
- a) significant changes in internal control over financial reporting during the year;
 - b) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - c) Instances of significant fraud of which we have become aware and the involvement therein, if any, of them management or an employee having a significant role in the Company's internal control system over financial reporting.

However, during the year there were no such changes and instances.

For Uniinfo Telecom Services Limited

Date: 05.09.2020

Place: Indore

Kishore Kumar Bhuradia
Managing Director
DIN: 03257728

Anil Kumar Jain
WTD & Chief Financial officer
DIN: 00370633

CODE OF CONDUCT

PREAMBLE

Regulation 17(5) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") stipulates that the Board of Directors of every listed company shall lay down a code of conduct for all Board members and Senior Management personnel of the Company.

The term "Senior Management" shall mean personnel of the Company who are members of its core management team excluding the Board of Directors. Normally, this would comprise of all members of management one level below the executive directors, including all functional heads.

APPLICABILITY

All Directors/Senior Management personnel are expected to comply with the code in letter and spirit. They are also required to affirm compliance on an annual basis. The Annual Report of the Company shall contain a declaration to this effect signed by the Chief Executive Officer/ Managing Director.

This Code shall apply to the Independent / Non- Executive Directors to the extent that it does not conflict with or is prejudicial to the interest to the Company. Subject to the foregoing and in accordance with the following paragraphs, the Independent / Nonexecutive Directors of the Company shall not be precluded from taking up outside assignments / directorships in other companies.

OBJECTIVE

With a view to maintain high standards of governance, to induce and recognize the virtues of honesty and accountability and to serve as a guideline for addressing situations involving ethical issues in all spheres of activities of the organization, the following rules/code of conduct is required to be observed. The Company appoints the Company Secretary as the Compliance Officer for the purposes of this Code, and the compliance officer will be available to Directors/Senior Management personnel to answer queries / provide clarifications and to help them comply with the code.

THE CODE

Accountability:

The Directors/Senior Management personnel shall discharge their duties in good faith and integrity in business judgment and in the best interests of the Company and its stakeholders. They are expected to use their best endeavors and organize the resources for advancing the Company's objectives. They shall act ethically, honestly, diligently and in good faith to protect the Company's properties, brand equity and image. They shall act in good faith, responsibly, with due care, competence and diligence and without allowing their independent judgment to be subordinated. They shall act in the best interests of the Company and fulfill their fiduciary obligations.

Conflict of Interest:

Directors/Senior Management personnel shall not engage in any business, relationship or activity, which may be in conflict with the interests of the Company. Notwithstanding anything contain herein, an Independent / Non-Executive Director shall have the full liberty to pursue his/ her independent professional/ business/ employment activities and/ or to assume office(s) of director/ trustee. Conflicts can arise in many situations. It is not possible to cover every possible conflict situation and at times, it will not be easy to distinguish between proper and improper activity. Set forth are some of the common circumstances that may lead to a conflict of interest, actual or potential: -

- a) They should not engage in any activity/employment that interferes with the performance or responsibility to the Company or is otherwise in conflict with or prejudicial to the Company.
- b) They and their immediate families should generally refrain from investments in such companies/ entities whereby their responsibility to the Company is compromised.
- c) They should avoid conducting Company business with a relative or with a firm/company in which a relative/related party is associated in any significant role.

If such related party transaction is unavoidable, it must be fully disclosed to the board of the Company.

Transactions/ dealing done on arm's length basis shall not be considered to be conflict of interest.

Compliance:

All applicable laws, rules and regulations shall be complied with. In order to assist the Company in promoting lawful and ethical behavior, any possible violation of laws, rules, regulations or the code of conduct shall be reported to the Board of Directors through the Company Secretary.

Other Directorships:

The Directors must disclose their Directorship, Committee membership on the Board of other companies and substantial shareholding in other companies to the Board on an ongoing basis.

Confidentiality of Information:

Any information concerning the Company's business, performance, its customers, suppliers, etc., which is not in the public domain and to which the Directors/Senior Management personnel have access or possesses such information must be considered confidential and held in confidence, unless authorized to do so and when disclosure is required under any law. No Director /Senior Management personnel shall provide any information either formally or informally, to the press or any other publicity media, unless specially authorized. Examples of confidential information include but are not restricted to:

- Information not yet released to the public
- Unpublished company strategy
- Current or future R&D programs, technical breakthroughs and/or inventions
- Investments, planned mergers or acquisitions
- Information received from customers or partners
- Unpublished Financial data either actual or forecasted
- Employee information

Insider Trading:

Director/Senior Management personnel shall not derive benefit or assist others to derive benefit by giving investment advice based on unpublished price sensitive information defined in SEBI (Prohibition of Insider Trading) Regulations, 2015) about the company and therefore constituting insider information. All Directors/Senior Management Personnel shall comply with SEBI (Prohibition of Insider Trading) Regulations, 2015 and insider trading policy of the Company.

Equity:

All attempts should be made to maintain equity and fair justice while dealing on behalf of the Company. The Directors/Senior Management personnel shall be committed to provide a work environment free from unlawful

discrimination, harassment and intimidations of any nature. Any kind of harassment and discrimination based on gender, religion, age, sex, national origin and other such characteristics shall be strictly prohibited.

They shall strive for maintaining a safe workplace by following safety and health rules and practices.

Consumer/ Investor Focus:

The Directors/Senior Management personnel shall focus on customer/ investor satisfaction. They shall ensure that the communications given are accurate and truthful and do not deliberately omit important facts or shall not be of misleading nature.

Team work and Spirit:

The principles of mutual trust, teamwork and spirit shall be appreciated and maintained. Best efforts shall be made to contribute to an environment that builds confidence and empowers people through personal and professional growth. They shall attempt that the teams grow together through collaborative working, skills development, knowledge sharing and learning from each other. Employees being invaluable assets shall be motivated to achieve higher goals.

Corporate Opportunity:

Except as approved by the Board, the Directors/Senior Management personnel are prohibited from:

- a) taking any personal opportunities directly or indirectly that belong to the Company or are discovered through the use of Company's property, information or position; and
- b) Using the Company's property, information or position for personal gain/advantage or to cause detriment to the Company.

Notwithstanding anything contain herein, an Independent / Non- Executive Director shall have the full liberty to pursue his/ her independent professional/ business/ employment activities and/ or to assume office(s) of director/ trustee.

Safeguarding Company's Assets:

The use of Company's assets for illegal or non-ethical business purposes shall be strictly prohibited. Protecting the Company's assets regardless of whether the same is tangible or intangible is the responsibility of each Director/Senior Management person.

Financial Record keeping & reporting:

It is critical to ensure that all transactions are properly identified, analysed and recorded. Regardless of whether a Director/Senior Management person is directly involved in financial reporting or accounting, most come into contact with financial transactions directly or indirectly. All reasonable efforts are expected to ensure that all business records and reports are accurate, complete and reliable.

Duties of Directors:

Without limiting the generality of the duties stated in the Companies Act, 2013, the Listing Regulations, SEBI (Prohibition of Insider Trading) Regulations, 2015 and the Code of Conduct for Prevention of Insider Trading framed thereunder and other applicable laws, the duties of a director are as under: In terms of Section 166 of the Companies Act, 2013, a director shall:

- act in accordance with the articles of the Company;
- act in good faith in order to promote the objects of the Company for the benefit of its members as a whole, and in the best interests of the Company, its employees, the shareholders, the community and for the protection of environment;

- exercise his duties with due and reasonable care, skill and diligence and shall exercise independent judgment;
- not involve in a situation in which he may have a direct or indirect interest that conflicts, or possibly may conflict, with the interest of the Company;
- not achieve or attempt to achieve any undue gain or advantage either to himself or to his relatives, Partners, or associates and if such director is
- Shall not assign his office and any assignment so made shall be void.

Further in terms of para III (Duties) of Schedule IV of Companies Act, 2013, the Independent Directors shall:

- Undertake appropriate induction and regularly update and refresh their skills, knowledge and familiarity with the Company;
- seek appropriate clarification or amplification of information and, where necessary, take and follow appropriate professional advice and opinion of outside experts at the expense of the Company;
- strive to attend all meetings of the Board of Directors and of the Board committees of which he is a member; participate constructively and actively in the committees of the Board in which they are chairpersons or members;
- strive to attend the general meetings of the Company;
- where they have concerns about the running of the Company or a proposed action, ensure that these are addressed by the Board and, to the extent that they are not resolved, insist that their concerns are recorded in the minutes of the Board meeting;
- keep themselves well informed about the Company and the external environment in which it operates;
- not to unfairly obstruct the functioning of an otherwise proper Board or committee of the Board;
- pay sufficient attention and ensure that adequate deliberations are held before approving related party transactions and assure themselves that the same are in the interest of the Company;
- ascertain and ensure that the Company has an adequate and functional vigil mechanism and to ensure that the interests of a person who uses such mechanism are not prejudicially affected on account of such use;
- report concerns about unethical behaviour, actual or suspected fraud or violation of the Company's code of conduct or ethics policy;
- acting within his authority, assist in protecting the legitimate interests of the Company, shareholders and its employees;
- not disclose confidential information, including commercial secrets, technologies, advertising and sales promotion plans, unpublished price sensitive information, unless such disclosure is expressly approved by the Board or required by law.

Notwithstanding anything contained in the Companies Act, 2013, an independent director or a non-executive director (not being promoter or key managerial personnel), shall be held liable, only in respect of such acts of omission or commission by the Company which had occurred with his knowledge, attributable through business processes, and with his consent or connivance or where he had not acted diligently.

Compliance with the Code:

Once every year or upon revision of this code, every Director/ Senior Management person must acknowledge and execute an understanding of the code and an affirmation that he/she has complied with the Code. New Directors/ Senior Management persons will sign such a deed at the time of joining.

Amendment/ Modification/ Waiver:

This code may be amended, modified, varied or waived by the Board as may be deemed necessary in the interests of the Company and subject to the provisions of applicable laws, regulations or guidelines. As a general policy, the Board will not grant waiver of this code.

Reporting:

While every Director/Senior Management person has to himself ensure compliance with this code, any instance of violation or possible violation of this code by the concerned Director/ Senior Management person or by any other Director/ Senior Management person shall be immediately reported to the Board through the compliance officer.

Acknowledgement of Receipt of Code of Conducts –

All members of the Board of Directors, Senior Management, Officers and employees of the Company shall acknowledge receipt of this Code of Conducts or any modification(s) thereto, in the acknowledgement form annexed to this Code and forward the same to the Company Secretary.

Independent Auditor's Report

To,
The Members of Uniinfo Telecom Services Limited
Report on the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of **UNIINFO TELECOM SERVICES LIMITED** ("the Company"), which comprises the balance sheet as at 31st March 2020, and the statement of Profit and Loss and the statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 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 March 31, 2020, and profit, and its cash flows for the year ended on that date.

Basis for Opinion

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

Emphasis of Matter

We draw your attention to Note No. 39 to the financial results, which describes uncertainty of impact due to COVID-19 pandemic on the Company's Financial Performance, which is dependent on future developments.

Our Opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined the matters described below to be the Key Audit matter to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the Risks of material misstatement of the financial statements. The results of audit procedures performed by us including those procedures performed to address the matters below, provide the basis of our audit opinion on the accompanying financial statements.

The Key Audit matters

Accuracy of Revenues Recognition and estimation of Work-in-progress in respect of onerous obligation on service contracts involves significant judgment:

The company is engaged in rendering Contractual technical services relating to Network optimisation, Network planning, drive test, survey services etc. to OEM's and Telecom operators. Such contractual services are complex to determine revenues and liability for onerous obligation. The recognition of Revenue and the estimation of the outcome of service contracts require significant management judgment, in particular with respect to estimation the cost to complete and the amount of variation orders to be recognized.

At the year –end a significant amount of Work in progress (Contract assets and Liabilities) related to these contracts is recognized on the balance sheet.

We identified the Work-in-progress estimation under various contracts as a Key Audit Matter because of the significant judgment involved in estimating the Work-in-Progress of such contracts.

This estimate has high inherent uncertainties and requires consideration of progress of the contract, efforts incurred to date and estimates of efforts required to complete the remaining contract performance and obligations over the lives of the contract.

This required high degree of Auditor Judgment in evaluating the audit evidence supporting the application of the input method used to recognize the revenue and higher extent of audit effort to evaluate the reasonableness of the total estimated amount of revenue recognized on such contracts.

Refer Notes 2.5 and 2.15 to the standalone Financial Statements.

How our Audit Addressed the Key Audit Matter:

Our audit approach was a combination of test of internal controls and substantive procedures which included the following:

- Evaluated the design of internal controls relating to recording of efforts incurred and estimation of efforts required to complete the performance obligations.
- Tested the controls that the company has put in place over its process to record service contract costs and contract revenues and the calculation of the stage of completion.
- Selected a sample of service contracts and through inspection of evidence of performance of these controls, tested the operating effectiveness of the internal controls relating to efforts incurred and estimated.
- Assessed the appropriateness of Work-in progress (Contract assets) on balance sheet by evaluating the underlying documentation to identify possible delays in achieving milestones which may require change in estimated costs to complete the remaining performance obligations

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 standalone financial statements and our auditors' report thereon.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our have performed knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance 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 read with relevant rules issued thereunder. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of 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 statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.

- Conclude on the appropriateness of Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
- We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the 'Annexure A' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books
- c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account
- d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of the written representations received from the directors as on 31st March, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2020 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".

- g) In our opinion, the Managerial Remuneration for the year ended March 31, 2020 has been paid by the Company to its directors in accordance with the provisions of Section 197 read with Schedule V to 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 our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer Note 30 to the financial statements
 - ii. The Company did not have any Long-Term Contracts including derivative contract for which there were any material foreseeable losses
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

Place: Indore

Date: 31st July, 2020

For APG & Associates
Chartered Accountants
Firm Reg. No 119598W

(Atul Sharma)
Partner
Membership No 075615
UDIN: 0075615AAAABE7010

“Annexure A” referred to in Paragraph 1 under the heading “Report on other Legal and Regulatory requirements” of our Report of even date.

Re: Uniinfo Telecom Services Limited.

Based on the audit procedures performed for the purpose of reporting a true and fair view on the standalone financial statements of the company and taking into the consideration the information and explanations given to us and the books of accounts and other records examined by us in the normal course of audit, and the best of our knowledge and beliefs, we report that:

- i) In respect of its fixed assets:
 - a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - b) The fixed assets have been physically verified by the management during the year and there is a regular programme of verification of such assets which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets.
 - c) As informed, no material discrepancies were noticed on such verification and the same has been properly dealt with in the books of accounts.
- ii) The Company is Service Company, primarily rendering services to telecom companies; it does not hold any physical inventory. Accordingly, the clause 3(ii) of the order is not applicable to the company.
- iii) According to the information and explanation given to us, Company has, during the year, not granted any loans, secured or unsecured, to companies, firm and other parties covered in the register maintained under Section 189 of the Companies Act, 2013. Accordingly, paragraph 3(iii) (a)(b)(c) of the Order is not applicable to the Company.
- iv) According to the information and explanation given to us, company has complied all the provisions of Section 185 and 186 of the Companies Act, 2013, as applicable.
- v) The Company has not accepted any deposits from public, therefore the provisions of clause 3 (v) of the order are not applicable to the Company.
- vi) According to information and explanation given to us, the Company is not required to maintain cost records under (Cost Records & Audit) Rules, 2014, prescribed by the Central Government under Section 148 (1) of the Companies Act, 2013.
- vii) According to the information and explanation given to us in respect of Statutory dues:
 - a) The company is generally regular in depositing with appropriate authorities undisputed statutory dues including Provident fund, Employees state insurance, income tax, Goods and Service Tax, sales tax, service tax, , custom duty, excise duty, value added tax, cess, and other statutory dues to the extent applicable to it though there has been slight delay in few cases of TDS, PF and ESIC.
 - b) According to the information and explanation given to us there are no material dues in respect of Provident Fund, Employees State Insurance, Income tax, sales tax, Goods and Service Tax, duty of excise duty, Custom Duty, Service Tax, cess and Value added tax, which have not been deposited on account of any dispute except Income Tax ,which have not been deposited as at 31st March 2020 on account of dispute as under :-

Nature of Statute	Nature of Dues	Forum where Matter is Pending	Period to which the Amount relates	Amount (In Rupees)
The Income Tax Act, 1961	Income Tax	Commissioner of Income Tax -Appeals	Asst. Year 2018-19	1,408,910

- viii) In our opinion and according to the information and explanations given to us, the company has not defaulted in the repayment of dues to financial institution or bank. The company has not taken any loan from the government and has not issued any debentures.
- ix) According to the information and explanations given to by the company, the company has not raised any money by way of initial Public offer/ further Public offer/debt instruments during the year further the Term Loan has been used for the purpose for which it has raised.
- x) Based upon the audit procedures performed and according to information and explanations given to us, we report that no fraud on or by the company has been noticed or reported during the year or on the company by its officers or employees.
- xi) Based on the information and explanation given to us the Managerial remuneration has been paid in accordance with the requisite approvals as mandated by the provisions of Section 197 read with the schedule V to the Companies Act, 2013.
- xii) In our opinion and according to the information and explanation given to us, the company is not Nidhi Company. Accordingly, paragraph 3(xii) of the order is not applicable.
- xiii) According to the information and explanations given to us, and based on our examination of the records of the company, all the transaction with the related parties are in the compliance with the section 177 and 188 of the Companies Act, 2013 and the details have been disclosed in the financial statement etc. as required by the applicable Accounting Standards.
- xiv) During the year the company had not made any preferential allotment or private placement of shares or fully or partly paid convertible debentures, hence reporting under clause 3 (ixv) of the order is not applicable to the company.
- xv) Based upon the audit procedure performed and the information and explanations given by the management, the company has not entered into any non-cash transaction with the directors persons concerned with directors. Accordingly, the provisions of paragraph 3(xv) of the order are not applicable to the company.
- xvi) The company is not required to take registration under section 45IA of RBI Act, 1934, and accordingly the clause 3(xvi) of the order is not applicable to the Company.

For APG & Associates
Chartered Accountants
 FRN No. 119598W

Place: Indore
 Date: 31/07/2020

(Atul Sharma)
Partner
Membership No 075615
UDIN:20075615AAAABE7010

Annexure- B to the Auditor's Report

(Referred to is paragraph 2(e) under "Report on other legal and regulatory requirements section of our report to the members of Uniinfo Telecom Services Limited of even date)

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

We have audited the internal financial controls over financial reporting of the M/s Uniinfo Telecom Services Ltd. ("the Company") as of 31 March 2020 in conjunction with our audit of the standalone 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 the 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 ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficiently 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.

Auditor's 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 ICAI 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 disposition of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the; possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not to 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 31 March 2020, 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 APG & Associates
Chartered Accountants
FRN No. 119598W**

Place: Indore
Date: 31/07/2020

**(Atul Sharma)
Partner
Membership No 075615
UDIN:20075615AAAABE7010**

UNIINFO TELECOM SERVICES LIMITED

CIN - L64202MP2010PLC024569

Balance Sheet As at 31st March, 2020

	PARTICULARS	Note No.	As at 31st March, 2020	As at 31st March, 2019
			Rupees	Rupees
I. EQUITY AND LIABILITIES				
1. Shareholder's Fund				
(a) Share Capital	3		106,931,200	106,931,200
(b) Reserves and Surplus	4		277,697,800	268,247,464
2. Non- current liabilities				
(a) Long-term borrowings	5		492,869	7,472,125
(b) Long-term Provisions	6		8,182,394	6,955,890
3. Current Liabilities				
(a) Short term borrowings	7		20,120,912	80,572,145
(b) Trade payables	8			
(I) Total outstanding dues of micro enterprises and small enterprise			-	-
(II) Total outstanding dues of creditors other than micro enterprises and small enterprises			13,345,360	27,755,425
(c) Other current liabilities	9		32,818,854	43,426,988
(d) Short term provisions	10		-	208,563
TOTAL			459,589,388	541,569,799
II ASSETS				
1. Non-current assets				
(a) Fixed assets				
(i) Tangible assets	11		48,641,840	51,303,134
(ii) Capital WIP	11		-	221,528
(b) Deferred tax assets (net)	12		3,879,513	3,326,397
(c) Long-term loans and advances	13		435,542	408,290
(d) Investment	14		4,724,400	1,094,400
2. Current assets				
(a) Inventories	15		265,330,800	281,597,300
(b) Trade receivables	16		104,111,479	103,881,681
(c) Cash and Bank Balances	17		146,584	76,481,116
(d) Short-term loans and advances	18		31,813,954	18,797,646
(e) Other current assets	19		505,277	4,458,306
TOTAL			459,589,388	541,569,799
Significant accounting policies and notes to accounts	2-29			

As per our report of even date
For APG & Associates
Chartered Accountants
FRN: 119598W

Atul Sharma
Partner
M.NO. 075615
Date: 31-07-2020
Place: Indore

For and on behalf of the Board of Directors of
Uniinfo Telecom Services Limited

Kishore Bhuradia
(Managing Director)
(DIN : 03257728)

Pranay Parwal
(Director)
(DIN : 03257731)

Anil Jain
(Chief Financial Officer)

Astha Jain
(Company Secretary)

UNIINFO TELECOM SERVICES LIMITED

CIN - L64202MP2010PLC024569

Profit and Loss Statement for the Year Ended 31st March, 2020

	PARTICULARS	Note No.	Year ended 31st March, 2020 Rupees	Year ended 31st March, 2019 Rupees
I	Revenue from operations :	20		
	Sale of Services & Goods		417,242,530	501,041,174
			417,242,530	501,041,174
II	Other Income	21	2,196,799	5,750,871
III	Total Revenue (I + II)		419,439,329	506,792,044
IV	Expenses			
	Cost of Materials	22	25,489,365	14,845,737
	(Increase)/decrease in Work-In-Process	23	16,266,500	(46,385,500)
	Employee benefits expense	24	159,823,662	202,966,077
	Finance Costs	25	6,031,080	14,369,284
	Depreciation	11	14,837,140	14,198,152
	Other expense	26	183,856,056	235,883,745
	Total Expense		406,303,804	435,877,495
V	Profit before tax (III - IV)		13,135,525	70,914,549
VI	Tax expense:			
	(1) Current tax		4,223,967	21,025,408
	(2) Short/(Excess) provision for earlier years		14,339	(484,127)
	(3) Deferred tax		(553,116)	(1,510,202)
			3,685,190	19,031,079
VII	Profit for the period from continuing operations (V - VI)		9,450,336	51,883,470
VIII	Earnings per equity share:	37		
	(1) Basic		0.88	4.85
	(2) Diluted		0.88	4.85
	Accompanying notes are forming part of the financial statements	30-41		

As per our report of even date
For APG & Associates
Chartered Accountants
FRN: 119598W

For and on behalf of the Board of Directors of
Uniinfo Telecom Services Limited

Kishore Bhuradia
(Managing Director)
(DIN : 03257728)

Pranay Parwal
(Director)
(DIN : 03257731)

Atul Sharma
Partner
M.NO. 075615
Date: 31-07-2020
Place: Indore

Anil Jain
(Chief Financial Officer)

Astha Jain
(Company Secretary)

UNIINFO TELECOM SERVICES LIMITED
CIN - L64202MP2010PLC024569
Cash Flow Statement for the Year Ended 31st March, 2020

Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
Cash flow from operating activities		
Net Profit before taxation and extraordinary item	13,135,525	70,914,549
Adjustment to reconcile profit before tax to cash generated by operating activities:-		
Depreciation & Non-Cash Expense	14,837,140	14,198,152
Finance Costs	6,031,080	14,369,284
Sundry Balance written off	(81,992)	(16,756)
Interest Income on FDR	(1,433,351)	(5,493,609)
Short Term Gain on M.F.	0	(240,506)
Provision for Doubtful Debts	586,685	0
Operating profit before working capital changes	33,075,087	93,731,114
Changes in Assets and liabilities		
Inventory - Decrease/(Increase)	16,266,500	(46,385,500)
Trade Receivables - (Increase)/Decrease	(816,483)	(44,513,491)
Loans and advances and other Assets - (Increase)/Decrease	(3,518,081)	3,364,653
Liabilities and Provision - Increase/(Decrease)	(18,301,729)	4,108,798
Cash generated from Operations	26,705,295	10,305,575
Direct Taxes Paid	(9,796,418)	(20,816,846)
Net cash flow from operating activities	16,908,877	(10,511,271)
Cash flow from investing activities		
Fixed Assets	(11,954,318)	(38,312,293)
Interest Received	1,433,351	5,493,609
Advance to Subsidiary	0	(3,987,031)
Investment In Subsidiary	(3,630,000)	(1,094,400)
Current Investments	74,954,329	40,339,919
Net cash flow from investing activities	60,803,362	2,439,804
Cash flow from financing activities		
Proceeds From Issue of Share Capital & Securities Premium	0	(982,695)
Long Term Borrowings - (Decrease)/Increase	(6,979,256)	(26,548,037)
Short Term Borrowings - (Decrease)/Increase	(66,082,107)	25,521,216
Finance Costs	(6,031,080)	(14,369,284)
Net cash flow from financing activities	(79,092,443)	(16,378,801)
Net increase in cash and cash equivalents	(1,380,204)	(24,450,267)
Cash and cash equivalents at the beginning of the period	1,526,788	25,977,056
Cash and cash equivalents at the end of the period*	146,584	1,526,788

* The above cash flow statement has been prepared under the "Indirect Method" as set out in the Accounting Standard-3, "Statement of Cash Flow".

COMPONENT OF CASH & CASH EQUIVALENTS:

	As at 31st March, 2020	As at 31st March, 2019
CASH & CASH EQUIVALENTS:		
A Balance with banks:		
i) Current Accounts	105,993	1,423,737
A Cash on Hand:	40,591	103,051
	146,584	1,526,788

The accompanying Notes form an Integral part of the Financial Statements

As per our report of even date

For APG & Associates

Chartered Accountants

FRN: 119598W

Atul Sharma
Partner
M.NO. 075615
Date: 31-07-2020
Place: Indore

For and on behalf of the Board of Directors of
Uniinfo Telecom Services Limited

Kishore Bhuradia
(Managing Director)
(DIN : 03257728)

Pranay Parwal
(Director)
(DIN : 03257731)

Anil Jain
(Chief Financial Officer)

Astha Jain
(Company Secretary)

UNIINFO TELECOM SERVICES LIMITED
(Formerly know as Uniinfo Telecom Services Private Limited)
(Notes forming part of the financial statements)

Note	Particulars
1.0	General information
	Uniinfo Telecom Services Limited is a public limited company domicile in india and has also got listed on the National Stock Exchange - SME Emerge Platform on 15th March, 2018. The Company is eggaged in rendering techincal services relating to network optmisation, network planning, drive test, survey services etc. to OEM's and telecom operators.
2.1	Basis of accounting, preparation of financial statements
	These financial statements are prepared in accordance with Indian Accounting Standards/ Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values. GAAP comprises mandatory accounting standards as prescribed by the Companies (Accounting Standards) Rules, 2014 and the provisions of the Companies Act, 2013. Accountings policies have been consistently applied except where a newly-issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.
2.2	Use of estimates
	The preparation of the financial statements is in conformity with Indian GAAP requires the management to make judgement, estimates and assumptions that attend the accounting policies, reported balacnes of assets and liabilities (including contingent liabilities) and the reported amounts of income and expenses during the period of financial statement. The management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known/materialise. 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.
2.3	Cash and cash equivalents (for purposes of Cash Flow Statement)
	Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.
2.4	Cash flow statement
	Cash flows are reported using the indirect method, whereby profit /(loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

UNIINFO TELECOM SERVICES LIMITED
(Formerly know as Uniinfo Telecom Services Private Limited)
(Notes forming part of the financial statements)

Note	Particulars
2.5	<p>Revenue recognition</p> <p>The Company derives revenue primarily from rendering technical services relating to Network optimisation, Network planning ,drive test, survey services etc. to OEM's and Telecom operators.</p> <p>Revenues from customer contracts are considered for recognition and measurement when the contract has been approved by the parties to the contract, the parties to contract are committed to perform their respective obligations under the contract, and the contract is legally enforceable. Revenue is recognized upon transfer of control of promised products or services to customers in an amount that reflects the consideration the Company expects to receive in exchange for those products or services. To recognize revenues, the Company applies the following five step approach: (1) identify the contract with a customer, (2) identify the performance obligations in the contract, (3) determine the transaction price, (4) allocate the transaction price to the performance obligations in the contract, and (5) recognize revenues when a performance obligation is satisfied. When there is uncertainty as to collectability, revenue recognition is postponed until such uncertainty is resolved.</p>
2.6	<p>Other income</p> <p>Interest income on fixed deposits from banks are accounted on accrual basis and other interest income is accounted on receipt basis.</p>
2.7	<p>Fixed assets</p> <p>Tangible assets are stated at cost of acquisition less accumulated depreciation and impairment loss, if any. Cost includes all identifiable expenditure incurred in their acquisition and construction/ installation and other related expenditure incurred to bring the asset to the location and condition necessary for it to be capable of being operated in the manner intended by the management.</p> <p>Capital work in progress comprises of the cost of fixed assets that are not yet ready for their intended use at the reporting date. The company identifies and determines separate useful lives for each major component of the fixed assets, if they have auseful life that is materially different from that of thr assets as a whole.</p> <p>When parts of an item of property, machinery and equipments have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.</p> <p>An item of tangible assets is derecognized on disposal or when no future economis benefits are expected from its use. Gains or losses arising from derecognition of fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the assets and are recognized in the statement of profit and loss when the assets is derecognized.</p> <p>Intangible assets are recorded at the consideration paid for acquisition of such assets and are carried at cost less accumulated amortization and impairment losses, if any.</p> <p>Gains or losses arising from the retirement of disposal of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of the assets and recognised as income or expense in the Statement of Profit and Loss.</p>

UNIINFO TELECOM SERVICES LIMITED
(Formerly known as Uniinfo Telecom Services Private Limited)
(Notes forming part of the financial statements)

Note	Particulars
2.8 Depreciation and amortisation	Depreciation has been provided on the Written Down Value method as per the rates based on useful life as prescribed in 'Part C' of Schedule-II of the Companies Act 2013. Intangible assets are amortized on SLM basis over their estimated useful lives.
2.9 Foreign Currency Transactions	Foreign transactions denominated in foreign currency are normally recorded at the exchange rate prevailing to at the time of transaction. Monetary items denominated in foreign currency remaining unsold at the end of year are translated at the year end rate. On monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction. Any income or expenditure on account of exchange rate difference either or unsold or on transaction is recognized in the Profit and Loss Account.
2.10 Forward and Options Contract in Foreign Currency	The Company uses Foreign Exchange Forward and Options Contract to hedge its exposure to movements in Foreign Exchange Rates. The use of this Foreign Exchange and Options Contracts reduce the risk or cost to the Company and the company does not use those for trading or speculation purposes. Forward and options contracts are fair valued at each reporting date. The resultant gain or loss from these transactions are recognized in the Statement of Profit and Loss. Forward and Option Contracts are fair valued at each reporting date.
2.11 Investments	Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments. Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments. The cost comprises the purchase price and directly attributable acquisition charges such as brokerage, fees and duties. On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.
2.12 Employee benefits	The Company's provident fund schemes are defined contribution plans. The contributions paid/payable under the schemes are recognized immediately in the Statement of Profit and Loss. The employees' gratuity scheme is a defined benefit plan. The present value of the obligation under such defined benefit plan is determined at each Balance Sheet date based on actuarial valuation carried out by an independent actuary using Projected Unit Credit (PUC) method. Actuarial gains and losses are recognized immediately in the Statement of Profit and Loss. Past service cost is recognized as an expense on a straight line basis over the average period until the benefit becomes vested. To the extent the benefits are already vested past service cost is recognized immediately.

UNIINFO TELECOM SERVICES LIMITED
(Formerly known as Uniinfo Telecom Services Private Limited)
(Notes forming part of the financial statements)

Note	Particulars
2.13	<p>Borrowing costs</p> <p>The borrowing costs that are directly attributable to the acquisition, construction or productions of a qualifying asset are capitalized as part of the cost of that asset. The amount of borrowing cost eligible for capitalization is determined in accordance with Accounting Standard (AS) 16- Borrowing Costs issued by the Institute of Chartered Accountants of India (ICAI) and specified u/s 133 of the Act read with Rule 7 of the Companies (Accounts) Rule, 2014.</p>
2.14	<p>Segment reporting</p> <p>As per the definition of Business Segment and Geographical Segment contained in Accounting Standard 17 "Segment Reporting", the management is of the opinion that the Company's operation comprises of operating in Primary and Secondary market and incidental activities thereto, there is neither more than one reportable business segment nor more than one reportable geographical segment, and, therefore, segment information as per Accounting Standard 17 is not required to be disclosed.</p>
2.15.	<p>Work in Progress under Service Contracts</p> <p>Work in progress are valued at cost. The cost of inventories comprise all costs of purchase including duties and taxes (other than those subsequently recoverable from the taxing authorities), conversion cost, Salaries, Site expenses and other costs incurred in bringing the project to their present location and condition.</p>
2.16	<p>Earnings per share</p> <p>Basic earnings per share is computed by dividing the profit /(loss) after tax (including the post tax effect of extraordinary items, if any) by the number of weighted average equity shares outstanding during the year.</p> <p>In the event of issue of bonus shares, or share split the number of equity shares outstanding is increased without an increase in the resources. The number of Equity shares outstanding before the event is adjusted for the proportionate change in the number of equity shares outstanding as if the event had occurred at the beginning of the earliest period reported. Right shares issued during the year is considered while calculating EPS during the current period.</p>
2.17	<p>Taxes on income</p> <p>Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.</p> <p>Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is probable that future economic benefit associated with it will flow to the Company.</p>

UNIINFO TELECOM SERVICES LIMITED
(Formerly known as Uniinfo Telecom Services Private Limited)
(Notes forming part of the financial statements)

Note	Particulars
	<p>Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantially enacted as at the reporting date. Deferred tax liabilities are recognised for all timing differences. Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognised only if there is virtual certainty that there will be sufficient future taxable income available to realise such assets. Deferred tax assets are recognised for timing differences of other items only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realised. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each Balance Sheet date for their realisability.</p>
2.18	<p>Impairment of assets</p> <p>The Company assesses at each balance sheet date whether there is any indication that an asset or a group of assets (Cash Generating Unit) may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset or a group of assets. If such recoverable amount of the asset or the recoverable amount of the Cash Generating Unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the Statement of Profit & Loss. If at the Balance Sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciable historical cost.</p>
2.19	<p>Provisions and contingencies</p> <p>A provision is recognised when the Company has a present obligation as a result of past events and 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. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.</p>
2.20	<p>Leases</p> <p>Lease payments under an operating lease recognised as an expense in the statement of profit and loss on a straight line basis over the lease term unless another systematic basis is more representative of the time pattern of the user's benefit.</p>

UNIINFO TELECOM SERVICES LIMITED
(Notes forming part of the financial statements)

Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '3'		
SHARE CAPITAL		
-Authorised		
1,20,00,000 Equity Shares of Rs. 10/- each	120,000,000	120,000,000
[Previous Year : 12000000 Equity Shares of Rs. 10/- each]		
-Issued, Subscribed and Paid up		
1,06,93,120 Equity Shares of Rs 10/- each fully paid-up.	106,931,200	106,931,200
[Previous Year : 10693120 Equity Shares of Rs. 10/- each]		
TOTAL	106,931,200	106,931,200
Reconciliation of Shares (In Nos.) :-	(In Nos.)	(In Nos.)
Opening Share Capital	10,693,120	10,693,120
Closing Share Capital	10,693,120	10,693,120
List of shareholders having 5% or more Shares :-		
Name Of Shareholders and Holding in Nos.	(In Nos.)	(In Nos.)
Kishore Bhuradia	4,616,240	4,616,240
Pranay Parwal	643,840	643,840
TOTAL	5,260,080	5,260,080
Name Of Shareholders and Holding in Percentage	(In %)	(In %)
Kishore Bhuradia	43.17%	43.17%
Pranay Parwal	6.02%	6.02%
TOTAL	49.19%	49.19%

3.1 Terms/rights attached to Equity Shares:

i. The company has only one class of shares referred to as equity shares having a par value of Rs.10/-. Each holder of equity shares is entitled to one vote per share.

ii. In the event of liquidation of the Company, the holders of equity shares shall be entitled to receive any of the remaining assets of the company, after distribution of all preferential amounts. The amount distributed will be in

3.2 The company had issued 2,12,745 Right Equity Shares of Rs. 10 each share on premium of Rs. 225 per share in the financial year 2017-18.

3.3 The company had issued 66,14,175 Bonus Equity Shares of Rs. 10 each share in the financial year 2017-18, out of securities premium reserve account, in accordance with the provisions of Sec.63 of the Companies Act, 2013.

UNIINFO TELECOM SERVICES LIMITED
(Notes forming part of the financial statements)

3.4 In March 2018, the company had issued Initial public issue of upto 36,38,000 equity shares of face value of Rs. 10/- each ("equity shares") of Uniinfo Telecom Services Limited (the "company" or the "issuer") at a price of Rs. 55/- per equity share, including a share premium of Rs. 45/- per equity share (the "issue price"), aggregating up to Rs.2,000.90 lakhs ("the issue"), of which 8,04,000 equity shares of face value of Rs.10/- each at a price of Rs. 55/- per equity share, aggregating up to Rs. 442.20 lakhs were reserved for Pre- IPO placement and 28,34,000 equity shares of Rs.10/- each at a price of Rs. 55/- per equity share, aggregating up to Rs. 1,558.70 lakh was reserved for public issue of which 1,42,000 equity shares of face value of Rs. 10/- each at a price of Rs. 55/- per equity share, aggregating up to Rs. 78.10 lakhs was reserved for the market maker to the issue (the "market maker reservation portion"). the public issue less market maker reservation portion i.e. net issue to public were 26,92,000 equity shares of face value of Rs. 10/- each at a price of Rs. 55/- per equity share, aggregating up to Rs. 1,480.60 lakhs is hereinafter referred to as the "net issue". the PRE – IPO placement, public issue and the net issue will constitute 7.52%, 26.50% and 25.18% respectively of the post issue paid up equity share capital of our company.

3.5. No monies received against share warrants.

3.6 No share application money is pending for allotment.

Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '4'		
RESERVES AND SURPLUS		
Profit and Loss Account		
Opening Balance	106,673,778	54,790,309
Add: Profit During The Year	9,450,336	51,883,470
TOTAL OF (A)	116,124,114	106,673,778
Securities Premium Reserve		
Opening Balance	161,573,686	162,556,381
Less: Amount utilised for IPO Expenses	-	982,695
TOTAL (AFTER INTIAL PUBLIC OFFER) OF (B)	161,573,686	161,573,686
TOTAL OF (C) = (A) + (B)	277,697,800	268,247,464
Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '5'		
LONG TERM BORROWINGS		
-Secured		
Axis Bank Limited Car Loan A/c	722,948	934,026
Less: Current Matuarities of Term Loan	230,079	211,078
TOTAL of (A)	492,869	722,948

For Axis Bank -Car Loan

a. The car loan from the Axis Bank Limited carries interest @ 8.65% vide sanction letter dated 05.03.2018. The loan is repayable in 60 equated monthly installments along with interest as and when due on the remaining balance.

b. The car loan is secured by hypothication of the car purchased from bank finance.

UNIINFO TELECOM SERVICES LIMITED
(Notes forming part of the financial statements)

Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
- Unsecured		
Loan From Banks		
Kotak Mahindra Bank Limited	-	1,824,824
Less: Current Maturities of Term Loan	-	1,824,824
	-	-
RBL Bank Limited	859,401	2,018,373
Less: Current Maturities of Term Loan	859,401	1,158,972
	-	859,401
Indusind Bank Limited	1,214,336	2,593,577
Less: Current Maturities of Term Loan	1,214,336	1,379,241
	-	1,214,336
IDFC First Bank (Formerly known As Capital First Limited)	1,357,717	2,900,324
Less: Current Maturities of Term Loan	1,357,717	1,542,607
	-	1,357,717
Loan From NBFC's		
Edelweiss Retail Finance Limited	1,367,167	2,927,164
Less: Current Maturities of Term Loan	1,367,167	1,559,997
	-	1,367,167
Fullerton India Credit Co. Limited	-	1,684,157
Less: Current Maturities of Term Loan	-	1,684,157
	-	-
IVL Finance Limited	1,074,024	2,294,329
Less: Current Maturities of Term Loan	1,074,024	1,220,305
	-	1,074,024
Religare Finvest Limited	-	887,889
Less: Current Maturities of Term Loan	-	887,889
	-	-
Tata Capital Financial Services Limited	876,532	1,876,686
Less: Current Maturities of Term Loan	876,532	1,000,154
	-	876,532
TOTAL of (B)	-	6,749,177
TOTAL of (C) = (A) + (B)	492,869	7,472,125

UNIINFO TELECOM SERVICES LIMITED
(Notes forming part of the financial statements)

Terms & conditions of loans from banks :-

For Kotak Mahindra Bank Limited - Business Term Loan

a. The indian rupee Business Loan taken from the Kotak Mahindra Bank Limited carries interest @17% p.a. vide agreement letter dated 16-11-2017. The loan is repayable in 24 equated monthly installment along with interest as and when due on the remaining balance.

For RBL Bank Limited - Business Term Loan

a. The indian rupee Business Loan taken from the RBL Bank Limited carries interest @18% p.a. vide disbursement letter dated 18-11-2017. The loan is repayable in 36 equated monthly installment along with interest as and when due on the remaining balance.

For Indusind Bank Limited - Business Term Loan

a. The indian rupee Business Loan taken from the Indusind Bank Limited carries interest @18.50% p.a. vide sanction letter dated 05-12-2017. The loan is repayable in 36 equated monthly installment along with interest as and when due on the remaining balance.

Terms & conditions of loans from Non-Banking Financial Companies :-

For Capital First Limited - Business Term Loan

a. The indian rupee Business Loan taken from the Capital First Limited carries interest @18.50% p.a. vide agreement letter dated 24-11-2017. The loan is repayable in 36 equated monthly installment along with interest as and when due on the remaining balance.

For Edelweiss Retail Finance Limited - Business term Loan (Top Up)

a. The indian rupee Business Loan taken from the Edelweiss Retail Finance Limited carries interest @18% p.a. vide agreement letter dated 02-12-2016. The loan is repayable in 24 equated monthly installment along with interest as and when due on the remaining balance.

For Fullerton India Credit Co. Limited - Business Term Loan (Top Up)

a. The indian rupee Business Loan taken from the Fullerton India Credit Company Limited carries interest @18% p.a. vide agreement letter dated 05-01-2017. The loan is repayable in 24 equated monthly installment along with interest as and when due on the remaining balance.

For IVL Finance Limited - Business Term Loan

a. The indian rupee Business Loan taken from the IVL Finance Limited carries interest @18.50% p.a. vide agreement letter dated 18-12-2017. The loan is repayable in 36 equated monthly installment along with interest as and when due on the remaining balance.

For Religare Finvest Limited - SME Term Loan

a. The indian rupee Business Loan taken from the Religare Finvest Limited carries interest @18.75% p.a. Vide agreement letter dated 29-10-2015. The loan is repayable in 36 equated monthly installment along with interest as and when due on the remaining balance.

For Tata Capital Financial Services Limited - PL Business Loan

a. The indian rupee Business Loan taken from the TATA Capital Financial Services Limited carries interest @18.00% p.a. Vide disbursement letter dated 20-11-2017. The loan is repayable in 36 equated monthly installment along with interest as and when due on the remaining balance.

UNIINFO TELECOM SERVICES LIMITED
(Notes forming part of the financial statements)

Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '6' LONG TERM PROVISION Gratuity Provision		
TOTAL	8,182,394	6,955,890
	8,182,394	6,955,890
Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '7' SHORT TERM BORROWINGS -Secured Loans repayable on demand From Banks (Cash Credit Limit) - ICICI Bank Limited (Secured by debtors and assets belonging to Directors and relative of the Directors and the personal guarantee of the Directors) - YES Bank Limited	20,120,912	35,211,732
TOTAL	-	45,360,413
	20,120,912	80,572,145

Terms & conditions of Cash Credit Limit from ICICI Bank Limited :-

a. Loans repayable on demand from ICICI Bank carries interest @I-MCLR-6M is 8.15% + 1.30% vide sanction letter dated 23.01.2020. However, the facilities are available for the period of 12 months subject to review at periodicals intervals wherein the facilities may be continued/ cancelled/reduced depending upon the conduct and utilisation of facilities. Further, others conditions, in detailed, are mentioned in the sanction letter issued by the ICICI Bank Limited.

b. CC limit has first charge by way of hypothecation of the company's entire stock of raw materials, semi-finished/work -in-progress and finished goods, and such other movables including book-debts, consumables stores and spares, bills whether documentary or clean, outstanding monies, receivables, both present and future of all the locations of the company, in a form and manner satisfactory to the bank.

c. Further, the loans have been guaranteed by the by personal guarantee of Shri Kishore Bhuradia, Shri Pranay Parwal, Anil Jain Director & principal shareholder of the company and Smt. Nirmala Parwal, Smt. Nirmala Bhuradia & Rekha Jain relative of key managerial person.

d. The Company mortgaged properties belonging to Shri Kishore Bhuradia, Shri Anil Jain Directors and Smt. Nirmala Parwal, Smt. Nirmala Bhuradia, Smt. Rekha Jain relative of key managerial person as collateral security.

Terms & conditions of Overdraft (FD Backed) Facility from YES Bank Limited :-

a. The facility shall be used for working capital requirement of the borrower and bearing the floating rate of interest @ 0.35% over and above Fixed Deposit rate.

b. The Overdraft facility from Yes Bank is secured by 110% of Fixed Deposits in the name of the Borrower under the bank lien. subject to further furnish cash collateral equivalent to 110% of the amount of facility to be utilized from time to time upon demand by the bank, furnish additional amounts of cash collateral furnished and the notional amount of the letter of credit due to exchange rate fluctuation as on the date of demand. Further, the tennure period of facility is 12 months or maturity of FDR whichever is earlier subject to annual review.

Terms & Conditions of Inter Corporate Deposit :

The above Loan was taken on long term basis with mutually agreed repayment & interest rate terms & conditions.

UNIINFO TELECOM SERVICES LIMITED
(Notes forming part of the financial statements)

Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '8' TRADE PAYABLES Trade Payables Total outstanding dues of Micro and Small Enterprises (Refer Note No.32) Total outstanding dues of creditors other than Micro and Small Enterprises	- 13,345,360	- 27,755,425
TOTAL	13,345,360	27,755,425
Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '9' OTHER CURRENT LIABILITIES Current maturities of long term debt Employee Benefits For Statutory Dues Others (Refer Note No. 27)	6,979,256 13,984,416 9,969,072 1,886,110	12,469,224 17,649,372 11,942,972 1,365,420
TOTAL	32,818,854	43,426,988
Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '10' SHORT TERM PROVISIONS Provision for Taxation (Net) (Refer Note No.29)	-	208,563
TOTAL	-	208,563
Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '12' DEFERRED TAX ASSETS (NET) Tax effect of items constituting Deferred Tax Assets - On difference between book balance and tax balance of fixed assets - Other items giving rise to temporary differences	1,820,168 2,059,345	1,391,268 1,935,129
DEFERRED TAX LIABILITIES (NET)	-	-
TOTAL	3,879,513	3,326,397
Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '13' LONG TERM LOANS AND ADVANCES Secured Considered Good: Security Deposits - Sales Tax/VAT/CST (Deposits)	435,542	408,290
TOTAL	435,542	408,290

UNIINFO TELECOM SERVICES LIMITED
(Notes forming part of the financial statements)

Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '14' INVESTEMENT Unquoted - Investement in wholly owned subsidiary (fully paid up) 20000 (31 March 2019: 5000) Equity shares of 100 TBH each Opening Balance: 5000 Equity shares of 100 TBH each Add: 15000 Equity shares of 100 TBH each subscribed during the year	- 1,094,400 3,630,000	1,094,400 - -
TOTAL	4,724,400	1,094,400
Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '15' INVENTORIES WIP	265,330,800	281,597,300
TOTAL	265,330,800	281,597,300
Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '16' TRADE RECEIVABLES Unsecured Considered Good Outstanding for a period less than six months Outstanding for a period exceeding six months Less Provision for doubtful debts	89,756,619 14,941,545 (586,685)	95,932,541 7,949,140 -
TOTAL	104,111,479	103,881,681
Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '17' CASH AND BANK BALANCES -Cash and Cash Equivalents Cash on Hand Balance with Banks - With Current Accounts - Other Bank Balances FDR With More Than 3 Month Maturity but Less Than 12 Months	40,591 105,993 -	103,051 1,423,737 74,954,329
TOTAL	146,584	76,481,116

UNIINFO TELECOM SERVICES LIMITED
(Notes forming part of the financial statements)

Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '18' SHORT TERM LOANS AND ADVANCES Secured Considered Good: Security Deposits :- - Rent deposits with Landlord - FDR for Commandant MCTS (Mhow) - Reliance Corporate IT Park Limited - Security deposit with UCN Cable Network Pvt. Ltd. - Security deposit with Livingston India Pvt.Ltd	823,600 295,309 7,112,090 1,000 1,200,000	500,620 278,083 6,022,164 1,000 300,000
Balance with Govt. Department :- Income tax refund receivable (Previous Years) TDS Receivable (Net) (FY 2019-20) (See Note no 29) VAT Receivable GST Receivable Advances to Employees Advances to Suppliers	1,583,496 11,251,264 211,216 1,147,513 7,057,150 1,131,317	7,262,310 - 211,216 220,874 3,878,617 122,763
TOTAL	31,813,954	18,797,646
Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '19' OTHER CURRENT ASSETS Advance to Subsidiary Other Receivable (Refer Note No. 28)	- 505,277	3,987,031 471,275
TOTAL	505,277	4,458,306
Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '20' REVENUE FROM OPERATION (i) Income from Services (Domestic) (i) Income from Trading of Goods (Domestic)	416,768,511 474,019	501,041,174
TOTAL	417,242,530	501,041,174
Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '21' OTHER INCOME Sundry Balance Written Off Interest on Income Tax Refund Interest on FDR Aditya Birla Sun Life (Short Term Capital Gain)	81,992 681,456 1,433,351 -	16,756 - 5,493,609 240,506
TOTAL	2,196,799	5,750,871

UNIINFO TELECOM SERVICES LIMITED
(Notes forming part of the financial statements)

Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '22' COST OF MATERIAL CONSUMED		
Materials Consumption		
Opening Stock	-	-
Add: Purchases	25,489,365	14,845,737
Add: Taxes on Purchases	-	-
	25,489,365	14,845,737
Less : Closing Stock	-	-
TOTAL	25,489,365	14,845,737
Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '23' (Increase)/Decrease in WIP		
Closing WIP	265,330,800	281,597,300
Opening WIP	281,597,300	235,211,800
TOTAL	(16,266,500)	46,385,500
Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '24' EMPLOYEE BENEFITS EXPENSES		
Salaries, Wages, Bonus etc.	153,792,838	194,373,831
Contribution to P.F, E.S.I and Other Statutory Funds	4,738,821	6,190,914
Gratuity	1,226,504	2,159,907
Staff Welfare	65,499	241,425
TOTAL	159,823,662	202,966,077
Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '25' FINANCE COSTS		
Interest Expenses	5,777,198	13,249,320
Other Borrowing Expenses	253,883	1,119,964
TOTAL	6,031,080	14,369,284

UNIINFO TELECOM SERVICES LIMITED
(Notes forming part of the financial statements)

Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '26'		
OTHER EXPENSES		
Advertisement Charges	9,000	69,981
Auditors' Fees (See Note No : 39)	300,000	300,000
Brokerage	126,930	113,372
Business Promotion	369,071	39,794
Consumable Computer Accessories	207,264	263,420
Consumption of Stores and Spares Parts	1,229	101,802
Conveyance Charges	125,889	231,700
Cost of Services	153,386,403	214,568,375
Courier Charges	198,204	443,092
CSR EXP	212,656	511,000
Customer/Supplier Deduction	75,708	482,866
Director sitting fee	67,500	75,000
Donation	-	5,000
Electricity Expenses	432,907	469,703
Fee on Late Payment of GST	14,060	72,290
Freight & Cartage	8,989,590	4,070,771
Insurance	1,085,417	66,013
Interest on GST	378,289	-
Interest on TDS	1,170	90,309
Interest on ESIC	64,637	-
Legal & Professional	626,836	1,014,094
Medical Expenses	576,715	500,971
NSE Fee-17-18	-	25,000
Office Expenses	199,534	463,584
Packaging Charges	82,037	50,040
Professional Tax	31,890	71,573
Provision for doubtful debts	586,685	-
Rates & Taxes	20,990	46,985
Rent for Machinery	6,163,625	2,404,861
Rent office	4,193,711	4,133,932
Repair & Maintenance	611,352	690,457
Roc Filing Fees	11,500	300
Software Subscription	75,210	139,385
Stationery & Printing	192,124	375,604
Telephone Expenses	419,657	709,673
Training Expenses	2,944,720	2,677,831
Travelling Expenses	1,073,547	604,967
TOTAL	183,856,056	235,883,745

UNIINFO TELECOM SERVICES LIMITED
(Notes forming part of the financial statements)

Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '27'		
Others		
Director Remuneration Payable	923,364	299,364
Expenses Payable	962,746	1,063,056
Shamrao Vitthal Co-Operative Bank	-	3,000
TOTAL	1,886,110	1,365,420
Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '28'		
Other Receivable		
Prepaid Expenses	487,141	208,203
Prepaid License Software Expenses	-	54,750
Others	18,136	208,322
TOTAL	505,277	471,275
Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '29'		
Provision for Taxation (Net)		
Current Tax	4,223,967	21,025,408
Less:- TDS deducted during the year	12,075,231	11,816,846
Less:- Advance tax paid	3,400,000	9,000,000
TOTAL	(11,251,264)	208,563

UNIINFO TELECOM SERVICES LIMITED
(Notes forming part of the financial statements)

(Notes forming part of the financial statements)

NOTE 30	Contingent liabilities and commitments (to the extent not provided for)	As at 31st March, 2020	As at 31st March, 2019
(i)	Contingent liabilities		
	(a) Claims against the Company not acknowledged as debt (give details)	NIL	NIL
	(b) Guarantees - Bank Gaurantee	NIL	NIL
	(c) Other money for which the Company is contingently liable (give details)	NIL	NIL
(ii)	Commitments		
	(a) Estimated amount of contracts remaining to be executed and to the extent not provided for	NIL	NIL
	Capital Account	-	-
	Ravenue Account	NIL	NIL
	(b) Uncalled liability on shares and other investments partly paid	NIL	NIL
(iii)	Income Tax Disputed Demand U/S 143 (1) (a) CIT-A AY YEAR 2017-18	-	512,587
(iv)	Income Tax Disputed Demand U/S 143 (1) (a) CPC AY YEAR 2018-19	1,408,910	-
	(c) Other commitments	NIL	NIL
NOTE 31	Details of unutilised amounts out of issue of securities made for specific purpose		
	The details of utilisation of IPO proceeds Rs. 2000.90 Lakh in the F.Y 2017-18 are as follows:		
	(Unutilised upto 31-03-2019 Rs. 343.00 Lakh)		(Rs. In Lakh)
S.No.	Particulars	As per Prospectus	Utilised upto 31-03-2020
	Unutilised upto 31-03-2020		
1	Working Capital Deployment	835.00	835.00
2	Repayment of Unsecured Loan	815.00	815.00
3	General Corporate Purposes	175.90	175.90
4	Issue Related Expenses	175.00	175.00
	Total	2000.90	2000.90
NOTE 32	Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act,2006: The Company does have information as to which of its supplier are registered under Micro Small and Medium Enterprise under The Micro Small and Medium Enterprise Development Act 2006 and accordingly as on 31st March,2020, there were no such supplier's due were outstanding who registered under The Micro Small and Medium Enterprise Development Act 2006.		
NOTE 33	Details on derivatives instruments and unhedged		

UNIINFO TELECOM SERVICES LIMITED
(Notes forming part of the financial statements)

NOTE 34	Details of other Diisclosures	As at 31st March, 2020	As at 31st March, 2019
		Amt (In Rs./In Percentage)	
	Value of imports calculated on CIF basis @	NIL	NIL
	Expenditure in foreign currency		
	Director's (Foreign Travelling)	0	54710
	Other-(Foreign Travels)	774411	1369122
	Other-Expences (Consultancy)	78007	1761346
	Testing Equipments (Assets) Purchase	601282	0
	Details of consumption of Material :-		
	- Imported	NIL	NIL
	- Indigenous	100%	100%
	Earnings in foreign exchange	NIL	NIL
	Amounts remitted in foreign currency during the year on account of dividend	NIL	NIL
Note 35	Segment information : - Company operates in only one segement i.e. providing telecommunication services to various telecom companies, OEM's and Operators.		
Note 36	Related party transactions		
36.1	Details of related parties:		
	Description of Relationship	Names of related parties	
	Key Management Personnel (KMP)	Mr. Anil Jain-Director, Mr. Kishore Bhuradia-Director, Mr. Pranay Parwal-Director, Mr. LT Pramod Deogirikar-Independent Director, Mrs. Sudha Rathi-Independent Director, Mr. Prakash Chandra Chhajed-Independent Director, Mr. Niresh Maheshwari-CFO, Mr. Sachin Upadhyay-CS (Resigned), Ms. Astha Jain-CS	
	Relatives of KMP	Mrs. Nirmala Bhuradia, Mrs. Nirmala Parwal, Mrs. Rekha Jain	
	Subsidiary of the Company	Uniinfo Telecom Services (Thailand) Limited (wholly owned subsidiary) With effect from 9th January 2019, 01 share is held by each vij. Kishore Bhuradia, Anil Mundra and Rajesh Tuteja to comply with regulations of Thailand.	

UNIINFO TELECOM SERVICES LIMITED
(Notes forming part of the financial statements)

36.2	Particulars	KMP	Relatives of KMP	Subsidiary of the Company
	Director Remuneration	7,800,000	-	-
		(7,800,000)	-	-
	KMP'S Remuneration	1,882,191	-	-
		(1,793,141)	-	-
	Director Sitting Fee	67,500	-	-
		(75,000)	-	-
	Key Man Life Insurance Premium	529,784	-	-
		-	-	-
	Rent Payments	-	357,207	-
		-	(340,200)	-
	Guarantees and collaterals - By KMP in favor of Company	26,870,089	-	-
		(55,153,080)	-	-
	Guarantees and collaterals - By Relatives of KMP in favor of Company	-	20,120,912	-
		-	(35,211,732)	-
	Investment in Equity Shares of UNIINFO TELECOM SERVICES (THAILAND) LIMITED	-	-	3,630,000
		-	-	(1,094,400)
	Advance to Subsidiary	-	-	-
		-	-	(3,987,031)
	Balances outstanding at the end of the year			
	Director Remuneration	792,788	-	-
		(299,364)	-	-
	KMP'S Remuneration	1,182,505	-	-
		(473,689)	-	-
	Director Sitting Fee	12,300	-	-
		(60,000)	-	-
	Advance to Subsidiary	-	-	-
		-	-	(3,987,031)

Note: Figures in bracket relates to the previous year.

Note 37	Particulars	As at 31st March, 2020	As at 31st March, 2019	
	Earnings per share			
	<u>Basic</u>			
	Continuing operations			
	Net profit for the year after taxation	9,450,336	51,883,470	
	Less: Preference dividend and tax thereon	-	-	
	Net profit for the year from continuing operations attributable to the equity shareholders	9,450,336	51,883,470	
	Weighted average number of equity shares	10,693,120	10,693,120	
	Par value per share	10	10	
	Earnings per share from continuing operations - Basic	0.88	4.85	
	Earnings per share from continuing operations - Diluted	0.88	4.85	

UNIINFO TELECOM SERVICES LIMITED
(Notes forming part of the financial statements)

Note 38 As per Section 135 of the Companies Act, 2013, a company meeting the applicability threshold of CSR needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities.

Amount spent during the year Rs. 212656/- (Previous year Rs. 511000/-)

Payment Description	Amount
Deaf Enabled Foundation	5,000
Shri Gulabchand Parmarthik Trust	60,000
Shri Geeta Bhavan Trust	21,656
Indore Literary Program Organizing Society	50,000
Svara Charitable Trust	76,000
Total	212,656

Note 39 The COVID-19 outbreak continues to spread rapidly in India and across the Globe. Various measures taken by the Government to contain the spread of virus including lock-downs have affected economic activity and caused disruption to regular business operations of the Company. The extent to which the COVID-19 pandemic will impact Company's results will depend on future developments, which are highly uncertain. The Company has made Initial assessment of recoverability of its assets like trade receivables, Inventories other asset and is reasonably certain that these need not be impaired. As service sector organisation heavily dependent on manpower commuting to various sites for field activities, lock downs have hugely impacted our productivity and substantially enhanced our field expenses. However, the impact assessment of COVID-19 is a continuing process given the uncertainties associated with its nature and duration. The Impact of COVID-19 may be different from that estimated as at the date of approval of these Financial results and the Board will continue to closely monitor the developments

Note 40 **Payment to Statutory Auditor's As :-**

Particulars	As at 31st March, 2020	As at 31st March, 2019
(a) Statutory Audit Fees	250,000	250,000
(b) Tax Audit Fees	50,000	50,000
Total	300,000	300,000

Note 41 Previous year's figures have been regrouped /reclassified wherever necessary to correspond with the current year's classification /disclosure.

As per our report of even date
For APG & Associates
Chartered Accountants
FRN: 119598W

For and on behalf of the Board of Directors of
Uniinfo Telecom Services Limited

Atul Sharma
Partner
M.NO. 075615
Date: 31-07-2020
Place: Indore

Kishore Bhuradia
(Managing Director)
(DIN : 03257728)

Pranay Parwal
(Director)
(DIN : 03257731)

Anil Jain
(Chief Financial Officer)

Astha Jain
(Company Secretary)

UNIINFO TELECOM SERVICES LIMITED
STATEMENT OF FIXED ASSETS FOR THE YEAR ENDED ON 31st MARCH, 2020

NOTE NO. '11'											
SR. No.	DESCRIPTION OF ASSETS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		COST AS ON 01.04.2019	ADDITION DURING THE YEAR	DELITION OF ADJUSTMENTS /SALES	TOTAL COST AS AT 31.03.2020	DEPRECIATION AS AT 01.04.2019	DURING THE YEAR	DEP ADJ.	TOTAL DEP. AS AT 31.03.2020	AS AT 31.03.2020	AS AT 31.03.2019
1	PLANT AND EQUIPMENT KIT	55,514,627	9,296,026	-	64,810,654	15,375,929	8,405,510	-	23,781,439	41,029,214	40,138,699
2	FURNITURE AND FIXTURES	3,629,182	1,570,615	-	5,199,798	2,067,080	579,234	-	2,646,315	2,553,483	1,562,102
3	OFFICE EQUIPMENT	567,246	213,069	-	780,315	353,837	168,399	-	522,236	258,079	213,409
4	COMPUTERS	26,825,613	1,096,135	-	27,921,748	18,468,136	5,275,202	-	23,743,338	4,178,410	8,357,477
5	MOTOR CAR	2,199,782	-	-	2,199,782	1,168,334	408,794	-	1,577,128	622,653	1,031,448
	TOTAL RS.	88,736,450	12,175,845	-	100,912,296	37,433,316	14,837,140	-	52,270,456	48,641,840	51,303,134
6	Capital WIP	221,528	-	221,528	-	-	-	-	-	-	221,528
	GRAND TOTAL RS.	88,957,978	12,175,845	221,528	100,912,296	37,433,316	14,837,140	-	52,270,456	48,641,840	51,524,662
	PREVIOUS YEAR RS.	50,658,429	38,312,293	12,743	88,957,978	23,235,164	14,198,152	-	37,433,316	51,524,662	27,423,264

Independent Auditor's Report

To,

The Members of M/s. UNIINFO TELECOM SERVICES LIMITED

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying Consolidated financial statements of UNIINFO TELECOM SERVICES LIMITED ("the Holding Company") and UNIINFO TELECOM SERVICES (THAILAND) LIMITED ("the Subsidiary Company ") (the Holding Company and its Subsidiary together referred to as the Group '), which comprises the consolidated Balance sheet as at 31st March 2020, and the Consolidated statement of Profit and Loss and the Consolidated cash flows Statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of other auditor on separate financial statements and on the other financial information of the Subsidiary Company, the aforesaid Consolidated financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidate state of affairs of the Group as at 31 March 2020 and its consolidated profit and its consolidated cash flows for the year ended on that date.

Basis for Opinion

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

Emphasis of Matter

We draw your attention to Note No. 36 to the financial results, which describes uncertainty of impact due to COVID-19 pandemic on the Company's Financial Performance, which is dependent on future developments.

Our Opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined the matters described below to be the Key Audit matter to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the consolidated financial statements section of our report, including in relation to these matters. Accordingly, our audit included the

performance of procedures designed to respond to our assessment of the Risks of material misstatement of the consolidated financial statements. The results of audit procedures performed by us, and by other auditor of components not audited by us, as reported by him in his audit report furnished to us by the management, including those procedures performed to address the matters below, provide the basis of our audit opinion on the accompanying consolidated financial statements.

The Key Audit matters

Accuracy of Revenues Recognition and estimation of Work-in-progress in respect of onerous obligation on service contracts involves significant judgment:

The company is engaged in rendering Contractual technical services relating to Network optimization, Network planning, drive test, survey services etc. to OEM's and Telecom operators. Such contractual services are complex to determine revenues and liability for onerous obligation. The recognition of Revenue and the estimation of the outcome of service contracts require significant management judgment, in particular with respect to estimation the cost to complete and the amount of variation orders to be recognized.

At the year –end a significant amount of Work in progress (Contract assets and Liabilities) related to these contracts is recognized on the balance sheet.

We identified the Work-in-progress estimation under various contracts as a Key Audit Matter because of the significant judgment involved in estimating the Work-in-Progress of such contracts.

This estimate has high inherent uncertainties and requires consideration of progress of the contract, efforts incurred to date and estimates of efforts required to complete the remaining contract performance and obligations over the lives of the contract.

This required high degree of Auditor Judgment in evaluating the audit evidence supporting the application of the input method used to recognize the revenue and higher extent of audit effort to evaluate the reasonableness of the total estimated amount of revenue recognized on such contracts.

Refer Notes 2.6 and 2.16 to the Consolidated Financial Statements.

How our Audit Addressed the Key Audit Matter:

Our audit approach was a combination of test of internal controls and substantive procedures which included the following:

- Evaluated the design of internal controls relating to recording of efforts incurred and estimation of efforts required to complete the performance obligations.
- Tested the controls that the company has put in place over its process to record service contract costs and contract revenues and the calculation of the stage of completion.
- Selected a sample of service contracts and through inspection of evidence of performance of these controls, tested the operating effectiveness of the internal controls relating to efforts incurred and estimated.
- Assessed the appropriateness of Work-in progress (Contract assets) on balance sheet by evaluating the underlying documentation to identify possible delays in achieving milestones which may require change in estimated costs to complete the remaining performance obligations

Information other than the consolidated Financial Statements and Auditor's Report thereon

The Holding 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 consolidated financial statements and our auditors' report thereon.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our have performed knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those charged with Governance for the Consolidated Financial Statements

The Holding Company's Board of Directors are responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated state of affairs (consolidated financial position), consolidated Profit or Loss (Consolidated financial performance) and consolidated cash flows of the Group in accordance with the recognition and measurement principals laid down under section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate, accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies including in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the Companies included in the Group are responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding company has adequate internal financial controls with reference to consolidated financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of Board of Directors' 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 ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial statements/financial information of the entities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entity included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.
- We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the financial year ended March 31, 2020 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

We did not audit the financial statements of Subsidiary; whose financial statement reflects total assets of Rs. 36.87 Lakhs as at 31 March 2020, total revenues of Rs.0.90 Lakhs and net Cash inflow amounting to Rs. 31.10 Lakhs for the year ended on that date, as considered in the consolidated financial Statement. These financial statements of the subsidiary companies have been audited by other auditors whose reports have been furnished to us by the management and our opinion on the consolidated financial statement in so far as it relates to the amounts and disclosures included in respect of this subsidiary and our report in terms of sub-section (3) of section 143 of the Act, in so far as it relates to the aforesaid subsidiary, is based solely on the other auditors.

Further of the subsidiary is located outside India whose financial statements and other financial information have been prepared in accordance with accounting principles generally accepted in that respective country and which have been audited by other auditor under generally accepted auditing standards applicable in that respective country. The Holding company's management has converted the financial statements of such subsidiary located outside India from accounting principles generally accepted in that respective country to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Holding company's management our opinion in so far as relates to the balances and affairs of such subsidiary located outside India is based on the report of other auditor and the conversion adjustments prepared by the management of the Holding Company and audited by us.

Our opinion on the consolidated financial statement is not modified in respect of our report on other legal and regulatory requirements stated below with respect to our reliance on the work done and the reports of the other auditors and the financial statements and other financial information certified by the Management.

Report on Other Legal and Regulatory Requirements

As required by Section 143(3) of the Act, based on our audit and the consideration of report of the other auditor on separate financial statements and other financial information of Subsidiary, as noted in the 'Other matter' paragraph, we report to the extent applicable that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
- b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and reports of the other auditor.
- c) The consolidated Balance Sheet, the Consolidated Statement of Profit and Loss and Consolidated Cash Flow Statement dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of the written representations received from the directors of the Holding Company and taken on record by the Board of Directors of the Holding Company, none of the directors of the Group companies covered under the Act, are disqualified as on 31 st March, 2020 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 Holding Company and its Subsidiary Company covered under the Act, and the operating effectiveness of such controls, refer to

our separate Report in “Annexure A”. There is no company other than the Holding Company which is incorporated in India and hence reporting under this clause is not applicable to Subsidiary company.

- g) As required by Section 197(16) of the Act, based on our audit and on the consideration of the separate Audited financial statement of its subsidiary company, referred to in paragraph above, we report that the only holding company covered under the Act paid remuneration to their respective directors during the year in accordance with the provisions of and limits laid down under section 197 read with schedule V to the Act. Further. There is no company other than the Holding Company which is incorporated in India and hence reporting under this clause is not applicable to Subsidiary company.

(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 (as amended), in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the Other auditor on separate financial statements as also the Other financial information of the Subsidiary, as noted in the ‘Other matter’ paragraph:

- i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position in its financial statements of the Group. Refer Note 29 to the consolidated financial statements.
- ii. The Group did not have any Long-Term Contracts including derivative contract for which there were any material foreseeable losses
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiary company during the year ended 31 March 2020.

**For APG & Associates
Chartered Accountants
Firm Reg. No 119598W**

Place: Indore

Date: 31st July, 2020

**(Atul Sharma)
Partner
Membership No 075615
UDIN: 0075615AAAABE7010**

‘ANNEXURE –A’ TO THE INDEPENDENT AUDITOR’S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF UNIINFO TELECOM SERVICES LIMITED**Report on the Internal Financial Controls under Clause (i) of the Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

In conjunction with our audit of the consolidated financial statements of Uniinfo Telecom Services Limited as of and for the year ended March 31, 2020, We have audited the internal financial controls over financial reporting of the M/s Uniinfo Telecom Services Ltd. (“the Company”) as of 31 March 2020 in conjunction with our audit of the consolidated 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 the 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 (‘ICAI’). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficiently 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.

Auditor’s Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting with reference to the consolidated financial statements 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 ICAI 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 with reference to these consolidated financial statements 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 to these consolidated financial statements and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, with reference to these consolidated financial statements 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 with reference to these consolidated financial statements.

Meaning of Internal Financial Controls over Financial Reporting with reference to these consolidated financial statements

A company's internal financial control over financial reporting with reference to these consolidated financial statements 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 with reference to these consolidated financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and disposition of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting with reference to these consolidated financial statements

Because of the inherent limitations of internal financial controls over financial reporting with reference to these consolidated financial statements, including the; possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not to 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 with reference to these consolidated financial statements 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 with reference to these consolidated financial statements and such internal financial controls over financial reporting with reference to these consolidated financial statements were operating effectively as at 31 March 2020, 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.

Date: 31st July, 2020
Place: Indore

For APG & Associates
Chartered Accountants
Firm Reg. No 119598W

(Atul Sharma)
Partner
Membership No 075615
UDIN: 0075615AAAABE7010

UNIINFO TELECOM SERVICES LIMITED
CIN - L64202MP2010PLC024569
Consolidated Balance Sheet As on 31st March, 2020

	PARTICULARS	Note No.	As at 31st March, 2020	As at 31st March, 2019
			Rs.	Rs.
I. EQUITY AND LIABILITIES				
1. Shareholder's Fund				
(a) Share Capital	3		106,931,200	106,931,200
(b) Reserves and Surplus	4		276,231,638	268,247,464
2. Non- current liabilities				
(a) Long-term borrowings	5		492,869	7,472,125
(b) Long-term Provisions	6		8,182,394	6,955,890
3. Current Liabilities				
(a) Short term borrowings	7		20,120,912	80,572,145
(b) Trade payables	8			
(I) Total outstanding dues of micro enterprises and small enterprise			-	-
(II) Total outstanding dues of creditors other than micro enterprises and small enterprises			13,345,360	27,755,425
(c) Other current liabilities	9		33,247,498	43,426,988
(d) Short term provisions	10		-	208,563
TOTAL			458,551,870	541,569,799
II ASSETS				
1. Non-current assets				
(a) Fixed assets				
(i) Tangible assets	11		48,641,840	51,303,134
(ii) Intangible assets			-	3,934,156
(iii) Capital WIP	11		-	221,528
(b) Deferred tax assets (net)	12		3,879,513	3,326,397
(c) Long-term loans and advances	13		435,542	408,290
2. Current assets				
(b) Inventories	14		265,330,800	281,597,300
(c) Trade receivables	15		104,207,462	103,881,681
(d) Cash and Bank Balances	16		3,258,909	77,577,866
(e) Short-term loans and advances	17		32,292,489	18,841,121
(f) Other current assets	18		505,314	478,325
TOTAL			458,551,870	541,569,799
Significant accounting policies and notes to accounts		2-29		

As per our report of even date
For APG & Associates
Chartered Accountants
FRN: 119598W

For and on behalf of the Board of Directors of
Uniinfo Telecom Services Limited

Atul Sharma
Partner
M.NO. 075615
Date: 31-07-2020
Place: Indore

Kishore Bhuradia
(Managing Director)
(DIN : 03257728)

Pranay Parwal
(Director)
(DIN : 03257731)

Anil Jain
(Chief Financial Officer)

Astha Jain
(Company Secretary)

UNIINFO TELECOM SERVICES LIMITED

CIN - L64202MP2010PLC024569

Consolidated profit and Loss Statement for the Year Ended on 31st March, 2020

	PARTICULARS	Note No.	Year ended 31st March, 2020 Rs.	Year ended 31st March, 2019 Rs.
I	Revenue from operations :	19		
	Sale of Services		417,332,234	501,041,174
			417,332,234	501,041,174
II	Other Income	20	2,200,519	5,750,871
III	Total Revenue (I + II)		419,532,754	506,792,044
IV	Expenses			
	Cost of Materials	21	25,489,365	14,845,737
	(Increase)/decrease in Work-In-Process	22	16,266,500	(46,385,500)
	Employee benefits expense	23	160,107,037	202,966,077
	Finance Costs	24	6,035,125	14,369,284
	Depreciation	11	14,837,140	14,198,152
	Other expense	25	185,128,224	235,883,745
	Total Expense		407,863,391	435,877,495
V	Profit before tax (III - IV)		11,669,363	70,914,549
VI	Tax expense:			
	(1) Current tax		4,223,967	21,025,408
	(2) Short/(Excess) provision for earlier years		14,339	(484,127)
	(3) Deferred tax		(553,116)	(1,510,202)
			3,685,190	19,031,079
VIII	Profit for the period from continuing operations (V - VI)		7,984,173	51,883,470
IX	Earnings per equity share:	36		
	(1) Basic		0.75	4.85
	(2) Diluted		0.75	4.85
	Accompanying notes are forming part of the financial statements	29-38		

As per our report of even date
For APG & Associates
Chartered Accountants
FRN: 119598W

For and on behalf of the Board of Directors of
Uniinfo Telecom Services Limited

Atul Sharma
Partner
M.NO. 075615
Date: 31-07-2020
Place: Indore

Kishore Bhuradia
(Managing Director)
(DIN : 03257728)

Pranay Parwal
(Director)
(DIN : 03257731)

Anil Jain
(Chief Financial Officer)

Astha Jain
(Company Secretary)

UNIINFO TELECOM SERVICES LIMITED

CIN - L64202MP2010PLC024569

Consolidated Cash Flow Statement for the Year Ended on 31st March, 2020

Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rs.	Rs.
Cash flow from operating activities		
Net Profit before taxation and extraordinary item	11,669,363	70,914,549
Adjustment to reconcile profit before tax to cash generated by operating activities:-		
Depreciation & Non-Cash Expense	14,837,140	14,198,152
Finance Costs	6,035,125	14,369,284
Sundry Balance written off	(81,992)	(16,756)
Interest Income on FDR	(1,429,631)	(5,493,609)
Short Term Gain on M.F.	0	(240,506)
Provision for Doubtful Debts	586,685	2,159,907
Operating profit before working capital changes	31,616,690	95,891,021
Changes in Assets and liabilities		
Inventory - Decrease/(Increase)	16,266,500	(46,385,500)
Trade Receivables - (Increase)/Decrease	(912,466)	(49,309,474)
Loans and advances and other Assets - (Increase)/Decrease	(3,996,617)	4,175,955
Liabilities and Provision - Increase/(Decrease)	(17,875,473)	1,948,891
Cash generated from Operations	25,098,634	6,320,893
Income Tax	(9,796,417)	(20,816,846)
Net cash flow from operating activities	15,302,217	(14,495,952)
Cash flow from investing activities		
Fixed Assets	(11,954,318)	(38,312,293)
Interest Received	1,429,631	5,493,609
Current Investments	74,954,329	40,339,919
Net cash flow from investing activities	64,429,642	7,521,235
Cash flow from financing activities		
Proceeds From Issue of Share Capital & Securitties Premium	0	(982,695)
Long Term Borrowings - (Decrease)/Increase	(6,979,256)	(26,548,037)
Short Term Borrowings - (Decrease)/Increase	(66,082,107)	25,521,216
Finance Costs	(6,035,125)	(14,369,284)
Net cash flow from financing activities	(79,096,487)	(16,378,801)
Net increase in cash and cash equivalents	635,371	(23,353,518)
Cash and cash equivalents at the beginning of the period	2,623,538	25,977,056
Cash and cash equivalents at the end of the period*	3,258,909	2,623,538

* The above cash flow statement has been prepared under the "Indirect Method" as set out in the Accounting Standard-3, "Statement of Cash Flow".

COMPONENT OF CASH & CASH EQUIVALENTS:

CASH & CASH EQUIVALENTS:

A Balance with banks:

i) Current Accounts

A Cash on Hand:

	As at 31st March, 2020	As at 31st March, 2019
	3,218,318	2,520,487
	40,591	103,051
	3,258,909	2,623,538

The accompanying Notes form an Integral part of the Financial Statements

As per our report of even date

For APG & Associates

Chartered Accountants

FRN: 119598W

Atul Sharma

Partner

M.NO. 075615

Date: 31-07-2020

Place: Indore

**For and on behalf of the Board of Directors of
Uniinfo Telecom Services Limited**

**Kishore Bhuradia
(Managing Director)
(DIN : 03257728)**

**Pranay Parwal
(Director)
(DIN : 03257731)**

**Anil Jain
(Chief Financial Officer)**

**Asthā Jain
(Company Secretary)**

UNIINFO TELECOM SERVICES LIMITED

CIN - L64202MP2010PLC024569

(Notes forming part of the Consolidated financial statements)

Note	Particulars								
1.0	<p>General information</p> <p>Uniinfo Telecom Services Limited is a public limited company domicile in india and has also got listed on the National Stock Exchange - SME Emerge Platform on 15th March, 2018. The Company and its subsidairy is engaged in rendering techincal services relating to network optmisation, network planning, drive test, survey services etc. to OEM's and telecom operators.</p>								
1.1	<p>The details of subsidiary considered in these consolidated financial statement are</p> <table><tr><th>Name of Subsidiary</th><th>Incorporated Location</th><th>% of Holding as on 31st March, 2020</th><th>% of Holding as on 31st March, 2019</th></tr><tr><td>Uniinfo Telecom Services (Thailand) Limited</td><td>Thailand</td><td>100%</td><td>100%</td></tr></table>	Name of Subsidiary	Incorporated Location	% of Holding as on 31st March, 2020	% of Holding as on 31st March, 2019	Uniinfo Telecom Services (Thailand) Limited	Thailand	100%	100%
Name of Subsidiary	Incorporated Location	% of Holding as on 31st March, 2020	% of Holding as on 31st March, 2019						
Uniinfo Telecom Services (Thailand) Limited	Thailand	100%	100%						
2.1	<p>Basis of accounting, preparation of financial statements</p> <p>These Consolidated financial statements are prepared in accordance with Indian Accounting Standards/ Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values. GAAP comprises mandatory accounting standards as prescribed by the Companies (Accounting Standards) Rules, 2014 and the provisions of the Companies Act, 2013. Accountings policies have been consistently applied except where a newly-issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use all amounts included in the consolidated financial statements are report in INR.</p>								
2.2	<p>Basis of Consolidation</p> <p>the consolidated financial statement include the financial statements of Uniinfo Telecom Services Limited and its subsidiary'viz Uniinfo Telecom Services (Thailand) Limiited, which are owned or controled. Subsidiary is consolidated from the date control commences until the date control ceases. the financial statement of group companies are consolidated on a line by line basis and intra-group balances and transaction are eliminated. the finanacial statements are prepared by applying uniform accounting policies in use at the group since the subsidiary is owned and controled 100% by Uniinfo as on the closing date, there is no minority interest and goodwill/capital reserve.</p>								

UNIINFO TELECOM SERVICES LIMITED
CIN - L64202MP2010PLC024569
(Notes forming part of the Consolidated financial statements)
2.3 Use of estimates

The preparation of the Consolidated financial statements is in conformity with Indian GAAP requires the management to make judgement, estimates and assumptions that attend the accounting policies, reported balances of assets and liabilities (including contingent liabilities) and the reported amounts of income and expenses during the period of financial statement. The management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known/materialise. 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.

2.4 Cash and cash equivalents (for purposes of Cash Flow Statement)

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

2.5 Cash flow statement

Cash flows are reported using the indirect method, whereby profit /(loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

2.6 Revenue recognition

The Company derives revenue primarily from rendering technical services relating to Network optimisation, Network planning ,drive test, survey services etc. to OEM's and Telecom operators.

Revenues from customer contracts are considered for recognition and measurement when the contract has been approved by the parties to the contract, the parties to contract are committed to perform their respective obligations under the contract, and the contract is legally enforceable. Revenue is recognized upon transfer of control of promised products or services to customers in an amount that reflects the consideration the Company expects to receive in exchange for those products or services. To recognize revenues, the Company applies the following five step approach: (1) identify the contract with a customer, (2) identify the performance obligations in the contract, (3) determine the transaction price, (4) allocate the transaction price to the performance obligations in the contract, and (5) recognize revenues when a performance obligation is satisfied. When there is uncertainty as to collectability, revenue recognition is postponed until such uncertainty is resolved.

2.7 Other income

Interest income on fixed deposits from banks are accounted on accrual basis and other interest income is accounted on receipt basis.

UNIINFO TELECOM SERVICES LIMITED
CIN - L64202MP2010PLC024569
(Notes forming part of the Consolidated financial statements)
2.8 Fixed assets

Tangible assets are stated at cost of acquisition less accumulated depreciation and impairment loss, if any. Cost includes all identifiable expenditure incurred in their acquisition and construction/ installation and other related expenditure incurred to bring the asset to the location and condition necessary for it to be capable of being operated in the manner intended by the management.

Capital work in progress comprises of the cost of fixed assets that are not yet ready for their intended use at the reporting date. The company identifies and determines separate useful lives for each major component of the fixed assets, if they have a useful life that is materially different from that of the assets as a whole.

When parts of an item of property, machinery and equipments have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

An item of tangible assets is derecognized on disposal or when no future economic benefits are expected from its use. Gains or losses arising from derecognition of fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the assets and are recognized in the statement of profit and loss when the assets are derecognized.

Intangible assets are recorded at the consideration paid for acquisition of such assets and are

carried at cost less accumulated amortization and impairment losses, if any.

Gains or losses arising from the retirement or disposal of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of the assets and recognised as income or expense in the Statement of Profit and Loss.

2.9 Depreciation and amortisation

Depreciation has been provided on the Written Down Value method as per the rates based on useful life as prescribed in 'Part C' of Schedule-II of the Companies Act 2013. Intangible assets are amortized on SLM basis over their estimated useful lives.

2.1 Foreign Currency Transactions

Foreign transactions denominated in foreign currency are normally recorded at the exchange rate prevailing at the time of transaction.

Monetary items denominated in foreign currency remaining unsold at the end of year are translated at the year end rate. On monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction.

Any income or expenditure on account of exchange rate difference either on unsold or on transaction is recognized in the Profit and Loss Account.

2.11 Forward and Options Contract in Foreign Currency

The Company uses Foreign Exchange Forward and Options Contract to hedge its exposure to movements in Foreign Exchange Rates. The use of this Foreign Exchange and Options Contracts reduce the risk or cost to the Company and the company does not use those for trading or speculation purposes. Forward and options contracts are fair valued at each reporting date. The resultant gain or loss from these transactions are recognized in the Statement of Profit and Loss. Forward and Option Contracts are fair valued at each reporting date.

UNIINFO TELECOM SERVICES LIMITED

CIN - L64202MP2010PLC024569

(Notes forming part of the Consolidated financial statements)

2.12 Investments

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments. The cost comprises the purchase price and directly attributable acquisition charges such as brokerage, fees and duties.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

2.13 Employee benefits

The Company's provident fund schemes are defined contribution plans. The contributions paid/payable under the schemes are recognized immediately in the Statement of Profit and Loss.

The employees' gratuity scheme is a defined benefit plan. The present value of the obligation under such defined benefit plan is determined at each Balance Sheet date based on actuarial valuation carried out by an independent actuary using Projected Unit Credit (PUC) method. Actuarial gains and losses are recognized immediately in the Statement of Profit and Loss. Past service cost is recognized as an expense on a straight line basis over the average period until the benefit becomes vested. To the extent the benefits are already vested past service cost is recognized immediately.

2.14 Borrowing costs

The borrowing costs that are directly attributable to the acquisition, construction or productions of a qualifying asset are capitalized as part of the cost of that asset. The amount of borrowing cost eligible for capitalization is determined in accordance with Accounting Standard (AS) 16- Borrowing Costs issued by the Institute of Chartered Accountants of India (ICAI) and specified u/s 133 of the Act read with Rule 7 of the Companies (Accounts) Rule, 2014.

2.15 Segment reporting

As per the definition of Business Segment and Geographical Segment contained in Accounting Standard 17 "Segment Reporting", the management is of the opinion that the Company's operation comprises of operating in Primary and Secondary market and incidental activities thereto, there is neither more than one reportable business segment nor more than one reportable geographical segment, and, therefore, segment information as per Accounting Standard 17 is not required to be disclosed.

2.16 Work in Progress under Service Contracts

Work in progress are valued at cost. The cost of inventories comprise all costs of purchase including duties and taxes (other than those subsequently recoverable from the taxing authorities), conversion cost, Salaries, Site expenses and other costs incurred in bringing the project to their present location and condition.

UNIINFO TELECOM SERVICES LIMITED
CIN - L64202MP2010PLC024569
(Notes forming part of the Consolidated financial statements)
2.17 Earnings per share

Basic earnings per share is computed by dividing the profit /(loss) after tax (including the post tax effect of extraordinary items, if any) by the number of weighted average equity shares outstanding during the year.

In the event of issue of bonus shares, or share split the number of equity shares outstanding is increased without an increase in the resources. The number of Equity shares outstanding before the event is adjusted for the proportionate change in the number of equity shares outstanding as if the event had occurred at the beginning of the earliest period reported. Right shares issued during the year is considered while calculating EPS during the current period.

2.18 Taxes on income

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is probable that future economic benefit associated with it will flow to the Company.

Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantially enacted as at the reporting date. Deferred tax liabilities are recognised for all timing differences. Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognised only if there is virtual certainty that there will be sufficient future taxable income available to realise such assets. Deferred tax assets are recognised for timing differences of other items only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realised. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each Balance Sheet date for their realisability.

2.19 Impairment of assets

The Company assesses at each balance sheet date whether there is any indication that an asset or a group of assets (Cash Generating Unit) may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset or a group of assets. If such recoverable amount of the asset or the recoverable amount of the Cash Generating Unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the Statement of Profit & Loss. If at the Balance Sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciable historical cost.

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(Notes forming part of the Consolidated financial statements)

2.20 Provisions and contingencies

A provision is recognised when the Company has a present obligation as a result of past events and 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. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

2.21 Leases

Lease payments under an operating lease recognised as an expense in the statement of profit and loss on a straight line basis over the lease term unless another systematic basis is more representative of the time pattern of the user's benefit.

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Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '3'		
SHARE CAPITAL		
-Authorised		
1,20,00,000 Equity Shares of Rs. 10/- each	120,000,000	120,000,000
[Previous Year : 12000000 Equity Shares of Rs. 10/- each]		
-Issued, Subscribed and Paid up		
1,06,93,120 Equity Shares of Rs 10/- each fully paid-up.	106,931,200	106,931,200
[Previous Year : 10693120 Equity Shares of Rs. 10/- each]		
TOTAL	106,931,200	106,931,200
Reconciliation of Shares (In Nos.) :-	(In Nos.)	(In Nos.)
Opening Share Capital	10,693,120	10,693,120
Closing Share Capital	10,693,120	10,693,120
List of shareholders having 5% or more Shares :-		
Name Of Shareholders and Holding in Nos.	(In Nos.)	(In Nos.)
Anil Jain	-	-
Kishore Bhuradia	4,616,240	4,616,240
Pranay Parwal	643,840	643,840
TOTAL	5,260,080	5,260,080
Name Of Shareholders and Holding in Percentage	(In %)	(In %)
Anil Jain	-	-
Kishore Bhuradia	43.17%	43.17%
Pranay Parwal	6.02%	6.02%
TOTAL	49.19%	49.19%

3.1 Terms/rights attached to Equity Shares:

i. The company has only one class of shares referred to as equity shares having a par value of Rs.10/-. Each holder of equity shares is entitled to one vote per share.

ii. In the event of liquidation of the Company, the holders of equity shares shall be entitled to receive any of the remaining assets of the company, after distribution of all preferential amounts. The amount distributed will

3.2 The company had issued 2,12,745 Right Equity Shares of Rs. 10 each share on premium of Rs. 225 per share in the financial year 2017-18.

3.3 The company had issued 66,14,175 Bonus Equity Shares of Rs. 10 each share in the financial year 2017-18, out of securities premium reserve account, in accordance with the provisions of Sec.63 of the Companies Act, 2013.

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3.4 Initial public issue of upto 36,38,000 equity shares of face value of Rs. 10/- each ("equity shares") of Uniinfo Telecom Services Limited (the "company" or the "issuer") at a price of Rs. 55/- per equity share, including a share premium of Rs. 45/- per equity share (the "issue price"), aggregating up to Rs.2,000.90 lakhs("the issue"), of which 8,04,000 equity shares of face value of Rs.10/- each at a price of Rs. 55/- per equity share, aggregating up to Rs. 442.20 lakhs were reserved for Pre- IPO placement and 28,34,000 equity shares of Rs.10/- each at a price of Rs. 55/- per equity share, aggregating up to Rs. 1,558.70 lakh was reserved for public issue of which 1,42,000 equity shares of face value of Rs. 10/- each at a price of Rs. 55/- per equity share, aggregating up to Rs. 78.10 lakhs was reserved for the market maker to the issue (the "market maker reservation portion"). the public issue less market maker reservation portion i.e. net issue to public were 26,92,000 equity shares of face value of Rs. 10/- each at a price of Rs. 55/- per equity share, aggregating up to Rs. 1,480.60 lakhs is hereinafter referred to as the "net issue". the PRE – IPO placement, public issue and the net issue will constitute 7.52%, 26.50% and 25.18% respectively of the post issue paid up equity share capital of our company.

3.5. No monies received against share warrants.

3.6 No share application money is pending for allotment.

Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '4'		
RESERVES AND SURPLUS		
Profit and Loss Account		
Opening Balance	106,673,778	54,790,309
Add: Profit During The Year	7,984,173	51,883,470
TOTAL OF (A)	114,657,952	106,673,778
Securities Premium Reserve		
Opening Balance	161,573,686	162,556,381
Less: Amount utilised for IPO Expenses	-	982,695
TOTAL (AFTER INTIAL PUBLIC OFFER) OF (B)	161,573,686	161,573,686
TOTAL OF (C) = (A) + (B)	276,231,638	268,247,464
Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '5'		
LONG TERM BORROWINGS		
-Secured		
Axis Bank Limited Car Loan A/c	722,948	934,026
Less: Current Matuarities of Term Loan	230,079	211,078
	492,869	722,948
TOTAL of (A)	492,869	722,948

For Axis Bank -Car Loan

a. The car loan from the Axis Bank Limited carries interest @ 8.65% vide sanction letter dated 05.03.2018. The loan is repayable in 60 equated monthly installments along with interest as and when due on the remaining balance.

b. The car loan is secured by hypothecation of the car purchased from bank finance.

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Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
- Unsecured		
Loan From Banks		
Kotak Mahindra Bank Limited	-	1,824,824
Less: Current Maturities of Term Loan	-	1,824,824
	-	-
RBL Bank Limited	859,401	2,018,373
Less: Current Maturities of Term Loan	859,401	1,158,972
	-	859,401
Indusind Bank Limited	1,214,336	2,593,577
Less: Current Maturities of Term Loan	1,214,336	1,379,241
	-	1,214,336
IDFC First Bank (Formerly known As Capital First Limited)	1,357,717	2,900,324
Less: Current Maturities of Term Loan	1,357,717	1,542,607
	-	1,357,717
Loan From NBFC's		
Edelweiss Retail Finance Limited	1,367,167	2,927,164
Less: Current Maturities of Term Loan	1,367,167	1,559,997
	-	1,367,167
Fullerton India Credit Co. Limited	-	1,684,157
Less: Current Maturities of Term Loan	-	1,684,157
	-	-
IVL Finance Limited	1,074,024	2,294,329
Less: Current Maturities of Term Loan	1,074,024	1,220,305
	-	1,074,024
Religare Finvest Limited	-	887,889
Less: Current Maturities of Term Loan	-	887,889
	-	-
Tata Capital Financial Services Limited	876,532	1,876,686
Less: Current Maturities of Term Loan	876,532	1,000,154
	-	876,532
TOTAL of (B)	-	6,749,177
TOTAL of (C) = (A) + (B)	492,869	7,472,125

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Terms & conditions of loans from banks :-

For Kotak Mahindra Bank Limited - Business Term Loan

a. The indian rupee Business Loan taken from the Kotak Mahindra Bank Limited carries interest @17% p.a. vide agreement letter dated 16-11-2017. The loan is repayable in 24 equated monthly installment along with interest as and when due on the remaining balance.

For RBL Bank Limited - Business Term Loan

a. The indian rupee Business Loan taken from the RBL Bank Limited carries interest @18% p.a. vide disbursement letter dated 18-11-2017. The loan is repayable in 36 equated monthly installment along with interest as and when due on the remaining balance.

For Indusind Bank Limited - Business Term Loan

a. The indian rupee Business Loan taken from the Indusind Bank Limited carries interest @18.50% p.a. vide sanction letter dated 05-12-2017. The loan is repayable in 36 equated monthly installment along with interest as and when due on the remaining balance.

Terms & conditions of loans from Non-Banking Financial Companies :-

For Capital First Limited - Business Term Loan

a. The indian rupee Business Loan taken from the Capital First Limited carries interest @18.50% p.a. vide agreement letter dated 24-11-2017. The loan is repayable in 36 equated monthly installment along with interest as and when due on the remaining balance.

For Edelweiss Retail Finance Limited - Business term Loan (Top Up)

a. The indian rupee Business Loan taken from the Edelweiss Retail Finance Limited carries interest @18% p.a. vide agreement letter dated 02-12-2016. The loan is repayable in 24 equated monthly installment along with interest as and when due on the remaining balance.

For Fullerton India Credit Co. Limited - Business Term Loan (Top Up)

a. The indian rupee Business Loan taken from the Fullerton India Credit Company Limited carries interest @18% p.a. vide agreement letter dated 05-01-2017. The loan is repayable in 24 equated monthly installment along with interest as and when due on the remaining balance.

For IVL Finance Limited - Business Term Loan

a. The indian rupee Business Loan taken from the IVL Finance Limited carries interest @18.50% p.a. vide agreement letter dated 18-12-2017. The loan is repayable in 36 equated monthly installment along with interest as and when due on the remaining balance.

For Religare Finvest Limited - SME Term Loan

a. The indian rupee Business Loan taken from the Religare Finvest Limited carries interest @18.75% p.a. Vide agreement letter dated 29-10-2015. The loan is repayable in 36 equated monthly installment along with interest as and when due on the remaining balance.

For Tata Capital Financial Services Limited - PL Business Loan

a. The indian rupee Business Loan taken from the TATA Capital Financial Services Limited carries interest @18.00% p.a. Vide disbursement letter dated 20-11-2017. The loan is repayable in 36 equated monthly installment along with interest as and when due on the remaining balance.

Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '6'		
LONG TERM PROVISION		
Gratuity Provision	8,182,394	6,955,890
TOTAL	8,182,394	6,955,890

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Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '7'		
SHORT TERM BORROWINGS		
-Secured		
Loans repayable on demand		
From Banks (Cash Credit Limit)		
- ICICI Bank Limited	20,120,912	35,211,732
(Secured by debtors and assets belonging to Directors and relative of the Directors and the personal guarantee of the Directors)		
- YES Bank Limited	-	45,360,413
TOTAL OF (A)	20,120,912	80,572,145

Terms & conditions of Cash Credit Limit from ICICI Bank Limited :-

a. Loans repayable on demand from ICICI Bank carries interest @I-MCLR-6M is 8.15% + 1.30% vide sanction letter dated 23.01.2020. However, the facilities are available for the period of 12 months subject to review at periodicals intervals wherein the facilities may be continued/ cancelled/reduced depending upon the conduct and utilisation of facilities. Further, others conditions, in detailed, are mentioned in the sanction letter issued by the ICICI Bank Limited.

b. CC limit has first charge by way of hypothecation of the company's entire stock of raw materials, semi-finished/work -in-progress and finished goods, and such other movables including book-debts, consumables stores and spares, bills whether documentary or clean, outstanding monies, receivables, both present and

c. Further, the loans have been guaranteed by the by personal guarantee of Shri Kishore Bhuradia, Shri Pranay Parwal, Anil Jain Director & principal shareholder of the company and Smt. Nirmala Parwal, Smt. Nirmala Bhuradia & Rekha Jain relative of key managerial person.

d. The Company mortgaged properties belonging to Shri Kishore Bhuradia, Shri Anil Jain Directors and Smt.

Nirmala Parwal, Smt. Nirmala Bhuradia, Smt. Rekha Jain relative of key managerial person as collateral security.

Terms & conditions of Overdraft (FD Backed) Facility from YES Bank Limited :-

a. The facility shall be used for working capital requirement of the borrower and bearing the floating rate of interest @ 0.35% over and above Fixed Deposit rate.

b. The Overdraft facility from Yes Bank is secured by 110% of Fixed Deposits in the name of the Borrower under the bank lien. subject to further furnish cash collateral equivalent to 110% of the amount of facility to be utilized from time to time upon demand by the bank, furnish additional amounts of cash collateral furnished and the notional amount of the letter of credit due to exchange rate fluctuation as on the date of demand. Further, the tennure period of facility is 12 months or maturity of FDR whichever is earlier subject to annual review.

Terms & Conditions of Inter Corporate Deposit :

The above Loan was taken on long term basis with mutually agreed repayment & interest rate terms & conditions.

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Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '8' TRADE PAYABLES Trade Payables		
Total outstanding dues of Micro and Small Enterprises (Refer Note No.32)	-	-
Total outstanding dues of creditors other than Micro and Small Enterprises	13,345,360	27,755,425
TOTAL	13,345,360	27,755,425
Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '9' OTHER CURRENT LIABILITIES		
Current maturities of long term debt	6,979,256	12,469,224
Employee Benefits	14,172,183	17,649,372
For Statutory Dues	9,981,805	11,942,972
Others (Refer Note No. 27)	2,114,254	1,365,420
TOTAL	33,247,498	43,426,988
Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '10' SHORT TERM PROVISIONS		
Provision for Taxation (Net) (Refer Note No.28)	-	208,563
TOTAL	-	208,563
Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '12' DEFERRED TAX ASSETS (NET) Tax effect of items constituting Deferred Tax Assets		
- On difference between book balance and tax balance of fixed assets	1,820,168	1,391,268
- Provision for gratuity	2,059,345	1,935,129
DEFERRED TAX LIABILITIES (NET)	-	-
TOTAL	3,879,513	3,326,397
Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '13' LONG TERM LOANS AND ADVANCES Secured Considered Good: Security Deposits		
- Sales Tax/VAT/CST (Deposits)	435,542	408,290
TOTAL	435,542	408,290

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Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '14' INVENTORIES WIP		
TOTAL	265,330,800	281,597,300
	265,330,800	281,597,300
Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '15' TRADE RECEIVABLES Unsecured Considered Good Outstanding for a period less than six months Outstanding for a period exceeding six months Less Provision for doubtful debts		
	89,852,602	95,932,541
	14,941,545	7,949,140
	(586,685)	
TOTAL	104,207,462	103,881,681
Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '16' CASH AND BANK BALANCES -Cash and Cash Equivalent Cash on Hand Balance with Banks - With Current Accounts - Other Bank Balances FDR With More Than 3 Month Maturity but Less Than 12 Months		
	40,591	103,051
	3,218,318	2,520,487
	-	74,954,329
TOTAL	3,258,909	77,577,866
Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '17' SHORT TERM LOANS AND ADVANCES Secured Considered Good: Security Deposits :- - Rent deposits with Landlord - FDR for Commandant MCTS (Mhow) - Reliance Corporate IT Park Limited - Security deposit with UCN Cable Network Pvt. Ltd. Security deposit with Livingston India Pvt.Ltd		
	833,950	500,620
	295,309	278,083
	7,112,090	6,022,164
	1,000	1,000
	1,200,000	300,000
Balance with Govt. Department :- Income tax refund receivable (Previous Years) TDS Receivable (Net) (FY 2019-20) (See Note no 29) VAT Receivable GST Receivable Advances to Employees Advances to Suppliers		
	1,583,496	7,262,310
	11,251,264	-
	221,681	211,216
	1,147,513	220,874
	7,514,870	3,878,617
	1,131,317	166,238
TOTAL	32,292,489	18,841,121

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Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '18' OTHER CURRENT ASSETS Other Receivable (Refer Note No. 28)	505,314	478,325
TOTAL	505,314	478,325
Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '19' REVENUE FROM OPERATION (i) Income from Services (Domestic) (i) Income from Trading of Goods (Domestic)	416,858,215 474,019	501,041,174 -
TOTAL	417,332,234	501,041,174
Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '20' OTHER INCOME Sundry Balance Written Off Interest on Income Tax Refund Interest on FDR Interest Received from Bank Aditya Birla Sun Life (Short Term Capital Gain)	81,992 681,456 1,433,351 3,720 -	16,756 - - 5,493,609 240,506
TOTAL	2,200,519	5,750,871
Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '21' COST OF MATERIAL CONSUMED Materials Consumption Opening Stock Add: Purchases Add: Taxes on Purchases Less : Closing Stock	- 25,489,365 - 25,489,365 -	- 14,845,737 - 14,845,737 -
TOTAL	25,489,365	14,845,737
Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '22' (Increase)/Decrease in WIP Closing WIP Opening WIP	265,330,800 281,597,300	281,597,300 235,211,800
TOTAL	(16,266,500)	46,385,500

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Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '23'		
EMPLOYEE BENEFITS EXPENSES		
Salaries, Wages, Bonus etc.	154,074,488	194,373,831
Contribution to P.F, E.S.I and Other Statutory Funds	4,740,546	6,190,914
Gratuity	1,226,504	2,159,907
Staff Welfare	65,499	241,425
TOTAL	160,107,037	202,966,077
Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '24'		
FINANCE COSTS		
Interest Expenses	5,777,198	13,249,320
Other Borrowing Expenses	257,927	1,119,964
TOTAL	6,035,125	14,369,284
Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '25'		
OTHER EXPENSES		
Advertisement Charges	9,000	69,981
Auditors' Fees (See Note No : 39)	300,000	300,000
Brokerage	126,930	113,372
Business Promotion	369,071	39,794
Consumable Computer Accessories	207,264	263,420
Consumption of Stores and Spares Parts	1,229	101,802
Conveyance Charges	125,889	231,700
Cost of Services	153,386,403	214,568,375
Courier Charges	199,674	443,092
CSR EXP	212,656	511,000
Customer/Supplier Deduction	75,708	482,866
Director sitting fee	67,500	75,000
Donation	-	5,000
Electricity Expenses	432,907	469,703
Fee on Late Payment of GST	14,060	72,290
Foreign exchange restatement difference	126,742	-
Freight & Cartage	8,989,590	4,070,771
Insurance	1,085,417	66,013
Interest on GST	378,289	-
Interest on TDS	1,170	90,309
Legal & Professional	1,058,897	1,014,094
Medical Expenses	576,715	500,971
Interest on ESIC	64,637	-
NSE Fee-17-18	-	25,000
Office Expenses	199,534	463,584
Packaging Charges	82,037	50,040

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Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
Professional Tax	31,890	71,573
Provision for doubtful debts	586,685	-
Rates & Taxes	29,606	46,985
Rent for Machinery	6,163,625	2,404,861
Rent office	4,896,990	4,133,932
Repair & Maintenance	611,352	690,457
Roc Filing Fees	11,500	300
Software Subscription	75,210	139,385
Stationery & Printing	192,124	375,604
Telephone Expenses	419,657	709,673
Training Expenses	2,944,720	2,677,831
Travelling Expenses	1,073,547	604,967
TOTAL	185,128,224	235,883,745
Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '26'		
Others		
Director Remuneration Payable	923,364	299,364
Expenses Payable	1,190,890	1,063,056
Shamrao Vitthal Co-Operative Bank	-	3,000
TOTAL	2,114,254	1,365,420
Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '27'		
Other Receivable		
Prepaid Expenses	487,141	208,203
Prepaid License Software Expenses	-	54,750
Others	18,173	215,372
TOTAL	505,314	478,325
Particulars	As at 31st March, 2020	As at 31st March, 2019
	Rupees	Rupees
NOTE NO. '28'		
Provision for Taxation (Net)		
Current Tax	4,223,967	21,025,408
Less:- TDS deducted during the year	12,075,231	11,816,846
Less:- Advance tax paid	3,400,000	9,000,000
TOTAL	(11,251,264)	208,563

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NOTE 29	Contingent liabilities and commitments (to the extent not provided for)	As at 31st March, 2020	As at 31st March, 2019	
(i)	Contingent liabilities			
	(a) Claims against the Company not acknowledged as debt (give details)	NIL	NIL	
	(b) Guarantees - Bank Gaurantee	NIL	NIL	
	(c) Other money for which the Company is contingently liable (give details)	NIL	NIL	
(ii)	Commitments			
	(a) Estimated amount of contracts remaining to be executed and to the extent not provided for	NIL	NIL	
	Capital Account	-	-	
	Ravenue Account	NIL	NIL	
	(b) Uncalled liability on shares and other investments partly paid	NIL	NIL	
(iii)	Income Tax Disputed Demand U/S 143 (1) (a) CIT-A AY YEAR 2017-18	-	512,587	
(iv)	Income Tax Disputed Demand U/S 143 (1) (a) CPC AY YEAR 2018-19	1,408,910	-	
	(c) Other commitments	NIL	NIL	
NOTE 30	Details of unutilised amounts out of issue of securities made for specific purpose			
	The details of utilisation of IPO proceeds Rs. 2000.90 Lakh in the F.Y 2017-18 are as follows:			
	(Unutilised upto 31-03-2019 Rs. 343.00 Lakh)			
		(Rs. In Lakh)		
S.No.	Particulars	As per Prospectus	Utilised upto 31-03-2020	Unutilised upto 31-03-2020
1	Working Capital Deployment	835.00	835.00	0.00
2	Repayment of Unsecured Loan	815.00	815.00	0.00
3	General Corporate Purposes	175.90	175.90	0.00
4	Issue Related Expenses	175.00	175.00	0.00
	Total	2000.90	2000.90	0.00
NOTE 31	Details on derivatives instruments and unhedged foreign currency exposures : NIL			
Note 32	Segment information : - Company operates in only one segement i.e. providing telecommunication services to various telecom companies, OEM's and Operators.			
Note 33	Related party transactions			
33.1	Details of related parties:			
	Description of Relationship	Names of related parties		
	Key Management Personnel (KMP)	Mr. Anil Jain-Director, Mr. Kishore Bhuradia-Director, Mr. Pranay Parwal-Director, Mr. LT Pramod Deogirikar-Independent Director, Mrs. Sudha Rathi-Independent Director, Mr. Prakash Chandra Chhajed-Independent Director, Mr. Niresh Maheshwari-CFO, Mr. Sachin Upadhyay-CS (Resigned), Ms. Astha Jain-CS		
	Relatives of KMP	Mrs. Nirmala Bhuradia, Mrs. Nirmala Parwal, Mrs. Rekha Jain		

UNIINFO TELECOM SERVICES LIMITED
(Notes forming part of the Consolidated financial statements)

33.2	Particulars	KMP	Relatives of KMP	Subsidiary of the Company
	Director Remuneration	7,800,000	-	-
		(7,800,000)	-	-
	KMP'S Remuneration	1,882,191	-	-
		(1,793,141)	-	-
	Director Sitting Fee	67,500	-	-
		(75,000)	-	-
	Key Man Life Insurance Premium	529,784	-	-
		-	-	-
	Rent Payments	-	357,207	-
		-	(340,200)	-
	Guarantees and collaterals - By KMP in favor of Company	26,870,089	-	-
		(55,153,080)	-	-
	Guarantees and collaterals - By Relatives of KMP in favor of Company	-	20,120,912	-
		-	(35,211,732)	-
	Balances outstanding at the end of the year			
	Director Remuneration	792,788	-	-
		(299,364)	-	-
	KMP'S Remuneration	1,182,505	-	-
		(473,689)	-	-
	Director Sitting Fee	12,300	-	-
		(60,000)	-	-

Note: Figures in bracket relates to the previous year.

Note 34	Particulars	As at 31st March, 2020	As at 31st March, 2019
	Earnings per share		
	<u>Basic</u>		
	Continuing operations		
	Net profit for the year after taxation	7,984,173	51,883,470
	Less: Preference dividend and tax thereon	-	-
	Net profit for the year from continuing operations attributable to the equity shareholders	7,984,173	51,883,470
	Weighted average number of equity shares	10,693,120	10,693,120
	Par value per share	10	10
	Earnings per share from continuing operations - Basic	0.75	4.85
	Earnings per share from continuing operations - Diluted	0.75	4.85

Note 35 As per Section 135 of the Companies Act, 2013, a company meeting the applicability threshold of CSR needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities.

Amount spent during the year Rs. 212656/- (Previous year Rs. 511000/-)

Payment Description	Amount
Deaf Enabled Foundation	5,000
Shri Gulabchand Parmarthik Trust	60,000
Shri Geeta Bhavan Trust	21,656
Indore Literary Programor Organizing Society	50,000
Svara Charitable Trust	76,000
Total	212,656

UNIINFO TELECOM SERVICES LIMITED
(Notes forming part of the Consolidated financial statements)

Note 36

The COVID-19 outbreak continues to spread rapidly in India and across the Globe. Various measures taken by the Government to contain the spread of virus including lock-downs have affected economic activity and caused disruption to regular business operations of the Company. The extent to which the COVID-19 pandemic will Impact Company's results will depend on future developments, which are highly uncertain. The Company has made Initial assessment of recoverability of its assets like trade receivables, Inventories other asset and is reasonably certain that these need not be impaired. As service sector organisation heavily dependent on manpower commuting to various sites for field activities, lock downs have hugely impacted our productivity and substantially enhanced our field expenses. However, the impact assessment of COVID-19 is a continuing process given the uncertainties associated with its nature and duration. The Impact of COVID-19 may be different from that estimated as at the date of approval of these Financial results and the Board will continue to closely monitor the developments

Note 37 Payment to Statutory Auditor's As :-

Particulars	As at 31st March, 2020	As at 31st March, 2019
(a) Statutory Audit Fees	250,000	250,000
(b) Tax Audit Fees	50,000	50,000
Total	300,000	300,000

Note 38

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

As per our report of even date
For APG & Associates
Chartered Accountants
FRN: 119598W

For and on behalf of the Board of Directors of
Uniinfo Telecom Services Limited

Atul Sharma
Partner
M.NO. 075615
Date: 31-07-2020
Place: Indore

Kishore Bhuradia
(Managing Director)
(DIN : 03257728)

Pranay Parwal
(Director)
(DIN : 03257731)

Anil Jain
(Chief Financial Officer)

Astha Jain
(Company Secretary)

UNIINFO TELECOM SERVICES LIMITED
STATEMENT OF FIXED ASSETS FOR THE YEAR ENDED ON 31st MARCH, 2020

NOTE NO. '11'											
SR. No.	DESCRIPTION OF ASSETS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		COST AS ON 01.04.2019	ADDITION DURING THE YEAR	DELITION OF ADJUSTMENTS /SALES	TOTAL COST AS AT 31.03.2020	DEPRECIATION AS AT 01.04.2019	DURING THE YEAR	DEP ADJ.	TOTAL DEP. AS AT 31.03.2020	AS AT 31.03.2020	AS AT 31.03.2019
1	PLANT AND EQUIPMENT KIT	55,514,627	9,296,026	-	64,810,654	15,375,929	8,405,510	-	23,781,439	41,029,214	40,138,699
2	FURNITURE AND FIXTURES	3,629,182	1,570,615	-	5,199,798	2,067,080	579,234	-	2,646,315	2,553,483	1,562,102
3	OFFICE EQUIPMENT	567,246	213,069	-	780,315	353,837	168,399	-	522,236	258,079	213,409
4	COMPUTERS	26,825,613	1,096,135	-	27,921,748	18,468,136	5,275,202	-	23,743,338	4,178,410	8,357,477
5	MOTOR CAR	2,199,782	-	-	2,199,782	1,168,334	408,794	-	1,577,128	622,653	1,031,448
	TOTAL RS.	88,736,450	12,175,845	-	100,912,296	37,433,316	14,837,140	-	52,270,456	48,641,840	51,303,134
6	Capital WIP	221,528	-	221,528	-	-	-	-	-	-	221,528
	GRAND TOTAL RS.	88,957,978	12,175,845	221,528	100,912,296	37,433,316	14,837,140	-	52,270,456	48,641,840	51,524,662
	PREVIOUS YEAR RS.	50,658,429	38,312,293	12,743	88,957,978	23,235,164	14,198,152	-	37,433,316	51,524,662	27,423,264



UNIINFO TELECOM SERVICES LIMITED

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