

UNIINFO TELECOM SERVICES LIMITED

ANNUAL REPORT

2020 - 2021

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Day, Date & Time	Wednesday 29th September, 2021, 12:00 P.M.	

OVERVIEW:-

India is expected to have a digital economy of \$1 Tn (trillion) by 2025, to make this dream possible Digitization and virtualization of market would be more important and in this Telecommunication Industry along with Information technology will play vital role.

Mobile data consumption has grown steadily. However, 2021 is going to be defining moment for telecom sector as 5G arrives in. It is expected that there will be \$30 billion capex investment for 5G.

With the pandemic accelerating the digital first approach across all verticals, Indian telecom sector is set to undergo massive disruption on the heels of the 5G revolution. The year 2020 has been the turnstile for digital adoption in the country. With life going digital at every touch point, future transition would be equally aggressive on making digital as seamless as possible. Telecom and ICT of course, will play the directive.

Digitizing India is the key focal point of the industry, with various discourses happening around strengthening the digital infrastructure for the future of Digital India and making India self-reliant. Telecom serves as the backbone for several industries including digital health and telemedicine, edtech, entertainment through OTT platforms, fintech and digital banking, e-commerce and even remote working and management for enterprise/corporates.

All these verticals have been depending on seamless connectivity to further achieve maximum customer retention and customer experience to drive their business. With Covid-19 revealing the gaping holes of connectivity in India, the next few years will be important for patching the connectivity seamlessly to nurture and deliver on the digital India dream.

When it comes to enterprises and corporate workspaces, connectivity is the axis on which they have been functioning. With more than 80 per cent of the workforce migrating suddenly to work from home (WFH) practices, the connectivity issues that the heightened traffic ensued was nightmarish. Now, as more and more enterprises switch to cloud and IoT based business models, seamless connections have become an inevitable requirement.

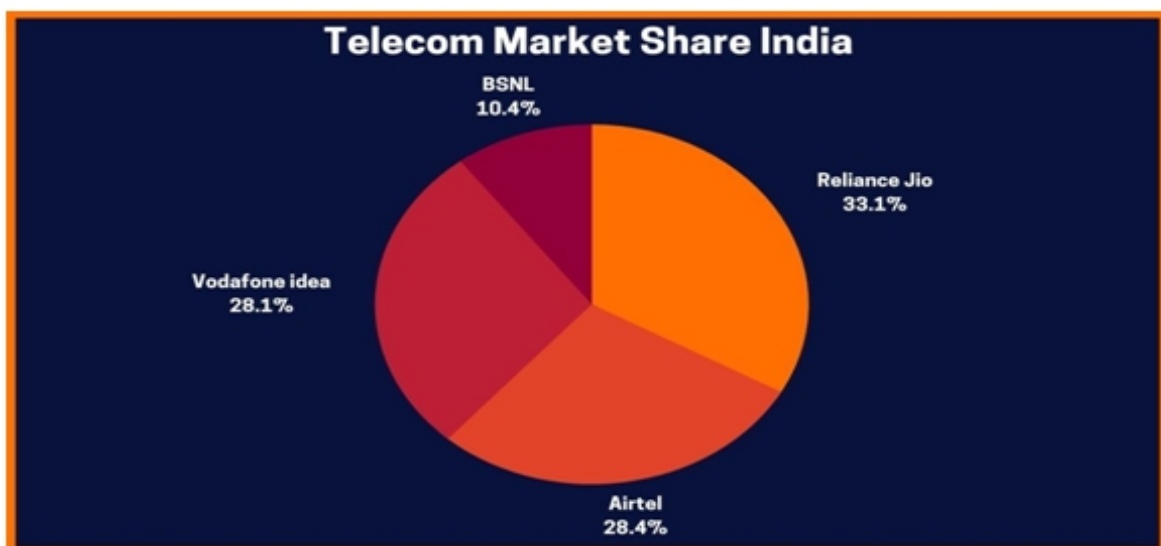
India is currently the world's second-largest telecommunications market with a subscriber base of 1.20 billion as on 31st January 2021 and has registered strong growth in the last decade and half. India is on its way to becoming the second-largest smartphone market globally by 2025 with around 1 billion installed devices and is expected to have 920 million unique mobile subscribers by 2025 which will include 88 million 5G connections.

Over the last thirteen years, the Indian Telecom Tower industry has seen a significant growth. An average of 29,000 new towers have been built per year. It is also estimated that 5G technology will contribute approximately \$450 billion to the Indian Economy in the period of 2023-2040.

The Indian Telecom economy is growing rapidly and will contribute substantially to India's Gross Domestic Product (GDP). The deregulation of Foreign Direct Investment (FDI) norms has made the sector one of the fastest growing and the top five employment opportunity generator in the country.

Market Size

The total number of internet subscribers increased from 765.09 million in February 2021 to 778.09 million in March 2021, of this subscriber base, the number of wired internet subscribers was 22.75 million and wireless internet subscribers were 755.35 million.



The total subscriber base in the country stood at 1,201.20 million in March 2021. Gross revenue of the telecom sector stood at Rs. 68,228 crore (US\$ 9.35 billion) in the third quarter of FY21.

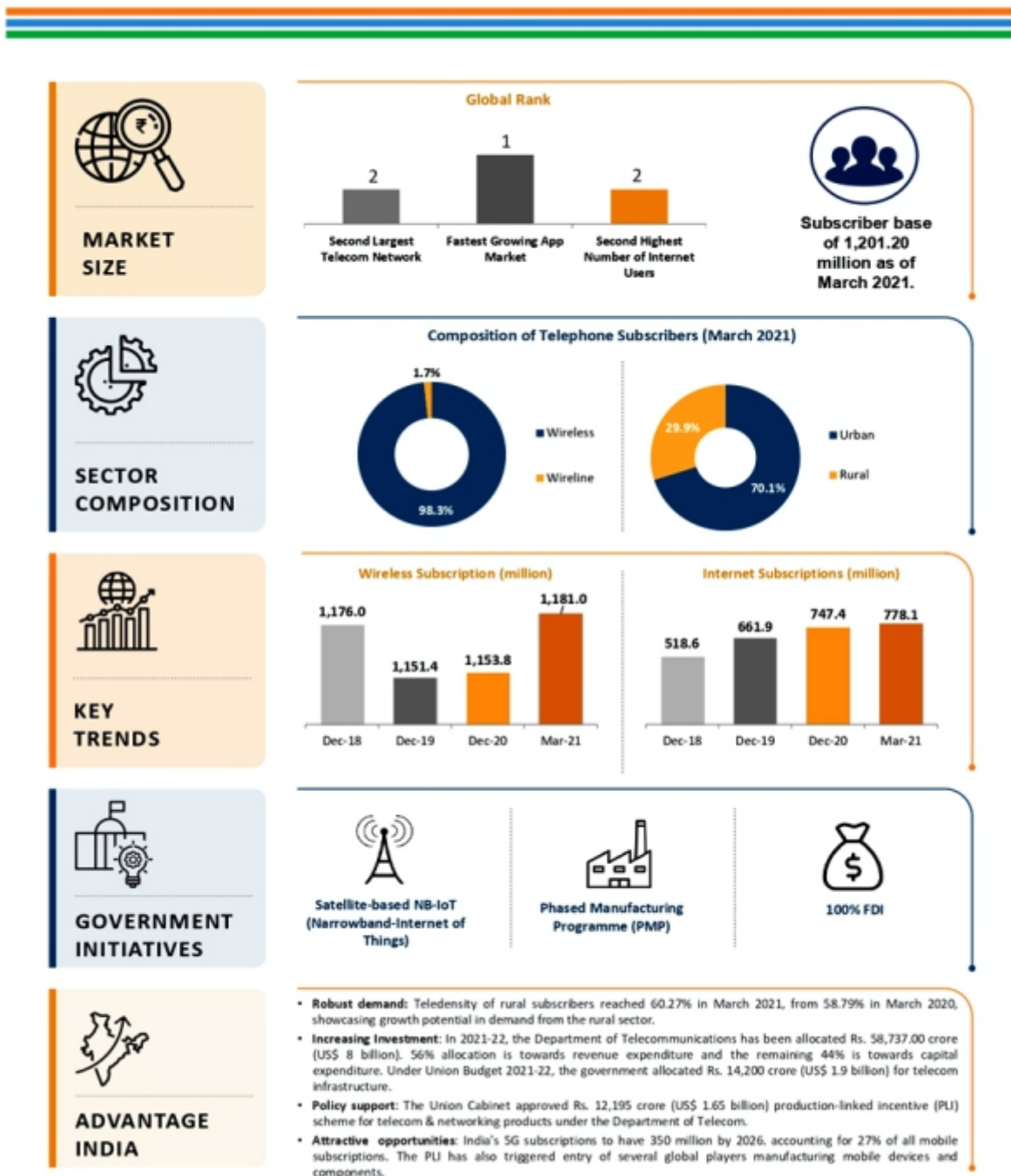
Over the next five years, rise in mobile-phone penetration and decline in data costs will add 500 million new internet users in India, creating opportunities for new businesses.

Future of Digital Transformation in Telecom:

Structural changes in the industry and digitization of country are only possible if we have good Internet Connectivity and High Data speed, which only can be feasible when connectivity of network is everywhere. Telecom Industry has changed now a days; Modernization and Virtualization of Telecommunication Network is being done rapidly. New technologies have evolved for rectifying network complexity and making it faster and more flexible for users. Integration of New Technologies like O-Ran, NFVi, SDN, IMS, and Virtualization of network elements using cloud computing is required to make Speed of 5G possible in existing network architecture.

It is noteworthy that upcoming Technologies viz Artificial Intelligence, Machine Learning, Internet of Things (IoT), Cloud Computing, Data Centers, Robotics is directly dependent on Good Network connectivity and Faster UL/DL speed which can be possible after 5G.

Market Analysis Figures



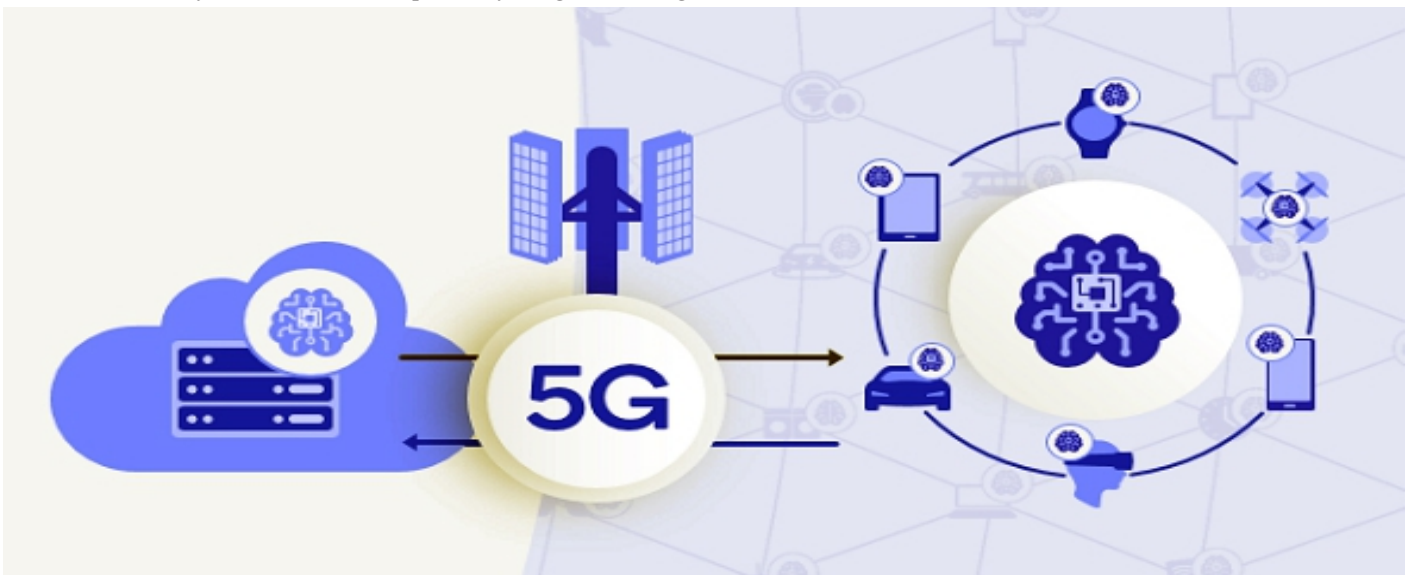
KEY TRENDS IN INDIAN TELECOM INDUSTRY



Focus on fiberisation and infrastructure development: India's current penetration into fiberized connectivity is less than 30 per cent of mobile towers and 7 per cent households. In order to usher in 5G and high-speed connectivity, heavy fiberisation and infrastructural development has to be made and is going to be a major focus area for 2021 and beyond. In order to carry high capacity 5G, entire Fiber network needs to be upgraded. With government mandate to Fiberize, every village/town, we can expect massive development in this space.

Advent of O-RAN as a popular choice for 5G: The promise of 5G is the biggest growth driver in the sector. O-RAN and its immense possibilities for collaborative work between vendors and telecom operators. ORAN needs to be popularised in order to make the transition to 5G seamless and cost effective. Encouraging integrated operational network and ensuring interoperability is key, 5G success depends on open innovation and that can only be brought by flexibility driven by open RAN and corresponding Cloud infrastructures. Currently every Indian operator is on Open RAN exploration phase. Industry needs to come together to ensure that Open RAN becomes dominant in coming years.

Telecom Security: We will see an era of hyper connectivity (anything, anywhere and anytime). This will create immense security challenges and hence, security will become extremely important. There will be imminent threats and hence, entire device, application and network infrastructure eco-system needs to develop security mitigation strategies.



Increased adoption of telecom and ICT services for Industrial revolution 4.0 & connected ecosystem: Industrial IoT, connected mobility, smart homes and autonomous appliances and gadgets are all heavily reliant on hyper connectivity. This trend will continue to rule the roost in 2021 and beyond. Smart cities too are going to need a robust digital neural network to function seamlessly. Coming years would be of hyper virtualization (healthcare/education/manufacturing etc.) and it will be supported by flexible network architectures.

Digitising customer touch points: Life is going uber modern in all aspects with technology intervening at every human interaction point. Biometrics to Robotics, deep technology has become part and parcel of everyday human life. As more devices get connected, the data consumption will also proportionally increase, with the current state of infra, it is sure to open up a plethora of connectivity issues and slow browsing speed. The latest outage of UPI/Digital banking platforms are just a glimpse of what lies ahead, if we do not address the issue soon.

Optical fibre connectivity in the suburbs and rural India as part of the Digital India mission will continue to gain momentum: With minimum infrastructure available, Rural and Suburban India is missing out on the hyper connectivity wagon. The relevance and advantage of Microwave Backhaul is put to test in this scenario. MW Backhaul is economic and easily deployable technology that can ensure seamless connectivity even in Rural clusters. It will be needed to encourage wider adoption for the tech as we near data user/telecom subscriber saturation threshold.

Investment/Major Development

With daily increasing subscriber base, and lots of evolvement in Technologies there has been a lot of investment and development possibilities in the sector. FDI inflow into the telecom sector during April 2000 – March 2021 totalled US\$ 37.66 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 June 2020, Jio Platforms Ltd. sold 22.38% 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.
- In the first quarter of FY21, customer spending on telecom services increased 16.6% y-o-y, with over three-fourths spent on data services. This spike in consumer spending came despite of the COVID-19 disruption and lack of access of offline recharges for a few weeks India had over 500 million active internet users (accessed Internet in the last one month) as of May 2020.
- In December 2020, BSNL, in partnership with Skylotech India, announced a breakthrough in satellite-based NB-IoT (Narrowband-Internet of Things) for fishermen, farmers, construction, mining and logistics enterprises.
- In March 2021, Advanced Television Systems Committee (ATSC) and Telecommunications Standards Development Society, India (TSDSI) signed a deal to boost adoption of ATSC standards in India in order to make broadcast services available on mobile devices. This allows the TSDSI to follow ATSC standards, fostering global digital broadcasting standard harmonization.
- In March 2021, Vodafone Idea Ltd. (VIL) announced that the acquired spectrum in five circles would help improve 4G coverage and bandwidth, allowing it to offer 'superior digital experience' to customers.
- In April 2021, Elon Musk's SpaceX has started accepting pre-orders for the beta version of its Starlink satellite internet service in India for a fully refundable deposit of US\$ 99. Currently, Department of Telecommunications (DoT) is screening the move and more developments will be unveiled soon.
- In July 2021, Bharti Airtel Announced to Invest 3500 Crore in Indian Telco Cloud market. Also, Bharti Airtel and Cisco announced for Implementation of SD-WAN for Premier Communication Solution as Intelligent VPN.

Government Initiatives:

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

1. In April 2021, the government pointed out that firms such as Ericsson and Nokia are now eager to expand their operations in India, and global companies like Samsung, Cisco, Ciena and Foxconn have expressed interest to set up their manufacturing base in the country for telecom and networking products.
2. FDI cap in the telecom sector has been increased to 100% from 74%; out of 100%, 49% will be done through the automatic route and the rest will be done through the FIPB approval route. FDI of up to 100% is permitted for infrastructure providers offering dark fiber, electronic mail and voice mail.
3. The Union Cabinet approved Rs. 12,195 crore (US\$ 1.65 billion) production-linked incentive (PLI) scheme for telecom & networking products under the Department of Telecom.

4. Under Union Budget 2021-22, the government allocated Rs. 14,200 crore (US\$ 1.9 billion) for telecom infrastructure that entails completion of optical fiber cable-based network for Defense services, rolling out broadband in 2.2 lakh panchayats and improving mobile services in the North East.

Opportunities & Advantages:

According to a Zenith Media survey, India is expected to become the fastest-growing telecom market, with an annual growth rate of 11% between 2020 and 2023.

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.

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), InvestIndia.gov.in,

UTSLATGLANCE:

We are providing solutions to help the Telecom service providers, Network operators, System Integrators and ICT Solution Provider companies 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-IT market, we are continuously pushing the boundaries to provide enhanced value to our Telecom-IT projects. Since the inception of the company, we have managed to build an excellent track record by exceeding the expectations of our clients.

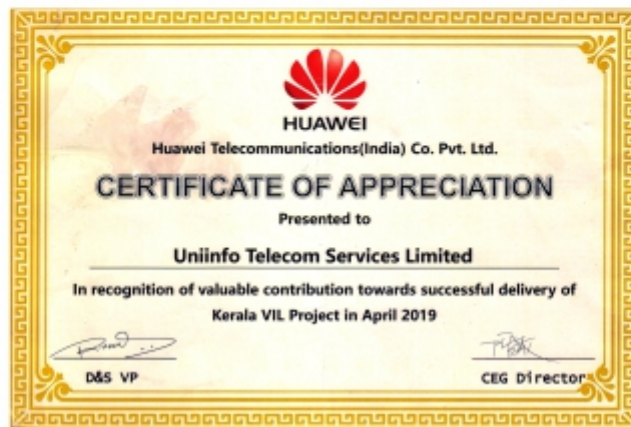
UTSL takes great pride in providing our clients with the best-in-class experience and access to Information and telecommunication Technology Services & solutions through rapid execution of projects. All employees in our Company look at the workplace as their second home. This is why you can look forward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

In last few years Uniinfo has started offering its wide range of services outside India. We are operating in Thailand through our subsidiary Company Uniinfo Telecom Services (Thailand) Limited and starting working in Sri Lanka through our subsidiary Uniinfo Telecom Services (Private) Limited, Sri Lanka, Leading ahead for global expansion.



Year	Key Milestones
2010	Incorporation of our Company in the name style of "Uniinfo Telecom Services Private Limited" Started Operations in Telecommunication Network Feasibility Survey
2013	Started Telecom Network Implementation, commissioning and network optimization projects with Telecom network Service providers
2014	Started delivering E 2 E activities on Wireless network Technologies and became preferred partner for our clients; Expansion of business from West to East, South to North in India
2015	Business engagements with all major OEM and started projects for Telecom Operators on 4G-LTE Technology
2016	Strengthen footprints Pan India basis, started Managed services for Clients
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	<p>Incorporation of our new Subsidiary Company in Thailand for enhancing customer base.</p> <p>Started Operations with American Tower Company, Tech Mahindra for International projects.</p>
2020	Successful completion of Projects with Nokia in Thailand also started Working with leading telecom Operator DTAC (a Telenor Group Company) & incorporated our new Subsidiary Company in Sri-Lanka for the growth of the Business in South Asia Market

ACHIEVEMENTS



CHAIRMAN'S MESSAGE

Greetings !

I hope your family and you are keeping well in the midst of unprecedented challenges created by pandemic COVID-19. Let me take this opportunity to pay our sincere gratitude to each and every one working at the frontline to fight this pandemic.

It has been the most challenging year for all of us at UTSL. We have endeavored to rapidly adapt to the scenario by prioritizing the health and safety of our colleagues and at the same time maintaining business continuity.

We are the foot soldiers of active telecom infrastructure working on thousands of sites on monthly basis. Most of our workforce has to daily move to multiple sites for ensuring upgradation, optimization and continuity of telecom networks. As the situation created by pandemic and related restrictions were unthinkable so was the city-wise unlocking guidelines. It severely hampered our whole way of working as it had to be reorganized frequently, many times on daily basis due to unavailability of material, public transport, site access and ever changing regulations.

Your company nonetheless kept on moving forward in its journey of technology advancement. I am happy to inform that our teams have been on the forefront of 5G revolution, designing and planning in-building solutions globally. With shift to 5G taking place simultaneously across countries, opportunity has arisen globally for trusted, reliable and technologically advanced telecom service solutions partner. We have great opportunity to become a leading global telecom service solutions partner due to our capabilities, experience and global exposure.

Everybody concurs that a robust telecommunications infrastructure is an essential service for delivering connectivity to people, homes, offices, and governments. In adverse situation also it keeps our lives moving in seamless way. The remarkable shift globally towards digitization will increase spending on network capacities by operators, which in turn has immense possibility to provide strong tailwind to our business. In India, we have expected upturn of capex cycle in FY21 but pandemic has delayed it. Now with ever increasing demand for high-speed connectivity and the impending 5G rollouts, robust capex is expected sooner than later.



I am sharing with you the annual report for the financial year ending 31st March, 2021. The consolidated fiscal 2020-21 results are detailed in this Annual Report. Our revenue from Indian operations is Rs. 40.85 Crores and we incurred a loss of Rs. 3.47 Crores. Our operations were badly hit by the pandemic; while we became profitable in H2 but the extent of damage in H1 was extremely severe which could not be mitigated thereby leading to losses. The positive aspect has been that we were able to manage topline and client delivery despite of many challenges and stoppage of work for long duration. Our Thailand operations have now started full fledged and its result will show up once the situation normalizes.

I wish to extend my sincere appreciation to our management team, employees, shareholders, clients, business associates, bankers and auditors for their contributions to the Company. I would also like to thank my fellow directors for their motivation and support.

I am grateful for the continued faith shown by our business partners and shareholders towards our vision of global technology company.

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. ABMS& Associates Chartered Accountants 103, Shri Laxmi Leela Tower, 240, Sneha Nagar, Near Kalash Mandapam, 'Sapna Sangita Road, Indore-01	M. Maheshwari & Associates. Company Secretaries, 301, Shalimar Corporate, 8-B, South Tukoganj, Indore (M.P)-452001
Bankers	Registered Office	Share Transfer Agent
ICICI Bank Ratlam Kothi Branch Swastik House, 21/3, Ratlam Kothi Main Road, Ground Floor, Indore - 452001 (M.P.)	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 11th Annual General Meeting (AGM) of the Members of Uniinfo Telecom Services Limited will be held on Wednesday 29th September, 2021 at 12:00 PM through Video Conferencing (VC) or Other Audio Video Means (OAVM) for which purposes the Registered Office of the company situated at 403, Chetak Centre, 12/2 RNT Marg, Indore (M.P.) shall be deemed as the venue for the Meeting and the proceedings of the Annual General Meeting shall be deemed to be made thereat, to transact the following businesses 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, 2021, including the Audited Balance Sheet as on 31st March, 2021, 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, 2021 including Audited Balance Sheet as at 31st March, 2021, 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. Pranay Kumar Parwal (DIN: 03257731), 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. Pranay Kumar Parwal (DIN: 03257731), 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.”

3. APPOINTMENT OF STATUTORY AUDITOR:-

To consider and if thought fit, to pass, with or without modification(s), the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to Section 139(8) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, (including any Statutory modification(s), clarifications, exemptions or re-enactments thereof for the time being in force), **M/s A B M S & Associates, Indore (M.P.)**, who was appointed in the EGM as Statutory Auditors of the Company until the conclusion of this AGM to fill the casual vacancy caused by resignation of **M/s A.P.G. & Associates, Chartered Accountants, [FRN: 119598W] Indore (M.P.)**.

RESOLVED FURTHER THAT pursuant to the provisions of Section 139(8) and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), **M/s A B M S & Associates, Indore (M.P.)**, be and is hereby appointed as Statutory Auditors of the Company for a period of 5 (Five) consecutive years from the conclusion of this Annual General Meeting (11th AGM) till the conclusion 16th Annual General Meeting of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof), be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

For Uniinfo Telecom Services Limited

Date: 06.09.2021

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 and Circular No. 2/2021 dated 13th January, 2021, physical attendance of the Members to the AGM venue is not required and Annual General Meeting (AGM) be held 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. Pursuant to provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote at the meeting on his/her behalf and the proxy need not be a member of the company. Since this AGM is being held pursuant to the MCA Circulars and SEBI Circulars through VC/OAVM, the requirement of physical attendance of members has been dispensed with. Accordingly, in terms of the MCA Circulars and SEBI Circulars, the facility for appointment of proxies by the members will not be available for this AGM and hence the Proxy Form, Route Map and Attendance Slip are not annexed to this notice.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after 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 400 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, Scrutinizers, etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. In case of joint holders, the Member whose name appears as the first holder in the order of the names as per the Register of Members of the Company will be entitled to vote at the meeting.
5. 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.
6. 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), and the Circulars issued by the MCA dated 8th April, 2020, 13th April, 2020, 5th May, 2020 and 13th January, 2021 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 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.
7. 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.
8. 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 <https://www1.nseindia.com/emerge/>.
9. 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, MCA Circular No. 20/2020 dated 5th May, 2020 and Circular No. 2/2021 dated 13th January, 2021.
10. 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.
11. In compliance with the aforesaid MCA Circulars dated 5th May, 2020 and SEBI Circular dated 12th May, 2020, Notice of the AGM

along with the Annual Report 2020-21 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 2020- 21 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 <https://www1.nseindia.com/emerge/> 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.

12. 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.
13. The Register of Members and the Share Transfer Books of the Company shall remain closed from Thursday, 23rd September, 2021 to Wednesday 29th September, 2021 (both days inclusive).
14. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The said form has been enclosed herewith. Members are requested to submit the said form to their DP in case the shares are held in electronic form and to Link Intime India Private Limited in case the shares are held in physical form.
15. 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.
16. 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.
17. Members desirous of obtaining any information concerning Accounts and Operations of the Company are requested to address their questions in writing to the Company at least 7 days before the date of the Meeting at its email ID compliance@uni-info.co.in so that the information required may be made available at the Meeting.
18. 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.
19. The report on the Corporate Governance and Management Discussion and Analysis also form part to the report of the Board Report.
20. 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 11th AGM. Members seeking to inspect such documents can send an email to compliance@uni-info.co.in.
21. 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 who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to

vote at the AGM.

- c) Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- d) Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- e) 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.
- f) 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. (Company Email ID). 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.
- g) Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

22. 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: -

- i. The voting period begins on Sunday, 26th September, 2021 at 09:00 AM (IST) and ends on Tuesday, 28th September, 2021 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) 22nd September, 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- iv. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email id in their demat accounts in order to access E-Voting facility. Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at or contact helpdesk.evoting@cdslindia.com at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

- v. Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.
- The shareholders should log on to the e-voting website www.evotingindia.com.
 - Click on “Shareholders” module.
 - Now enter your User ID
 - For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
 - Next enter the Image Verification as displayed and Click on Login.
 - If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
 - If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
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. <ul style="list-style-type: none"> 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.

- vi. After entering these details appropriately, click on “SUBMIT” tab.
- vii. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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.
- viii. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- ix. Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- x. 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.
- xi. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- xii. 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.
- xiii. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xiv. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- xv. 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.

xvi. **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- 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.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; compliance@uni-info.co.in, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM/EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.
7. 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 (company email id). 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.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM/EGM 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 EGM/AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM/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.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

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), AADHAAR (self-attested scanned copy of Aadhaar Card) by email to Company email ID compliance@uni-info.co.in/RTA email ID mumbai@linkintime.co.in.
2. **For Demat shareholders** - Please update your email id & mobile no. with your respective Depository Participant (DP)
3. **For Individual Demat shareholders** - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

23. The Chairman shall, at the AGM at the end of discussion on the resolutions on which voting is to be held, allow e-voting to all those members who are present/logged in at the AGM but have not cast their votes by availing the remote e-voting facility.
24. The Results of the voting on the resolutions along with the report of the Scrutinizer shall be declared and placed on the website of the Company - <https://uni-info.co.in/> and on the website of CDSL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the NSE Emerge.
25. 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

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. Pranay Kumar Parwal
2.	Date of Birth	03/11/1976
3.	Date of Appointment	19/10/2010
4.	Qualification	B.E. Electronics
5.	Directorship held in other Companies	One (Ypsilon IT Solutions Private Limited)
6.	Memberships / Chairmanships of committees of other companies	Nil
7.	Chairman/Member of the Committee of Board of the Directors of the Company	NIL
8.	Number of shares held in the Company	643840

For Uniinfo Telecom Services Limited

Date: 06.09.2021

Place: Indore

**Astha Jain
(Company Secretary)**

BOARD'S REPORT

Dear Members,

Your Directors have pleasure in presenting the 11th Annual Report of your Company ('the company' or 'UTSL') along with the audited Financial Statements, for the Financial Year ended March 31, 2021. The performance of the company has been referred to wherever required.

RESULTS OF OUR OPERATIONS

(In Rs.)

Particulars	Standalone		Consolidated	
	2020-2021	2019-2020	2020-2021	2019-2020
Total Revenue	408,526,419	419,439,329	420,438,198	419,532,754
Total Expenses	444,478,022	406,303,804	463,369,450	407,863,391
Profit or Loss before Tax	(35,951,603)	13,135,525	(42,931,252)	11,669,363
Less:				
1. Current Tax	-	4,223,967	-	4,223,967
2. Deferred Tax	(1,225,303)	(553,116)	(1,225,303)	(553,116)
3. Short/(Excess)Provisions for earlier years	(4,692)	14,339	(4,692)	14,339
4. CSR	-	-	-	-
Profit or Loss After Tax	(34,721,607)	9,450,336	(41,701,257)	7,984,173
Earning Per Equity Share (EPS)				
(1) Basic	(3.25)	0.88	(3.90)	0.75
(2) Diluted	(3.25)	0.88	(3.90)	0.75

COMPANY'S PERFORMANCE

- Standalone Performance**

The total revenue was registered at Rs. 40.85 Crores for the year ended 31st March, 2021, as against Rs. 41.94 Crores for the corresponding previous year. The Company has incurred the loss of Rs. 3.47 Crores. The Earning per Share ("EPS") was at Rs. -3.25 for the financial year 2020-21.

- Consolidated Performance**

During the financial year under review, on a consolidated basis, the total revenue was Rs. 42.04 Crores for the year ended 31st March, 2021 as against Rs. 41.95 Crores. The Company has incurred the loss of was Rs. 4.17 Crores. The Earning per Share was at Rs. -3.90 for the financial year 2020-21.

FUTURE PROSPECTS

The Company is of the view that there is no space for stagnancy in this fast growing economy. Moreover, the Company deals in Telecom support service, being one of the most lucrative sectors. UTSL has always believed that for the purpose of growth, diversification and expansion are must.

Uniinfo Telecom Services (Private) Limited, Wholly Owned Subsidiary of Company, was incorporated in Sri Lanka this year to capture the international market with triggering demands.

IMPACT OF COVID-19

Impact of COVID-19 pandemic the spread of COVID-19 has severely impacted businesses around the globe. The situation is constantly evolving and Governments in certain states have imposed various restrictions with the increase in number of COVID 19 cases during the month of March 2021. The Company has considered various internal and external information available up to the date of approval of financial statements in assessing the impact of COVID-19 pandemic on the financial statements for the year ended March 31, 2021. Based on current assessment, management is of the view that some uncertainty is likely to continue for the next few quarters, till large-scale vaccination happens around the world.

Assessing the impact of COVID-19 is however a continuing process, given the uncertainties associated with its nature and duration and the Company will continue to closely monitor the future situation.

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 2021.

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 does not propose to transfer any amount to any Reserves.

SHARE CAPITAL

The paid-up Equity Share Capital as on 31st, March 2021 was Rs. 10,69,31,200 divided into 10693120 equity shares of Rs. 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 2020-21, 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

Pursuant to Section 92 (3) read with Section 134(3)(a) of the Companies Act, 2013, as on 31st March, 2021 is available on the Company's website on https://uni-info.co.in/wp-content/uploads/2021/07/Annual-Return_2020-21.pdf.

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, 2021, 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, 2021 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 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 2020-21 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 30th June, 2020. 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 10th Annual General Meeting of the Company held on 30th September, 2020, pursuant to the provisions of section 152 approved the appointment of Mr. Kishore Kumar Bhuradia (DIN: 03257728), Managing 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 (ceased w.e.f 30.06.2020)	ABWPM2515K	Chief Financial Officer
9.	Anil Kumar Jain (appointed w.e.f 26.08.2019)	ADFPJ7461G	Chief Financial Officer
10.	Astha Jain	AUIPJ3378C	Company Secretary

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

CHANGES IN DIRECTORS & KEY MANAGERIAL PERSONNEL

- Board of Directors

There is no Change in Board of Directors of the Company.

- 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, Mr. Anil Kumar Jain Whole Time Director of the Company has also been appointed as the Chief Financial Officer of the Company in the Board Meeting held on Tuesday, 30th Day of June, 2020.

Mr. Niresh Maheshwari was appointed as Chief Financial Officer of the Company with effect from 17th January, 2018, has resigned from the post of the company w.e.f. 30th June, 2020.

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. Pranay Kumar Parwal (Wholetime Director) (DIN: 03257731) is liable to retire by rotation and being eligible, seeks re-appointment at the ensuing Annual General Meeting. Mr. Pranay Kumar Parwal 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

6 (Six) Meetings of the Board were held on the following dates during the financial year 2020-21:

1. Tuesday, 30th June, 2020;
2. Friday, 31st July, 2020;
3. Saturday, 05th September, 2020;
4. Thursday, 12th November, 2020;
5. Wednesday, 23rd December, 2020;
6. Thursday, 04th February, 2021

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

Incorporation of our new Wholly Owned Subsidiary Company in Sri Lanka, There have been 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/2017/11/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, Also, a new Wholly Owned Subsidiary Company has been Incorporated in Sri Lanka Uniinfo Telecom Services (Private) Limited, 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 - II” 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 Chhajed. 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 2020-21 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 <https://uni-info.co.in/wp-content/uploads/2017/11/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/2017/11/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/2017/11/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.

Statement showing the number of complaints filed and the number of complaints pending as on the end of the financial year is shown as under: The Prevention of the Sexual Harassment Policy is available on the company's website <https://uni-info.co.in/wp-content/uploads/2017/11/Prevention-of-Sexual-Harassment.pdf>.

Category	No. of complaints pending at the beginning of F.Y. 2020-21	No. of complaints filed during the F.Y. 2020-21	No. of complaints pending as at the end of F.Y. 2020-21
Sexual Harassment	Nil	Nil	Nil

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 are 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/2017/11/Policy-on-related-party-transactions.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 - III**” to this Report.

AUDITORS AND AUDIT REPORT

M/s A.P.G. & ASSOCIATES, Chartered Accountants, [FRN: 119598W] Indore (M.P.) has resigned from the post of Statutory Auditor of the Company on 01st January, 2021 and M/s A B M S & Associates, Indore (M.P.), were appointed in the Extra Ordinary General Meeting which was held on 01st March, 2021 as the Statutory Auditors of the Company to fill the casual vacancy caused due to dissolution of Firm M/S A.P.G. & ASSOCIATES, the Statutory Auditors has been appointed from the conclusion of EGM until the conclusion of the this Annual General Meeting and that they shall conduct the Statutory Audit for the period ended 31st March, 2021 on such remuneration and terms and conditions as may be mutually decided between them.”

M/s A B M S & Associates, Indore (M.P.), be and is hereby re-appointed as Statutory Auditors of the Company for a period of 5 (Five) consecutive years from the conclusion of this Annual General Meeting (11th AGM) till the conclusion 16th Annual General Meeting of the Company.

The Auditor’s Report for the financial year 2020-21 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 CS Manish Maheshwari, Proprietor of M. Maheshwari & Associates, Practicing Company Secretary, to conduct Secretarial Audit for the Financial Year 2020-21. The Secretarial Audit Report for the financial year ended March 31, 2021 is annexed herewith marked as “**Annexure - IV**” 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, 2021. 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 Rath, Independent Director of the Company, in order to conduct and review Corporate Social Responsibility activities in a prudent manner.

During the year 2019-20 the Company has earned a Profit (Profit before Tax) is Rs. 13,135,525 which is less than the limit prescribed under Section 135 of the Companies Act, 2013, therefore the applicability of CSR does not arise to the Company in the Year 2020-21.

Policy may be accessed on the Company's website at the link: https://uni-info.co.in/wp-content/uploads/2017/11/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 - V" 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://uni-info.co.in/wp-content/uploads/2017/11/Vigil-Mechanism.pdf>.

FOREIGN EXCHANGE EARNINGS AND OUTGO

Activity in foreign currency

Particulars	(In Rs.)	
	2020-21	2019-20
The Foreign Exchange earned in terms of actual inflows during the year;	2,67,371	Nil
And the Foreign Exchange outgo during the year in terms of actual outflows.	1,74,026	14,53,700

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. Policy on Risk Management may be accessed on the Company's website at the link: <https://uni-info.co.in/wp-content/uploads/2017/11/Policy-on-Risk.pdf>.

HUMAN RESOURCE

Many initiatives have been taken to support business through organizational efficiency, process change support and various employee engagement programmes' 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, 2021, 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.

for and on behalf of the Board of Directors

Date: 06.09.2021

Place: Indore

Kishore Kumar Bhuradia
DIN: 03257728
Managing Director

ANNEXURE – I**MANAGEMENT DISCUSSION AND ANALYSIS****Forward looking statement**

In this Annual Report, we have disclosed forward-looking information to enable investors to comprehend our prospects and take informed investment decisions. This 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”, “UTSL” are to Uniinfo Telecom Services Ltd.

ECONOMIC OVERVIEW

FY 20-21 turned out to be a year of chaos with uncertain present and near future. Second wave of the pandemic in India, came with unprecedented rise in Covid-19 cases, young people getting seriously impacted, huge pressure on medical facilities and unlimited challenges. Lockdowns again took major toll on businesses.

With easing of lockdown restrictions, vaccination drive and businesses adapting to the new way of working, the overall outlook is looking up. Organizations world over have taken major initiatives to ramp up their digital capabilities. Remote working (WFH) has become common which surprisingly has boosted productivity enhancing long term economic benefits.

Response to the Covid-19 outbreak has been centered on vaccines being available and immunizing the population. The effectiveness of policy response by government will determine the speed of recovery of economy. Lockdown and containment measures have severely impacted the business momentum and fast vaccination is the only remedy to regain momentum.

Telecom Market

India has set itself target of becoming \$5 Tn (trillion) economy by 2025. To make this dream possible Digitization and virtualization of market would be more important and in this Telecommunication Industry along with Information technology will play vital role. Mobile data consumption has grown steadily. However, 2021 is going to be defining moment for telecom sector as 5G arrives in. It is expected that there will be \$30 billion capex investment for 5G.

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.

With the pandemic accelerating the digital first approach across all verticals, Indian telecom sector is set to undergo massive disruption on the heels of the 5G revolution. The year 2020 has been the catalyst for digital adoption in the country. With life going digital at every touch point, future transition would be equally aggressive on making digital as seamless as possible. Telecom and ICT of course, will play the directive.

Now, as more and more enterprises switch to cloud and IoT based business models, seamless connections have become an inevitable requirement. Increased online education, remote working across sectors and higher Over-the-top (OTT) viewership were among the reasons that have contributed to the data traffic growth. Video is rapidly becoming the mainstay for engaging conversations and engagement.

ABOUT UNIINFO TELECOM SERVICES LIMITED

UTSL works on various solutions to assist the telecom service providers, network operators and OEM’S 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. Our track record is testimony to our capabilities of adapting to new technologies and its speedy deployment in India / Overseas.

INDUSTRY SCENARIO

- The telecom and internet service providers are investing significant capex to upgrade their networks and this presents a robust growth opportunity for our industry.

- The continuing global trend of increased data consumption by consumers, enterprises and intelligent devices is a favorable driver for our business. With internet becoming more ubiquitous and use of high-bandwidth services such as video streaming, social networking and e-commerce becoming commonplace, there is exponential increase in data traffic of telecom networks.
- The recent pandemic caused by COVID-19, has accelerated the need for high-bandwidth, reliable and secured networks, given the new trends such as work-from-home, remote learning, telemedicine, entertainment, e-commerce, e-Governance etc.

OPPORTUNITIES AND THREATS

Opportunities

Biometrics to Robotics, deep technology has become part and parcel of everyday human life. As more devices get connected, the data consumption will also proportionally increase, with the current state of infra, it is sure to open up a plethora of connectivity issues and slow browsing speed.

We will see an era of anything, anywhere and anytime connectivity defined as hyper-connectivity. This will further create security challenges and threats for the entire ecosystem; requiring to develop security and cyber-security strategies. Hence, security will become extremely important.

Industrial IoT, connected mobility, smart homes and autonomous appliances and gadgets are all heavily reliant on hyper connectivity. Smart cities too are going to need a robust digital neural network to function seamlessly. Coming years would be of hyper virtualization in major industry segments like healthcare, education, manufacturing etc. and needs to be supported by flexible network architectures. Artificial Intelligence, Robotics, Internet of Things and Cloud Computing in coming years present a wide range of opportunities for businesses to provide future ready products/services.

This will require high throughput and an ultra-reliable low latency network possible through 5G. This will ride on robust digital communications infrastructure enabled by companies like ours. In order to usher in 5G and high-speed connectivity, heavy fiberisation and infrastructural development like data centers has to be made and is going to be a major focus area for next many years.

The promise of 5G is the biggest growth driver in the sector. 5G success depends on open innovation and that can only be brought by flexibility driven by open RAN (ORAN) and corresponding Cloud infrastructures. ORAN has immense possibilities for collaborative work between vendors and telecom operators. ORAN is getting popularized in order to make the transition to 5G seamless and cost effective. Encouraging integrated operational network and ensuring interoperability is the key. Telecom Operators in all major economies are on Open RAN exploration phase.

Threats

Few number of operators in big country like ours and price competitiveness between them for the race to extract maximum market share has lead to huge cost pressures on OEM's as they have limited clients. Due to this in last few years all stakeholders in telecom market are facing pressures on margins with no end in sight. Also Covid 19 pandemic has changed the ground situation completely leading to cost escalations.

RISKS & CONCERNS

Please note that the risk related information outlined here is not exhaustive and is for information purpose only.

UTSL believes that risk management and internal control are fundamental for developing a sustainable business. The Company has a robust process to identify key risks across its operations and prioritize relevant action plans that can mitigate these risks.

Key risks that may impact the Company's business include a significant change in the government's policies, other global and domestic macro factors, could affect business and economic conditions in India and could also adversely affect our financial condition and results of operations. Also any significant increase in Covid cases could adversely affect company's revenues and financial condition.

DETAILS OF SIGNIFICANT CHANGES IN KEY RATIOS AND NUMBERS

PARTICULARS	2020-21	2019-20	Variance	Comments for Variation in ratio above 25%
Debtors Turnover	4.31	4.01	8%	Company is not an exception to suffer from the Covid Pandemic and has an incurred a consolidated loss of Rs 4.29 Crs. during the year under review. As we are manpower and ground level working intensive unit, we have fixed cost attached to it which was the main reason for loss during the year
Inventory Turnover	0.30	0.15	96%	
Interest Coverage Ratio	-10.31	3.27	-415%	
Current Ratio	4.33	6.06	-29%	
Debt Equity Ratio	0.38	0.19	96%	
Operating Profit Margin	-0.08	0.05	-278%	
Net Profit Margin	-0.09	0.02	-477%	
Return on Net Worth	-0.32	0.09	-467%	

CONSOLIDATED FINANCIAL OVERVIEW

The consolidated performance of the Company for the financial year ended March 31, 2021, is as follows:

- a. Total revenue -
 - i) Revenue from Sale of Services & Goods at Rs. 41.93 crores for the year ended March 31, 2021, as against Rs. 41.73 crores for the corresponding previous period, an increase of 0.47%.
 - ii) Revenue from Other Income at Rs. 0.12 crores for the year ended March 31, 2021, as against Rs. 0.22 crores for the corresponding previous period, a decrease of 47.12%.
- b. The staff expenses for the financial year ended March 31, 2021 were Rs. 12.42 crores as against Rs. 16.01 crores for the corresponding previous period, a decrease of 22.40%
- c. The other expenses for the financial year ended March 31, 2021 were Rs. 24.75 crores as against Rs. 18.5 crores for the corresponding previous period, an increase of 33.68%.
- d. The Company has incurred a Loss of Rs. 4.29 crores for the year ended March 31, 2021, as against Profit of Rs. 1.17 crores for the corresponding previous period, a decrease of 467.90%.
- e. The depreciation for the financial year ended March 31, 2021 was Rs. 1.13 crores, as against Rs. 1.48 crores for the corresponding previous period, a decrease of 23.62%.
- f. The interest for the financial year ended March 31, 2021 was Rs. 0.36 crores as against Rs. 0.60 crores for the corresponding previous period, a decrease of 40.52%.
- g. The EPS (Earning per Share) for the financial year ended March 31, 2021 was Rs. -3.90 for a face value of Rs. 10 per share, as against Rs. 0.75 for the corresponding previous period.

RESOURCES AND LIQUIDITY

- a. As on March 31, 2021, the consolidated net worth stood at Rs. 34.15 crores and the consolidated debt was at Rs. 4.06 crores.
- b. The cash and cash equivalents at the end of March 31, 2021 were Rs. 2.97 crores.
- c. The net debt to equity ratio of the Company stood at 0.12 as on March 31, 2021.

INTERNAL CONTROL SYSTEMS AND ADEQUACY

The Managing Director (MD) and Chief Financial Officer (CFO) are accountable for financial controls, measured by objective metrics on accounting hygiene and audit scores. The Company has deployed a robust system of internal controls that facilitates the accurate and timely compilation of financial statements and management reports, ensures regulatory and statutory compliance, and safeguards investor interest by ensuring the highest level of governance and periodic communication with investors. The Audit Committee reviews the effectiveness of the internal control system across the Company.

A CEO and CFO Certificate signed by the Managing Director & Chief Financial Officer, is included in the Corporate Governance Report which confirms the existence of effective internal control systems and procedures in the Company.

Continuous measures are 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's internal control system are always renewed with high degree of assurances 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.

HUMAN RESOURCES

At UTSL, we believe that our people are the key to the success of our business. It is the commitment and dedication of our employees that help us to address challenges and remain motivated to overcome every obstacle on our way. Our human capital has, therefore, played a pivotal role in shaping UTSL into what we are today.

At UTSL, employee well-being and safety has always been a priority. Company continuously monitored and tracked COVID-19 cases and made necessary travel arrangements for field employees to ease their movement and ensure their safety.

OUTLOOK

UTSL is well-poised to deliver sustained growth and profitability over the foreseeable future. Strong industry tailwinds create a positive environment for robust business performance. We continue to invest in technological advancement of our company and manpower, to ensure that we are able to address evolving requirements of the telecom sector. Our continuous efforts in building strong relationship with our customers to gain more familiarity with their evolving network plans, so that we can identify and exercise relevant opportunities.

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

Sd/-

Kishore Kumar Bhuradia
Chairman & Managing Director
DIN: 03257728

Date: 06.09.2021
Place: Indore

ANNEXURE -II 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 - Thailand
2.	Reporting period for the subsidiaries concerned, if different from the holding company's reporting period	2020-21
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 – 2.3459
4.	Share capital	4,724,400
5.	Reserves & surplus	(6,979,650)
6.	Total Assets	17,276,085
7.	Total Liabilities	17,276,085
8.	Investments	-
9.	Turnover	12,173,026
10.	Profit Before Taxation	(6,979,650)
11.	Provision for Taxation	-
12.	Profit After Taxation	(6,979,650)
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 31.03.2021
2. Names of subsidiaries which are yet to commence operations.
3. Names of subsidiaries which have been liquidated or sold during the year.

Part “A”: Statement relating to Subsidiary Companies

Sr. No.	Particulars	Details
1.	Name of Subsidiary	Uniinfo Telecom Services (Thailand) Limited - Thailand
2.	Reporting period for the subsidiaries concerned, if different from the holding company's reporting period	2020-21
3.	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	Reporting currency = LKR Exchange Rate – 0.36898
4.	Share capital	-
5.	Reserves & surplus	-
6.	Total Assets	-
7.	Total Liabilities	-
8.	Investments	-
9.	Turnover	-
10.	Profit Before Taxation	-
11.	Provision for Taxation	-
12.	Profit After Taxation	-
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 31.03.2021
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:

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

NOT APPLICABLE - The Company does not have any Associates and Joint Ventures as on 31st March, 2021.

For ABMS & Associates
Chartered Accountants
FRN No.: 030879C

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

CA Abhay Sharma
Partner
Membership No.: 411569

Kishore Kumar Bhuradia
Managing Director
DIN: 03257728

Anil Kumar Jain
Wholtime Director & CFO
DIN: 00370633

Date: 06.09.2021
Place: Indore

ANNEXURE- III

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]

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
EXCHANGE EARNINGS AND OUTGO		
		2020-21
		2019-20
(i)	The Foreign Exchange earned in terms of actual inflows during the year;	2,67,371
(ii)	And the Foreign Exchange outgo during the year in terms of actual outflows.	14,53,700

For and on behalf of the Board

Sd/-

Kishore Kumar Bhuradia
Chairman & Managing Director
DIN: 03257728

Date: 06.09.2021

Place: Indore

ANNEXURE IV
Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2021

[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** (herein after called the company). Secretarial Audit was conducted in a manner that provided me/us a reasonable basis for evaluating the corporate conducts/statutory compliance 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, 2021, 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, 2021** 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)

- vi. 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
- Workmen's compensation Act, 1923 and all other allied labor laws, as informed / confirmed to us.
 - Applicable Direct and Indirect Tax Laws.
 - Prevention of Money Laundering Act, 2002.
 - Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

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

- 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.
- 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

On account of pandemic "COVID 2019" and lockdown imposed by the State Government, the audit process has been modified, wherein the documents / records etc. were verified in electronic mode, and have relied on the representations received from the Company for its accuracy and authenticity.

We report that the company has filed following forms under Companies Fresh Start Scheme 2020.

S.No.	Forms	Date of filing	Date of Event
1	E Form MGT-14	13/10/2020	31/07/2020
3	E Form AOC-4 (XBRL)	22/12/2020	30/09/2020
4	E Form MGT-7	31/12/2020	30/09/2020

We further report that

We rely on Statutory Auditor's Report in relation to the financial statements and accuracy of financial figures for Related Party Transactions, Provident Fund, ESIC, etc. as disclosed under Financial Statements, Accounting Standard 18 and note on foreign currency transactions during our audit period.

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 atleast 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.

We further report that during the Audit period, the Company had following event which had bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standard.

- M/s A B M S & Associates, Indore were appointed as the Statutory Auditors of the Company in the Extra Ordinary General Meeting which was held on 1st March, 2021 to fill the casual vacancy caused due to dissolution of Firm M/S A.P.G. & Associates.

Note: This Report is to be read with our letter 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 : 30th August 2021
Place : Indore
UDIN : F005174C000856981

Manish Maheshwari
Proprietor
FCS-5174
CP-3860

Annexure-'A' to the Secretarial Audit Report

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

Our Secretarial Audit Report of even date is to be read along with this letter.

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

The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy of effectiveness with which the management has conducted the affairs of the company.

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

Date : 30th August 2021
Place : Indore
UDIN : F005174C000856981

Manish Maheshwari
Proprietor
FCS-5174
CP-3860

ANNEXURE V

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 mechanism, process and relation by which corporations are controlled and directed. It essentially involves balancing the interests of the Company's Stakeholder, 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) Corporate Governance is a reflection of our value system encompassing our culture, policies and relationships with our stakeholders. Effective corporate governance practices constitute the strong foundation on which successful commercial enterprises are built to last. Integrity and transparency are key to our Corporate Governance practices and performance, and we ensure that we gain and retain the trust of stakeholders at all times. Our guiding principles and practices are summarized in this Corporate Governance Report. These are articulated through the Company's Code of Conduct, charters of various committees of the Board and Company's disclosure policies. These policies seek to focus on enhancement of long-term stakeholders' value without compromising on Ethical Standards and Corporate Social Responsibilities. We consider stakeholders as partners in our journey forward and we are committed to ensure their wellbeing, despite business challenges and economic volatilities.

We consider it our inherent responsibility to protect the rights of our shareholders and disclose timely, adequate and accurate information regarding our financials and performance, other material events as well as the leadership and governance of the Company.

The Board of Directors of the Company ('Board') is at the core of our Corporate Governance practice and oversees and ensures that the management serves and protects the long-term interests of all our stakeholders.

We believe in adopting the well accepted Corporate Governance practices, benchmark the same to the best governed companies and strive to improve them continuously. Our Corporate Governance philosophy and practices are based on the following principles:

- Well-experienced and diverse Board of Directors;
- Adoption of transparent procedures and practices and arriving at decision on the strength of adequate information;
- Ensuring compliance with regulatory and fiduciary requirements in letter and spirit;
- High level of disclosures for dissemination of corporate, financial and operational information to all its stakeholders;
- Formation of various committees like Audit Committee; Nomination and Remuneration Committee; Stakeholders' Relationship Committee and Corporate Social Responsibility Committee to oversee specific areas and focus on diverse matters;
- Ensuring complete and timely disclosure of relevant operational information to enable the Board to play an effective role in guiding strategy;
- Meeting of Independent Directors without the presence of any Non-Independent Directors or representative of Management to identify areas where they need more clarity or information and put them before the Board;
- Regularly reviewing and establishing effective meeting practices that encourage active participation and contribution of all the Board members;
- Well defined corporate structure that establishes checks and balances and delegates decision making to appropriate levels in the organization, though the Board remains in effective control of the affairs of the Company at all times;
- Providing the Board members an unrestricted access to all Company-related information.

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 2020-21, the total Board consists of Six (6) directors, out of which Three (3) are Non-Executive Directors as well as Independent Directors.

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		Number of shares held in the Company	No. of Directorship in other Public Companies As on 31.03.2021
							Chairman	Members		
1.	Mr. Kishore Kumar Bhuradia	03257728	Promoter Executive Director	6	6	Yes	-	3	4,616,240	-
2.	Mr. Pranay Kumar Parwal	03257731	Promoter Executive Director	6	6	Yes	-	-	643,840	-
3.	Mr. Anil Kumar Jain	00370633	Promoter Executive Director	6	6	Yes	-	-	184,000	-
4.	Mr. Prakash Chandra Chhajed	08037849	Non-Executive Independent Director	6	6	Yes	2	4	Nil	-
5.	Mrs. Sudha Rathi	00353472	Non-Executive Independent Director	6	6	Yes	2	4	Nil	-
6.	Mr. Pramod Deogirikar	00064665	Non-Executive Independent Director	6	5	Yes	-	3	Nil	-

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. Disclosure of relationships between directors inter-se

This disclosure is not applicable to the company, as none of the directors are inter-se related.

3. 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, 2021, Six Board Meetings were held on 30th June, 2020, 31st July, 2020, 05th September, 2020, 12th November, 2020, 23rd December, 2020 and 04th February, 2021, 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, 2021. 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.

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

The following is the list of core skills / expertise / competencies identified by the Board of Directors as required in the context of the Company's business and that the said skills are available with the Board Members:

- Knowledge on Company's businesses, policies and business culture major risks / threats and potential opportunities and knowledge of the industry in which the Company operates.
- Behavioural skills - attributes and competencies to use their knowledge and skills to contribute effectively to the growth of the Company,
- Business Strategy, Sales & Marketing, Corporate Governance, Forex Management, Administration, Decision Making, Leadership, Social Responsibility,
- Financial and Management skills,
- Technical / Professional skills and specialized knowledge in relation to Company's business.

DIRECTORS HAVING SUCH SKILL AND COMPETENCIES

Skills to be possessed by Directors	Mr. Kishore Kumar Bhuradia	Mr. Pranay Kumar Parwal	Mr. Anil Kumar Jain	Mr. Prakash Chandra Chhajed	Mr. Pramod Deogirakar	Mrs. Sudha Rathi
Knowledge on Company's businesses, policies and business culture major risks / threats and potential opportunities and knowledge of the industry in which the Company operates.	Yes	Yes	Yes	Yes	Yes	Yes
Behavioural skills - attributes and competencies to use their knowledge and skills to contribute effectively to the growth of the Company.	Yes	Yes	Yes	Yes	Yes	Yes
Business Strategy, Sales & Marketing, Corporate Governance, Forex Management, Administration, Decision Making, Leadership, Social Responsibility,	Yes	Yes	Yes	Yes	Yes	Yes
Financial and Management skills,	Yes	Yes	Yes	Yes	Yes	Yes
Technical / Professional skills and specialised knowledge in relation to Company's business	Yes	Yes	Yes	Yes	Yes	Yes

5. 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 programmed for Independent Directors are posted on the website of the Company and can be accessed at <https://uni-info.co.in/wp-content/uploads/2017/11/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:

S. 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
3.	Mr. Pramod Deogirikar	Non-Executive Independent Director	Member
4.	Mr. Kishore Kumar Bhuradia	Managing Director	Member

- **Meeting of Audit Committee**

Total 5 (Five) Audit Committee Meetings were held and the details of attendance of the members at the Meetings during the financial year 2020-21 are as follows:

Name	Designation	Meeting Dates				
		30.06.2020	31.07.2020	05.09.2020	12.11.2020	04.02.2021
Mr. Prakash Chandra Chhajed	Chairman	Attended	Attended	Attended	Attended	Attended
Mrs. Sudha Rathi	Member	Attended	Attended	Attended	Attended	Attended
Mr. Pramod Deogirikar	Member	Attended	Attended	Attended	Absent	Attended
Mr. Kishore Kumar Bhuradia	Member	Attended	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:

S. 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
3.	Mr. Pramod Deogirikar	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 2020-21 are as follows:

Name of Director	Category	Designation
		30.06.2020
Mr. Prakash Chandra Chhajed	Chairman	Attended
Mrs. Sudha Rathi	Member	Attended
Mr. Pramod Deogirikar	Member	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/2017/11/Nomination-Remuneration-Policy-1.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.

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, 2021, the Company has paid remuneration either in the form of sitting fee to its non-executive Independent Directors.

- Stakeholders' Relationship Committee:

The Company has Stakeholders' Relationship Committee, to look into the redressal of complaints of investors such as transfer or credit of shares, non-receipt of dividend / notices / Annual Reports, etc. The said Committee is also empowered to look into and address Shareholders, Security holders and Investors Grievances in compliance with the SEBI (LODR) Regulations, 2015.

- Composition of Stakeholders' Relationship Committee

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

S. 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 4 (Four) Stakeholder Relationship Committee Meetings were held and the details of attendance of the members at the Meetings during the financial year 2020-21 are as follows:

Name	Designation	Meeting Dates			
		30.06.2020	31.07.2020	12.11.2020	04.02.2021
Mrs. Sudha Rathi	Chairperson	Attended	Attended	Attended	Attended
Mr. Prakash Chandra Chhajed	Member	Attended	Attended	Attended	Attended
Mr. Pramod Deogirikar	Member	Attended	Attended	Absent	Attended
Mr. Kishore Kumar Bhuradia	Member	Attended	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:

Ms. Astha Jain
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:

S. 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 2020-21 are as follows:

Name	Designation	Meeting Dates
		12.11.2020
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 04th February, 2021 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:

S. No.	Name of Director	Category	Designation
1.	Mr. Prakash Chandra Chhajed	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- 10th	30.09.2020	12.00 P.M.	Video Conferencing /Other Audio-Visual Means (OVAM) & Deemed Venue is 403, Chetak Centre, 12/2 RNT Marg, Indore (M.P.)-452001	-
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	-

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. The policy has been uploaded on the Company's website: <https://uni-info.co.in/wp-content/uploads/2017/11/Policy-on-related-party-transactions.pdf>.
- 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/2017/11/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/2017/11/Policy-on-related-party-transactions.pdf>.

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	Loan given by Uniinfo Telecom Services Limited (Holding Company) amounting to Rs. 18,708,750 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 ABMS & 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, 2020	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, 2021	NIL	NIL

- 8) Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013: -The Company has place Prevention of the Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees are covered under this policy. The Prevention of the Sexual Harassment Policy is available on the company's website <https://uni-info.co.in/wp-content/uploads/2017/11/Prevention-of-Sexual-Harassment.pdf>.

Statement showing the number of complaints filed and the number of complaints pending as on the end of the financial year is shown as under: -

Category	No. of complaints pending at the beginning of F.Y. 2020-21	No. of complaints filed during the F.Y. 2020-21	No. of complaints pending as at the end of F.Y. 2020-21
Sexual Harassment	Nil	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 2020-21 has been paid by the Company to NSE Limited where the shares of the Company are listed. Annual Custody/Issuer fee for the year 2020-21 paid by the Company to Depositories.

GENERAL SHAREHOLDER INFORMATION:

- The Company is registered in the State of Madhya Pradesh, India with the Registrar of Companies, Gwalior. The Corporate Identity Number (CIN) allotted to the Company by the Ministry of Corporate Affairs (MCA) is L64202MP2010PLC024569.

2. Annual General Meeting:

I	Annual General Meeting:	11th Annual General Meeting of the members of
	Day, Date, Time	Uniinfo Telecom Services Limited
	Venue	Wednesday, 29th September, 2021 12:00 PM Through Video Conferencing for which deemed venue is 403, Chetak Centre, 12/2 RNT Marg Indore (MP) 452001
II	Date of Book Closure	23rd September, 2021 to 29th September, 2021 (Both days inclusive)
	Stock Code	UNIINFO
	ISIN Number	INE481Z01011

3. 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.**

4. 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 2020-21 on NSE.

Month	NSE Emerge		Traded
	High	Low	
Apr-20	13.75	12.4	278000
May-20	13.95	11.65	104000
Jun-20	13.30	12.70	10000
Jul-20	14.75	11.70	94000
Aug-20	11.70	9.50	56000
Sep-20	11.00	9.05	44000
Oct-20	7.85	9.00	32000
Nov-20	16.20	8.00	94000
Dec-20	27.45	16.5	172000
Jan-21	24.85	21.55	82000
Feb-21	22.30	17.20	34000
Mar-21	20.55	15.50	106000

5. 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**

6. Share Transfer System:

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

7. Dematerialization of Shares:

The equity shares of company are listed are compulsorily traded in electronic form only. As on 31st March, 2021 all the equity shares were dematerialized through depositories viz. National Securities Depository Limited and Central Depository Services (India) Limited, which represents 100% of the total paid up capital of the company. The equity shares of the company were actively traded on National Stock Exchange of India Limited (NSE) Emerge platform and have good liquidity.

8. Distribution of Shareholding:

SHARE HOLDING OF NOMINAL VALUE OF Rs.	SHARE HOLDERS		SHARE AMOUNT	
	Number	% to Total	In Rs.	% to Total
1001-2000	364	74.90	728000	6.81
3001-4000	33	6.79	132000	1.23
5001-10000	32	6.58	270000	2.53
10001-Above	57	11.73	9563120	89.43
Total	486		10693120	100

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, 2021 the Company does not have any outstanding GDRs/ ADRs/ Warrants or convertible instruments.

COMMODITY PRICE RISK OR FOREIGN EXCHANGE RISK AND HEDGING ACTIVITIES:

The Company does not have any exposure hedged through commodity derivatives during the year 2020-21.

CREDIT RATINGS HAS BEEN OBTAINED IN THE LAST FISCAL YEAR- N.A

Company has not issued any debenture or accepted deposits so the rating from CRISIL or any other agency was not required to be obtained.

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 2020-21. 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, 2021.

For and on behalf of Board of Directors of

Date: 06.09.2021

Place: Indore

Kishore Kumar Bhuradia
Managing Director
DIN: 03257728

ANNEXURE VI**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 2020-21 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 2020-21	Ratio of Remuneration of director to the Median remuneration
Mr. Kishore Kumar Bhuradia	Managing Director	NIL	54.40:1
Mr. Pranay Kumar Parwal	Whole Time Director	N.A.	10.88:1
Mr. Anil Kumar Jain	Whole Time Director & Chief Financial Officer	N.A.	5.44:1
Ms. Astha Jain	Company Secretary	N.A.	2.29:1
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	Independent Non-Executive Director	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. Niresh Maheshwari was appointed as KMP w.e.f. 17th January, 2018 and resigned w.e.f. 30th June, 2020. Hence, it is not feasible to calculate his percentage increase in salary.

Mr. Anil Kumar Jain was appointed as KMP w.e.f. 30th June, 2020. 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 2020-21.
- 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 110278.

B. Percentage increase in median remuneration of all employees in the financial year 2020-21: -

Due to the change in no. of employees in FY 2019-20 and current FY 2020-21, 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 17.03%.

C. Number of permanent employees on the rolls of the company as on 31st March, 2021:

The Number of permanent employees on the rolls of Uniinfo Telecom Services Limited as at 31st March, 2021 was 572.

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 2019-20 & FY 2020-21, 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 17.03%.

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, 2021.

For Uniinfo Telecom Services Limited

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

**Date: 06.09.2021
Place: Indore**

COMPLIANCE CERTIFICATE FROM CEO & 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, 2021 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

Kishore Kumar Bhuradia
Managing Director
DIN: 03257728

Anil Kumar Jain
Wholetime Director & CFO
DIN: 00370633

Date: 06.09.2021

Place: Indore

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 2020-21. 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 Chhajed	08037849	29/12/2017
5	Mrs. Sudha Rathi	00353472	29/12/2017
6	Lt. Col Pramod Deogirikar	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, 2021.

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

Date : 30th August 2021
Place : Indore
UDIN : F005174C000856948

Manish Maheshwari
Proprietor
FCS-5174
CP-3860

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 2021, 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, 2021, and Loss, 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. 37 to the financial Statements, 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 2.6 and 2.17 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

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

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:

- 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.
- 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.
- 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.
- 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.
- On the basis of the written representations received from the directors as on 31st March, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
- 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".
- In our opinion, the Managerial Remuneration for the year ended March 31, 2021 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:

- The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer Note 29 to the financial statements
- The Company did not have any Long Term Contracts including derivative contract for which there were any material foreseeable losses
- There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

**For ABMS & Associates
Chartered Accountants
Firm Reg. No 030879C**

**(Abhay Sharma)
Partner
Membership No 411569
UDIN: 21411569AAAABX7468**

**Place: Indore
Date: 30th June, 2021**

“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 inventories have been physically verified by the management at reasonable intervals during the year. In our opinion, the frequency of such verification is reasonable. The discrepancies noticed on Verification between the physical stocks and the book records which were not material, have been properly dealt with in the books of account.
- iii) According to the information and explanations given to us, the Company has granted an unsecured Loan during the year, to one of its Wholly owned subsidiary company, covered in the Register maintained under section 189 of the Companies Act, 2013 (“the Act”).
 - (a) In our opinion, the rate of interest and other terms and conditions on which such loan had been granted to the company and the other party listed in the Register maintained under Section 189 of the Act was not, prima facie, prejudicial to the interest of the Company.
 - (b) In the case of the loans granted to the company and the other party listed in the Register maintained under Section 189 of the Act, the borrower has been regular in the repayment of the principal and payment of interest, wherever stipulated.
 - (c) There are no overdue amounts in respect of loan granted to company and the other party listed in the Register maintained under Section 189 of the Act.
- iv) In our opinion and according to the information and explanations given to us, the Company has not advanced any loan, given any guarantee or provided any security to the parties covered under Section 185 and the Company has complied with the provisions of Sections 186 of the Act, with respect to the loans given, Investments made.
- 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 2021 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 2017-18	5,12,587
The Income Tax Act, 1961	Income Tax	Commissioner of Income Tax -Appeals	Asst. Year 2018-19	14,08,910

- 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 ABMS & Associates
Chartered Accountants
Firm Reg. No 030879C

Place: Indore
Date: 30th June, 2021

(Abhay Sharma)
Partner
Membership No 411569
UDIN: 21411569AAAABX7468

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 2021 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 2021, 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 ABMS & Associates
Chartered Accountants
Firm Reg. No 030879C

Place: Indore
Date: 30th June, 2021

(Abhay Sharma)
Partner
Membership No 411569
UDIN: 21411569AAAABX7468

UNIINFO TELECOM SERVICES LIMITED

CIN - L64202MP2010PLC024569

Balance Sheet As at 31st March, 2021

	Particulars	Note No.	As at 31st March, 2021	As at 31st March, 2020
			Rupees	Rupees
I.	<u>EQUITY AND LIABILITIES</u>			
1.	Shareholder's Fund			
	(a) Share Capital	3	106,931,200	106,931,200
	(b) Reserves and Surplus	4	242,976,192	277,697,800
2.	Non- current liabilities			
	(a) Long-term borrowings	5	242,081	492,869
	(b) Long-term Provisions	6	9,937,543	8,182,394
3.	Current Liabilities			
	(a) Short term borrowings	7	40,151,544	20,120,912
	(b) Trade payables	8	-	-
	(I) Total outstanding dues of micro enterprises and small enterprise		29,316,587	13,345,360
	(II) Total outstanding dues of creditors other than micro enterprises and small enterprises		-	-
	(c) Other current liabilities	9	18,314,080	32,818,854
	(d) Short term provisions		-	-
	TOTAL		447,869,228	459,589,388
II	<u>ASSETS</u>			
1.	Non-current assets			
	(a) Fixed assets			
	(i) Tangible assets	10	38,330,808	48,641,840
	(ii) Capital WIP		-	-
	(b) Deferred tax assets (net)	11	5,104,817	3,879,513
	(c) Long-term loans and advances	12	19,437,631	435,542
	(d) Investment	13	4,724,400	4,724,400
2.	Current assets			
	(a) Inventories	14	233,248,000	265,330,800
	(b) Trade receivables	15	84,591,161	104,111,479
	(c) Cash and Bank Balances	16	25,157,334	146,584
	(d) Short-term loans and advances	17	31,374,198	31,813,954
	(e) Other current assets	18	5,900,879	505,277
	TOTAL		447,869,228	459,589,388
	Significant accounting policies and notes to accounts	3-42		

As per our report of even date

For ABMS & Associates

Chartered Accountants

FRN: 030879C

Abhay Sharma

Partner

M.NO. 411569

Date: 30th June, 2021

Place: Indore

For and on behalf of the Board of Directors of
Uniinfo Telecom Services LimitedKishore 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, 2021

	Particulars	Note No.	Year ended 31st March, 2021 Rupees	Year ended 31st March, 2020 Rupees
I	Revenue from operations :			
	Sale of Services & Goods		407,101,594	417,242,530
			407,101,594	417,242,530
II	Other Income	20	1,424,825	2,196,799
III	Total Revenue (I + II)		408,526,419	419,439,329
IV	Expenses			
	Cost of Materials	21	42,665,863	25,489,365
	(Increase)/decrease in Work-In-Process	22	32,082,800	16,266,500
	Employee benefits expense	23	118,564,064	159,823,662
	Finance Costs	24	3,565,448	6,031,080
	Depreciation	10	11,329,427	14,837,140
	Other expense	25	236,270,420	183,856,056
	Total Expense		444,478,022	406,303,804
V	Profit before tax (III - IV)		(35,951,603)	13,135,525
VI	Tax expense:			
	(1) Current tax		-	4,223,967
	(2) Short/(Excess) provision for earlier years		(4,692)	14,339
	(3) Deferred tax		(1,225,303)	(553,116)
			(1,229,995)	3,685,190
VII	Profit for the period from continuing operations (V - VI)		(34,721,607)	9,450,336
VIII	Earnings per equity share:	35		
	(1) Basic		(3.25)	0.88
	(2) Diluted		(3.25)	0.88
	Accompanying notes are forming part of the financial statements	3-42		

As per our report of even date
For ABMS & Associates
Chartered Accountants
FRN: 030879C

Abhay Sharma
Partner
M.NO. 411569
Date: 30th June, 2021
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
Cash Flow Statement for the Year Ended 31st March, 2021

Particulars	As at 31st March 2021	As at 31st March 2020
	Rupees	Rupees
Cash flow from operating activities		
Net Profit before taxation and extraordinary item	(35,951,603)	13,135,525
Adjustment to reconcile profit before tax to cash generated by operating activities:-		
Depreciation & Non-Cash Expense	11,329,427	14,837,140
Finance Costs	3,565,448	6,031,080
Sundry Balance written off	(224,715)	(81,992)
Interest Received	(58,383)	(1,433,351)
Short Term Gain on M.F.	(223,519)	-
Interest from subsidiary	(267,371)	-
Loss from fire	2,617,495	-
Loss from sale of Assets	63,874	-
Provision for Doubtful Debts	-	586,685
Operating profit before working capital changes	(19,149,345)	33,075,087
Changes in Assets and liabilities		
WIP Services - Decrease/(Increase)	32,082,800	16,266,500
Trade Receivables - (Increase)/Decrease	19,520,318	(816,483)
Loans and advances and other Assets - (Increase)/Decrease	7,759,524	(3,518,081)
Liabilities and Provision - Increase/(Decrease)	9,950,070	(18,301,729)
Cash generated from Operations	50,163,367	26,705,295
Direct Taxes Paid	(9,060,907)	(9,796,418)
Net cash flow from operating activities	41,102,460	16,908,877
Cash flow from investing activities		
Fixed Assets	(7,418,161)	(11,954,318)
Investment in Bank Fixed Deposits	(25,000,000)	-
Proceeds from sale of Bank Fixed Deposits	25,017,123	-
Interest Received	308,631	1,433,351
Investment in Mutual fund	(47,500,000)	-
Proceeds from sale of Mutual Fund	47,723,519	-
Loan to Subsidiary	(18,708,750)	-
Investment In Subsidiary	-	(3,630,000)
Current Investments	-	74,954,329
Net cash flow from investing activities	(25,577,639)	60,803,362
Cash flow from financing activities		
Long Term Borrowings - (Decrease)/Increase	(250,788)	(6,979,256)
Short Term Borrowings - (Decrease)/Increase	13,302,165	(66,082,107)
Finance Costs	(3,565,448)	(6,031,080)
Net cash flow from financing activities	9,485,929	(79,092,443)
Net increase in cash and cash equivalents	25,010,750	(1,380,204)
Cash and cash equivalents at the beginning of the period	146,584	1,526,788
Cash and cash equivalents at the end of the period*	25,157,334	146,584

* 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 2021	As at 31st March 2020
CASH & CASH EQUIVALENTS:		
A Balance with banks:		
i) Current Accounts	25,134,653	105,993
A Cash on Hand:	22,681	40,591
	25,157,334	146,584

The accompanying Notes form an Integral part of the Financial Statements

As per our report of even date
For ABMS & Associates
Chartered Accountants
FRN: 030879C

Abhay Sharma
Partner
M.NO. 411569
Date: 30th June, 2021
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
Notes forming part of the financial statements

Note	Particulars
1.0	<p>Corporate 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 is engaged in rendering technical services relating to telecom network optimization, network planning, drive test, survey services etc. to OEM's and telecom operators.</p> <p>The Company has Two Overseas Subsidiaries namely Uniinfo Telecom Services (Thailand) Ltd. and Uni Info Telecom Services (Private) Limited Sri Lanka . Uniinfo Telecom Services Thailand is a wholly owned subsidiary which is primarily engaged in providing Engineering and technical services for telecom and Uniinfo Telecom Services (Private) Sri lanka was incorporated on 17.08.2020 with a prime object to be Technical Services provider for Information technology industry at Sri Lanka but till 31.03.2021 the company has neither commenced its business nor Parent Company i.e. Uniinfo Telecom Services Limited has made/infused any Capital investment in it.</p>
2.1	<p>Basis of accounting, preparation of financial statements</p> <p>The financial statements (except cash flow statement) have been prepared under the historical cost convention on an accrual basis and in accordance with applicable Accounting Standards as specified in the Annexure to the Companies (Accounting Standards) Rules, 2006 and Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 of the Ministry of Corporate Affairs. The cash flow statement has been prepared in accordance with AS 3 on "Cash flow statements" issued by the Institute of Chartered Accountants of India. Accounting policies have been consistently applied except where a newly issued Accounting Standard is initially adopted or a revision to an existing Accounting Standard requires a change in the Accounting Policy hitherto in use.</p>
2.2	<p>Presentation and disclosure of financial statements</p> <p>The Balance Sheet and the Statement of Profit and Loss are prepared and presented in the format prescribed in Schedule III to the Companies Act, 2013. The Company has set a policy of classifying assets and liabilities into current and non-current portion based on the time frame of 12 months from the date of Balance Sheet.</p>
2.3	<p>Use of estimates</p> <p>The preparation of the financial statements in conformity with Indian GAAP requires the management to make judgments, 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 recognized in the periods in which the results are known/materialize. 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.</p>
2.4	<p>Cash and cash equivalents</p> <p>Cash comprises cash on hand, demand deposits with banks, Mutual Funds. 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.</p>
2.5	<p>Cash flow statement</p> <p>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.</p>
2.6	<p>Revenue recognition</p> <p>"The Company derives revenue primarily from rendering technical services relating to Network optimization, 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</p>

UNIINFO TELECOM SERVICES LIMITED
Notes forming part of the financial statements

Note	Particulars
	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 and wholly owned subsidiary are accounted on accrual basis and other interest income is accounted on receipt basis. Capital gains on sale of mutual funds is accounted on accrual basis
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 equipment's 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 DE recognition 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. 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 of disposal of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of the assets and recognized as income or expense in the Statement of Profit and Loss.
2.9	Depreciation and amortization 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 life's.
2.10	Inventories Inventories are valued at lower of cost and net realizable value based on FIFO Basis. The cost of inventory comprises all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition. The costs of purchase consist of the purchase price including duties and taxes, freight inwards and other expenditure directly attributable to the acquisition. Trade discounts, rebates, duty drawbacks and other similar items are deducted in determining the costs of purchase. The costs of conversion of inventories include costs of materials used on sites, direct labour, site expenses and production overheads. Other costs are included in the cost of inventories only to the extent they are incurred in bringing the inventories to the present location and condition
2.11	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. The exchange differences for the period end balances are recorded at a group level and are reversed at the beginning of the next accounting period..

UNIINFO TELECOM SERVICES LIMITED
Notes forming part of the financial statements

Note	Particulars
	Any income or expenditure on account of exchange rate difference either or unsold or on transaction is recognized in the Profit and Loss Account.
2.12	Forward and Options Contract in Foreign Currency <p>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.</p>
2.13	Investments <p>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.</p> <p>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.</p> <p>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.</p>
2.14	Employee benefits <p>Short term employee benefits:</p> <p>All employee benefits falling due wholly within twelve months of rendering the service are classified as short term employee benefits. The benefits like salaries, wages and also the expected cost of bonus and ex-gratia are recognised in the period in which the employee renders the related service.</p> <p>Post employment benefits:</p> <p>Defined Contribution Schemes: Contribution to Provident Fund is made monthly to the Provident Fund Authorities for eligible employees and charged to the Statement of Profit and Loss, for the year.</p> <p>Defined Benefit Plan :</p> <p>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.</p>
2.15	Borrowing costs <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>
2.16	Segment reporting <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 telecom services to OEM's and operators 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>
2.17	Work in Progress under Service Contracts <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>
2.18	Earnings per share

UNIINFO TELECOM SERVICES LIMITED
Notes forming part of the financial statements

Note	Particulars
	<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>
2.19	<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. 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> <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>
2.20	<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>
2.21	<p>Provisions contingent Liabilities and Contingent Assets</p> <p>Provisions are recognized when there is a present obligation as a result of a past event and it is probable that outflows will be required to settle the obligation, which can be readily estimated. Contingent liabilities are disclosed after an evaluation of the facts and legal aspects of the matter involved. Contingent assets are neither recognized nor disclosed.</p>
2.22	<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>
2.23	<p>Consolidation of financial statements of subsidiaries</p> <p>"M/s Uniinfo Telecom Services Limited is holding 100% shares of M/s Uniinfo Telecom Services (Thailand) Limited & Uniinfo Telecom Services (Private) Limited (Sri Lanka). The financial statements of the company and its subsidiary companies are consolidated on a line by line basis by adding together the book value of items like items of assets, liabilities, income and expenses after eliminating intra group balances / transactions. The financial statements of the company and its subsidiary companies are drawn up to the same reporting date as that of holding company. The consolidated financial statements are prepared using uniform accounting policies for transactions and other similar events in similar circumstances across the group except otherwise as stated."</p>

UNIINFO TELECOM SERVICES LIMITED
Notes forming part of the financial statements

Particulars	As at 31st March, 2021	As at 31st March, 2020
	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 proportion to the number of equity shares held by the shareholders.
- 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.
- 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.

UNIINFO TELECOM SERVICES LIMITED
Notes forming part of the financial statements

Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '4'		
RESERVES AND SURPLUS		
Profit and Loss Account		
Opening Balance	116,124,114	106,673,778
Add: Profit During The Year	(34,721,607)	9,450,336
TOTAL OF (A)	81,402,507	116,124,114
Securities Premium Reserve		
Opening Balance	161,573,686	161,573,686
Less: Amount utilised for IPO Expenses	-	-
TOTAL (AFTER INITIAL PUBLIC OFFER) OF (B)	161,573,686	161,573,686
TOTAL OF (C) = (A) + (B)	242,976,192	277,697,800
Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '5'		
LONG TERM BORROWINGS		
-Secured		
Axis Bank Limited Car Loan A/c	492,869	722,948
Less: Current Maturities of Term Loan	250,788	230,079
TOTAL of (A)	242,081	492,869
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.		
Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
- Unsecured		
Loan From Banks		
RBL Bank Limited	-	859,401
Less: Current Maturities of Term Loan	-	859,401
	-	-
Indusind Bank Limited	-	1,214,336
Less: Current Maturities of Term Loan	-	1,214,336
	-	-
IDFC First Bank (Formerly known As Capital First Limited)	-	1,357,717
Less: Current Maturities of Term Loan	-	1,357,717
	-	-
Loan From NBFC's		
Edelweiss Retail Finance Limited	-	1,367,167
Less: Current Maturities of Term Loan	-	1,367,167
	-	-
IVL Finance Limited	-	1,074,024
Less: Current Maturities of Term Loan	-	1,074,024
	-	-
Tata Capital Financial Services Limited	-	876,532
Less: Current Maturities of Term Loan	-	876,532
	-	-
TOTAL of (B)	-	-
TOTAL of (C) = (A) + (B)	242,081	492,869

UNIINFO TELECOM SERVICES LIMITED
Notes forming part of the financial statements

Terms & conditions of loans from banks :-**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.

For IDFC First Bank (Formerly known As 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.

Terms & conditions of loans from Non-Banking Financial Companies :-**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 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 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, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '6'		
LONG TERM PROVISION		
Gratuity Provision	9,937,543	8,182,394
TOTAL	9,937,543	8,182,394
Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '7'		
SHORT TERM BORROWINGS		
-Secured		
Loans repayable on demand		
From Banks (Cash Credit Limit)		
- ICICI Bank Limited	40,151,544	20,120,912
(Secured by debtors and assets belonging to Directors and relative of the Directors and the personal guarantee of the Directors)		
TOTAL	40,151,544	20,120,912

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

- a. Cash Credit Loan from ICICI Bank carries interest @I-MCLR-6M is 8.15% + 1.30% . 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.

UNIINFO TELECOM SERVICES LIMITED
Notes forming part of the financial statements

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

Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '8'		
TRADE PAYABLES		
Trade Payables		
Total outstanding dues of Micro and Small Enterprises (Refer Note No.30)	-	-
Total outstanding dues of creditors other than Micro and Small Enterprises	29,316,587	13,345,360
TOTAL	29,316,587	13,345,360
(b) Information as required to be furnished as per section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) for the year ended March 31, 2021 is given below. This information has been determined to the extent such parties have been identified on the basis of information available with the company.		
Principal amount and interest due thereon remaining unpaid to any supplier covered under MSMED Act:		
Principal	29,316,587	13,345,360
Interest	-	-
The amount of interest paid by the buyer in terms of section 16, of the MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006	-	-
The total dues of Micro and Small Enterprises which were outstanding for more than stipulated period are ` Nil (March 31, 2021 : ` Nil)	-	-
Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '9'		
OTHER CURRENT LIABILITIES		
Current maturities of long term debt	250,788	6,979,256
Employee Benefits	11,477,303	13,984,416
For Statutory Dues	5,293,875	9,969,072
Others (Refer Note No. 26)	1,292,114	1,886,110
TOTAL	18,314,080	32,818,854

UNIINFO TELECOM SERVICES LIMITED
STATEMENT OF FIXED ASSETS FOR THE YEAR ENDED ON 31st MARCH, 2021

Note No. '10'

Sr. No.	Description of Assets	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		Cost As On 01.04.2020	Addition During The Year	Deletion Of Adjustments /sale	Total Cost As At 31.03.2021	Depreciation As At 01.04.2020	During The year	Dep Adj.	Total Depre. As at 31.03.2021	as at 31.03.2021	as at 31.03.2020
1	Plant And Equipment Kit	64,810,654	5,604,846	11,063,910	59,351,590	23,781,439	7,694,002	5,027,182	26,448,259	32,903,331	41,029,214
2	Furniture And Fixtures	5,199,798	-	1,451,269	3,748,528	2,646,315	657,449	1,255,928	2,047,835	1,700,693	2,553,483
3	Office Equipment	780,315	52,959	186,645	646,629	522,236	126,907	158,973	490,171	156,458	258,079
4	Computers	27,921,748	1,763,322	3,236,612	26,448,458	23,743,338	2,604,139	3,093,621	23,253,856	3,194,602	4,178,410
5	Motor Car	2,199,782	-	-	2,199,782	1,577,128	246,930	-	1,824,058	375,723	622,653
	Total Rs.	100,912,296	7,421,127	15,938,436	92,394,987	52,270,456	11,329,427	9,535,705	54,064,179	38,330,808	48,641,840
6	Capital Wip	-	-	-	-	-	-	-	-	-	-
	Grand Total Rs.	100,912,296	7,421,127	15,938,436	92,394,987	52,270,456	11,329,427	9,535,705	54,064,179	38,330,808	48,641,840
	Previous Year 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

UNIINFO TELECOM SERVICES LIMITED
Notes forming part of the financial statements

Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '11'		
DEFERRED TAX ASSETS (NET)		
Tax effect of items constituting Deferred Tax Assets		
- On difference between book balance and tax balance of fixed assets	2,603,736	1,820,168
- Other items giving rise to temporary differences	2,501,081	2,059,345
DEFERRED TAX LIABILITIES (NET)	-	-
TOTAL	5,104,817	3,879,513
Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '12'		
LONG TERM LOANS AND ADVANCES		
Secured Considered Good:		
Security Deposits		
- Sales Tax/VAT/CST (Deposits)	461,510	435,542
- Loan to Subsidiary with interest	18,976,121	-
TOTAL	19,437,631	435,542
Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '13'		
INVESTMENT		
Unquoted		
- Investment in wholly owned subsidiary (fully paid up)		
20000 (Previous 20000)	-	-
Opening Balance:	4,724,400	1,094,400
Add: 15000 Equity shares of 100 TBH each subscribed during the year	-	3,630,000
TOTAL	4,724,400	4,724,400
Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '14'		
INVENTORIES		
WIP of Project	233,248,000	265,330,800
TOTAL	233,248,000	265,330,800
Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '15'		
TRADE RECEIVABLES		
Unsecured Considered Good		
Outstanding for a period less than six months	68,627,352	89,756,619
Outstanding for a period exceeding six months	16,550,494	14,941,545
Less Provision for doubtful debts	(586,685)	(586,685)
TOTAL	84,591,161	104,111,479

UNIINFO TELECOM SERVICES LIMITED Notes forming part of the financial statements		
Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '16' CASH AND BANK BALANCES -Cash and Cash Equivalents Cash on Hand Balance with Banks - With Current Accounts TOTAL	 22,681 25,134,653 25,157,334	 40,591 105,993 146,584
Particulars	As at 31st March, 2021	As at 31st March, 2020
	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 Balance with Govt. Department :- - Income tax refund receivable (Previous Years) - TDS Receivable (Net) (FY 2020-21) (See Note no 28) - VAT Receivable - GST Receivable Advances to Employees Advances to Suppliers TOTAL	 558,720 310,327 9,588,922 1,000 300,000 2,352,356 9,060,907 211,216 752,408 7,424,236 814,106 31,374,198	 823,600 295,309 7,112,090 1,000 1,200,000 1,583,496 11,251,264 211,216 1,147,513 7,057,150 1,131,317 31,813,954
Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '18' OTHER CURRENT ASSETS Other Receivable (Refer Note No. 27) TOTAL	 5,900,879 5,900,879	 505,277 505,277
Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '19' REVENUE FROM OPERATION (i) Income from Services (Domestic) (i) Income from Trading of Goods (Domestic) TOTAL	 406,889,066 212,528 407,101,594	 416,768,511 474,019 417,242,530

UNIINFO TELECOM SERVICES LIMITED Notes forming part of the financial statements		
Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '20'		
OTHER INCOME		
Sundry Balance Written Off	224,715	81,992
Interest on Income Tax Refund	650,838	681,456
Interest on FDR	58,383	1,433,351
Gain on Sale of Mutual Fund Unit	223,519	-
Interest Received from Subsidiary	267,371	-
TOTAL	1,424,825	2,196,799
Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '21'		
COST OF MATERIAL CONSUMED		
Materials Consumption		
Opening Stock	-	-
Add: Purchases	42,665,863	25,489,365
	42,665,863	25,489,365
Less : Closing Stock	-	-
TOTAL	42,665,863	25,489,365
Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '22'		
Increase/(Decrease) in WIP		
Closing WIP	233,248,000	265,330,800
Opening WIP	265,330,800	281,597,300
TOTAL	(32,082,800)	(16,266,500)
Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '23'		
EMPLOYEE BENEFITS EXPENSES		
Salaries, Wages, Bonus etc.	113,175,920	153,792,838
Contribution to P.F, E.S.I and Other Statutory Funds	3,569,882	4,738,821
Gratuity	1,755,149	1,226,504
Staff Welfare	63,113	65,499
TOTAL	118,564,064	159,823,662
Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '24'		
FINANCE COSTS		
Interest Expenses	3,177,722	5,777,198
Other Borrowing Expenses	387,726	253,883
TOTAL	3,565,448	6,031,080

UNIINFO TELECOM SERVICES LIMITED
Notes forming part of the financial statements

Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '25'		
OTHER EXPENSES		
Advertisement Charges	9,884	9,000
Auditors' Fees (See Note No : 38)	300,000	300,000
Brokerage	32,700	126,930
Business Promotion	10,598	369,071
Consumable Computer Accessories	40,507	207,264
Consumption of Stores and Spares Parts	-	1,229
Conveyance Charges	116,494	125,889
Cost of Services	200,291,773	153,386,403
Courier Charges	60,282	198,204
CSR EXP	743,000	212,656
Customer/Supplier Deduction	33,143	75,708
Director sitting fee	120,000	67,500
Electricity Expenses	290,420	432,907
Fee on Late Payment of GST	-	14,060
Freight & Cartage	16,958,574	8,989,590
Insurance	1,682,497	1,085,417
Interest on GST	592,296	378,289
Interest on TDS	-	1,170
Interest on ESIC	-	64,637
Legal & Professional	1,509,770	626,836
Loss by Fire (Assets)	2,617,495	-
Loss on sale of assets	63,874	-
Medical Expenses	580,800	576,715
Office Expenses	134,570	199,534
Packaging Charges	2,004	82,037
Professional Tax	2,500	31,890
Provision for doubtful debts	-	586,685
Rates & Taxes	259,411	20,990
Rent for Machinery	3,069,731	6,163,625
Rent office	3,374,898	4,193,711
Repair & Maintenance	958,414	611,352
Roc Filing Fees	8,600	11,500
Software Subscription	218,760	75,210
Stationery & Printing	82,507	192,124
Telephone Expenses	272,669	419,657
Training Expenses	1,534,590	2,944,720
Travelling Expenses	285,314	1,073,547
VAT Expenses	12,344	-
TOTAL	236,270,420	183,856,056
Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '26'		
Others		
Director Remuneration Payable	394,364	923,364
Expenses Payable	897,751	962,746
TOTAL	1,292,114	1,886,110

UNIINFO TELECOM SERVICES LIMITED Notes forming part of the financial statements		
Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '27'		
Other Receivable		
Prepaid Expenses	1,436,746	487,141
Insurance claim receivable	4,431,038	-
Others	33,095	18,136
TOTAL	5,900,879	505,277
Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '28'		
Provision for Taxation (Net)		
Current Tax	-	4,223,967
Less:- TDS/TCS deducted during the year	9,060,907	12,075,231
Less:- Advance tax paid	-	3,400,000
TOTAL	(9,060,907)	(11,251,264)

UNIINFO TELECOM SERVICES LIMITED Notes forming part of the financial statements			
Note 29	Contingent liabilities and commitments (to the extent not provided for)	As at 31st March, 2021	As at 31st March, 2020
(i)	Contingent liabilities		
	(a) Claims against the Company not acknowledged as debt (give details)	NIL	NIL
	(b) Guarantees - Bank Guarantee	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 (net of advances) to the extent not provided for	NIL	NIL
	Capital Account	2,300,000	NIL
	Revenue 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	512,587
(iv)	Income Tax Disputed Demand U/S 143 (1) (a) CPC AY YEAR 2018-19	1,408,910	1,408,910
	(c) Other commitments	NIL	NIL
Note 30	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, 2021, there were no such supplier's due were outstanding who registered under The Micro Small and Medium Enterprise Development Act 2006.		
Note 31	Details on derivatives instruments and unhedged foreign currency exposures : NIL		
Note 32	Details of other Disclosures	As at 31st March, 2021	As at 31st March, 2020
		Amt (In Rs./In Percentage)	
	Value of imports calculated on CIF basis @	NIL	NIL
	Expenditure in foreign currency :		
	(i) Other-(Foreign Travels)	31719	774411
	(ii) Other-Expenses (Consultancy)	142307	78007
	(iii) Testing Equipment's (Assets) Purchase	0	601282
	Details of consumption of Material :-		
	- Imported	NIL	NIL
	- Indigenous	42665863	25489365
	- Indigenous (In %)	100%	100%
	Earnings in foreign exchange	NIL	NIL
	Loan amount to Subsidiary	18708750	NIL
	Amounts remitted in foreign currency during the year on account of dividend	NIL	NIL
Note 33	Segment information : - Company operates in only one segment i.e. providing telecommunication services to various telecom companies, OEM's and Operators.		

UNIINFO TELECOM SERVICES LIMITED Notes forming part of the financial statements				
Note 34	Related party transactions			
34.1	Details of related parties:			
	Description of Relationship	Names of related parties		
	Key Management Personnel (KMP)	Mr. Anil Jain-Director & CFO		
		Mr. Kishore Bhuradia-Managing Director,		
		Mr. Pranay Parwal-Director,		
		Mr. Pramod Deogirikar-Independent Director,		
		Mrs. Sudha Rathi-Independent Director,		
		Mr. Prakash Chandra Chhajed-Independent Director,		
		Mr. Niresh Maheshwari-CFO, (Resigned)		
		Ms. Astha Jain-CS		
	Relatives of KMP	Mrs. Nirmala Bhuradia,		
		Mrs. Nirmala Parwal,		
		Mrs. Rekha Jain		
	Subsidiaries of the Company	"1.Uniinfo Telecom Services (Thailand) Limited (wholly owned subsidiary)		
		2. Uniinfo Telecom Services (Private) Limited Sri Lanka (wholly owned subsidiary), was incorporated on 17th August 2020. till 31.03.2021 the company neither commenced its business nor Parent Company i.e. Uniinfo Telecom Services Limited has made/infused any Capital investment in it."		
34.2	Particulars	KMP	Relatives of KMP	Subsidiary of the Company
	Director Remuneration	7,350,000	-	-
		(7,800,000)	-	-
	KMP'S Remuneration	702,422	-	-
		(1,882,191)	-	-
	Director Sitting Fee	120,000	-	-
		(67,500)	-	-
	Key Man Life Insurance Premium	529,784	-	-
		(529,784)	-	-
	Rent Payments	-	379,821	-
		-	(357,207)	-
	Guarantees and collaterals - By KMP in favor of Company	40,604,084	-	-
		(26,870,089)	-	-
	Guarantees and collaterals - By Relatives of KMP in favor of Company	-	40,604,084	-
		-	(20,120,912)	-
	Investment in Equity Shares of UNIINFO TELECOM SERVICES (THAILAND) LIMITED	-	-	-
		-	-	(3,630,000)
	Loan to Subsidiary during the Year	-	-	18,708,750
		-	-	-
	Interest from Subsidiary during the Year	-	-	267,371
		-	-	-
	<u>Balances outstanding at the end of the year</u>			
	Director Remuneration	394,364	-	-
		(792,788)	-	-
	KMP'S Remuneration	54,163	-	-
		(1,182,505)	-	-
	Director Sitting Fee	49,800	-	-
		(12,300)	-	-
	Loan to Subsidiary	-	-	18,976,121
		-	-	-
	Note: Figures in bracket relates to the previous year			

UNIINFO TELECOM SERVICES LIMITED
Notes forming part of the financial statements

Note 35	Particulars	As at 31st March, 2021	As at 31st March, 2020
	Earnings per share		
	Basic		
	Continuing operations		
	Net profit for the year after taxation	(34,721,607)	9,450,336
	Less: Preference dividend and tax thereon	-	-
	Net profit for the year from continuing operations attributable to the equity shareholders	(34,721,607)	9,450,336
	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	(3.25)	0.88
	Earnings per share from continuing operations - Diluted	(3.25)	0.88
Note 36	Company has complied with the provisions of Sec 135 of The Companies Act, 2013 related to Corporate Social responsibility activities (CSR). A sum of Rs 743000/- has been spent during the year.		
Note 37	COVID-19 Pandemic has impacted business globally. Consequently, company's operations remained shut down during the initial face of lockdown. Subsequent to financial year 2019-20 the operations of the company were almost shut for first 3 months. Pursuant to several relaxations granted by the government of India in different unlock stages, company's operations were gradually resumed from June-July 2020 in a phased manner in accordance with government advisories and local government directives with regard to work place and ground movement. The company has been actively monitoring its various business activities and related impact on account of this pandemic. In assessing the recoverability of its assets including receivables, inventory and obligation towards liabilities, the Company has considered internal and external information upto the date of approval of these financial results including economic forecasts and that no material adjustments are required in financial results, as the company does not anticipate any challenge in its ability to continue as going concern or meeting is financial obligation. The company has taken various prudent steps to reduce challenges in case of further lockdowns. But the impact of the ongoing second wave may be different from that estimated as at the date of approval of these financial results and the company will continue to closely monitor any material changes to future economic conditions.		
Note 38	Particulars	As at 31st March, 2021	As at 31st March, 2020
	Payment to Statutory Auditor's As :-		
	(a) Statutory Audit Fees	250,000	250,000
	(b) Tax Audit Fees	50,000	50,000
	Total	300,000	300,000
Note 39	Particulars	As at 31st March, 2021	As at 31st March, 2020
	Payment to Managerial Remuneration As :-		
	(a) Remuneration	7,800,000	7,800,000
	(b) Sitting Fee	120,000	67,500
	Total	7,920,000	7,867,500
Note 40	Fire occurred at Indore office of the company on March 8th, 2021 resulting in loss of furniture , some high value equipment's and electronic appliances. Insurance claim was lodged but due to the second wave of pandemic it could not be validated by insurance company authorities before March 31st, 2021. Hence the loss on fire and claim receivable has been estimated and booked by management. However such incident does not have any impact on the company's regular business operation as a going concern.		
Note 41	Under gratuity scheme which is a defined benefit plan, during the year the company has made a gratuity provision of Rs. 1755149/- based on actuarial valuation carried out by an independent actuary using Projected Unit Credit (PUC) method.		
Note 42	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 ABMS & Associates Chartered Accountants FRN: 030879C Abhay Sharma Partner M.NO. 411569 Date: 30th June, 2021 Place: Indore		For and on behalf of the Board of Directors of Uniinfo Telecom Services Limited <div style="display: flex; justify-content: space-between;"> <div> Kishore Bhuradia (Managing Director) (DIN : 03257728) </div> <div> Pranay Parwal (Director) (DIN : 03257731) </div> </div> <div style="display: flex; justify-content: space-between; margin-top: 10px;"> <div> Anil Jain (Chief Financial Officer) </div> <div> Astha Jain (Company Secretary) </div> </div>	

INDEPENDENT AUDITOR'S REPORT

To,
The Members of
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 2021, 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 Subsidiaries Companies, 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 consolidated state of affairs of the Group as at 31 March 2021 and its consolidated Loss 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 Statements, 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 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 2.6 and 2.17 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, 2021 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 Two Subsidiaries, whose financial statement reflects total assets of Rs. 172.76 lakhs as at 31 March 2021, total revenues of Rs. 121.73 lakhs and net Cash inflow amounting to Rs. 45.42 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

- (A) 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:
- 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.
 - 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.
 - 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.
 - 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.
 - 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, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
 - 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.
 - 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 Subsidiaries, as noted in the 'Other matter' paragraph:
- The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position in its financial statements of the Group. Refer Note 28to the consolidated financial statements.
 - The Group did not have any Long Term Contracts including derivative contract for which there were any material foreseeable losses.
 - There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiaries companies during the year ended 31 stMarch 2021.

For ABMS & Associates
Chartered Accountants
Firm Reg. No 030879C

Place: Indore
Date: 30th June, 2021

(Abhay Sharma)
Partner
Membership No 411569
UDIN: 21411569AAAABY1340

‘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, 2021, We have audited the internal financial controls over financial reporting of the M/s Uniinfo Telecom Services Ltd. (“the Company”) as of 31 March 2021 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 2021, 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

**For ABMS & Associates
Chartered Accountants
Firm Reg. No 030879C**

**Place: Indore
Date: 30th June, 2021**

**(Abhay Sharma)
Partner
Membership No 411569
UDIN: 21411569AAAABY1340**

UNIINFO TELECOM SERVICES LIMITED
CIN - L64202MP2010PLC024569
Consolidated Balance Sheet As at 31st March, 2021

	Particulars	Note No.	As at 31st March, 2021 Rupees	As at 31st March, 2020 Rupees
I.	EQUITY AND LIABILITIES			
1.	Shareholder's Fund			
	(a) Share Capital	3	106,931,200	106,931,200
	(b) Reserves and Surplus	4	234,530,381	276,231,638
2.	Non- current liabilities			
	(a) Long-term borrowings	5	242,081	492,869
	(b) Long-term Provisions	6	9,937,543	8,182,394
3.	Current Liabilities			
	(a) Short term borrowings	7	40,151,544	20,120,912
	(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		30,131,862	13,345,360
	(c) Other current liabilities	9	19,520,182	33,247,498
	TOTAL		441,444,792	458,551,870
II	ASSETS			
1.	Non-current assets			
	(a) Fixed assets			
	(i) Tangible assets	10	38,425,906	48,641,840
	(ii) Capital WIP		-	-
	(b) Deferred tax assets (net)	11	5,104,817	3,879,513
	(c) Long-term loans and advances	12	461,510	435,542
2.	Current assets			
	(a) Inventories	13	242,918,033	265,330,800
	(b) Trade receivables	14	87,269,364	104,207,462
	(c) Cash and Bank Balances	15	29,699,386	3,258,909
	(d) Short-term loans and advances	16	31,664,899	32,292,489
	(e) Other current assets	17	5,900,879	505,314
	TOTAL		441,444,792	458,551,870
	Significant accounting policies and notes to accounts	3-41		

As per our report of even date
For ABMS & Associates
Chartered Accountants
FRN: 030879C

Abhay Sharma
Partner
M.NO. 411569
Date: 30th June, 2021
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

Consolidated Profit and Loss Statement For the Year Ended 31st March, 2021

	Particulars	Note No.	Year ended 31st March, 2021 Rupees	Year ended 31st March, 2020 Rupees
I	Revenue from operations :	18		
	Sale of Services & Goods		419,274,620	417,332,234
			419,274,620	417,332,234
II	Other Income	19	1,163,578	2,200,519
III	Total Revenue (I + II)		420,438,198	419,532,754
IV	Expenses			
	Cost of Materials	20	44,639,179	25,489,365
	(Increase)/decrease in Work-In-Process	21	32,082,800	16,266,500
	Employee benefits expense	22	124,237,867	160,107,037
	Finance Costs	23	3,589,482	6,035,125
	Depreciation	10	11,332,736	14,837,140
	Other expense	24	247,487,385	185,128,224
	Total Expense		463,369,450	407,863,391
V	Profit before tax (III - IV)		(42,931,252)	11,669,363
VI	Tax expense:			
	(1) Current tax		-	4,223,967
	(2) Short/(Excess) provision for earlier years		(4,692)	14,339
	(3) Deferred tax		(1,225,303)	(553,116)
			(1,229,995)	3,685,190
VII	Profit for the period from continuing operations (V - VI)		(41,701,257)	7,984,173
VIII	Earnings per equity share:	34		
	(1) Basic		(3.90)	0.75
	(2) Diluted		(3.90)	0.75
	Accompanying notes are forming part of the financial statements	3-41		

As per our report of even date
For ABMS & Associates
Chartered Accountants
FRN: 030879C

Abhay Sharma
Partner
M.NO. 411569
Date: 30th June, 2021
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

Consolidated Cash Flow Statement for the Year Ended 31st March, 2021

Particulars	As at 31st March 2021	As at 31st March 2020
	Rupees	Rupees
Cash flow from operating activities		
Net Profit before taxation and extraordinary item	(42,931,252)	11,669,363
Adjustment to reconcile profit before tax to cash generated by operating activities:-		
Depreciation & Non-Cash Expense	11,332,736	14,837,140
Finance Costs	3,589,482	6,035,125
Sundry Balance written off	(224,715)	(81,992)
Interest Received	(63,475)	(1,429,631)
Short Term Gain on M.F.	(223,519)	-
Loss by fire	2,617,495	-
Loss on sale of Assets	63,874	-
Provision for Doubtful Debts	-	586,685
Operating profit before working capital changes	(25,839,373)	31,616,690
Changes in Assets and liabilities		
WIP Services - Decrease/(Increase)	22,412,767	16,266,500
Trade Receivables - (Increase)/Decrease	16,938,098	(912,466)
Loans and advances and other Assets - (Increase)/Decrease	8,214,769	(3,996,617)
Liabilities and Provision - Increase/(Decrease)	11,542,802	(17,875,473)
Cash generated from Operations	33,269,065	25,098,634
Direct Taxes Paid	(9,060,907)	(9,796,417)
Net cash flow from operating activities	24,208,158	15,302,217
Cash flow from investing activities		
Fixed Assets	(7,516,569)	(11,954,318)
Investment in Bank Fixed Deposits	(25,000,000)	-
Proceeds from sale of Bank Fixed Deposits	25,017,123	-
Investment in Mutual fund	(47,500,000)	-
Proceeds from sale of Mutual Fund	47,723,519	-
Interest Received	46,352	1,429,631
Current Investments	-	74,954,329
Net cash flow from investing activities	(7,229,576)	64,429,642
Cash flow from financing activities		
Long Term Borrowings - (Decrease)/Increase	(250,788)	(6,979,256)
Short Term Borrowings - (Decrease)/Increase	13,302,165	(66,082,107)
Finance Costs	(3,589,482)	(6,035,125)
Net cash flow from financing activities	9,461,895	(79,096,487)
Net increase in cash and cash equivalents	26,440,476	635,371
Cash and cash equivalents at the beginning of the period	3,258,909	2,623,538
Cash and cash equivalents at the end of the period*	29,699,386	3,258,909

* 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 2021	As at 31st March 2020
CASH & CASH EQUIVALENTS:		
A Balance with banks:		
i) Current Accounts	29,676,705	3,218,318
A Cash on Hand:	22,681	40,591
	29,699,386	3,258,909

The accompanying Notes form an Integral part of the Financial Statements

As per our report of even date
For ABMS & Associates
Chartered Accountants
FRN: 030879C

Abhay Sharma
Partner
M.NO. 411569
Date: 30th June, 2021
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
Notes forming part of the financial statements

Note	Particulars
1.0	<p>Corporate 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 is engaged in rendering technical services relating to telecom network optimization, network planning, drive test, survey services etc. to OEM's and telecom operators.</p> <p>The Company has Two Overseas Subsidiaries namely Uniinfo Telecom Services (Thailand) Ltd. and Uni Info Telecom Services (Private) Limited Sri Lanka . Uniinfo Telecom Services Thailand is a wholly owned subsidiary which is primarily engaged in providing Engineering and technical services for telecom and Uniinfo Telecom Services (Private) Sri lanka was incorporated on 17.08.2020 with a prime object to be Technical Services provider for Information technology industry at Sri Lanka but till 31.03.2021 the company has neither commenced its business nor Parent Company i.e. Uniinfo Telecom Services Limited has made/infused any Capital investment in it.</p>
2.1	<p>Basis of accounting, preparation of financial statements</p> <p>The financial statements (except cash flow statement) have been prepared under the historical cost convention on an accrual basis and in accordance with applicable Accounting Standards as specified in the Annexure to the Companies (Accounting Standards) Rules, 2006 and Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 of the Ministry of Corporate Affairs. The cash flow statement has been prepared in accordance with AS 3 on "Cash flow statements" issued by the Institute of Chartered Accountants of India. Accounting policies have been consistently applied except where a newly issued Accounting Standard is initially adopted or a revision to an existing Accounting Standard requires a change in the Accounting Policy hitherto in use.</p>
2.2	<p>Presentation and disclosure of financial statements</p> <p>The Balance Sheet and the Statement of Profit and Loss are prepared and presented in the format prescribed in Schedule III to the Companies Act, 2013. The Company has set a policy of classifying assets and liabilities into current and non-current portion based on the time frame of 12 months from the date of Balance Sheet.</p>
2.3	<p>Use of estimates</p> <p>The preparation of the financial statements in conformity with Indian GAAP requires the management to make judgments, 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 recognized in the periods in which the results are known/materialize. 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.</p>
2.4	<p>Cash and cash equivalents</p> <p>Cash comprises cash on hand, demand deposits with banks, Mutual Funds. 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.</p>
2.5	<p>Cash flow statement</p> <p>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.</p>
2.6	<p>Revenue recognition</p> <p>"The Company derives revenue primarily from rendering technical services relating to Network optimization, 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</p>

UNIINFO TELECOM SERVICES LIMITED
Notes forming part of the financial statements

Note	Particulars
	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 and wholly owned subsidiary are accounted on accrual basis and other interest income is accounted on receipt basis. Capital gains on sale of mutual funds is accounted on accrual basis
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 equipment's 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 DE recognition 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.
	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 of disposal of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of the assets and recognized as income or expense in the Statement of Profit and Loss.
2.9	Depreciation and amortization
	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 life's.
2.10	Inventories
	Inventories are valued at lower of cost and net realizable value based on FIFO Basis.
	The cost of inventory comprises all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition.
	The costs of purchase consist of the purchase price including duties and taxes, freight inwards and other expenditure directly attributable to the acquisition. Trade discounts, rebates, duty drawbacks and other similar items are deducted in determining the costs of purchase.
	The costs of conversion of inventories include costs of materials used on sites, direct labour, site expenses and production overheads.
	Other costs are included in the cost of inventories only to the extent they are incurred in bringing the inventories to the present location and condition
2.11	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.
	The exchange differences for the period end balances are recorded at a group level and are reversed at the beginning of the next accounting period..
	Any income or expenditure on account of exchange rate difference either or unsold or on transaction is recognized in the Profit and

UNIINFO TELECOM SERVICES LIMITED
Notes forming part of the financial statements

Note	Particulars
	Loss Account.
2.12	<p>Forward and Options Contract in Foreign Currency</p> <p>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.</p>
2.13	<p>Investments</p> <p>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.</p> <p>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.</p> <p>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.</p>
2.14	<p>Employee benefits</p> <p>Short term employee benefits:</p> <p>All employee benefits falling due wholly within twelve months of rendering the service are classified as short term employee benefits. The benefits like salaries, wages and also the expected cost of bonus and ex-gratia are recognised in the period in which the employee renders the related service.</p> <p>Post employment benefits:</p> <p>Defined Contribution Schemes: Contribution to Provident Fund is made monthly to the Provident Fund Authorities for eligible employees and charged to the Statement of Profit and Loss, for the year.</p> <p>Defined Benefit Plan :</p> <p>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. .</p>
2.15	<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>
2.16	<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 telecom services to OEM's and operators 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>
2.17	<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>

UNIINFO TELECOM SERVICES LIMITED
Notes forming part of the financial statements

Note	Particulars
2.18	<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>
2.19	<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. 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> <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>
2.20	<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>
2.21	<p>Provisions contingent Liabilities and Contingent Assets</p> <p>Provisions are recognized when there is a present obligation as a result of a past event and it is probable that outflows will be required to settle the obligation, which can be readily estimated. Contingent liabilities are disclosed after an evaluation of the facts and legal aspects of the matter involved. Contingent assets are neither recognized nor disclosed.</p>
2.22	<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>
2.23	<p>Consolidation of financial statements of subsidiaries</p> <p>"M/s Uniinfo Telecom Services Limited is holding 100% shares of M/s Uniinfo Telecom Services (Thailand) Limited & Uniinfo Telecom Services (Private) Limited (Sri Lanka). The financial statements of the company and its subsidiary companies are consolidated on a line by line basis by adding together the book value of items like items of assets, liabilities, income and expenses after eliminating intra group balances / transactions. The financial statements of the company and its subsidiary companies are drawn up to the same reporting date as that of holding company. The consolidated financial statements are prepared using uniform accounting policies for transactions and other similar events in similar circumstances across the group except otherwise as stated."</p>

UNIINFO TELECOM SERVICES LIMITED Notes forming part of the financial statements		
Particulars	As at 31st March, 2021	As at 31st March, 2020
	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
Add: Right Shares issued during the year	-	-
Add: Bonus Shares issued during the year	-	-
Add: Initial Public Offer during the year	-	-
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:

- 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.
- 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 proportion to the number of equity shares held by the shareholders.

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.

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,

UNIINFO TELECOM SERVICES LIMITED
Notes forming part of the financial statements

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, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '4'		
RESERVES AND SURPLUS		
Profit and Loss Account		
Opening Balance	114,657,952	106,673,778
Add: Profit During The Year	(41,701,257)	7,984,173
TOTAL OF (A)	72,956,695	114,657,952
Securities Premium Reserve		
Opening Balance	161,573,686	161,573,686
Less: Amount utilised for IPO Expenses	-	-
TOTAL (AFTER INTIAL PUBLIC OFFER) OF (B)	161,573,686	161,573,686
TOTAL OF (C) = (A) + (B)	234,530,381	276,231,638
Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '5'		
LONG TERM BORROWINGS		
-Secured		
Axis Bank Limited Car Loan A/c	492,869	722,948
Less: Current Maturities of Term Loan	250,788	230,079
TOTAL of (A)	242,081	492,869
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.		

UNIINFO TELECOM SERVICES LIMITED Notes forming part of the financial statements		
Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
- Unsecured		
Loans & Advance from Related Parties		
RBL Bank Limited	-	859,401
Less: Current Maturities of Term Loan	-	859,401
	-	-
Indusind Bank Limited	-	1,214,336
Less: Current Maturities of Term Loan	-	1,214,336
	-	-
IDFC First Bank (Formerly known As Capital First Limited)	-	1,357,717
Less: Current Maturities of Term Loan	-	1,357,717
	-	-
Loan From NBFC's		
Edelweiss Retail Finance Limited	-	1,367,167
Less: Current Maturities of Term Loan	-	1,367,167
	-	-
IVL Finance Limited	-	1,074,024
Less: Current Maturities of Term Loan	-	1,074,024
	-	-
Tata Capital Financial Services Limited	-	876,532
Less: Current Maturities of Term Loan	-	876,532
	-	-
TOTAL of (B)	-	-
TOTAL of (C) = (A) + (B)	242,081	492,869

Terms & conditions of loans from banks :-**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.

For IDFC First Bank (Formerly known As 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.

Terms & conditions of loans from Non-Banking Financial Companies :-**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 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 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, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '6' LONG TERM PROVISION Gratuity Provision	9,937,543	8,182,394
TOTAL	9,937,543	8,182,394
Particulars	As at 31st March, 2021	As at 31st March, 2020
	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)	40,151,544	20,120,912
TOTAL	40,151,544	20,120,912

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

- Cash Credit Loan from ICICI Bank carries interest @I-MCLR-6M is 8.15% + 1.30% . 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.
- 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.
- Further, the loans have been guaranteed by the by personal guarantee of Shri Kishore Bhuradia, Shri Pranay Parwal, Shri Anil Jain Director & principal shareholder of the company and Smt. Nirmala Parwal, Smt. Nirmala Bhuradia & Smt. Rekha Jain relative of key managerial person.
- 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.

Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '8' TRADE PAYABLES (a) Trade Payables Total outstanding dues of Micro and Small Enterprises (Refer Note No.29) Total outstanding dues of creditors other than Micro and Small Enterprises	-	-
TOTAL	30,131,862	13,345,360

UNIINFO TELECOM SERVICES LIMITED Notes forming part of the financial statements		
(b) Information as required to be furnished as per section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) for the year ended March 31, 2021 is given below. This information has been determined to the extent such parties have been identified on the basis of information available with the company.		
Principal amount and interest due thereon remaining unpaid to any supplier covered under MSMED Act:		
Principal	30,131,862	13,345,360
Interest	-	-
The amount of interest paid by the buyer in terms of section 16, of the MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006	-	-
The total dues of Micro and Small Enterprises which were outstanding for more than stipulated period are ` Nil (March 31, 2021 : ` Nil)	-	-
Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
NOTE NO. '9'		
OTHER CURRENT LIABILITIES		
Current maturities of long term debt	250,788	6,979,256
Employee Benefits	12,187,946	14,172,183
For Statutory Dues	5,789,334	9,981,805
Others (Refer Note No. 25)	1,292,115	2,114,254
TOTAL	19,520,182	33,247,498

UNIINFO TELECOM SERVICES LIMITED**STATEMENT OF FIXED ASSETS FOR THE YEAR ENDED ON 31st MARCH, 2021**

Note No. '10'

Sr. No.	Description of Assets	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		Cost As On 01.04.2020	Addition During The Year	Delition Of Adjustments /sale	Total Cost As At 31.03.2021	Depreciation As At 01.04.2020	During The year	Dep Adj.	Total Depre. As at 31.03.2021	as at 31.03.2021	as at 31.03.2020
1	Plant And Equipment Kit	64,810,654	5,604,847	11,063,910	59,351,592	23,781,439	7,694,002	5,027,182	26,448,259	32,903,332	41,029,214
2	Furniture And Fixtures	5,199,798	-	1,451,269	3,748,528	2,646,315	657,449	1,255,928	2,047,835	1,700,693	2,553,483
3	Office Equipment	780,315	151,365	186,645	745,035	522,236	130,216	158,973	493,480	251,555	258,079
4	Computers	27,921,748	1,763,323	3,236,612	26,448,459	23,743,338	2,604,139	3,093,621	23,253,856	3,194,603	4,178,410
5	Motor Car	2,199,782	-	-	2,199,782	1,577,128	246,930	-	1,824,058	375,723	622,653
	Total Rs.	100,912,296	7,519,535	15,938,436	92,493,395	52,270,456	11,332,736	9,535,705	54,067,488	38,425,906	48,641,840
6	Capital Wip	-	-	-	-	-	-	-	-	-	-
	Grand Total Rs.	100,912,296	7,519,535	15,938,436	92,493,395	52,270,456	11,332,736	9,535,705	54,067,488	38,425,906	48,641,840
	Previous Year 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

UNIINFO TELECOM SERVICES LIMITED Notes forming part of the financial statements		
Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '11' 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 DEFERRED TAX LIABILITIES (NET)		
TOTAL	5,104,817	3,879,513
Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '12' LONG TERM LOANS AND ADVANCES Secured Considered Good: Security Deposits - Sales Tax/VAT/CST (Deposits)		
TOTAL	461,510	435,542
Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '13' INVENTORIES WIP of Project		
TOTAL	242,918,033	265,330,800
Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '14' 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		
TOTAL	87,269,364	104,207,462
Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '15' CASH AND BANK BALANCES -Cash and Cash Equivalents Cash on Hand Balance with Banks - With Current Accounts		
TOTAL	29,699,386	3,258,909

UNIIINFO TELECOM SERVICES LIMITED		
Notes forming part of the financial statements		
Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '16' 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 Balance with Govt. Department :- Income tax refund receivable (Previous Years) TDS Receivable (Net) (FY 2020-21) (See Note no 27) VAT Receivable GST Receivable Advances to Employees Advances to Suppliers TOTAL	 604,465 310,327 9,588,922 1,000 300,000 2,352,356 9,060,907 456,172 752,408 - 7,424,236 814,106 31,664,899	 833,950 295,309 7,112,090 1,000 1,200,000 1,583,496 11,251,264 221,681 1,147,513 - 7,514,870 1,131,317 32,292,489
Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '17' OTHER CURRENT ASSETS Other Receivable (Refer Note No. 26) TOTAL	 5,900,879 5,900,879	 505,314 505,314
Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '18' REVENUE FROM OPERATION (i) Income from Services (Domestic) (i) Income from Trading of Goods (Domestic) TOTAL	 419,062,092 212,528 419,274,620	 416,858,215 474,019 417,332,234
Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '19' OTHER INCOME Sundry Balance Written Off Interest on Income Tax Refund Interest on FDR Gain of sale of Mutual Fund Unit Interest Received from Bank Sale of Services TOTAL	 224,715 650,838 58,383 223,519 5,092 1,032 1,163,578	 81,992 681,456 1,433,351 - 3,720 - 2,200,519

UNIINFO TELECOM SERVICES LIMITED Notes forming part of the financial statements		
Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '20' COST OF MATERIAL CONSUMED Materials Consumption Add: Purchases Less : Closing Stock TOTAL	 44,639,179 44,639,179 - 44,639,179	 25,489,365 25,489,365 - 25,489,365
Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '21' Increase/(Decrease) in WIP Closing WIP Opening WIP TOTAL	 233,248,000 265,330,800 (32,082,800)	 265,330,800 281,597,300 (16,266,500)
Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '22' EMPLOYEE BENEFITS EXPENSES Salaries, Wages, Bonus etc. Contribution to P.F, E.S.I and Other Statutory Funds Gratuity Staff Welfare TOTAL	 118,751,194 3,622,947 1,755,149 108,578 124,237,867	 154,074,488 4,740,546 1,226,504 65,499 160,107,037
Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '23' FINANCE COSTS Interest Expenses Other Borrowing Expenses TOTAL	 3,177,722 411,760 3,589,482	 5,777,198 257,927 6,035,125

UNIINFO TELECOM SERVICES LIMITED
Notes forming part of the financial statements

Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '24'		
OTHER EXPENSES		
Advertisement Charges	16,922	9,000
Auditors' Fees (See Note No : 37)	300,000	300,000
Brokerage	32,700	126,930
Business Promotion	10,598	369,071
Consumable Computer Accessories	40,507	207,264
Consumption of Stores and Spares Parts	-	1,229
Conveyance Charges	118,840	125,889
Cost of Services	207,487,170	153,386,403
Courier Charges	64,094	199,674
CSR EXP	743,000	212,656
Customer/Supplier Deduction	33,143	75,708
Director sitting fee	120,000	67,500
Electricity Expenses	318,487	432,907
Fee on Late Payment of GST	-	14,060
Foreign exchange restatement difference	1,049,443	126,742
Freight & Cartage	16,985,545	8,989,590
Interest on GST	-	-
Insurance	1,682,497	1,085,417
Interest on GST	592,296	378,289
Interest on TDS	-	1,170
Interest on ESIC	-	64,637
Legal & Professional	2,362,121	1,058,897
Loss by Fire (Assets)	2,617,495	-
Loss on sale of assets	63,874	-
Other Deduction - Customer / Supplier	-	-
Medical Expenses	580,800	576,715
Miscellaneous expenses	23,802	-
Office Expenses	169,976	199,534
Packaging Charges	2,004	82,037
Professional Tax	2,500	31,890
Provision for doubtful debts	-	586,685
Rates & Taxes	268,303	29,606
Rent for Machinery	3,069,731	6,163,625
Rent office	4,265,321	4,896,990
Repair & Maintenance	958,414	611,352
Roc Filing Fees	8,600	11,500
Software Subscription	218,760	75,210
Stationery & Printing	135,226	192,124
Telephone Expenses	291,537	419,657
Training Expenses	1,602,622	2,944,720
Travelling Expenses	1,222,781	1,073,547
VAT Expenses	28,273	-
TOTAL	247,487,385	185,128,224

UNIINFO TELECOM SERVICES LIMITED Notes forming part of the financial statements		
Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '25'		
Others		
Director Remuneration Payable	394,364	923,364
Expenses Payable	897,751	1,190,890
TOTAL	1,292,115	2,114,254
Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '26'		
Other Receivable		
Prepaid Expenses	1,436,746	487,141
		-
Insurance claim receivable	4,431,038	-
Others	33,095	18,173
TOTAL	5,900,879	505,314
Particulars	As at 31st March, 2021	As at 31st March, 2020
	Rupees	Rupees
Note No. '27'		
Provision for Taxation (Net)		
Current Tax	-	4,223,967
Less:- TDS/TCS deducted during the year	9,060,907	12,075,231
Less:- Advance tax paid	-	3,400,000
TOTAL	(9,060,907)	(11,251,264)

UNIINFO TELECOM SERVICES LIMITED
Notes forming part of the financial statements

Note 28	Contingent liabilities and commitments (to the extent not provided for)	As at 31st March, 2021	As at 31st March, 2020
(i)	Contingent liabilities		
	(a) Claims against the Company not acknowledged as debt (give details)	NIL	NIL
	(b) Guarantees - Bank Guarantee	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 (net of advances) to the extent not provided for	NIL	NIL
	Capital Account	2,300,000	NIL
	Revenue Account	NIL	NIL
	(b) Uncalled liability on shares and other investments partly paid	512,587	512,587
(iii)	Income Tax Disputed Demand U/S 143 (1) (a) CPC AY YEAR 2018-19	1,408,910	1,408,910
	(c) Other commitments	NIL	NIL
Note 29	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, 2021, there were no such supplier's due were outstanding who registered under The Micro Small and Medium Enterprise Development Act 2006.		
Note 30	Details on derivatives instruments and unhedged foreign currency exposures : NIL		
Note 31	Details of other Disclosures	As at 31st March, 2021	As at 31st March, 2020
		Amt (In Rs./In Percentage)	
	Value of imports calculated on CIF basis @	NIL	NIL
	Expenditure in foreign currency :		
	Director's (Foreign Travelling)	0	0
	(I) Other-(Foreign Travels)	31719	774411
	(II) Other-Expenses (Consultancy)	142307	78007
	(III) Testing Equipment's (Assets) Purchase	0	601282
	Details of consumption of Material :-		
	- Imported	NIL	NIL
	- Indigenous (In %)	44639179	25489365
	- Indigenous	100%	100%
	Earnings in foreign exchange	NIL	NIL
	Amounts remitted in foreign currency during the year on account of dividend	NIL	NIL
Note 32	Segment information : - Company operates in only one segment i.e. providing telecommunication services to various telecom companies, OEM's and Operators.		

UNIINFO TELECOM SERVICES LIMITED
Notes forming part of the financial statements

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 & CFO Mr. Kishore Bhuradia-Managing Director, Mr. Pranay Parwal-Director, Mr. Pramod Deogirikar-Independent Director, Mrs. Sudha Rathi-Independent Director, Mr. Prakash Chandra Chhajed-Independent Director, Mr. Niresh Maheshwari-CFO, (Resigned) Ms. Astha Jain-CS
	Relatives of KMP	Mrs. Nirmala Bhuradia, Mrs. Nirmala Parwal, Mrs. Rekha Jain
	Details of Subsidiaries	"1.Uniinfo Telecom Services (Thailand) Limited (wholly owned subsidiary) . Reporting Date 31st March 2021. Different Accounting Policies Applied - Depreciation on Fixed Assets – Computed on SLM over the estimated useful life of the assets. 2. Uniinfo Telecom Services (Private) Limited Sri Lanka (wholly owned subsidiary), was incorporated on 17th August 2020. till 31.03.2021 the company neither commenced its business nor Parent Company i.e. Uniinfo Telecom Services Limited has made/infused any Capital investment in it. Reporting Date : 31st March 2021"
34.2	Particulars	KMP
	Director Remuneration	7,350,000 (7,800,000)
	KMP'S Remuneration	702,422 (1,882,191)
	Director Sitting Fee	120,000 (67,500)
	Key Man Life Insurance Premium	529,784 (529,784)
	Rent Payments	- 379,821 (357,207)
	Guarantees and collaterals - By KMP in favor of Company	40,604,084 (26,870,089)
	Guarantees and collaterals - By Relatives of KMP in favor of Company	- 40,604,084 (20,120,912)
	<u>Balances outstanding at the end of the year</u>	
	Director Remuneration	394,364 (792,788)
	KMP'S Remuneration	54,163 (1,182,505)
	Director Sitting Fee	49,800 (12,300)
	Note: Figures in bracket relates to the previous year.	

UNIINFO TELECOM SERVICES LIMITED
Notes forming part of the financial statements

Note 34	Particulars	As at 31st March, 2021	As at 31st March, 2020
		Rupees	Rupees
	Earnings per share		
	<u>Basic</u>		
	Continuing operations		
	Net profit for the year after taxation	(41,701,257)	7,984,173
	Less: Preference dividend and tax thereon	-	-
	Net profit for the year from continuing operations attributable to the equity shareholders	(41,701,257)	7,984,173
	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	(3.90)	0.75
	Earnings per share from continuing operations - Diluted	(3.90)	0.75
Note 35	Company has complied with the provisions of Sec 135 of The Companies Act, 2013 related to Corporate Social responsibility activities (CSR). A sum of Rs 743000/- has been spent during the year.		
Note 36	COVID-19 Pandemic has impacted business globally. Consequently, company's operations remained shut down during the initial face of lockdown. Subsequent to financial year 2019-20 the operations of the company were almost shut for first 3 months. Pursuant to several relaxations granted by the government of India in different unlock stages, company's operations were gradually resumed from June-July 2020 in a phased manner in accordance with government advisories and local government directives with regard to work place and ground movement. The company has been actively monitoring its various business activities and related impact on account of this pandemic. In assessing the recoverability of its assets including receivables, inventory and obligation towards liabilities, the Company has considered internal and external information upto the date of approval of these financial results including economic forecasts and that no material adjustments are required in financial results, as the company does not anticipate any challenge in its ability to continue as going concern or meeting is financial obligation. The company has taken various prudent steps to reduce challenges in case of further lockdowns. But the impact of the ongoing second wave may be different from that estimated as at the date of approval of these financial results and the company will continue to closely monitor any material changes to future economic conditions.		
Note 37	Particulars	As at 31st March, 2021	As at 31st March, 2020
	Payment to Statutory Auditor's As :-		
	(a) Statutory Audit Fees	250,000	250,000
	(b) Tax Audit Fees	50,000	50,000
	Total	300,000	300,000
Note 38	Particulars	As at 31st March, 2021	As at 31st March, 2020
	Payment to Managerial Remuneration As :-		
	(a) Remuneration	7,800,000	7,800,000
	(b) Sitting Fee	120,000	67,500
	Total	7,920,000	7,867,500
Note 39	Fire occurred at Indore office of the company on March 8th, 2021 resulting in loss of furniture , some high value equipment's and electronic appliances. Insurance claim was lodged but due to the second wave of pandemic it could not be validated by insurance company authorities before March 31st, 2021. Hence the loss on fire and claim receivable has been estimated and booked by management. However such incident does not have any impact on the company's regular business operation as a going concern.		
Note 40	Under gratuity scheme which is a defined benefit plan, during the year the company has made a gratuity provision of Rs. 1755149/- based on actuarial valuation carried out by an independent actuary using Projected Unit Credit (PUC) method.		
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 ABMS & Associates
Chartered Accountants
FRN: 030879C

Abhay Sharma
Partner
M.NO. 411569
Date: 30th June, 2021
Place: Indore

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

Kishore Bhuradia
(Managing Director)
(DIN : 03257728)

Anil Jain
(Chief Financial Officer)

Pranay Parwal
(Director)
(DIN : 03257731)

Astha Jain
(Company Secretary)

Form No. SH-13-Nomination Form

**[Pursuant to section 72 of the Companies Act, 2013 and rule 19(1) of the Companies
(Share Capital and Debentures) Rules 2014]**

Name of the Company:

Address of the Company:

I/We _____ the holder(s) of the securities particulars of which are given hereunder wish to make nomination and do hereby nominate the following persons in whom shall vest, all the rights in respect of such securities in the event of my/our death.

1) Particulars of the Securities (in respect of which nomination is being made)

Nature of securities (Equity/Bond/Debenture)	Folio No.	No. of securities	Certificate No.	Distinctive No.

2) Particulars of Nominee/s

Name:		Date of Birth:
Father's/Mother's/Spouse's name:		Occupation:
Nationality:	E-mail id: Phone No :	Relationship with the security holder:
Address		

3) In case Nominee is a Minor

Date of birth:	Date of attaining majority	Name of guardian:	
Address of guardian:			
Name and Address			
Name of the Security Holder(s)	1.	2.	3.
Signature of the Security Holder(s)			
Name of witness	Address of witness	Signature of Witness with date	
1.			
2.			

Please fill this Nomination form in Duplicate after carefully reading the instruction given below:

1. The Nomination can be made by individual's only holdings shares singly or jointly. Non- individuals including Society, Trust, Body Corporate, Partnership Firm, Karta of Hindu Undivided Family and Power of Attorney holder cannot nominate.
2. The nominee shall not be a Trust, Society, Body Corporate, Partnership firm, Karta of Hindu Undivided Family and power of attorney holder.
3. The shareholder [s] can nominate a minor as a nominee and in that event the name and address of the guardian shall be provided.
4. As per section 72 of Companies Act 2013, if the shares are held by more than one person jointly, then the joint holders may together nominate a person to whom all the rights in the shares of the Company shall vest, in the event of death of all the joint holders.
5. If the shares are held jointly, subsequent to the death of anyone of the holders, the shares would not be registered in favour of the nominee but would be transferred in the name of the surviving shareholders.
6. The nomination form filled in **"duplicate"** should be lodged with the Registrar and Share transfer Agent of the Company i.e. M/s. **LINKINTIME INDIA PVT LTD**, C 101, 247 Park, L.B.S Marg, Vikhroli (West), Mumbai - 400083. The Registrar will return one copy of the nomination form to the shareholder after registering the nomination. The registration number allotted will be furnished in the said form.
7. The shareholder[s] can delete or change an earlier nomination by executing Form No. SH-14 (Cancellation or Variation of Nomination form).
8. Nomination stands cancelled whenever the shares in the given folio are transferred/ dematerialized. Also in case of change in folio due to consolidation/ transmission a new nomination has to be filed.
9. The nomination made through Form No. SH-13 will be considered valid if the nomination made by the holder[s] of the shares is registered with the company before the death of the registered holder[s] of the shares.
10. Kindly note that the nomination being a legal document should be dated by the nominator and the witness should certify that the nominator has signed the form in their presence. Furthermore the date of execution on the Nomination Form should match with the date of witness, witnessing the document.
11. Nominee should sign across the photograph.



UNIINFO TELECOM SERVICES LIMITED

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