



INDEPENDENT AUDITOR'S REPORT

To the Members of **M/s Cyient GmbH**

Report on Financial Statements

We have audited the accompanying financial statements of M/s Cyient GmbH ("the Company") which comprise the Balance Sheet as at 31st March 2021, the Statement of Profit and Loss and the Statement of Changes in Equity, for the period then ended, and other explanatory information.

Management's Responsibility of Financial Statements

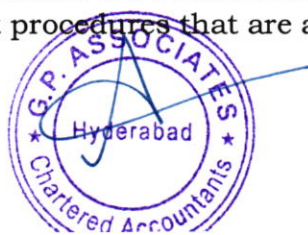
The Company's Board of Directors are responsible for the preparation of these financial statements that give a true and fair view of the financial position and financial performance of the Company in accordance with the Indian Accounting Standards. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the applicable rules and regulations for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and free from material misstatement, whether due to error or fraud.

Auditor's Responsibility

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

We conducted our audit in accordance with the Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risk of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessment, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but





G P ASSOCIATES
Chartered Accountants
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not for the purpose of expressing an opinion on whether the Company has in place an adequate financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information require by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state affairs of the company as at 31st March 2021, and its Profit for the year ended on that date.



**For G P ASSOCIATES
CHARTERED ACCOUNTANTS**

K. Abhiram

**(CA K ABHIRAM)
PARTNER**

M.No: 239219

UDIN: 21239219AAAAMO8295

Place: Hyderabad

Date: 25-05-2021

Cyient GmbH

Balance Sheet as at March 31, 2021

(All amounts in EUR except share and per share data and where otherwise stated)

Particulars	Notes	As at	
		March 31, 2021	March 31, 2020
ASSETS			
Non-current assets			
Property, plant and equipment	3A	13,91,484	92,664
Assets held for sale	3A	6,23,209	-
Right of use assets	3B	17,35,960	3,94,455
Intangible assets	4	7,216	35,093
Financial assets			
(a) Loans	5A	11,30,000	18,40,000
(b) Other financial assets	5B	8,595	8,595
Income tax assets	12	2,12,359	94,149
Deferred tax assets	12	36,245	-
Other non-current assets	6	(0)	-
Total non-current assets		51,45,068	24,64,956
Current assets			
Financial assets			
(a) Trade receivables	7	2,42,66,287	2,07,57,927
(b) Cash and cash equivalents	8	46,76,313	42,43,856
(c) Bank balances other than (b) above	8	91,920	39,468
(d) Other financial assets	5B	16,63,115	53,13,207
(e) Loans	5A	7,10,000	7,10,000
Other current assets	6	1,78,976	1,30,001
Total current assets		3,15,86,611	3,11,94,458
Total assets		3,67,31,679	3,36,59,414
EQUITY AND LIABILITIES			
Equity			
Equity Share capital	9	6,00,000	6,00,000
Other Equity	10	1,81,86,155	1,75,69,472
Total equity		1,87,86,155	1,81,69,472
Non-current liabilities			
Lease liability	3B	16,48,668	2,87,236
Deferred tax liabilities (Net)	12	-	13,219
Other non-current liabilities	13	-	-
Total non-current liabilities		16,48,668	3,00,455
Current liabilities			
Financial Liabilities			
(a) Borrowings	14	-	-
(b) Trade payables	15	1,44,25,905	1,39,96,275
(c) Other financial liabilities	3B	2,53,105	1,19,024
Provisions	11	3,87,649	4,25,239
Current tax liabilities (net)	12	2,82,773	99,742
Other current liabilities	13	9,47,424	5,49,206
Total current liabilities		1,62,96,856	1,51,89,487
Total liabilities		1,79,45,524	1,54,89,942
Total equity and liabilities		3,67,31,679	3,36,59,414

For G.P. ASSOCIATES
CHARTERED ACCOUNTANTS
FRN No. 006734S



K. Abhiram
(CA. K. ABHIRAM)
PARTNER
M.No. 239219

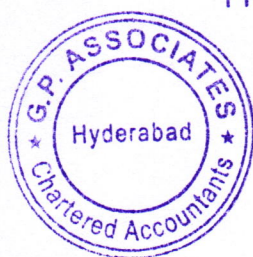
Cyient GmbH

Statement of Profit and Loss for year ended March 31, 2021

(All amounts in EUR except share and per share data and where otherwise stated)

Particulars	Notes	Year ended March 31, 2021	Year ended March 31, 2020
INCOME			
Revenue from operations	16	2,31,45,253	2,59,47,022
Other income (net)	17	(5,44,447)	6,20,502
Total Income		2,26,00,805	2,65,67,524
Employee benefit expense	18	77,73,252	77,45,160
Finance costs	19	1,73,775	1,32,202
Depreciation and amortisation expense	20	4,26,960	2,04,727
Other expenses	21	1,35,69,143	1,64,12,563
Total expenses		2,19,43,130	2,44,94,653
Profit before tax		6,57,675	20,72,871
Tax expense			
Current tax	12	2,78,730	5,56,888
Deferred tax	12	(49,464)	8,658
Total tax expense		2,29,265	5,65,546
Profit for the year		4,28,410	15,07,325
Other comprehensive income			
Items that will be reclassified to profit or loss			
Exchange differences in translating the financial statements of foreign operations		1,88,274	(49,283)
Income tax relating to items that may be reclassified to profit or loss		-	-
Total other comprehensive income		1,88,274	(49,283)
Total comprehensive income for the year		6,16,684	14,58,043
Corporate information and significant accounting policies	1 and 2		
The accompanying notes form an integral part of the financial statements			

For G.P. ASSOCIATES
CHARTERED ACCOUNTANTS
FRN No. 006734S

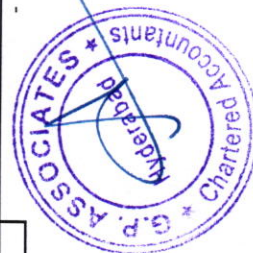


K. Abhiram
(CA. K. ABHIRAM)
PARTNER
M.No. 239219

3A. Property, plant and equipment

Particulars	As at	
	March 31, 2021	March 31, 2020
Carrying amount of:		
Plant & Machinery	12,45,705	-
Office Equipment	-	-
Computers	87,469	25,526
Furniture & Fixtures	58,311	67,138
Total	13,91,484	92,664

Description of assets	Plant & Machinery	Furniture &	Computers	Office Equipment	Total
I. Cost					
Balance as at April 1, 2019	-	15,545	4,34,517	2,21,728	6,71,790
Additions	-	-	600	-	600
Disposals	-	-	(20,111)	-	(20,111)
Change of class	-	2,21,728	-	(2,21,728)	-
Foreign currency translation adjustments	-	(1,056)	39	-	(1,017)
Balance as at March 31, 2020	-	2,36,217	4,15,044	-	6,51,261
Additions	13,76,074	-	91,876	-	14,67,950
Disposals	-	(9,720)	(7,569)	(15,519)	(32,808)
Foreign currency translation adjustments	-	-	161	-	161
Balance as at March 31, 2021	13,76,074	2,26,497	4,99,513	(15,519)	20,86,565
II. Accumulated depreciation					
Balance as at April 1, 2019	-	5,795	3,77,074	1,55,857	5,38,726
Depreciation for the year	-	7,731	32,814	-	40,545
Disposals	-	-	(18,910)	-	(18,910)
Change of class	-	1,55,857	-	(1,55,857)	-
Foreign currency translation adjustments	-	(304)	(1,459)	-	(1,763)
Balance as at March 31, 2020	-	1,69,079	3,89,519	-	5,58,598
Depreciation for the year	1,30,369	7,010	27,455	-	1,64,833
Disposals	-	(7,903)	(5,082)	(15,519)	(28,503)
Change of class	-	-	0	-	-
Foreign currency translation adjustments	-	-	153	-	153
Balance as at March 31, 2021	1,30,369	1,68,186	4,12,045	(15,519)	6,95,081
III. Carrying Amounts (I-II)					
Balance as at March 31, 2020	-	67,138	25,526	-	92,664
Balance as at March 31, 2021	12,45,705	58,311	87,469	-	13,91,484



3B. Right of use assets ("ROU" assets)

Transition

Effective April 1, 2019, the Company has adopted Ind AS 116 'Leases' which sets out the principles for recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model. The Company has applied modified retrospective approach for all leases existing at the date of initial application and the cumulative effect of applying Ind AS 116 has been recognised as an adjustment to the opening balance of retained earnings. On transition, the adoption of this standard resulted in the recognition of Right of Use (ROU) asset of EUR 508,766 and a lease liability of EUR 520,622 and a net adjustment to opening balance of retained earnings of EUR 11,856 (net of deferred tax). The effect of adopting this standard is not material on the profit for the year.

(a) Movement in the carrying value of right of use assets is as below:

Particulars	As at March 31, 2021
Balance as at April 1, 2020	3,94,455
Additions	15,75,757
Deletions	
Depreciation	(2,34,250)
Translation difference	
Balance as at March 31, 2021	17,35,960

The following is the break-up of current and non-current lease liabilities:

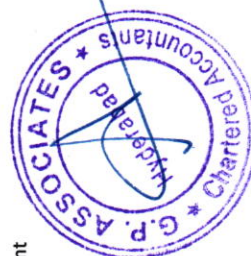
Particulars	As at March 31, 2021
Current lease liabilities	2,53,105
Non-current lease liabilities	16,48,668
	19,01,773

The following is the movement in lease liabilities during the year ended:

Particulars	As at March 31, 2021
Balance at the beginning of the year	4,06,260
Additions	15,75,757
Deletions	
Finance cost accrued during the year	52,424
Payment of lease liabilities	(1,32,665)
Translation difference	
Balance at the end of the year	19,01,773

The Company does not face a significant liquidity risk with regard to its lease liabilities, as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

The aggregate depreciation on ROU assets has been included under depreciation and amortisation expense in the consolidated statement of profit and loss.



Cyient GmbH

Notes forming part of the financial statements

(All amounts in EUR except share and per share data and where otherwise stated)

4. Intangible Assets

Particulars	As at	
	March 31, 2021	March 31, 2020
Carrying amount of:		
Computer Software	7,216	35,093
Total	7,216	35,093
Total Intangible Assets	7,216	35,093

(ii). Movement in the carrying amount of intangible assets is as below:

Description of assets	Computer software	Total
I. Cost		
Balance as at March 31, 2019	1,65,125	1,65,125
Additions		-
Disposals		-
Additions through business combination		-
Other adjustments		-
Foreign currency translation adjustments		-
Balance as at March 31, 2020	1,65,125	1,65,125
Additions		-
Disposals	(1,407)	(1,407)
Additions through business combination		-
Derecognised on disposal of a subsidiary		-
Foreign currency translation adjustments		-
Balance as at March 31, 2021	1,63,718	1,63,718
II. Accumulated amortisation		
Balance as at March 31, 2019	80,161	80,161
Amortisation for the year	49,871	49,871
Disposals		-
Other adjustments		-
Foreign currency translation adjustments		-
Balance as at March 31, 2020	1,30,032	1,30,032
Amortisation for the year	27,877	27,877
Disposals	(1,407)	(1,407)
Eliminated on disposal of a subsidiary		-
Foreign currency translation adjustments		-
Balance as at March 31, 2021	1,56,502	1,56,502
III. Carrying Amounts (I-II)		
Balance as at March 31, 2020	35,093	35,093
Balance as at March 31, 2021	7,216	7,216



Cyient GmbH**Notes forming part of the financial statements**

(All amounts in EUR except share and per share data and where otherwise stated)

5A - Loans

Particulars	As at	
	March 31, 2021	March 31, 2020
Non - Current		
Loans to related parties (refer note below)	11,30,000	18,40,000
Total non-current loans	11,30,000	18,40,000
Current		
Loans to related parties (refer note below)	7,10,000	7,10,000
Unsecured, considered good		
Total current loans	7,10,000	7,10,000
Total loans	18,40,000	25,50,000

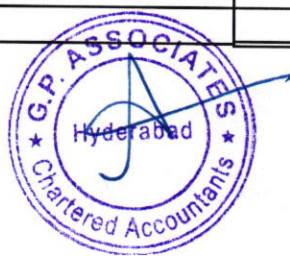
Note: Loan extended for amount of EUR 7,100,000 to Cyient Europe Limited on 1 November 2014 and same is repayable by 31 December 2023, as per the agreed repayment schedule carrying an interest rate of 3% p.a.

5B - Other financial assets

Particulars	As at	
	March 31, 2021	March 31, 2020
Non - Current		
Security Deposits		
- Unsecured, considered good	8,595	8,595
Total other Non current financial assets	8,595	8,595
Current		
Advance to Employees		
- Unsecured, considered good	12,976	7,718
Unbilled revenue	15,82,635	51,42,338
Interest accrued - inter company	17,025	1,20,064
Others	50,479	43,088
Total other current financial assets	16,63,115	53,13,207
Total other financial assets	16,71,709	53,21,801

6. Other assets

Particulars	As at	
	March 31, 2021	March 31, 2020
Non-current (unsecured):		
Other Advances	(0)	-
Balance with Government authority	(0)	-
Total non current other assets	(0)	-
Current (unsecured):		
Prepaid expenses	91,519	73,430
Other advances, unsecured, considered good	85,737	56,571
Advance to Suppliers	1,720	-
Total other current assets	1,78,976	1,30,001
Total other assets	1,78,976	1,30,001



Cyient GmbH

Notes forming part of the financial statements

(All amounts in EUR except share and per share data and where otherwise stated)

7. Trade receivables

Particulars	As at	
	March 31, 2021	March 31, 2020
Trade receivables		
- Unsecured, considered good	2,42,66,287	2,07,57,927
- Doubtful	4,48,605	-
Less: Allowance for doubtful debts (expected credit loss allowance)	(4,48,605)	-
Total	2,42,66,287	2,07,57,927



Cyient GmbH

Notes forming part of financial statements

(All amounts in EUR except share and per share data and where otherwise stated)

8: Cash and Bank Balances

8A. Cash and Cash Equivalents

Particulars	As at	
	March 31, 2021	March 31, 2020
Balances with Banks in current accounts	42,97,749	39,19,299
Cash on hand	500	500
Remittances in transit	3,78,063	3,24,057
Total Cash and Cash equivalents	46,76,313	42,43,856

8B. Other Bank balances

Particulars	As at	
	March 31, 2021	March 31, 2020
Deposits held as margin money/security for bank guarantees	91,920	39,468
Total	91,920	39,468



Cyient GmbH

Notes forming part of the financial statements

(All amounts in EUR except share and per share data and where otherwise stated)

9. Equity share capital

Particulars	As at	
	March 31, 2021	March 31, 2020
Authorised Share capital :		
12,000 Equity Shares of 50 EUR each	6,00,000	6,00,000
Total equity share capital	6,00,000	6,00,000
Issued and subscribed capital comprises :		
12,000 fully paid up equity shares of 50 EUR each	6,00,000	6,00,000
Total equity share capital	6,00,000	6,00,000



Cyient GmbH**Notes forming part of the Consolidated financial statements**

(All amounts in EUR except share and per share data and where otherwise stated)

10. Other equity

Particulars	As at	
	March 31, 2021	March 31, 2020
(a.) General reserve		
(i) Opening balance	72,87,803	72,87,803
(ii) Movement during the year	72,87,803	72,87,803
(b) Foreign currency translation reserve		
(i) Opening balance	(44,684)	4,599
(ii) Additions / (deductions) during the year (net)	1,88,274	(49,283)
	1,43,588	(44,684)
(c) Retained earnings		
(i) Opening balance	1,03,26,354	88,25,823
(ii) profit for the year	4,28,410	15,07,325
(iii) Ind AS 116 leases adjustment		(6,794)
	1,07,54,764	1,03,26,354
Total	1,81,86,155	1,75,69,473

Nature of reserves**(a). General reserve**

This represents appropriation of profit by the Company.

(b). Foreign currency translation reserve

Exchange difference relating to the translation of the keep it of the Company's foreign operations from their functional currencies

(c). Retained earnings

Retained earnings comprises of prior years' undistributed earnings after taxes.



Cyient GmbH

Notes forming part of the financial statements

(All amounts in EUR except share and per share data and where otherwise stated)

11. Provisions

Particulars	As at	
	March 31, 2021	March 31, 2020
Employee benefits	3,87,648	4,25,239
Other Provisions	3,87,648	4,25,239
Non - Current		
Employee benefits	(0)	-
Other Provisions	-	-
	(0)	-
Current		
Employee benefits	3,87,649	4,25,239
	3,87,649	4,25,239
Total	3,87,648	4,25,239



Cyient GmbH

Notes forming part of the financial statements

(All amounts in EUR except share and per share data and where otherwise stated)

12. Income taxes

12.1 - Tax Expense

A. Income tax expense/(benefit) recognised in the statement of profit and loss

Particulars	Year ended March 31, 2021	Year ended March 31, 2021
Current tax		
In respect of the current year	2,05,721	5,68,449
In respect of prior years	73,009	(11,560)
	2,78,730	5,56,888
Deferred taxes expense/(benefit):		
In respect of the current year	(49,464)	
	(49,464)	-
Total	2,29,265	5,56,888

12.2. Deferred tax assets and liabilities

A. The following is the analysis of deferred tax assets/(liabilities) presented in the balance sheet:

Particulars	As at	
	March 31, 2021	March 31, 2020
Deferred tax assets	36,245	-
Deferred tax liabilities	-	13,219
Deferred tax assets, net	36,245	13,219

12.3 Current tax assets & liabilities

Particulars	As at	
	March 31, 2021	March 31, 2020
Non Current tax assets		
Current tax assets	2,12,359	94,149
Current tax liabilities		
Income tax payable	2,82,773	99,742
	(70,414)	(5,592)



Cyient GmbH**Notes forming part of the financial statements**

(All amounts in EUR except share and per share data and where otherwise stated)

13. Other liabilities

Particulars	As at	
	March 31, 2021	March 31, 2020
Current		
Unearned revenue	94,686	79,721
Statutory remittances	8,52,737	4,69,485
Total	9,47,423	5,49,206

18. Current borrowings

Particulars	As at	
	March 31, 2021	March 31, 2020
Secured - at amortised cost		
Short Term Loans from Banks	-	-
Total	-	-

15. Trade Payables

Particulars	As at	
	March 31, 2021	March 31, 2020
Trade Payables	1,44,25,905	1,39,96,275
Total	1,44,25,905	1,39,96,275



Cyient GmbH**Notes forming part of the financial statements**

(All amounts in EUR except share and per share data and where otherwise stated)

16. Revenue from operations

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Sale of services	2,31,45,253	2,59,47,022
Total	2,31,45,253	2,59,47,022

17. Other Income

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Interest Income		
Interest income on financial assets carried at amortised cost		
Bank deposits (at amortised cost)	1,04,056	84,191
Interest income from related parties	74,487	95,996
	1,78,543	1,80,187
Other non-operating income		
Liabilities no longer required, written back	-	-
Miscellaneous income (net)	-	40,589
	-	40,589
Other gains and losses		
Net foreign exchange gains/ (losses)	(7,21,127)	3,99,727
Loss on disposal of property, plant and equipment	(1,863)	-
	(7,22,990)	3,99,727
Total	(5,44,447)	6,20,502



Cyient GmbH

Notes forming part of the financial statements

(All amounts in EUR except share and per share data and where otherwise stated)

18. Employee benefit expense

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Salaries and wages, including bonus	74,44,990	75,65,201
Social security and other benefits to overseas employees	2,93,078	1,42,235
Share based payments transactions expenses	17,784	17,401
Staff welfare expenses	17,399	20,323
Total	77,73,252	77,45,160

19. Finance Cost

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Interest on lease liability	52,424	18,302
Other interest expense	1,21,350	1,13,900
Total	1,73,775	1,32,202

20. Depreciation and amortisation expense

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Depreciation of property, plant and equipment	1,64,833	40,545
Depreciation of ROU assets	1,73,084	1,14,311
Depreciation on ROU Buildings-(RE-FX)	61,166	-
Amortisation of intangible assets	27,877	49,871
Total	4,26,960	2,04,727



Cyient GmbH

Notes forming part of the financial statements

(All amounts in EUR except share and per share data and where otherwise stated)

21. Other operating expenses

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Rent including lease rentals	40,770	26,448
Rates and taxes	918	695
Insurance	27,790	26,781
Travelling and conveyance	1,12,397	4,95,957
Sub-contracting charges	1,21,98,287	1,50,71,836
Communication	52,526	90,292
Printing and stationery	917	2,467
Power and fuel	486	2,425
Marketing expenses	12,346	2,13,290
Advertisement	152	4,861
Repairs and maintenance		
- Buildings	-	
- Machinery	1,87,232	1,54,811
- Others	(1,267)	4,092
Legal & professional charges	2,27,618	1,70,330
Provision for doubtful debts (net)	5,56,335	
Auditors' remuneration		
a) For audit	29,333	24,570
b) For other services	-	
Recruitment expenses	-	345
Training and development	7,549	14,224
Software charges	54,056	
CSR	-	585
Miscellaneous expenses	61,699	1,08,555
TOTAL	1,35,69,143	1,64,12,563

