

MASTEK, INC.

Financial Statements

For the year ended 31 March 2022

MASTEK, INC.
CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT MARCH 31, 2022

(\$ in '000)

| | Note | As at | |
|--------------------------------------|----------|----------------|----------------|
| | | March 31, 2022 | March 31, 2021 |
| ASSETS | | | |
| Non-current assets | | | |
| Property, plant and equipment, net | 3(a)(i) | 38 | 26 |
| Right-of-use assets | 3(b) | 742 | 136 |
| Goodwill | 3(c) | 13,262 | 13,262 |
| Other intangible assets, net | 3(a)(ii) | 2,295 | 2,568 |
| Income tax net | | (220) | - |
| Total non-current assets | | 16,117 | 15,992 |
| Current assets | | | |
| Trade receivables | 4 | 8,395 | 3,847 |
| Cash and cash equivalents | 5 | 2,047 | 4,602 |
| Other current assets | 6 | 285 | 1,671 |
| Total current assets | | 10,727 | 10,120 |
| Total Assets | | 26,844 | 26,112 |
| EQUITY AND LIABILITIES | | | |
| EQUITY | | | |
| Share capital | 7 | 21,350 | 21,350 |
| Other equity | 9 | (3,213) | (943) |
| Total Equity | | 18,137 | 20,407 |
| LIABILITIES | | | |
| Non-current liabilities | | | |
| Lease liabilities | 24 | 624 | - |
| Deferred tax liabilities, net | 20(c) | 641 | 478 |
| Total non-current liabilities | | 1,265 | 478 |
| Current liabilities | | | |
| Borrowings | 9 | 2,000 | 2,000 |
| Trade and other payables | | 1,842 | 1,105 |
| Lease liabilities | 24 | 155 | 146 |
| Other current liabilities | 10 | 3,109 | 1,541 |
| Provisions | 11 | 337 | 284 |
| Current tax liabilities | | | 151 |
| Total current liabilities | | 7,443 | 5,227 |
| Total Liabilities | | 8,708 | 5,705 |
| Total Equity and Liabilities | | 26,844 | 26,112 |

See accompanying notes to the consolidated financial statements

MASTEK, INC.

CONSOLIDATED STATEMENT OF PROFIT AND LOSS AND OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED MARCH 31, 2022

(\$ in '000, except per share data)

| | Note | Year ended | |
|--|-------|----------------|----------------|
| | | March 31, 2022 | March 31, 2021 |
| Revenue from operations | 12 | 26,645 | 24,759 |
| Employee benefits expenses | 13 | (15,390) | (15,450) |
| Depreciation and amortisation expenses | 14 | (491) | (593) |
| Other expenses | 15 | (12,694) | (8,436) |
| Operating profit / (loss) | | (1,930) | 280 |
| Other income | | 2 | 49 |
| Finance costs | 16 | (17) | (28) |
| Provision for doubtful debts | | - | - |
| (Loss) / profit before tax | | (1,945) | 301 |
| Tax expense / (credit) | | | |
| Current tax | | 164 | 122 |
| Deferred tax | | 163 | 155 |
| Total tax (credit) / expense | 20(a) | 327 | 277 |
| (Loss) / profit after tax for the year | | (2,272) | 24 |
| Total comprehensive (loss) / income for the year | | (2,272) | 24 |
| (Loss) / earnings per equity share | 17 | | |
| (Equity shares of par value March 31, 2021 : \$ 100 each, March 31,2022 : \$ 100 each) | | | |
| Basic and Diluted | | \$ (10.64) | \$ 0.11 |

See accompanying notes to the consolidated financial statements

This is the Statement of Profit and Loss and Other Comprehensive Income referred to in our report of even date

MASTEK, INC.
CONSOLIDATED STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2022

(\$ in '000)

| | Year ended | |
|---|----------------|----------------|
| | March 31, 2022 | March 31, 2021 |
| Cash flows from operating activities | | |
| (Loss) / Profit for the year | (2,272) | 24 |
| Adjustments: | | |
| Employee stock compensation expenses | 129 | 112 |
| Provision for doubtful debts and loans and advances | - | (384) |
| Foreign currency translation reserve | 1 | (1) |
| Finance costs | 9 | 12 |
| Finance cost due to IFRS 16 adjustment | 8 | 16 |
| Depreciation and amortisation | 491 | 593 |
| Tax expense/(credit) | 327 | 277 |
| Changes in operating assets and liabilities | (1,307) | 649 |
| Increase/(Decrease) in trade and other receivables | (4,547) | 2,965 |
| (Increase)/Decrease in other assets | 1,386 | (1,354) |
| Increase/(Decrease) in trade and other payables, other liabilities and provisions | 3,001 | 181 |
| Cash generated from operating activities before taxes | (1,467) | 2,442 |
| Income taxes refunds / (paid), net | (96) | (88) |
| Net cash generated from operating activities | (1,563) | 2,354 |
| Cash flows from investing activities | | |
| Purchase of property, plant and equipment and intangible assets | (836) | (23) |
| Investment in Subsidiary | - | - |
| Net cash used in investing activities | (836) | (23) |
| Cash flows from financing activities | | |
| Payment of lease liabilities | (148) | (390) |
| Finance costs paid | (8) | (16) |
| Net cash generated from financing activities | (156) | (406) |
| Net increase/(decrease) in cash and cash equivalents during the year | (2,555) | 1,924 |
| Cash and cash equivalents at the beginning of the year | 4,602 | 2,677 |
| Cash and cash equivalents at the end of the year | 2,046 | 4,602 |

The above Statement of Cash Flow has been prepared under the 'Indirect Method' as set out in the IAS - 7 on Statement of Cash Flows
This is the Statement of Cash Flow referred to in our report of even date

MASTEK, INC.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2022

(\$ in '000)

| Particulars | Share capital | Retained earnings | Other component of equity (FCTR) | Total equity |
|---|---------------|-------------------|----------------------------------|---------------|
| Balance as at April 1, 2020 | 21,350 | (966) | - | 20,384 |
| ESOP Adjustments* | - | - | - | - |
| Foreign currency translation movement during the year | - | - | (1) | (1) |
| Profit for the year | - | 24 | - | 24 |
| Balance as at March 31, 2021 | 21,350 | (942) | (1) | 20,407 |
| Balance as at April 1, 2021 | 21,350 | (942) | (1) | 20,407 |
| ESOP Adjustments* | - | - | - | - |
| Foreign currency translation movement during the year | - | - | 1 | 1 |
| Profit for the year | - | (2,272) | - | (2,272) |
| Balance as at March 31, 2022 | 21,350 | (3,214) | - | 18,136 |

*ESOP adjustments reflect vested stock options issued by ultimate holding company Mastek Limited, that have lapsed during the year.

See accompanying notes to the consolidated financial statements

MASTEK, INC.**Significant accounting policies and notes forming part of the financial statements for the year ended March 31, 2022**

(\$ in '000, unless otherwise stated)

1 Company Overview

Mastek, Inc. (formerly known as Digility, Inc.) ("the Company") was incorporated on November 17, 2015 in Delaware, USA and its subsidiaries (collectively referred to as "the Group") are providers of vertically-focused enterprise technology solutions in North American markets.

The details of Holding Company including Ultimate Holding Company are:

| Name of the Company | Country of Incorporation | % of voting power held as at March 31, 2022 | % of voting power held as at March 31, 2021 |
|--|--------------------------|---|---|
| Mastek UK, Holding Company | UK | 100% | 100% |
| Mastek Limited, Ultimate Holding Company | India | 100% | 100% |

The details of subsidiaries including step-down subsidiaries considered in these consolidated financial statements are:

| Name of the Company | Country of Incorporation | % of voting power held as at March 31, 2022 | % of voting power held as at March 31, 2021 |
|---|--------------------------|---|---|
| Trans American Information Systems Inc. @ | USA | 100% | 100% |
| Taistech LLC @ (Merged with Trans American Information Systems Inc.*) | USA | 100% | 100% |
| Mastek Digital Inc. | Canada | 100% | - |

@ Acquired with effect from December 23, 2016

* Merged with effect from December 31, 2019

2 Basis of Preparation**a. Statement of Compliance**

These Consolidated Financial Statements below (also referred to as "the financial statements") have been prepared in accordance with International Financial Reporting Standards (IFRSs) as issued by the International Accounting Standards Board (IASB).

They have been prepared under the assumption that the Company operates on a going concern basis.

These financial statements correspond to the classification provisions contained in IAS 1 (revised), "Presentation of Financial Statements". Accounting policies have been applied consistently to all periods presented in these financial statements except where a remission to an existing accounting standard required a change in the accounting policy hereto in use. The financial statements comprise the Statement of Financial Position as of March 31, 2021 with comparative Statement of Financial Position as on March 31, 2020; the Statement of Profit and loss and other Comprehensive Loss; the Statement of Changes in Equity; and the Statement of Cash Flows for the years ended March 31, 2021 with comparatives for the year ended March 31, 2020.

At the date of authorization of these financial statements, several new, but not yet effective, Standards, amendments to existing Standards, and Interpretations have been published by the IASB. None of these Standards, amendments or Interpretations have been adopted early by the Company. Management anticipates that all relevant pronouncements will be adopted for the first period beginning on or after the effective date of the pronouncement. New Standards, amendments and interpretations not adopted have not been listed / disclosed below as they are not expected to have a material impact on the Company's financial statements.

All amounts included in the consolidated financial statements are reported by rounding off to the nearest thousands in US dollar (in \$) except share and per share data which are reported (in \$) unless otherwise stated and "0" denotes amount less than one thousand US dollar.

b. Basis of Preparation

The consolidated financial statements have been prepared on an accrual basis and on a historical cost convention, except for the following material items that have been measured at fair value as required by relevant IFRS:

- i. Share based payment transactions and
- ii. Contingent Consideration

MASTEK, INC.

Significant accounting policies and notes forming part of the financial statements for the year ended March 31, 2022

(\$ in '000, unless otherwise stated)

c. Use of estimate and judgement

The preparation of consolidated financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on a periodic basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected. In particular, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognised in the consolidated financial statements is included in the following notes:

i) *Revenue Recognition*: The Group applies the percentage of completion method in accounting for its fixed price contracts. Use of the percentage of completion method requires the Company to estimate the efforts or costs expended to date as a proportion of the total efforts or costs to be expended. Efforts or costs expended have been used to measure progress towards completion as there is a direct relationship between input and productivity. Provisions for estimated losses, if any, on uncompleted contracts are recorded in the period in which such losses become probable based on the expected contract estimates at the reporting date.

ii) *Income taxes*: Significant judgments are involved in determining the provision for income taxes, including the amount expected to be paid or recovered in connection with uncertain tax positions.

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

iv) *Impairment testing*: Goodwill and Intangible assets recognised on business combination are tested for impairment at least annually or when events occur or changes in circumstances indicate that the recoverable amount of the asset or the cash generating unit (CGU) to which these pertain is less than the carrying value. The recoverable amount of the asset or the cash generating units is higher of value-in-use and fair value less cost of disposal. The calculation of value in use of a cash generating unit involves use of significant estimates and assumptions which includes turnover and earnings multiples, growth rates and net margins used to calculate projected future cash flows, risk-adjusted discount rate, future economic and market conditions.

v) *Expected credit losses on financial assets*: The impairment provisions of financial assets are based on assumptions about risk of default and expected timing of collection. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history of collections, customer's credit-worthiness, existing market conditions as well as forward looking estimates at the end of each reporting period.

vi) *Deferred taxes*: Deferred tax is recorded on temporary differences between the tax bases of assets and liabilities and their carrying amounts, at the rates that have been enacted or substantively enacted at the reporting date. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable profits during the periods in which those temporary differences and tax loss carry forwards become deductible. The Company considers the expected reversal of deferred tax liabilities and projected future taxable income in making this assessment. The amount of the deferred tax assets considered realizable, however, could be reduced in the near term if estimates of future taxable income during the carry-forward period are reduced.

vii) *Provisions*: Provision is recognised when the Group has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions (excluding retirement obligation and compensated expenses) are not discounted to their present value and are determined based on best estimate required to settle obligation at the balance sheet date. These are reviewed at each balance sheet date and are adjusted to reflect the current best estimates.

MASTEK, INC.

Significant accounting policies and notes forming part of the financial statements for the year ended March 31, 2022

(\$ in '000, unless otherwise stated)

(viii) *Leases*: Determining the lease term of contracts with renewal and termination options – Company as lessee

IFRS 16 requires the lessee to determine the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Company has several lease contracts that include extension and termination options. The Company applies judgement in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination. After the commencement date, the Company reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate (e.g., construction of significant leasehold improvements or significant customisation to the leased asset).

When it is reasonably certain to exercise extension option and not to exercise termination option, the Company includes such extended term and ignore termination option in determination of lease term.

The Company cannot readily determine the interest rate implicit in the lease, therefore, it uses its incremental borrowing rate (IBR) to measure lease liabilities. The Company has taken indicative rates from its bankers and used them for IFRS 16 calculation purposes.

ix) *Estimation uncertainties relating to the Pandemic - COVID -19*: The Group has considered the possible effects that may result from the pandemic relating to COVID-19 on the carrying amounts of receivables, unbilled revenues, intangibles and goodwill. In developing the assumptions relating to the possible future uncertainties in the global economic conditions because of this pandemic, the Group, as at the date of approval of these financial statements has used internal and external sources of information including credit reports, related information and economic forecasts. The Group has performed sensitivity analysis on the assumptions used and based on current estimates expects that the carrying amount of these assets will be recovered. The impact of COVID-19 on the Group's financial statements may differ from that estimated as at the date of approval of these financial statements and the Group will continue to closely monitor any material changes to future economic conditions.

d. Basis of Consolidation

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company (its subsidiaries). Control exists when the parent has power over an investee, exposure or rights to variable returns from its involvement with the investee and ability to use its power to affect those returns. Power is demonstrated through existing rights that give the ability to direct relevant activities, those which significantly affect the entity's returns. Subsidiaries are consolidated from the date control commences until the date control ceases.

The financial statements of subsidiaries are consolidated on a line-by-line basis and intra-group balances and transactions including unrealised gain/ loss from such transactions are eliminated upon consolidation. The financial statements are prepared by applying uniform policies in use at the Group.

e. Summary of Significant accounting policies

(i) Functional and Presentation Currency

Items included in the consolidated financial statements of each of the Group's subsidiaries are measured using the currency of the primary economic environment in which these entities operate (i.e. the "functional currency"). The consolidated financial statements are presented in USD dollar, which is the functional currency of the Company.

(ii) Financial instruments

A. Initial Recognition and Measurement

The Group recognises financial assets and liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognised at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and liabilities that are not at fair value through profit or loss are added to the fair value on initial recognition. Regular purchase and sale of financial assets are recognised on the trade date.

MASTEK, INC.

Significant accounting policies and notes forming part of the financial statements for the year ended March 31, 2022

(\$ in '000, unless otherwise stated)

B. Subsequent Measurement

a. Financial Assets Carried at Amortised Cost

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Financial assets are subsequently measured at amortised cost using the effective interest rate method less impairment losses, if any.

b. Financial Assets at Fair Value Through Other Comprehensive Income (FVOCI)

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

c. Financial Assets at Fair Value Through Profit or Loss (FVTPL)

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

d. Financial Liabilities

Financial liabilities are subsequently carried at amortised cost using the effective interest method, except for contingent consideration recognised in a business combination which is subsequently measured at fair value through profit and loss. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

C. Derecognition of Financial Instruments

The Group derecognises a financial asset when the contractual right to receive the cash flows from the financial asset expire or it transfers the financial asset.

A financial liability is derecognised when the obligation under the liability is discharged, cancelled or expires.

Offsetting of financial instruments: Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

(iii) Goodwill

Goodwill represents the excess of the cost of an acquisition over the fair value of the Company's share of the net identifiable assets of the acquired subsidiary at the date of acquisition. Goodwill is measured at cost less accumulated impairment losses. Goodwill is allocated to the cash-generating units (CGU) expected to benefit from the synergies of the combination for the purpose of impairment testing. A CGU is the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or group of assets.

For the purpose of impairment testing, goodwill is allocated to a Cash generating unit (CGU) representing the lowest level within the group at which goodwill is monitored for internal management purposes, and which is not higher than the group operating segment. Goodwill is tested for impairment annually or earlier, if events or changes in circumstances indicate that the carrying amount may not be recoverable. For goodwill impairment testing, the carrying amount of CGU's (including allocated goodwill) is compared with its recoverable amount by the Group. The recoverable amount of a CGU is the higher of its fair value less cost to sell or its value in use. Total impairment loss of a CGU is allocated first to reduce the carrying amount of goodwill allocated to the CGU and then to other assets of the CGU pro rata on the basis of the carrying amount of such assets in CGU.

(iv) Property, Plant and Equipment

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment, if any. Costs directly attributable to acquisition are capitalized until the property, plant and equipment are ready for use, as intended by management. The cost of property, plant and equipment acquired in a business combination is recorded at fair value on the date of acquisition.

An item of property, plant and equipment and any significant part initially recognised, is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset is included in the Statement of Profit or Loss when the asset is derecognised.

MASTEK, INC.**Significant accounting policies and notes forming part of the financial statements for the year ended March 31, 2022**

(\$ in '000, unless otherwise stated)

The Group depreciates property, plant and equipment over their estimated useful lives using the straight-line method. The estimated useful lives of assets are as follows:

| Category | Useful Life |
|------------------------|---|
| Computers | 2 years |
| Furniture and fixtures | 5 years |
| Office Equipment | 5 years |
| Leasehold Improvements | 5 - 10 years or the primary period of lease whichever is less |

Depreciation methods, useful lives and residual values are reviewed at each reporting date. Depreciation on addition/ disposal is calculated pro-rata from the date of such addition/disposal.

(v) Intangible assets

Intangible assets acquired separately are measured at cost of acquisition. Intangible assets acquired in a business combination are measured at fair value as at the date of acquisition. Following initial recognition, intangible assets are carried at cost less accumulated amortisation and impairment losses, if any.

The amortisation of an intangible asset with a finite useful life reflects the manner in which the economic benefit is expected to be generated.

The estimated useful lives of amortisable intangibles are reviewed and where appropriate, are adjusted annually.

The estimated useful lives of the amortisable intangible assets for the current and comparative periods are as follows:

| Category | Useful Life |
|------------------------|---------------|
| Computer Software | 1 - 5 years |
| Customer Contracts | 1 Year |
| Customer Relationships | 10 - 15 Years |

(vi) Leases

The group has applied IFRS 16 with effect from April 1, 2019, using the modified retrospective approach and therefore the comparative information has not been restated and continues to be reported under IAS 17.

As a lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

a. Right of use assets

The Group recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets.

b. Lease liabilities

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable.

After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

MASTEK, INC.

Significant accounting policies and notes forming part of the financial statements for the year ended March 31, 2022

(\$ in '000, unless otherwise stated)

c. Short-term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to its short-term leases of equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of laptops, lease-lines, office furniture and equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

The Group does not have any leases as a lessor.

(vii) Impairment of assets

Intangible assets and property, plant and equipment are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit to which the asset belongs.

If such assets are considered to be impaired, the impairment to be recognized in the Statement of Profit and Loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. An impairment loss is reversed in the statement of profit and loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortisation or depreciation) had no impairment loss been recognised for the asset in prior years.

(viii) Defined Contribution Plan

A defined contribution plan is a post-employment benefit plan under which the Company pays fixed contributions into a separate entity and has no legal or constructive obligation to pay further amounts.

The Company has a 401(k) plan that provides defined contribution retirement benefits for all the employees. Participants may contribute a portion of their compensation to the plan, subject to the limitations under the Internal Revenue Code. The Company's contributions to the plan are at the discretion of the Board.

Obligations for contributions to 401(k) plan are recognised as an employee benefit expense in profit or loss as incurred.

(ix) Other short-term benefits

The employees of the Group are also entitled for other short-term benefits in the form of compensated absences. Group's liability towards compensated absences is determined as per the local laws on a full liability basis for the entire un-availed vacation balances standing to the credit of each employee as at the year end.

(x) Share-based payments

The ultimate holding company determines the compensation cost based on the fair value method. The ultimate holding company grants options which will be vested in a graded manner and are to be exercised within a specified period. The compensation cost is amortised on graded basis over the vesting period. The share based compensation expense is determined based on the Ultimate Holding Company's estimate of equity instruments that will eventually vest.

(xi) Provisions & Contingent Liabilities

Provisions are recognised when the Group has a present obligation as a result of past events, for which it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate of the amount can be made. A disclosure for a contingent liability is made where there is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that arises from the past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Provisions are reviewed regularly and are adjusted where necessary to reflect the current best estimates of the obligation. Where the Group expects a provision to be reimbursed, the reimbursement is recognised as a separate asset, only when such reimbursement is virtually certain.

MASTEK, INC.

Significant accounting policies and notes forming part of the financial statements for the year ended March 31, 2022

(\$ in '000, unless otherwise stated)

(xii) Revenue Recognition

The Group derives revenue primarily from Information Technology services which includes IT Outsourcing services, support and maintenance services. The Group recognises revenue over time of period of contract on transfer of control of deliverables (solutions and services) to its customers in an amount reflecting the consideration to which the Group expects to be entitled. To recognise revenues, Group applies the following five step approach: (1) identify the contract with a customer, (2) identify the performance obligations in the contract, (3) determine the transaction price, (4) allocate the transaction price to the performance obligations in the contract, and (5) recognise revenues when a performance obligation is satisfied.

Company accounts for a contract when it has approval and commitment from all parties, the rights of the parties are identified, payment terms are identified, the contract has commercial substance and collectability of consideration is probable.

Fixed Price contracts related to Application development, consulting and other services are single performance obligation or a stand-ready performance obligation, which in either case is comprised of a series of distinct services that are substantially the same and have the same pattern of transfer to the customer (i.e. distinct days or months of service). Revenue is recognised in accordance with the method prescribed for measuring progress i.e. percentage of completion method. Percentage of completion is determined based on project costs incurred to date as a percentage of total estimated project costs required to complete the project. The cost expended (or input) method has been used to measure progress towards completion as there is a direct relationship between input and productivity. Revenues relating to time and material contracts are recognised as the related services are rendered.

Multiple element arrangements-

In contracts with multiple performance obligations, Group accounts for individual performance obligations separately if they are distinct by allocating the transaction price to each performance obligation based on its relative standalone selling price out of total consideration of the contract. Standalone selling price is determined utilizing observable prices to the extent available. If the standalone selling price for a performance obligation is not directly observable, Group uses expected cost plus margin approach.

IT support and maintenance-

Contracts related to maintenance and support services are either fixed price or time and material. In these contracts, the performance obligations are satisfied, and revenues are recognised, over time as the services are provided. Revenue from maintenance contracts is recognised ratably over the period of the contract because the Group transfers the control evenly by providing standard services.

The term of the maintenance contract is usually one year. Renewals of maintenance contracts create new performance obligations that are satisfied over the term with the revenues recognised ratably over the term.

Contracts may include incentives, service level penalties and rewards. The Group includes an estimate of the amount it expects to receive for the total transaction price if it is probable that a significant reversal of cumulative revenue recognised will not occur when the uncertainty associated with the variable consideration is resolved.

Any modification or change in existing performance obligations is assessed whether the services added to the existing contracts are distinct or not. The distinct services are accounted for as a new contract and services which are not distinct are accounted for on a cumulative catch-up basis. Trade Receivable, net is primarily comprised of billed and unbilled receivables (i.e. only the passage of time is required before payment is due) for which there exists an unconditional right to consideration, net of an allowance for doubtful accounts. A contract asset is a right to consideration that is conditional upon factors other than the passage of time. Contract assets are presented in "Other current assets" in the financial statements and primarily relate to unbilled amounts on fixed-price contracts utilizing the cost to cost method (POCM) of revenue recognition. Contract liabilities consist of advance payments and billings in excess of revenues recognised.

The difference between opening and closing balance of the contract assets and liabilities results from the timing differences between the performance obligations and customer payment.

Cost to fulfil the contracts- Recurring operating costs for contracts with customers are recognised as incurred. Revenue recognition excludes any government taxes but includes reimbursement of out of pocket expenses.

The Group has evaluated the impact of COVID-19 resulting from (i) the possibility of constraints to render services which may require revision of estimated costs to complete the contract because of additional efforts; (ii) onerous obligations; (iii) penalties relating to breaches of service-level agreements, and (iv) termination or deferment of contracts by customers. The Group has concluded that the impact of COVID-19 is not material based on these estimates. Due to the nature of the pandemic, the Group will continue to monitor developments to identify significant uncertainties relating to revenue in future periods.

MASTEK, INC.

Significant accounting policies and notes forming part of the financial statements for the year ended March 31, 2022

(\$ in '000, unless otherwise stated)

(xiii) Income Tax

Tax expense recognised in statement of profit and loss comprises the sum of deferred tax and current tax not recognised in other comprehensive income or directly in equity.

Calculation of current tax is based on tax rates and tax laws applicable to the reporting period and for deferred tax with tax rates that have been enacted or substantively enacted by the end of the reporting period. Deferred income taxes are calculated using the liability method.

Deferred tax assets are recognised to the extent that it is probable that the underlying tax loss or deductible temporary difference will be utilised against future taxable income. This is assessed based on the Group's forecast of future operating results, adjusted for significant non-taxable income and expenses and specific limits on the use of any unused tax loss or credit.

(xiv) Finance expenses

Finance costs comprises interest cost on borrowings, gain or losses arising on re-measurement of financial assets at FVTPL, gains/ (losses) on translation or settlement of foreign currency borrowings and changes in fair value and gains/(losses) on settlement of related derivative instruments. Borrowing costs that are not directly attributable to a qualifying asset are recognised in the statement of profit and loss using the effective interest method.

(xv) Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders of the Company and the weighted average number of shares outstanding during the period, are adjusted for the effects of all dilutive potential equity shares.

(xvi) Cash and cash equivalents

Cash and cash equivalents include cash in hand and balance with current bank accounts.

Changes in accounting policies and disclosure

New and amended standards

The International Accounting Standards Board ("IASB") notifies new standard or amendments to the existing standard. There is no such notification which would have been applicable from April 1,2021

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MASTEK, INC.

Notes to the Consolidated Financial Statements for year ended March 31, 2022

(All amounts in \$ '000, unless otherwise stated)

3(a)(i) Property, plant and equipment

| | Gross Block (at cost) | | | | Depreciation / Amortisation | | | | Net Block | |
|------------------------|-----------------------|-----------|-----------|----------------------|-----------------------------|--------------|-----------|----------------------|----------------------|----------------------|
| | As at April 1, 2021 | Additions | Deletions | As at March 31, 2022 | As at April 1, 2021 | For the year | Deletions | As at March 31, 2022 | As at March 31, 2022 | As at March 31, 2021 |
| Computers | 221 | 47 | - | 268 | 211 | 22 | - | 233 | 35 | 10 |
| Furniture and fixtures | 1 | - | - | 1 | 1 | - | - | 1 | 0 | 0 |
| Office equipment | 28 | - | - | 28 | 21 | 5 | - | 26 | 2 | 7 |
| Leasehold improvements | 40 | - | - | 40 | 32 | 8 | - | 39 | 0 | 8 |
| Total | 290 | 47 | - | 337 | 265 | 34 | - | 299 | 38 | 25 |

3(a)(ii) Other intangible assets

| | Gross Block (at cost) | | | | Amortisation | | | | Net Block | |
|------------------------|-----------------------|-----------|-----------|----------------------|---------------------|--------------|-----------|----------------------|----------------------|----------------------|
| | As at April 1, 2021 | Additions | Deletions | As at March 31, 2022 | As at April 1, 2021 | For the year | Deletions | As at March 31, 2022 | As at March 31, 2022 | As at March 31, 2021 |
| Computer software | 38 | 17 | - | 55 | 28 | 13 | - | 41 | 14 | 10 |
| Customer contracts | 860 | - | - | 860 | 860 | - | - | 860 | - | - |
| Customer relationships | 3,740 | - | - | 3,740 | 1,182 | 277 | - | 1,459 | 2,281 | 2,558 |
| Total | 4,638 | 17 | - | 4,655 | 2,070 | 290 | - | 2,360 | 2,295 | 2,568 |

3(b) Right-of-use assets

| | Gross Block (at cost) | | | | Depreciation / Amortisation | | | | Net Block | |
|----------|-----------------------|------------|-----------|----------------------|-----------------------------|--------------|-----------|----------------------|----------------------|----------------------|
| | As at April 1, 2021 | Additions | Deletions | As at March 31, 2022 | As at April 1, 2021 | For the year | Deletions | As at March 31, 2022 | As at March 31, 2022 | As at March 31, 2021 |
| Building | 773 | 773 | - | 1,546 | 637 | 167 | - | 804 | 742 | 136 |
| | 773 | 773 | - | 1,546 | 637 | 167 | - | 804 | 742 | 136 |

For previous year ended March 31, 2021

3(a)(i) Property, plant and equipment

| | Gross Block (at cost) | | | | Depreciation / Amortisation | | | | Net Block | |
|------------------------|-----------------------|-----------|-------------|----------------------|-----------------------------|--------------|-------------|----------------------|----------------------|----------------------|
| | As at April 1, 2020 | Additions | Deletions | As at March 31, 2021 | As at April 1, 2020 | For the year | Deletions | As at March 31, 2021 | As at March 31, 2021 | As at March 31, 2020 |
| Computers | 290 | 9 | (78) | 221 | 277 | 12 | (78) | 211 | 10 | 13 |
| Furniture and fixtures | 1 | - | - | 1 | 1 | - | - | 1 | - | - |
| Office equipment | 28 | - | - | 28 | 15 | 5 | - | 21 | 7 | 13 |
| Leasehold improvements | 40 | - | - | 40 | 24 | 8 | - | 32 | 8 | 16 |
| Total | 359 | 9 | (78) | 290 | 317 | 26 | (78) | 265 | 26 | 42 |

MASTEK, INC.

Notes to the Consolidated Financial Statements for year ended March 31, 2022

(All amounts in \$ '000, unless otherwise stated)

3(a)(ii) Other intangible assets

| | Gross Block (at cost) | | | | Amortisation | | | | Net Block | |
|------------------------|-----------------------|-----------|-------------|----------------------|---------------------|--------------|-------------|----------------------|----------------------|----------------------|
| | As at April 1, 2020 | Additions | Deletions | As at March 31, 2021 | As at April 1, 2020 | For the year | Deletions | As at March 31, 2021 | As at March 31, 2021 | As at March 31, 2020 |
| Computer software | 89 | 14 | (65) | 38 | 69 | 24 | (65) | 28 | 10 | 20 |
| Customer contracts | 860 | - | - | 860 | 860 | - | - | 860 | - | - |
| Customer relationships | 3,740 | - | - | 3,740 | 905 | 277 | - | 1,182 | 2,558 | 2,835 |
| Total | 4,689 | 14 | (65) | 4,638 | 1,834 | 301 | (65) | 2,070 | 2,568 | 2,855 |

3(b) Right-of-use assets

| | As at April 1, 2020 | | | | Depreciation / Amortisation | | | | Net Block | |
|----------|---------------------|-----------|-----------|----------------------|-----------------------------|--------------|-----------|----------------------|----------------------|----------------------|
| | As at April 1, 2020 | Additions | Deletions | As at March 31, 2021 | As at April 1, 2020 | For the year | Deletions | As at March 31, 2021 | As at March 31, 2021 | As at March 31, 2020 |
| Building | 773 | - | - | 773 | 370 | 267 | - | 637 | 136 | 403 |
| | 773 | - | - | 773 | 370 | 267 | - | 637 | 136 | 403 |

3(c) Goodwill

| | As at | |
|---|----------------|----------------|
| | March 31, 2022 | March 31, 2021 |
| Gross carrying amount | | |
| Balance as at beginning of the year | 13,262 | 13,262 |
| Adjustment made after measurement period (Refer (ii) below) | - | - |
| Balance as at the end of the year | 13,262 | 13,262 |

Impairment

- i) Goodwill having a carrying value of \$ 13,262 on Taistech US Group has been allocated to the Mastek US business (CGU) . The estimated value-in-use of this CGU, is based on the present value of the future cash flows using a 3% annual growth rate for periods subsequent to the forecast period of 5 years and discount rate of 13.20%. An analysis of the sensitivity of the computation to a change in key parameters (Growth rate and discount rate), based on reasonable assumptions, did not identify any probable scenario in which the recoverable amount of the CGU would decrease below its carrying amount.
- ii) Adjustment made to the goodwill includes \$ 381 being elimination of certain balances relating to the US operations reclassified and adjusted during the year ended March 31, 2019.

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MASTEK, INC.

**Notes to the Consolidated Financial Statements for year ended March 31, 2022
(All amounts in \$ '000 , unless otherwise stated)**

| Non-current assets | | As at | |
|--|--|----------------|----------------|
| Current assets | | March 31, 2022 | March 31, 2021 |
| 4 Trade receivables | | | |
| Trade receivables, gross | | 9,778 | 5,231 |
| Less: Allowance for credit losses | | (1,384) | (1,384) |
| | | 8,395 | 3,847 |
| 5 Cash and cash equivalents | | | |
| Bank balances | | | |
| In current accounts | | 2,047 | 4,602 |
| | | 2,047 | 4,602 |
| 6 Other current assets | | | |
| Prepaid expenses | | 16 | 32 |
| Security deposits | | 238 | 230 |
| Unbilled revenue | | - | 1,403 |
| Advances to employees | | 4 | - |
| Advances to suppliers | | 27 | - |
| Reimbursable expenses receivable | | - | 6 |
| | | 285 | 1,671 |
| 7 Equity share capital | | | |
| Authorised: | | | |
| 1,000,000 (March 31, 2021: 1,000,000 of \$ 100 each) equity shares of \$ 100 each | | 100,000 | 100,000 |
| | | 100,000 | 100,000 |
| Issued, subscribed and fully paid up : | | | |
| 213,500 (March 31, 2021: 213,500 of \$ 100 each) equity shares of \$ 100 each fully paid | | 21,350 | 21,350 |
| | | 21,350 | 21,350 |

The Company has one class of equity shares having a par value of \$ 100 per share. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

(a) Reconciliation of the number of equity shares outstanding at the beginning and end of the year are as given below:

| Particulars | As at March 31, 2022 | | As at March 31, 2021 | |
|--|----------------------|---------------|----------------------|---------------|
| | No. of shares | Amount | No. of shares | Amount |
| Balance as at beginning of the year | 213,500 | 21,350 | 213,500 | 21,350 |
| Add : Shares issued during the year | - | - | - | - |
| Balance as at the end of the year | 213,500 | 21,350 | 213,500 | 21,350 |

(b) Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

| Name of the shareholder | As at March 31, 2022 | | As at March 31, 2021 | |
|-------------------------|----------------------|--------------|----------------------|--------------|
| | No. of shares | % of holding | No. of shares | % of holding |
| Mastek UK Limited | 213,500 | 100% | 213,500 | 100% |

MASTEK, INC.

Notes to the Consolidated Financial Statements for year ended March 31, 2022
 (All amounts in \$ '000 , unless otherwise stated)

| | As at | |
|--|----------------|----------------|
| | March 31, 2022 | March 31, 2021 |
| 8 Other equity | | |
| a) Retained earnings | | |
| (comprises of the prior year's undistributed earning after taxes) | (3,214) | (942) |
| b) Foreign currency translation reserve | | |
| Exchange difference relating to the translation of the results and net assets of the Company's foreign operations from their functional currencies to the Company's presentation currency are recognised directly in other comprehensive income and accumulated in the foreign currency translation reserve. | 1 | (1) |
| | (3,213) | (943) |

Current liabilities

| | As at | |
|--|----------------|----------------|
| | March 31, 2022 | March 31, 2021 |
| 9 Borrowings | | |
| Loan from related party, interest free and repayable on demand (Refer note 19) | 2,000 | 2,000 |
| | 2,000 | 2,000 |

| | As at | |
|-------------------------------------|----------------|----------------|
| | March 31, 2022 | March 31, 2021 |
| 10 Other current liabilities | | |
| Statutory dues | 204 | 66 |
| Other payables | | |
| Employee benefits payable | 404 | 657 |
| Accrued expenses | 2,491 | 811 |
| Unearned revenue | 10 | 7 |
| | 3,109 | 1,541 |

| | As at | |
|------------------------------------|----------------|----------------|
| | March 31, 2022 | March 31, 2021 |
| 11 Provisions | | |
| Provision for employee benefits | | |
| Provision for compensated absences | 337 | 284 |
| | 337 | 284 |

MASTEK, INC.

Notes to the Consolidated Financial Statements for year ended March 31, 2022
(All amounts in \$ '000 , unless otherwise stated)

| | For the year ended | |
|---|--------------------|----------------|
| | March 31, 2022 | March 31, 2021 |
| 12 Revenue from operations | | |
| Information technology services | 26,638 | 24,714 |
| Other operating revenue | | |
| Reimbursement of expenses from customers | 7 | 45 |
| | 26,645 | 24,759 |
| | | |
| | | |
| 13 Employee benefits expenses | | |
| Salaries, wages and performance incentives | 14,629 | 14,848 |
| Employee stock compensation expenses | 129 | 112 |
| Staff welfare expenses | 632 | 490 |
| | 15,390 | 15,450 |
| | | |
| | | |
| 14 Depreciation and amortisation expenses | | |
| Property, plant and equipment | 34 | 25 |
| Right-of-use assets | 167 | 267 |
| Intangible assets | 290 | 301 |
| | 491 | 593 |
| | | |
| | | |
| 15 Other expenses | | |
| Recruitment and training expenses | 160 | 33 |
| Travelling and conveyance | 420 | 252 |
| Communication charges | 85 | 60 |
| Consultancy and sub-contracting charges | 10,371 | 6,804 |
| Repairs : buildings | 100 | 110 |
| Repairs : others | 74 | 115 |
| Insurance | 156 | 206 |
| Printing and stationery | 5 | 2 |
| Professional fees | 806 | 884 |
| Rent (Refer note 24) | 172 | 126 |
| Advertisement and publicity | 69 | 86 |
| Donation | 31 | 3 |
| Receivables, loans and advances doubtful of recovery provided / written off (net of amounts provided there against) | - | (384) |
| Net loss on foreign currency transactions and translation | - | 10 |
| Electricity | 11 | 11 |
| Miscellaneous expenses | 235 | 118 |
| | 12,694 | 8,436 |

MASTEK, INC.**Notes to the Consolidated Financial Statements for year ended March 31, 2022**
(All amounts in \$ '000 , unless otherwise stated)

| 16 Finance costs | For the year ended | |
|---------------------------------|--------------------|----------------|
| | March 31, 2022 | March 31, 2021 |
| Interest on lease liabilities | | |
| Operating lease (Refer note 24) | 8 | 16 |
| Bank charges | 9 | 12 |
| Other finance charges* | - | - |
| | 17 | 28 |

*This includes interest on fair value of contingent consideration.

| 17 Earnings /(Loss) Per Share (EPS) | For the year ended | |
|---|--------------------|----------------|
| | March 31, 2022 | March 31, 2021 |
| The components of basic and diluted loss per share for total operations are as follows: | | |
| (a) Net (loss) / profit attributable to equity shareholders | (2,272) | 24 |
| (b) Weighted average number of outstanding equity shares | | |
| Considered for basic and diluted EPS (Refer note 7) | 213,500 | 213,500 |
| (c) Earning/(Loss) per share (net of taxes) in \$ | | |
| Basic and Diluted | \$ (10.64) | \$ 0.11 |
| (Face value per share March 31, 2022 : \$ 100 each, March 31, 2021 : \$ 100 each) | | |

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MASTEK, INC.
Notes to the Consolidated Financial Statements for year ended March 31, 2022
(All amounts in \$ '000 , unless otherwise stated)
18 Income taxes

a) Income tax expense / (credit) in the statement of profit and loss consists of:

| Particulars | For the year ended | |
|---|--------------------|----------------|
| | March 31, 2022 | March 31, 2021 |
| Current tax | 164 | 122 |
| Deferred tax | 163 | 155 |
| Total tax (credit) / expense (net) recognised in the statement of profit or loss | 327 | 277 |

b) The reconciliation between the provision of income tax of the Group and amounts computed by applying the federal income tax rate to profit before taxes is as follows:

| Particulars | For the year ended | |
|---|--------------------|----------------|
| | March 31, 2022 | March 31, 2021 |
| (Loss) / Profit before tax | (1,945) | 301 |
| Enacted income tax rate in US | 21% | 21% |
| Computed expected tax expense | (408) | 63 |
| Effect of: | | |
| Impact on change in tax rates | 46 | - |
| Expenses that are not deductible in determining taxable profit | | 0 |
| Prior Period Tax | (177) | |
| State taxes for the year | 118 | 120 |
| Loss on which deferred tax credit not taken | 749 | 94 |
| Others | - | - |
| Total income tax (credit) / expense recognised in the statement of profit and loss | 327 | 277 |

c) **Deferred tax (liabilities)/ assets in relation to:**

| Particulars | As at | |
|-------------------------------|----------------|----------------|
| | March 31, 2022 | March 31, 2021 |
| Property, plant and equipment | (10) | (7) |
| Intangible assets | (1,011) | (850) |
| Others liabilities | 379 | 379 |
| Total | (641) | (478) |

19 Related Party Disclosures (Relationships have been disclosed to the extent transactions have taken place and for relationships of control)

Enterprise exercising control over the group: Mastek Limited, Ultimate Holding Company
Mastek UK Limited, Holding Company
Mastek Enterprise Solution Private Limited, Fellow Subsidiary Company
Evolutionary Systems pty Ltd
Evolutionary Systems Corp.
Evolutionary Systems BV
Evolutionary Systems (Singapore) PTE. LTD.

Key Management Personnel (KMP): Atul Kanagat, Chairman
Ketan Mehta
Hiral Chandana (From 12 July 2021)
Vivek Chopra
Abhishek Singh
Mayur Gajendragadkar (Company Secretary)
Raman Sapra, President & Treasurer

i) **Transactions with key management personnel**

| Particulars | For the year ended | |
|--|--------------------|----------------|
| | March 31, 2022 | March 31, 2021 |
| Salaries and other employee benefits | 1,520 | 365 |
| Share based payment transactions | - | - |
| Total compensation paid to key management personnel | 1,520 | 365 |

ii) **Transactions with related parties during the year were:**

| Nature of transactions | Name of related party | For the year ended | |
|---|--|--------------------|----------------|
| | | March 31, 2022 | March 31, 2021 |
| Employee stock compensation expenses | Mastek Limited | 129 | 112 |
| Consultancy and sub-contracting charges | Mastek Limited | 1,373 | 1,440 |
| Other reimbursable expenses charged | Mastek Limited | 17 | 34 |
| Other reimbursable expenses charged | Mastek (UK) Limited | 34 | 44 |
| Consultancy and sub-contracting charges | Mastek Enterprise Solution Private Limited | 5,622 | 4,268 |
| Other reimbursable expenses charged | Mastek Enterprise Solution Private Limited | 23 | - |
| Income from Technology Services | Evolutionary Systems pty Ltd | 123 | 99 |
| Income from Technology Services | Evolutionary Systems Corp. | 1,178 | - |
| Consultancy and sub-contracting charges | Evolutionary Systems Corp. | 243 | 110 |
| Other reimbursable expenses recovered | Evolutionary Systems Corp. | 8 | 4 |
| Income from Technology Services | Evolutionary Systems BV | 120 | - |
| Consultancy and sub-contracting charges | Evolutionary Systems BV | 4 | - |
| Income from Technology Services | Evolutionary Systems (Singapore) PTE. LTD. | 150 | - |
| Consultancy and sub-contracting charges | Evolutionary Systems (Singapore) PTE. LTD. | 5 | - |

MASTEK, INC.**Notes to the Consolidated Financial Statements for year ended March 31, 2022****(All amounts in \$ '000 , unless otherwise stated)****iii) Balances outstanding are as follows:**

| Nature of balances | Name of related party | For the year ended | |
|--------------------------|--|--------------------|----------------|
| | | March 31, 2022 | March 31, 2021 |
| Trade receivables | Evolutionary Systems pty Ltd | 65 | 99 |
| Trade receivables | Evolutionary Systems Corp. | 993 | - |
| Trade and other payables | Evolutionary Systems Corp. | 212 | 106 |
| Trade and other payables | Mastek Limited | 213 | 333 |
| Trade and other payables | Mastek Enterprise Solution Private Limited | 1,072 | 722 |
| Trade and other payables | Mastek (UK) Limited | 53 | - |
| Trade receivables | Mastek (UK) Limited | - | 1 |
| Trade receivables | Evolutionary Systems BV | 132 | - |
| Trade and other payables | Evolutionary Systems BV | 5 | - |
| Trade receivables | Evolutionary Systems (Singapore) PTE. LTD. | 120 | - |
| Trade and other payables | Evolutionary Systems (Singapore) PTE. LTD. | 4 | - |
| Loan | Mastek (UK) Limited | 2,000 | 2,000 |

20 Segment reporting

The Group has only one reportable segment which is Software Development. Accordingly, the figures appearing in these consolidated financial statements relate solely to that business segment.

21 Financial instrument

The carrying value and fair value of financial instruments by categories as at March 31, 2022 and March 31, 2021 is as follows:

| Particulars | Carrying Value | | Fair Value | |
|------------------------------|----------------|----------------|----------------|----------------|
| | March 31, 2022 | March 31, 2021 | March 31, 2022 | March 31, 2021 |
| Financial assets | | | | |
| Amortised cost | | | | |
| Trade receivables | 8,395 | 3,847 | 8,395 | 3,847 |
| Cash and cash equivalents | 2,047 | 4,602 | 2,047 | 4,602 |
| Other current assets | 238 | 235 | 238 | 235 |
| Total assets | 10,679 | 8,684 | 10,679 | 8,684 |
| Financial liabilities | | | | |
| Amortised cost | | | | |
| Borrowings | 2,000 | 2,000 | 2,000 | 2,000 |
| Trade and other payables | 1,842 | 1,105 | 1,842 | 1,105 |
| Lease liabilities | 779 | 146 | 779 | 146 |
| Other liabilities | 2,895 | 1,468 | 2,895 | 1,468 |
| Total liabilities | 7,515 | 4,720 | 7,515 | 4,720 |

22 Financial Risk Management

The Group's activities expose it to a variety of financial risks: market risk, credit risk and liquidity risk. The Group's primary focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The Group's management oversees the management of these risk and formulates the policies, the Board of Directors reviews and approves policies for managing each of these risks, which are summarised below:

Market Risk: Market Risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of change in market prices.

Credit Risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers. The maximum exposure to credit risk is equal to the carrying value of the financial assets. The objective of managing counter party credit risk is to prevent losses in financial assets. The Group assesses the credit quality of the counterparties, taking into account their financial position, past experience, analysis of historical bad debts, ageing of accounts receivable and other factors.

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment and accordingly, the Group accounts for the expected credit loss. Two customers who contributes for more than 10% of outstanding total accounts receivables aggregating to 44.66% as at March 31, 2022 (31.53%, March 31, 2021).

The following table gives details in respect of revenues generated from top customer and top 5 customers:

| Particulars | For the year ended | |
|------------------------------|--------------------|----------------|
| | March 31, 2022 | March 31, 2021 |
| Revenue from Top Customer | 27% | 16% |
| Revenue from Top 5 Customers | 48% | 44% |

MASTEK, INC.**Notes to the Consolidated Financial Statements for year ended March 31, 2022
(All amounts in \$ '000 , unless otherwise stated)****Liquidity Risk**

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they become due. The Group manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due. Also, the Group has unutilized credit limits with banks. The Group's corporate treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. The management monitors the Group's net liquidity position through rolling forecast on the basis of expected cash flows.

The liquidity position of the Group is given Below

| Particulars | For the year ended | |
|---------------------------|--------------------|----------------|
| | March 31, 2022 | March 31, 2021 |
| Cash and cash equivalents | 2,047 | 4,602 |
| Total | 2,047 | 4,602 |

The table below provides details regarding the contractual maturities of significant liabilities as at March 31, 2022 and March 31, 2021:

| Particulars | As at March 31, 2022 | |
|--------------------------|----------------------|------------------|
| | Less than 1 Year | 1 Year and above |
| Borrowings | 2,000 | - |
| Trade and other payables | 1,842 | - |
| Lease liabilities | 155 | 624 |
| Other liabilities | 2,895 | - |

| Particulars | As at March 31, 2021 | |
|--------------------------|----------------------|------------------|
| | Less than 1 Year | 1 Year and above |
| Borrowings | 2,000 | - |
| Trade and other payables | 1,105 | - |
| Lease liabilities | 146 | - |
| Other liabilities | 1,468 | - |

23 Capital Management

The Group's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Group monitors the return on capital. The Group's objective when managing capital is to maintain an optimal structure so as to maximize shareholder value.

| Particulars | As At | |
|---|----------------|----------------|
| | March 31, 2022 | March 31, 2021 |
| Total Equity attributable to the Equity Share Holders of Group | 18,136 | 20,407 |
| Equity capital as a percentage of total capital | 90% | 91% |
| Current loans and borrowings | 2,000 | 2,000 |
| Total loans and borrowings | 2,000 | 2,000 |
| Borrowings as a percentage of total capital | 10% | 9% |
| Total capital (Loans, borrowings and equity) | 20,136 | 22,407 |

24 Leases**Company as lessee**

The Group's leased assets primarily consist of leases for office premises, guest houses, laptops, lease lines, furniture and equipment. Leases of office premises and guest houses generally have lease term between 2 to 46 years. The Group has applied low value exemption for leases of laptops, leased lines, furniture and equipment and accordingly are excluded from IFRS 16.

i) The carrying amounts if right-of-use assets recognised and the movements during the period (Refer note 3(b))

ii) Set out below are the carrying amounts of lease liabilities and the movements during the year:

| Particulars | Year ended | |
|----------------------|----------------|----------------|
| | March 31, 2022 | March 31, 2021 |
| As at April 1, 2021 | 146 | 418 |
| Additions/deletions | 773 | - |
| Finance expenses | 8 | 16 |
| Payments | (148) | (390) |
| As at March 31, 2022 | 779 | 146 |
| Current | 155 | 146 |
| Non-current | 624 | - |

Maturity analysis of lease liability :

The contractual maturity analysis of lease liabilities (includes amount not falling under IFRS 16) are disclosed herein on an undiscounted basis-

| Particulars | As at March 31, 2022 |
|---------------------------------|----------------------|
| Less than one year | 155 |
| More than one year to five year | 624 |
| More than five years | - |
| Total | 779 |

The average effective interest rate for lease liabilities is 4.8% - 6%

MASTEK, INC.

Notes to the Consolidated Financial Statements for year ended March 31, 2022
(All amounts in \$ '000 , unless otherwise stated)

iii) The following are the amounts recognised in the statement of profit and loss:

| Particulars | Year ended | |
|--|----------------|----------------|
| | March 31, 2022 | March 31, 2021 |
| Depreciation expense of right-of-use assets | 167 | 267 |
| Finance expense on lease liabilities | 8 | 16 |
| Expense relating to short-term leases (included in other expenses) | 172 | 126 |
| Total amount recognised in the statement of profit and loss | 347 | 409 |

The Company had total cash outflows for leases of \$ 414 in FY 2020-21 (\$ 414 in FY 2020-21).

There are several lease agreements with extension and termination options, management exercises significant judgement in determining whether these extension and termination options are reasonably certain to be exercised. Since it is reasonable certain to exercise extension option and not to exercise termination option, the Company has opted to include such extended term and ignore termination option in determination of lease term.

25 Impact of COVID-19

The Group has assessed the impact of Covid-19 Pandemic on its operations as well as financial reporting process, including but not limited to the areas of financial controls, credit risk, goodwill, impairment of financial and non-financial assets, and Cyber security pertaining to the remote access of information for the year ended March 31, 2021 and up to the date of approval of financial statements. While assessing the impact, Group has considered all internal and external sources of information like industry reports, economic forecast, credit reports and company's business forecast basis the global economic consensus. Group expects to recover the carrying amount of its assets. Further, there have been no material changes in the financial control/process followed by the company. However, the impact of COVID-19 may be different from that estimated as on the date of approval of these financial statements and the Group will continue to closely monitor any material changes to the business due to future economic conditions.

26 Post-reporting date events

No adjusting or significant non-adjusting events have occurred between March 31, 2022 and the date of authorization of financial statements.

27 Authorization of Financial Statements

These financial statements for the year ended March 31, 2022 (including comparatives) were approved by the Board of Directors and authorised for issue on _____

For and on behalf of Board of Directors of **Mastek Inc.**

Atul Kanagat
Chairman

Raman Sapra
President