

A.TREDS LIMITED

DIRECTORS' REPORT

DEAR MEMBERS

The Board of Directors have the pleasure of presenting the 5th Annual Report of the Company together with the Audited Statement of Accounts, Auditors' Report and the Report on the business and operations of the Company for the financial year ended 31st March 2021.

FINANCIAL PERFORMANCE:

The financial highlights for the year under review is as under:

Particulars	(Amount in Rs.)	
	2020-21	2019-20
Income from Operation (A)	7,09,39,319	6,22,47,773
Other Income (B)	32,84,356	44,85,061
Total Income (A+B)	7,42,23,675	6,67,32,834
Operating Expenses	16,35,26,890	19,05,80,239
Profit/(Loss) before Depreciation , provisions for tax	(8,93,03,215)	(12,38,47,405)
Depreciation	2,27,13,919	1,89,88,585
Provision for Tax	-	-
Profit / (Loss) After Tax	(11,20,17,134)	(14,42,87,990)
Appropriations	-	-
Balance carried to Balance Sheet	(11,20,17,134)	(14,42,87,990)

Business Overview and Future Outlook

The company continues to maintain its leadership position amongst the TReDS exchanges with highest cumulative throughput for the 4th consecutive year reflecting consistent growth. The platform has scaled exponentially with participation from more than 8393 MSME sellers, 812 buyers, 42 financiers; and has successfully processed discounting of 655,854 MSME invoices, which shows the growing adoption of TReDS model amongst MSMEs.

During FY'21, Invoicemart recorded an income from operations, INR 7,09,39,319 compared to INR 6,22,47,773 in FY'20. This growth is largely attributed to increase in transaction revenues. Net loss after tax in FY '21 reduced to INR 112,017,134 compared to INR 144,287,984 in FY'20.

The company is the first platform to launch the mobile app. In this new digital world, the mobile app will enable all customers to get their invoices funded while on the go. The aim is to make it convenient and easier for all customers to transact. The company won an award for the mobile app at Technoviti 2021 for "Creating new benchmark in the entire fintech and big tech ecosystem.

The company will continue to focus on granular business and develop/deepen relationship with important stakeholders. There are several changes expected in TReDS like inclusion of NBFCs as Financier, greater participation by companies to register and transact on TReDS, issuing of new TReDS licences and Insurance backed funding on TReDS. The company will need to identify and strengthen process /offerings to effectively implement the expected changes. Adoption of TReDS by market players has been slow and this is an ongoing concern along with the second wave of the pandemic. Innovative solutions and constant government/regulatory push will help adoption and scale up.

Corporate Office: 11th Floor, Ashar IT Park, Road No. 16Z, Wagle Industrial Estate, Thane (West) – 400 604. Telephone No. 022-62357300 Website: www.invoicemart.com

Registered Office: Axis House, C-2, Wadia International Centre, P B Marg, Worli, Mumbai – 400 025
Telephone No.022-24252525, CIN-U74999MH2016PLC281452



A.TREDS LIMITED

CHANGE IN THE NATURE OF BUSINESS

During the year under review, there has been no change in the nature of business of the Company.

DIVIDEND:

Your Directors have not recommended payment of any dividend on equity shares, for the financial year ended as on 31st March, 2021.

TRANSFER TO GENERAL RESERVE:

During the financial year under review, the Company did not transfer any amount to General Reserves.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY:

There have been no material changes and commitments, affecting the financial position of the Company which occurred between the end of the Financial Year 2020-21 of the Company to which the Financial Statements relate and the date of this Report.

ANNUAL RETURN:

In accordance with the Companies (Amendment) Act, 2017, read with Section 134(3) of the Companies Act, 2013, the Annual Return, under Section 92 (3) of the Companies Act, 2013, can be accessed on the website of the Company at <https://www.invoicemart.com/disclosure>.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE:

There are no significant material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and Company's operations in future.

DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SECTION 143 (12) OF THE COMPANIES ACT, 2013:

There was no occurrence of fraud pursuant to Section 143 (12) of The Companies Act, 2013. This is also being supported by the report of the auditors of the company as no fraud has been reported in their Report for the Financial Year ended 31st March, 2021.

EXPLANATIONS OR COMMENTS BY THE BOARD ON EVERY QUALIFICATIONS, RESERVATION OR ADVERSE REMARK OR DISCLAIMER MADE BY THE AUDITOR IN HIS REPORT:

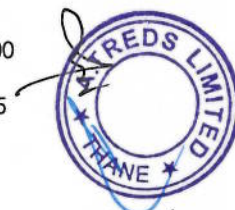
The Audit Report for FY 2020-21, does not contain any qualification, reservation or adverse remark.

RISK MANAGEMENT POLICY:

The Company has formulated a Risk Management Policy to identify and mitigate the risks, on a continuing basis.

Corporate Office: 11th Floor, Ashar IT Park, Road No. 16Z, Wagle Industrial Estate, Thane (West) – 400 604. Telephone No. 022-62357300 Website: www.invoicemart.com

Registered Office: Axis House, C-2, Wadia International Centre, P B Marg, Worli, Mumbai – 400 025
Telephone No.022-24252525, CIN-U74999MH2016PLC281452



A.TREDS LIMITED

CORPORATE SOCIAL RESPONSIBILITY INITIATIVES:

The provisions of the Companies Act 2013 relating to Corporate Social Responsibility are not applicable to your company as yet.

INTERNAL FINANCIAL CONTROLS:

The Internal financial controls with reference to financial statements as designed and implemented by the Company are adequate. During the year under review, no material observation has been received from the Statutory Auditors of the Company for inefficiency or inadequacy of such controls. These internal financial controls help in safeguarding of assets, prevention and detection of frauds and/or errors, maintaining the accuracy and completeness of the accounting and financial records. These controls help in the timely preparation of transparent, complete and accurate financial information and statements as per the laid down accounting standards and principles.

WHISTLEBLOWER POLICY:

The company has formulated a Whistleblower Policy to ensure highest degree of transparency, integrity, accountability.

DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:

The Company is committed to provide a safe and conducive work environment to its employees and has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. Your Directors further state that during the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

COST AUDIT:

The Cost Audit was not applicable to the Company during the year under review.

BOARD OF DIRECTORS:

During the year under review, Shri Naveen Tahilyani (DIN: 06594510), Director of the Company, has resigned from the Board of Directors of the Company with effect from close of business hours on 12th October, 2020. The Board of Directors placed on record their warm appreciation for valuable contribution made by the outgoing Directors.

During the year under review, the Company has appointed Shri Neeraj Gambhir (DIN: 00257375) as a Director of the Company with effect from 12th November, 2020 who is liable to retire by rotation.

During the year, no other changes took place in the composition of the Board of Directors of the Company. The composition of the Board of Directors of the Company is in compliance with the applicable norms.

In accordance with the provisions of the Companies Act, 2013 and the relevant rules made thereunder, Shri Himadri Chatterjee (DIN 07455079) and Shri Vinaya Varma (DIN 07527550) retire by rotation at the ensuing Annual General Meeting and being eligible offer themselves for re-appointment as Directors of the Company.

Corporate Office: 11th Floor, Ashar IT Park, Road No. 16Z, Wagle Industrial Estate, Thane (West) – 400 604. Telephone No. 022-62357300 Website: www.invoicemart.com

Registered Office: Axis House, C-2, Wadia International Centre, P B Marg, Worli, Mumbai – 400 025 Telephone No.022-24252525, CIN-U74999MH2016PLC281452



A.TREDS LIMITED

DECLARATION OF INDEPENDENCE:

All the Independent Directors of the Company have given their respective declarations stating that they meet the criteria prescribed for independence under the applicable laws and in the opinion of the Board, the Independent Directors meet the said criteria.

KEY MANAGERIAL PERSONNEL:

Shri Prakash Sankaran, Managing Director & CEO, Shri Vijay Dube, Chief Financial Officer and Smt Meenakshi Agarwal, Company Secretary, are the Key Managerial Personnel of the Company, as defined in Section 2(51) of the Companies Act, 2013.

Smt Ruchi Sathe ceased to be the Company Secretary of the Company with effect from the close of business hours on 26th October, 2020 owing to her resignation and Smt Meenakshi Agarwal was appointed in her place with effect from 27th October, 2020.

During the year, no other changes took place in the composition of the Key Managerial Personnel of the Company.

PARTICULARS OF MEETINGS:

During the year, the number of Board and Committee Meetings convened are as follows:

Sr. No.	Type of Meeting	Number of meetings
1	Board Meeting	4
2	Audit Committee Meeting	4
3	Nomination & Remuneration Committee Meeting	2
4	Risk Management Committee Meeting	2
5	Meeting of Independent Directors	1
6	General Meeting (including Extra – Ordinary General Meeting)	2

The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

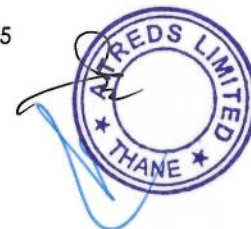
BOARD MEETING:

The Board comprises of eight (8) members, of which two (2) are Independent Directors and five (5) are Non-Executive Directors. During the financial year 2020-21, the Board met seven (4) times on 24th April, 2020, 13th July, 2020, 13th October, 2020 and 15th January, 2021.

Name of the Director	Date and attendance of the meeting				Attendance (in %)
	24.04.2020	13.07.2020	13.10.2020	15.01.2021	
Shri Rajiv Anand	Present	Present	Present	Present	100%
Shri Rakesh Makhija	Present	Present	Present	Present	100%

Corporate Office: 11th Floor, Ashar IT Park, Road No. 16Z, Wagle Industrial Estate, Thane (West) – 400 604. Telephone No. 022-62357300 Website: www.invoicemart.com

Registered Office: Axis House, C-2, Wadia International Centre, P B Marg, Worli, Mumbai – 400 025 Telephone No.022-24252525, CIN-U74999MH2016PLC281452



A.TREDS LIMITED

Shri Dipak Kumar Banerjee	Present	Present	Present	Present	100%
Shri Himadri Chatterjee	Present	Present	Present	Present	80%
Shri Naveen Tahilyani (Resigned w.e.f 12 th October, 2020)	Present	Present	-	-	100%
Shri Vinaya Varma	Present	Present	Present	Present	100%
Shri Pankaj Mittal	Present	Present	Present	Present	100%
Shri Prakash Sankaran	Present	Present	Present	Present	100%
Shri Neeraj Gambhir (Appointed w.e.f. 12 th November, 2020)	-	-	-	Present	100%

The Company and its Board has constituted a set of independent, qualified and focused Committees of the Board constituting Directors of the Company. These Board Committees have specific terms of reference/scope to focus effectively. Currently the Board has three (3) committees i.e. Audit Committee, Nomination & Remuneration Committee and Risk Management Committee.

AUDIT COMMITTEE:

The Audit Committee comprises of three (3) members, of which two (2) are Independent Directors. During the financial year 2020-21, the Committee held four (4) meetings on 24th April, 2020, 13th July, 2020, 13th October, 2020 and 15th January, 2021:

Name of the Director	Date and attendance of the meeting				% of attendance
	24.04.2020	13.07.2020	13.10.2020	15.01.2021	
Shri Rakesh Makhija	Present	Present	Present	Present	100%
Shri Dipak Kumar Banerjee	Present	Present	Present	Present	100%
Shri Naveen Tahilyani	Present	Present	-	-	100%
Shri Neeraj Gambhir	-	-	Present	Present	100%

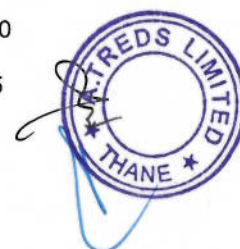
NOMINATION & REMUNERATION COMMITTEE:

The Nomination & Remuneration Committee comprises of Four (4) members, of which two (2) are Independent Directors. During the financial year 2020-21, the Committee held two (2) meetings on 24th April, 2020 and 13th October, 2020:

Name of the Director	Date and attendance of the meeting		% of attendance
	24.04.2020	13.10.2020	

Corporate Office: 11th Floor, Ashar IT Park, Road No. 16Z, Wagle Industrial Estate, Thane (West) – 400 604. Telephone No. 022-62357300 Website: www.invoicemart.com

Registered Office: Axis House, C-2, Wadia International Centre, P B Marg, Worli, Mumbai – 400 025 Telephone No.022-24252525, CIN-U74999MH2016PLC281452



A.TREDS LIMITED

Shri Dipak Kumar Banerjee	Present	Present	100%
Shri Rakesh Makhija	Present	Present	100%
Shri Himadri Chatterjee	Present	Present	100%
Shri Vinaya Varma	Present	Present	100%

RISK MANAGEMENT COMMITTEE:

The Risk Management Committee comprises of Four (4) members, of which two (2) are Independent Directors. During the financial year 2020-21, the Committee held two (2) meetings on 13th July, 2020 and 15th January, 2021:

Name of the Director	Date and attendance of the meeting		% of attendance
	13.07.2020	15.01.2021	
Shri Rakesh Makhija	Present	Present	100%
Shri Dipak Kumar Banerjee	Present	Present	100%
Shri Himadri Chatterjee	Present	Present	100%
Shri Naveen Tahilyani	Present	-	100%
Shri Neeraj Gambhir	-	Present	100%

BOARD EVALUATION:

The performance evaluation of Board, its Committees, Chairman and Individual Directors was done in accordance with the relevant provisions of the Companies Act, 2013, the relevant Rules made thereunder.

The Nomination and Remuneration Committee is the nodal agency for conducting the said performance evaluation. The Nomination and Remuneration Committee approved the manner for conducting the said performance evaluation, determined the criteria for the same and appointed an Independent external agency to administer the same.

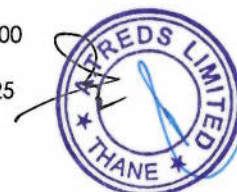
The process was carried out by feedback survey from each Directors covering Board functioning such as composition of Board and its Committees, experiences, competencies, governance issues etc. Separate process was carried out to evaluate the performance of individual Directors which included the Chairman of the Board who were evaluated on parameters such as attendance, contribution at the meeting etc. The Directors evaluation results reflected the overall engagement of the Board and its Committee with the Company.

SHARE CAPITAL:

During the year under review, the Company allotted 1,00,00,000 Equity Shares of Rs. 10/- (Rupees Ten each only) aggregating to Rs . 10,00,00,000/- (Rupees Ten Crore only) on Rights Basis to the existing Equity Shareholders of the Company on 12th November, 2020.

Corporate Office: 11th Floor, Ashar IT Park, Road No. 16Z, Wagle Industrial Estate, Thane (West) – 400 604. Telephone No. 022-62357300 Website: www.invoicemart.com

Registered Office: Axis House, C-2, Wadia International Centre, P B Marg, Worli, Mumbai – 400 025 Telephone No.022-24252525, CIN-U74999MH2016PLC281452



A.TREDS LIMITED

Pursuant to the above allotment, the total issued and paid-up equity share capital of the Company, as on 31st March 2021 increased to Rs. 65 crores, as compared to Rs. 55 crores, as on 31st March 2020.

PUBLIC DEPOSITS:

During the year under review, the Company has not accepted any deposit pursuant to Section 73 and Section 76 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014.

PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTFLOWS:

Information as per Section 134(3)(m) of the Act relating to the Conservation of Energy and Technology Absorption is not given since the Company is not engaged in any manufacturing activity.

During the year under review, the Company has not earned any foreign exchange. The foreign exchange outgo during the year amounted to Rs. NIL

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENT UNDER SECTION 186:

Information as per Section 134(3)(g) of the Companies Act, 2013 relating to the particulars of loans, guarantees or investment under Section 186 is not applicable to the company as it has not made any Loans, Guarantees or Investments covered under Section 186 of the Act.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES UNDER SUB – SECTION (1) OF SECTION 188:

Information as per Section 134(3)(h) of the Act relating to the particulars of Contracts or Arrangements with Related Parties under Sub - Section (1) of Section 188 is as mentioned below:-

All Related Party Transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of business. There are no materially significant Related Party Transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large.

All Related Party Transactions are placed before the Audit Committee/Board of Directors for approval. Prior omnibus approval of the Audit Committee is obtained for the transactions which are foreseen and repetitive in nature. The transactions entered into pursuant to the omnibus approval so granted are audited and a statement giving details of all Related Party Transactions are placed before the Audit Committee.

None of the Directors has any pecuniary relationship or transactions vis-à-vis the Company. Form for disclosure of particulars of contracts/arrangements entered into by the Company with related parties pursuant to Clause (h) of sub-section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014 in Form AOC – 2 is enclosed herewith as **Annexure – A** to this report.

Corporate Office: 11th Floor, Ashar IT Park, Road No. 16Z, Wagle Industrial Estate, Thane (West) – 400 604. Telephone No. 022-62357300 Website: www.invoicemart.com

Registered Office: Axis House, C-2, Wadia International Centre, P B Marg, Worli, Mumbai – 400 025
Telephone No.022-24252525, CIN-U74999MH2016PLC281452



A.TREDS LIMITED

PARTICULARS OF EMPLOYEES AS REQUIRED UNDER COMPANIES ACT, 2013 AND COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014:

The statement containing particulars of employees required pursuant to Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not applicable to the Company.

POLICY OF THE NOMINATION AND REMUNERATION COMMITTEE:

The Company has a Nomination and Remuneration Policy formulated in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto as amended from time to time. The policy shall apply to all Directors, Key Managerial Personnel, Senior Management and other employees of the Company. The Policy laid down the roles of the Committee, criteria for appointment of Directors, Key Managerial Personnel and Senior Management and parameters for determining the remuneration of Directors, Key Managerial Personnel, and Senior Managerial Personnel of the Company. Nomination and Remuneration policy of the company has also been uploaded on the website and can be accessed with this weblink: https://www.invoicemart.com/Upload/pdf/NRC_Policy.pdf

DIRECTORS RESPONSIBILITY STATEMENT:

Pursuant to sub-section (5) of Section 134 of the Act, the Board of Directors of the Company hereby state and confirm that:

- I. In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- II. The Directors had selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period.
- III. the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- IV. the Directors had prepared the annual accounts on a going concern basis.
- V. the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.
- VI. the Directors, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and operating effectively.

AUDITORS:

STATUTORY AUDITORS:

Pursuant to the provisions of Section 139 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, the Company had appointed M/s. S. R. Batliboi & Co. LLP, Chartered Accountants, Mumbai (301003E/E300005) as the Statutory Auditors of the Company to hold office upto the conclusion of 6th Annual General Meeting.

INTERNAL CUM CONCURRENT AUDITORS:

The Company had appointed M/s. Batliboi & Purohit, Chartered Accountants, Mumbai (10148W) as the Internal cum Concurrent Auditors of the Company to undertake the Internal cum Concurrent Audit of the Company for the financial year under review.

Corporate Office: 11th Floor, Ashar IT Park, Road No. 16Z, Wagle Industrial Estate, Thane (West) – 400 604. Telephone No. 022-62357300 Website: www.invoicemart.com

Registered Office: Axis House, C-2, Wadia International Centre, P B Marg, Worli, Mumbai – 400 025 Telephone No.022-24252525, CIN-U74999MH2016PLC281452



A.TREDS LIMITED

The Board of Directors on the recommendation of the Audit Committee have now appointed M/s. RVA & Associates LLP, Chartered Accountants, Mumbai (Firm Registration No: 115003W), as the Internal cum Concurrent Auditors of the Company to hold office for the financial year 2021-22 under Section 138 of the Companies Act 2013. M/s. RVA & Associates LLP have confirmed their eligibility for the same.

SECRETARIAL AUDITORS:

The Company had appointed M/s. Martinho Ferrao & Associates, Company Secretaries, Mumbai as the Secretarial Auditors of the Company to undertake the Secretarial Audit of the Company for the financial year under review.

OTHERS

1. The Balance Sheet and Statement of Profit and Loss for the period under review are revised as per the new format of Schedule III as notified by the Ministry of Corporate Affairs.
2. No application has been made nor any proceeding is pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year under review.
3. No Loan has been taken from any bank or financial institution and hence there are no details of valuation which is required to be disclosed pursuant to Rule 8(5)(xii) of the Companies (Accounts) Amendment Rules, 2021.

ACKNOWLEDGEMENTS:

Your Directors would like to express their gratitude for all the guidance and co-operation received from Axis Bank Limited and Mjunction Service Limited. Your Directors would like to place on record their gratitude to the esteemed Clients, Advisors, Ministry of Corporate Affairs, Central, State and Local Government Departments for their continued support and cooperation.

The Directors also express their warm appreciation to all the employees of the Company for their diligence and contribution.

For and on behalf of the Board of Directors


Rajiv Anand
Chairman (DIN: 02541753)


Prakash Sankaran
Managing Director & CEO (DIN: 08581871)

Place: Mumbai
Date: 14.04.2021



Corporate Office: 11th Floor, Ashar IT Park, Road No. 16Z, Wagle Industrial Estate, Thane (West) – 400 604. Telephone No. 022-62357300 Website: www.invoicemart.com

Registered Office: Axis House, C-2, Wadia International Centre, P B Marg, Worli, Mumbai – 400 025
Telephone No.022-24252525, CIN-U74999MH2016PLC281452

A.TREDS LIMITED

ANNEXURE- A

FORM AOC - 2

(Pursuant to Clause (h) of sub-section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub – section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis

a)	Name (s) of the related party and nature of relationship	:	NIL
b)	Nature of contracts/arrangements/transactions	:	NIL
c)	Duration of the contracts / arrangements / transactions	:	NIL
d)	Salient terms of the contracts or arrangements or transactions including the value, if any	:	NIL
e)	Justification for entering into such contracts or arrangements or transactions	:	NIL
f)	Date (s) of approval by the Board	:	NIL
g)	Amount paid as advances, if any	:	NIL
h)	Date on which the special resolution was passed in general meeting as required under first proviso to Section 188	:	NIL

2. Details of material contracts or arrangement or transactions at arm's length basis

a)	Name (s) of the related party and nature of relationship	:	1. Axis Bank Limited (Common director /Holding Company) 2. Mjunction Services Limited (Investing Company)
b)	Nature of contracts/arrangements/transactions	:	1. Fixed Deposit & Interest from Fixed Deposit



A.TREDS LIMITED

			2. Operating Income (Transaction fees & Onboarding fees) 3. Reimbursement of Expenses (Deputation Cost, Rent, Software Expenses (RAC charges), Preliminary Expenses, Miscellaneous Expenses (Mediclaime & GLT Insurance), NACH charges, file processing charges)
c)	Duration of the contracts / arrangements / transactions	:	1) Continuous 2) Continuous
d)	Salient terms of the contracts or arrangements or transactions including the value, if any	:	As per Financial Statements
e)	Date (s) of approval by the Board, if any	:	23 rd January, 2017
f)	Amount paid as advances, if any	:	NIL

For A.TREDS Limited



Rajiv Anand
Chairman (DIN: 02541753)



Prakash Sankaran
Managing Director & CEO (DIN: 08581871)

Place: Mumbai

Date: 14th April, 2021



A.TREDS LIMITED

Form No. MGT- 9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31st March, 2021

[Pursuant to section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS

i.	CIN	:	U74999MH2016PLC281452
ii.	Registration Date	:	23 rd May 2016
iii.	Name of the Company	:	A.TREDS Limited
iv.	Category / Sub-Category of the Company	:	Public Unlisted Company
v.	Address of the Registered office and contact details	:	Axis House, C-2, Wadia International Centre, P. B. Marg, Worli, Mumbai – 400 025, Maharashtra, India. Telephone No - 022 24251840 Email id – meenakshi.aqarwal@invoicemart.com
vi.	Whether listed company	:	No
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	:	KFin Technologies Private Limited Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad 500032 Telephone No – 040-6716 1603 Email id – unlservices@kfintech.com

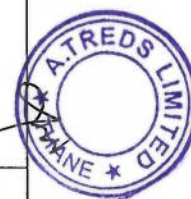
II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sr. No	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the Company
1.	Setting up and operating of Trade Receivable Discounting System under Payment and Settlements Systems Act, 2007.	67110 – Activities Auxiliary to Financial intermediation	95.58%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sr. No	Name and address of the Company	CIN/GLN	Holding/ Subsidiary / Associate	%of shares held	Applicable Section
1.	*Axis Bank Limited Trishul, 3 rd Floor, Opp Samartheshwar Temple, Law Garden Ellisbridge, Ahmedabad – 380006	L65110GJ1993PLC020769	Holding	67.00 %	2(46)
2.	Axis Capital Limited Axis House, 8th floor,	U51900MH2005PLC157853	Group Company	NIL	---



Corporate Office: 11th Floor, Ashar IT Park, Road No. 16Z, Wagle Industrial Estate, Thane (West) – 400 604.
Telephone No. 022-62357300 Website: www.invoicemart.com

Registered Office: Axis House, C-2, Wadia International Centre, P B Marg, Worli, Mumbai – 400 025
Telephone No.022-24252525, CIN-U74999MH2016PLC281452

A.TREDS LIMITED

	Wadia International Centre, Pandurang Budhkar Marg, Worli, Mumbai – 400025				
3.	Axis Finance Limited Axis House, Ground floor, Wadia International Centre, Pandurang Budhkar Marg, Worli, Mumbai - 400025	U65921MH1995PLC212675	Group Company	NIL	---
4.	Axis Asset Management Company Limited Axis House, 1 st floor, C-2, Wadia International centre, Pandurang Budhkar Marg, Worli, Mumbai - 400025	U65991MH2009PLC189558	Group Company	NIL	---
5.	Axis Mutual Fund Trustee Limited Axis House, 1 st floor, C-2, Wadia International centre, Pandurang Budhkar Marg, Worli, Mumbai – 400025	U66020MH2009PLC189325	Group Company	NIL	---
6.	Axis Trustee Services Limited Axis House, 2 nd Floor, Bombay Dyeing Mills Compound, Pandurang Budhkar Marg, Worli, Mumbai - 400025	U74999MH2008PLC182264	Group Company	NIL	---
7.	Axis Securities Limited Axis House, 8 th Floor, Wadia International Centre, Pandurang Budhkar Marg, Worli, Mumbai – 400 025	U74992MH2006PLC163204	Group Company	NIL	---
8.	Axis Bank U.K. Limited 4 Chiswell Street, First Floor, London, England, EC1Y 4UP	7554558	Group Company	NIL	---
9.	Freecharge Payment Technologies Private Limited 2 nd Floor, Red Fort Capital Parsvnath Tower, Bhai Veer Singh Marg, Near	U74140DL2015PTC275419	Group Company	NIL	---



Corporate Office: 11th Floor, Ashar IT Park, Road No. 16Z, Wagle Industrial Estate, Thane (West) – 400 604.

Telephone No. 022-62357300 Website: www.invoicemart.com

Registered Office: Axis House, C-2, Wadia International Centre, P B Marg, Worli, Mumbai – 400 025

Telephone No.022-24252525, CIN-U74999MH2016PLC281452

A.TREDS LIMITED

	Gole Market New Delhi, Central Delhi, DL 110001				
10.	Accelyst Solutions Private Limited 2 nd Floor, Unit no. 205-206, Plot No. 1, Vaibhav Chambers, Bandra Kurla Complex, Mumbai - 400051	U72900MH2008PTC185202	Group Company	NIL	---
11.	Axis Capital USA, LLC 1675 South State Street, Suite B, Dover, County of Kent, Delaware 19901	-	Group Company	NIL	---

*Including 60 shares (0.00018%) held by individuals as Nominee of Axis Bank Limited. (Beneficial Ownership is with Axis Bank Limited).



Corporate Office: 11th Floor, Ashar IT Park, Road No. 16Z, Wagle Industrial Estate, Thane (West) – 400 604.
Telephone No. 022-62357300 Website: www.invoicemart.com
Registered Office: Axis House, C-2, Wadia International Centre, P B Marg, Worli, Mumbai – 400 025
Telephone No.022-24252525, CIN-U74999MH2016PLC281452

A.TREDS LIMITED

IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i. Category - wise Share Holding

Category of shareholders	No. of shares held at the beginning of the year				No. of shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total shares	Demat	Physical	Total	% of Total shares	
A. Promoter									
(1) Indian									
g) Individual/ HUF	60	---	60	0.00018%	60	---	60	0.00013%	NIL
h) Central Govt	---	---	---	---	---	---	---	---	---
i) State Govt(s)	---	---	---	---	---	---	---	---	---
j) Bodies	---	---	---	---	---	---	---	---	---
Corp.	---	---	---	---	---	---	---	---	---
k) Banks / FI	2,34,49,940	---	2,34,49,940	66.99982%	3,01,49,940	---	3,01,49,940	66.99987%	NIL
l) Any Other....	---	---	---	---	---	---	---	---	---
Sub-total (A) (1):-	1,67,50,000	---	1,67,50,000	67%	2,34,49,940	---	2,34,49,940	67%	NIL
(2) Foreign									
a) NRIs - Individuals	---	---	---	---	---	---	---	---	---
b) Other - Individuals	---	---	---	---	---	---	---	---	---
c) Bodies Corp.	---	---	---	---	---	---	---	---	---
d) Banks / FI	---	---	---	---	---	---	---	---	---
e) Any Other....	---	---	---	---	---	---	---	---	---
Sub-total (A) (2):-	---	---	---	---	---	---	---	---	---
Total shareholding of Promoter (A) = (A) (1) + (A) (2)	2,34,50,000	---	2,34,50,000	67%	3,01,50,000	---	3,01,50,000	67%	NIL
B. Public Shareholding									
1. Institutions									



Corporate Office: 11th Floor, Ashar IT Park, Road No. 16Z, Waggle Industrial Estate, Thane (West) – 400 604. Telephone No. 022-62357300 Website: www.invoicemart.com
Registered Office: Axis House, C-2, Wadia International Centre, P B Marg, Worli, Mumbai – 400 025
 Telephone No. 022-24252525, CIN-U74999MH2016PLC281452

A.TREDS LIMITED

a) Mutual Funds	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---
b) Banks/ FI	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---
c) Central Govt	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---
d) State Govt(s)	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---
e) Venture Capital Funds	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---
f) Insurance Companies	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---
g) FIs	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---
h) Foreign Venture Capital Funds	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---
i) Others (specify)	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---
Sub-total (B)(1):-	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---
2. Non- Institutions																					
a) Bodies Corp.	82,50,000	---	---	---	82,50,000	---	---	---	33%	---	---	---	1,15,50,000	---	---	---	---	---	---	---	---
i) Indian	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---
ii) Overseas	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---
b) Individuals																					
i) Individual shareholders holding nominal share capital upto Rs.1 lakh	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---
c) Others (specify)	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---
Sub-total (B)(2):-	1,15,50,000	---	---	---	1,15,50,000	---	---	---	33%	---	---	---	1,48,50,000	---	---	---	---	---	---	---	---
Total Public Shareholding (B)=(B)(1)+ (B)(2)	1,15,50,000	---	---	---	1,15,50,000	---	---	---	33%	---	---	---	1,48,50,000	---	---	---	---	---	---	---	---
C. Shares held by Custodian for GDRs &ADRS	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---
Grand Total (A+B+C)	3,50,00,000	---	---	---	3,50,00,000	---	---	4,50,00,000	100%	---	---	---	4,50,00,000	---	---	---	---	---	---	---	---



Corporate Office: 11th Floor, Ashar IT Park, Road No. 16Z, Wagle Industrial Estate, Thane (West) – 400 604, Telephone No. 022-62357300 Website: www.invoicemart.com

Registered Office: Axis House, C-2, Wadia International Centre, P B Marg, Worli, Mumbai – 400 025 Telephone No.022-24252525, CIN-U74999MH2016PLC281452

A.TREDS LIMITED

ii. Shareholding of Promoters

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1.	Axis Bank Limited	2,34,49,940	66.99982 %	---	3,01,49,940	66.99987 %	---	---
2.	Shri Rajesh Kumar Dahiya (Nominee of Axis Bank Limited)	10	0.00003%	---	10	0.00003%	---	0.00001%
3.	Shri Himadri Chatterjee (Nominee of Axis Bank Limited)	10	0.00003%	---	10	0.00003%	---	0.00003%
4.	Shri Rajiv Anand (Nominee of Axis Bank Limited)	10	0.00003%	---	10	0.00003%	---	0.00003%
5.	Shri Rudrapriyo Ray (Nominee of Axis Bank Limited)	10	0.00003%	---	10	0.00003%	---	0.00003%
6.	Shri Pralay Mondal (Nominee of Axis Bank Limited)	10	0.00003%	---	---	---	---	-0.00003%
7.	Shri Ravi Narayanan (Nominee of Axis Bank Limited)	10	0.00003%	---	10	0.00003%	---	0.00003%

Corporate Office: 11th Floor, Ashar IT Park, Road No. 16Z, Wagle Industrial Estate, Thane (West) – 400 604. Telephone No. 022-62357300 Website: www.invoicemart.com

Registered Office: Axis House, C-2, Wadia International Centre, P B Marg, Worli, Mumbai – 400 025
Telephone No.022-24252525, CIN-U74999MH2016PLC281452



A.TREDS LIMITED

8.	Bank Limited)								
	Shri Ganesh Sankaran	---		10			0.00003%	---	0.00003%
	Total	2,34,50,000	67 %	---	3,01,50,000	67 %	---	---	0.0008%

iii. Change in Promoters' Shareholding (please specify, if there is no change):

Sr. No.	Shareholding at the beginning of the year		Cumulative Shareholding during the year		
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company	
1.	At the beginning of The year	2,34,50,000	67%	1,67,50,000	67%
	Datewise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	67,00,000	19.14%	3,01,50,000	67%
	At the End of the year	3,01,50,000	67%	3,01,50,000	67%



Corporate Office: 11th Floor, Ashar IT Park, Road No. 16Z, Wagle Industrial Estate, Thane (West) – 400 604, Telephone No. 022-62357300 Website: www.invoicemart.com

Registered Office: Axis House, C-2, Wadia International Centre, P B Marg, Worli, Mumbai – 400 025
Telephone No.022-24252525, CIN-U74999MH2016PLC281452

A.TREDS LIMITED

iv. Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No.	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
For Each of the Top 10 Shareholders				
At the beginning of The year	1,15,50,000 (Mjunction Services Limited)	33%	1,15,50,000	33%
Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	33,00,000 (Allotment of Equity Shares on Rights Basis on 12th November, 2020)	9.43%	1,48,50,000	33%
At the End of the year (or on the date of separation, if separated during the year)	1,48,50,000	33%	1,48,50,000	33%

v. Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
For Each of the Directors and KMP				
At the beginning of The year	Himadri Chatterjee (10) Rajiv Anand (10)	0.00008%	20	0.00026%
Date wise	-	-	-	-

Corporate Office: 11th Floor, Ashar IT Park, Road No. 16Z, Wagle Industrial Estate, Thane (West) – 400 604. Telephone No. 022-62357300 Website: www.invoicemart.com

Registered Office: Axis House, C-2, Wadia International Centre, P B Marg, Worli, Mumbai – 400 025
Telephone No.022-24252525, CIN-U74999MH2016PLC281452



A.TREDS LIMITED

	Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	Himadri Chatterjee (10) Rajiv Anand (10)	0.00008%	20	0.00026%
--	--	---	----------	----	----------



Corporate Office: 11th Floor, Ashar IT Park, Road No. 16Z, Wagle Industrial Estate, Thane (West) – 400 604. Telephone No. 022-62357300 Website: www.invoicemart.com

Registered Office: Axis House, C-2, Wadia International Centre, P B Marg, Worli, Mumbai – 400 025
Telephone No.022-24252525, CIN-U74999MH2016PLC281452

A.TREDS LIMITED

PREFERENCE SHARE CAPITAL (9.69% Non-Cumulative Compulsorily Convertible Preference Shares)

i. Category - wise Share Holding

Category of shareholders	No. of shares held at the beginning of the year				No. of shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total shares	Demat	Physical	Total	% of Total shares	
A. Promoter									
(1) Indian									
g) Individual/ HUF	---	---	---	---	---	---	---	---	---
h) Central Govt	---	---	---	---	---	---	---	---	---
i) State Govt(s)	---	---	---	---	---	---	---	---	---
j) Bodies Corp.	---	---	---	---	---	---	---	---	---
k) Banks / FI	1,34,00,000	---	1,34,00,000	67%	1,34,00,000	---	1,34,00,000	67%	---
l) Any Other...	---	---	---	---	---	---	---	---	---
Sub-total (A) (1):-	1,34,00,000	---	1,34,00,000	67%	1,34,00,000	---	1,34,00,000	67%	---
(2) Foreign									
a) NRIs - Individuals	---	---	---	---	---	---	---	---	---
b) Other - Individuals	---	---	---	---	---	---	---	---	---
c) Bodies Corp.	---	---	---	---	---	---	---	---	---
d) Banks / FI	---	---	---	---	---	---	---	---	---
e) Any Other....	---	---	---	---	---	---	---	---	---
Sub-total (A) (2):-	---	---	---	---	---	---	---	---	---
Total shareholding of Promoter (A) = (A) (1) + (A) (2)	1,34,00,000	---	1,34,00,000	67%	1,34,00,000	---	1,34,00,000	67%	---
B. Public Shareholding									
2. Institutions									

Corporate Office: 11th Floor, Ashar IT Park, Road No. 16Z, Wagle Industrial Estate, Thane (West) - 400 604. Telephone No. 022-62357300 Website: www.invoicemart.com

Registered Office: Axis House, C-2, Wadia International Centre, P B Marg, Worli, Mumbai - 400 025
Telephone No.022-24252525, CIN-U74999MH2016PLC281452



A.TREDS LIMITED

a) Mutual Funds	---	---	---	---	---	---	---	---	---	---	---	---	---
b) Banks/ FI	---	---	---	---	---	---	---	---	---	---	---	---	---
c) Central Govt	---	---	---	---	---	---	---	---	---	---	---	---	---
d) State Govt(s)	---	---	---	---	---	---	---	---	---	---	---	---	---
e) Venture Capital Funds	---	---	---	---	---	---	---	---	---	---	---	---	---
f) Insurance Companies	---	---	---	---	---	---	---	---	---	---	---	---	---
g) FIs	---	---	---	---	---	---	---	---	---	---	---	---	---
h) Foreign Venture Capital Funds	---	---	---	---	---	---	---	---	---	---	---	---	---
i) Others (specify)	---	---	---	---	---	---	---	---	---	---	---	---	---
Sub-total (B)(1):-	---	---	---	---	---	---	---	---	---	---	---	---	---
2. Non- Institutions													
a) Bodies Corp.	66,00,000	66,00,000	66,00,000	66,00,000	66,00,000	66,00,000	66,00,000	66,00,000	66,00,000	66,00,000	66,00,000	66,00,000	33%
i) Indian	---	---	---	---	---	---	---	---	---	---	---	---	---
ii) Overseas	---	---	---	---	---	---	---	---	---	---	---	---	---
b) Individuals													
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	---	---	---	---	---	---	---	---	---	---	---	---	---
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	---	---	---	---	---	---	---	---	---	---	---	---	---
c) Others (specify)	---	---	---	---	---	---	---	---	---	---	---	---	---
Sub-total (B)(2):-	66,00,000	66,00,000	66,00,000	66,00,000	66,00,000	66,00,000	66,00,000	66,00,000	66,00,000	66,00,000	66,00,000	66,00,000	33%
Total Public Shareholding (B) = (B)(1) + (B)(2)	66,00,000	66,00,000	66,00,000	66,00,000	66,00,000	66,00,000	66,00,000	66,00,000	66,00,000	66,00,000	66,00,000	66,00,000	33%
C. Shares held by Custodian for GDRs & ADRs	---	---	---	---	---	---	---	---	---	---	---	---	---
Grand Total (A+B+C)	2,00,00,000	2,00,00,000	2,00,00,000	2,00,00,000	2,00,00,000	2,00,00,000	2,00,00,000	2,00,00,000	2,00,00,000	2,00,00,000	2,00,00,000	2,00,00,000	100%



Corporate Office: 11th Floor, Ashar IT Park, Road No. 16Z, Waggle Industrial Estate, Thane (West) – 400 604, Telephone No. 022-62357300 Website: www.invoicemart.com
Registered Office: Axis House, C-2, Wadia International Centre, P B Marg, Worli, Mumbai – 400 025
Telephone No. 022-24252525, CIN-U74999MH2016PLC281452

A.TREDS LIMITED

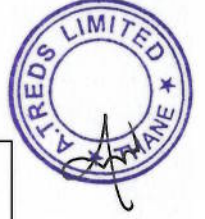
ii. Share Holding of Promoters

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged /encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1.	Axis Bank Limited	1,34,00,000	67 %	---	1,34,00,000	67 %	---	67%
	Total	1,34,00,000	67 %	---	1,34,00,000	67 %	---	67%

iii. Change in Promoters' Shareholding (please specify, if there is no change):

Sr. No.	Shareholding at the beginning of the year	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company
	At the beginning of The year		
	Datewise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):		
	At the End of the year		

No Change



Corporate Office: 11th Floor, Ashar IT Park, Road No. 16Z, Wagle Industrial Estate, Thane (West) – 400 604. Telephone No. 022-62357300 Website: www.invoicemart.com

Registered Office: Axis House, C-2, Wadia International Centre, P B Marg, Worli, Mumbai – 400 025
Telephone No.022-24252525, CIN-U74999MH2016PLC281452

A.TREDS LIMITED

iv. Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	%of total shares of the Company	No. of shares	%of total shares of the Company
	At the beginning of The year	66,00,000	33%	33%	33%
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	--	--	--	--
	At the End of the year (or on the date of separation, if separated during the year)	66,00,000	33%	66,00,000	33%



Corporate Office: 11th Floor, Ashar IT Park, Road No. 16Z, Wagle Industrial Estate, Thane (West) – 400 604. Telephone No. 022-62357300 Website: www.invoicemart.com

Registered Office: Axis House, C-2, Wadia International Centre, P B Marg, Worli, Mumbai – 400 025
Telephone No.022-24252525, CIN-U74999MH2016PLC281452

A.TREDS LIMITED

v. Shareholding of Directors and Key Managerial Personnel:

Sr. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	At the beginning of The year	---	---	---	---
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	---	---	---	---
	At the End of the year	---	---	---	---



Corporate Office: 11th Floor, Ashar IT Park, Road No. 16Z, Wagle Industrial Estate, Thane (West) – 400 604. Telephone No. 022-62357300 Website: www.invoicemart.com

Registered Office: Axis House, C-2, Wadia International Centre, P B Marg, Worli, Mumbai – 400 025
Telephone No.022-24252525, CIN-U74999MH2016PLC281452

A.TREDS LIMITED

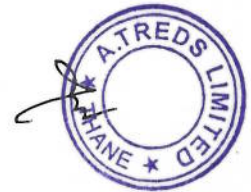
V. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

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

Sr. no.	Particulars of Remuneration	Shri Prakash Sankaran, Managing Director & CEO	Total Amount
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961	1,00,08,249	1,00,08,249
2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission - as %of profit - others, specify...	-	-
5.	Others, please specify	6,46,000	6,46,000
	Total (A)	1,06,54,249	1,06,54,249

B. Remuneration to other directors:

Sr. No.	Particulars of Remuneration	Name of Directors		Total Amount
		Shri Rakesh Makhija	Shri Dipak Kumar Banerjee	
1.	Independent Directors Fee for attending board/ committee meetings	6,00,000	6,00,000	12,00,000
	Total (1)	6,00,000	6,00,000	12,00,000
2.	5 Other Non-Executive Directors	-	-	-
	Total (2)	-	-	-
	Total (B)=(1+2)	6,00,000	6,00,000	12,00,000



Corporate Office: 11th Floor, Ashar IT Park, Road No. 16Z, Wagle Industrial Estate, Thane (West) – 400 604. Telephone No. 022-62357300 Website: www.invoicemart.com

Registered Office: Axis House, C-2, Wadia International Centre, P B Marg, Worli, Mumbai – 400 025
Telephone No.022-24252525, CIN-U74999MH2016PLC281452

A.TREDS LIMITED

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

Sl.no.	Particulars of Remuneration	Key Managerial Personnel			
		Smt Ruchi Sathe, Company Secretary (upto 26 th October, 2020)	Smt. Meenakshi Agarwal, Company Secretary (w.e.f. 12 th October, 2020)	Shri Vijay Dube, Chief Financial Officer	Total Amount
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	7,07,881	2,69,384	40,99,992	50,77,257
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission as % of profit	-	-	-	-
5	Others	82,000	-	-	82,000
	Total	7,89,881	2,69,384	40,99,992	51,59,257

VI. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NIL

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD/NCLT/ Court]	Appeal made, if any (give details)
A. COMPANY					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. DIRECTORS					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. OTHER OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

For A.TREDS Limited

Rajiv Anand
Chairman (DIN: 02541753)
Place: Mumbai



Prakash Sankaran
Managing Director & CEO (DIN: 08581871)

Date: 14th April, 2021

Corporate Office: 11th Floor, Ashar IT Park, Road No. 16Z, Wagle Industrial Estate, Thane (West) – 400 604. Telephone No. 022-62357300 Website: www.invoicemart.com
Registered Office: Axis House, C-2, Wadia International Centre, P B Marg, Worli, Mumbai – 400 025 Telephone No.022-24252525, CIN-U74999MH2016PLC281452

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2021

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies

(Appointment and Remuneration Personnel) Rules, 2014]

To,

The Members,

A.TREDS LIMITED

Axis House, C-2 Wadia International Centre,

P B Marg, Worli, Mumbai 400025

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **A.TREDS LIMITED** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Due to the current COVID-19 mandates, we have examined the papers, minute books, forms, returns filed and other records maintained by the Company provided to us through electronic mode for the financial year ended on 31st March, 2021. Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion the Company has, during the audit period covering the financial year **ended on 31st March, 2021**, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by Company for the financial year ended on **31st March, 2021** according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder; - **Not applicable**
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder- **Not Applicable**



- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; - **Not Applicable**
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') are **not applicable** to the Company:-
- a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - d. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
 - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998.
- (vi) We have also examined the compliances of the provisions of the following other laws applicable specifically to the Company wherein we have also relied on the compliance certificates issued by the head of the respective departments in addition to the checks carried out by us:
- 1) RBI Guidelines
 - 2) Payment and Settlement System Act, 2007
 - 3) Factoring Regulation Act, 2011
 - 4) Prevention of Money Laundering, 2002
 - 5) The Micro, Small and Medium Enterprises Development (MSMED) Act, 2006
 - 6) Information Technology Act, 2000

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India. (**SS-1 & SS-2**)
- (ii) The Listing Agreements entered into by the Company with Stock Exchanges. (**Not applicable as it is an unlisted Company**)



Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and its authorized representatives during the conduct of Secretarial Audit we hereby report that in our opinion during the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc *except some forms which were filed with a delay under the CFSS Scheme.*

We further report that:

1. The Board of Directors of the Company as on the date of this report is duly constituted with proper balance of Executive, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
2. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
3. All the decisions of the Board and Committees thereof were carried out with requisite majority;

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

We further report that there are following major events in the Company during the period under review:

1. Resolutions passed in Fourth Annual General Meeting of the Company held on 29th June, 2020, for below mentioned matters:
 - a. Re-appointment of Shri Pankaj Mittal (DIN 07975601) as a Director
 - b. Re-appointment of Shri Rajiv Anand (DIN 02541753) as a Director
 - c. Appointment of Shri Naveen Tahilyani (DIN 06594510) as Non-Executive Director
 - d. Approval of remuneration of Managing Director & CEO for the financial year commencing on 1stApril, 2020 upto 31stMarch, 2021
 - e. To keep registers and annual return at a place other than the registered office i.e. at the corporate office of the company



2. Resolutions passed in Seventh Extra Ordinary General Meeting of the Company held on 11th March, 2021, for below mentioned matters:
- Appointment of Shri Neeraj Gambhir (DIN 00257375) As A Non-Executive Director
 - Ratification of Remuneration of Managing Director and CEO for F.Y. 2020-21

For Martinho Ferrao & Associates

Company Secretaries



Martinho Ferrao

Proprietor

F.C.S. No. 6221 C. P. No. 5676

UDIN F006221C000078997

Place: Mumbai

Dated: 13th April, 2021

This report is to be read with our letter which is annexed as **Annexure A** and forms an integral part of this report

'Annexure A'

To,
The Members,
A.TREDS LIMITED

Our report is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
3. The minutes, documents, records and other information checked for the purpose of audit were received from the Company in soft copy and through electronic mail due to the lockdown mandates on account of the outbreak of Covid-19.
4. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
5. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
6. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
7. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For Martinho Ferrao & Associates

Company Secretaries


Martinho Ferrao

Proprietor

F.C.S. No. 6221 C. P. No. 5676

UDIN F006221C000078997



Place: Mumbai

Dated: 13th April, 2021

INDEPENDENT AUDITOR'S REPORT
To the Members of A.Treds Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of A.treds Limited ("the Company"), which comprise the Balance sheet as at March 31 2021, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013, as amended ("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 of affairs of the Company as at March 31, 2021, its loss and its cash flows for the year ended on that date.

Basis for Opinion

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

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Directors report, but does not include the standalone financial statements and our auditor's report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibility of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Companies (Accounting Standards) Rules, 2006 (as amended) specified under section 133 of the Act, read with the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions



A.Treds Limited

Auditor's report for the year ended 31 March 2021

of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring 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 are free from material misstatement, whether due to fraud or error.

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

Those charged with governance are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- ▶ Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- ▶ Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- ▶ Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- ▶ Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- ▶ Evaluate the overall presentation, structure and content of the financial statements, including the



A.Treds Limited

Auditor's report for the year ended 31 March 2021

disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid financial statements comply with the Companies (Accounting Standards) Rules, 2006 (as amended) specified under section 133 of the Act, read with the Companies (Accounts) Rules, 2014;
 - (e) On the basis of the written representations received from the directors as on March 31, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164 (2) of the Act;
 - (f) With respect to the adequacy of the internal financial controls with reference to these financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;
 - (g) In our opinion, the managerial remuneration for the year ended March 31, 2021 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;
 - (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;



S.R. BATLIBOI & Co. LLP

Chartered Accountants

A.Treds Limited

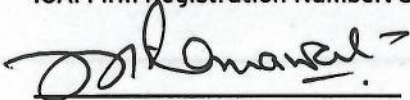
Auditor's report for the year ended 31 March 2021

- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For S.R. Batliboi & Co. LLP

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005



per Jitendra H. Ranawat

Partner

Membership Number: 103380

UDIN: 21103380AAAAAY2238

Place of Signature: Mumbai

Date: 14 April 2021



Annexure 1 referred to under the heading "Report on other legal and regulatory requirements" of our report of even date

Re: A.treds Limited ("the Company")

- (i)(a) The Company has maintained proper records showing full particulars, including quantitative details and location of fixed assets.
- (i)(b) Fixed assets have been physically verified by the management during the year and no material discrepancies were noticed on such verification.
- (i)(c) According to the information and explanations given by the management, there are no immovable properties, included in property, plant and equipment/fixed assets of the Company and accordingly, the requirements under paragraph 3(i)(c) of the Order are not applicable to the Company.
- (ii) The Company's business does not involve inventories and, accordingly, the requirements under paragraph 3(ii) of the Order are not applicable to the Company.
- (iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, the provisions of clause 3(iii)(a), (b) and (c) of the Order are not applicable to the Company and hence not commented upon.
- (iv) In our opinion and according to the information and explanation given to us, there are no loans, investments, guarantees and securities granted in respect of which provisions of section 185 and 186 of the Companies Act 2013 are applicable and hence not commented upon.
- (v) The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- (vi) To the best of our knowledge and as explained, the Company is not in the business of sale of any goods. Therefore, in our opinion, the provisions of clause 3(vi) of the Order are not applicable to the Company.
- (vii)(a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, income-tax, goods & services tax and other statutory dues applicable to it. The provisions relating to employees' state insurance, duty of customs, duty of excise, value added tax and cess are not applicable to the Company.
- (vii)(b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income-tax, goods & services tax and other statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable. The provisions relating to employees' state insurance, duty of customs, duty of excise, value added tax and cess are not applicable to the Company.
- (vii)(c) According to the information and explanations given to us, there are no dues of income tax, sales-tax, goods and service tax and cess which have not been deposited on account of any dispute. The provisions relating to duty of custom, duty of excise and employees' state insurance are not applicable to the Company.
- (viii) The Company did not have any outstanding loans or borrowing dues in respect of a financial institution or bank or to government or dues to debenture holders during the year.



S.R. BATLIBOI & Co. LLP

Chartered Accountants

A.Treds Limited

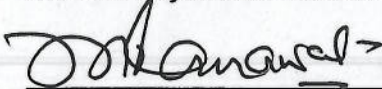
Auditor's report for the year ended 31 March 2021

- (ix) According to the information and explanations given by the management, the Company has not raised any money way of initial public offer/further public offer/debt instruments and term loans hence, reporting under clause (ix) is not applicable to the Company and hence not commented upon.
- (x) Based upon the audit procedures performed for the purposes of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the Company or no fraud on the Company by the officers and employees of the Company has been noticed or reported during the year.
- (xi) According to the information and explanation given by the management, the managerial remuneration has been paid in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.
- (xii) In our opinion, the Company is not a Nidhi company. Therefore, the provisions of clause 3(xi) of the order are not applicable to the Company and hence not commented upon.
- (xiii) According to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
- (xiv) According to the information and explanations given to us by the management, the Company has complied with the provisions of section 42 of the Companies Act, 2013 in respect of the preferential allotment during the year. According to the information and explanations given by the management, we report that the amounts raised, have been used for the purposes for which the funds were raised .
- (xv) According to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in section 192 of Companies Act, 2013.
- (xvi) According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

For S.R. Batliboi & Co. LLP

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005



per Jitendra H. Ranawat

Partner

Membership Number: 103380

UDIN: 21103380AAAAAY2238

Place: Mumbai

Date: 14 April 2021



A.Treds Limited

Auditor's report for the year ended 31 March 2021

ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF A.TREDS LIMITED

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

We have audited the internal financial controls with reference to financial statements of A.Treds Limited ("the Company") as of March 31, 2021 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to these financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, as specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to these financial statements was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to these financial statements.

Meaning of Internal Financial Controls With Reference to these Financial Statements

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are



S.R. BATLIBOI & Co. LLP

Chartered Accountants

A.Treds Limited

Auditor's report for the year ended 31 March 2021

being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls With Reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

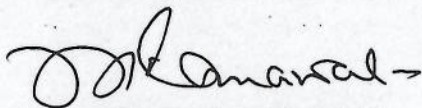
Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For S.R. Batliboi & Co. LLP

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005



per **Jitendra H. Ranawat**

Partner

Membership Number: 103380

UDIN: 21103380AAAAAY2238

Place of Signature: Mumbai

Date: 14 April 2021



A. TREDS LIMITED

(A Joint Venture of Axis Bank Limited & Mjunction Services Limited)

FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

A.TREDS LIMITED
Balance sheet as at 31 March 2021

Particulars	31 March 2021 (Amount in Rs.) (Audited)	31 March 2020 (Amount in Rs.) (Audited)
I. EQUITY AND LIABILITIES		
Shareholder's funds		
Share capital	65,00,00,000	55,00,00,000
Reserves and surplus	(49,91,17,811)	(38,71,00,677)
Non-current liabilities		
Long term provisions	63,18,636	40,79,597
Other non current liabilities	23,27,280	22,74,070
Current liabilities		
Trade payable		
-Total outstanding dues of micro enterprises and small enterprises	6,37,693	2,28,721
-Total outstanding dues of creditors other than micro enterprises and small enterprises	1,03,65,585	1,06,54,211
Other current liabilities	1,91,36,420	1,96,45,830
Short term provisions	91,38,097	97,26,916
Total	19,88,05,900	20,95,08,668
II. ASSETS		
Non-current assets		
Fixed assets		
Plant, property and equipments	1,38,83,811	1,78,19,953
Intangible assets	2,64,63,037	3,48,58,311
Capital work-in-progress	21,05,569	38,47,377
Long term loans and advances	3,89,90,007	3,67,68,492
Current assets		
Short term loans and advances	55,39,967	46,96,550
Cash and bank balances	10,30,37,325	10,47,15,360
Trade receivables	87,86,184	68,02,625
Total	19,88,05,900	20,95,08,668

Summary of significant accounting policies

2.1

The accompanying notes are an integral part of these financial statements.

As per our report of even date

For and on behalf of the Board of Directors

For S. R. Batliboi & Co. LLP
 ICAI Firm Registration No.: 301003E/E300005
 Chartered Accountants

Rajiv Anand
 Director
 DIN No: 02541753

Prakash Sankaran
 Managing Director & CEO
 DIN: 08581871

per Jitendra H. Ranawat
 Partner

Vijay Dube
 Chief Financial Officer

Meenakshi Agarwal
 Company Secretary

Membership No. :- 103380

Place : Mumbai
 Date : 14 April 2021



A. TREDS LIMITED

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

Particulars	For the Year ended 31-Mar-21 (Amount in Rs)	For the Year ended 31-Mar-20 (Amount in Rs)
	(Audited)	(Audited)
Revenue from operations	7,09,39,319	6,22,47,773
Other income	32,84,356	44,85,061
Total revenue	7,42,23,675	6,67,32,834
Expenses:		
Employee benefit expense	11,97,87,703	13,10,48,914
Depreciation and amortization expense	2,27,13,919	1,89,88,585
Other expenses	4,37,39,187	5,95,31,325
Total expenses	18,62,40,809	20,95,68,824
Profit/(Loss) before tax	(11,20,17,134)	(14,28,35,990)
Tax expense:		
Current tax	-	-
Total Tax	-	-
Profit/(Loss) after tax	(11,20,17,134)	(14,28,35,990)
Earnings per equity share : Nominal value of share Rs.10/- (31 March 2020: Rs.10) annualized.		
Basic	(2.88)	(5.43)
Diluted	(1.90)	(3.08)

Summary of significant accounting policies

2.1

The accompanying notes are an integral part of these financial statements.

As per our report of even date

For and on behalf of the Board of Directors

For S. R. Batliboi & Co. LLP
ICAI Firm Registration No.: 301003E/E300005
Chartered Accountants

Rajiv Anand
Director
DIN No: 02541753

Prakash Sankaran
Managing Director & CEO
DIN: 08581871

per Jitendra H. Ranawat
Partner
Membership No. :- 103380

Vijay Dube
Chief Financial Officer

Meenakshi Agarwal
Company Secretary

Place : Mumbai
Date : 14 April 2021



A.TREDS LIMITED
Cash flow statement for the year ended 31 March 2021

Particulars	For the Year ended 31 March 2021	For the Year ended 31 March 2020
	(Amount in Rs.)	(Amount in Rs.)
	(Audited)	(Audited)
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net profit before taxation	(11,20,17,134)	(14,28,35,990)
Adjustments for :		
Depreciation and amortization expenses	2,27,13,919	1,89,88,585
Loss on sale of asset	-	-
Lease equilization	53,210	5,63,210
Provision for Gratuity	15,22,634	11,29,303
Provision for Compensated absences	14,75,497	24,00,255
Interest on income tax refund	(50,873)	(1,28,826)
Interest income on fixed deposit	(32,33,483)	(43,52,261)
Operating Profit before working capital changes	(8,95,36,230)	(12,42,35,724)
Increase/ (Decrease) in Provisions	(13,47,911)	12,37,426
Increase/ (Decrease) in Other current liabilities	(5,62,618)	13,49,943
Increase/ (Decrease) in Other non current liabilities	53,210	5,63,210
(Increase)/ Decrease in Trade receivable	(19,83,560)	(64,60,077)
Increase/ (Decrease) in Trade payables	1,20,346	18,69,600
(Increase)/ Decrease in Non-current loans and advances	(22,21,516)	(3,37,19,620)
(Increase)/ Decrease in Current loan and advances	10,53,094	2,95,51,862
(Increase)/ Decrease in Other current assets	-	-
Cash generated from Operating activities	(9,44,25,185)	(12,98,43,380)
Direct taxed paid (net of refund)	(18,45,639)	(13,76,383)
Net cash used in Operating activities	(9,62,70,824)	(13,12,19,763)
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of fixed assets	(86,40,694)	(1,70,16,448)
Interest received	32,33,483	43,52,261
Net cash used in Investing activities	(54,07,211)	(1,26,64,187)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Issue of shares	10,00,00,000	10,00,00,000
Net cash from/ (used in) Financing activities	10,00,00,000	10,00,00,000
Net (Decrease)/ Increase in cash and cash equivalents during the period/year	(16,78,035)	(4,38,83,950)
Cash and cash equivalents at the beginning of the period/year	10,47,15,360	14,85,99,310
Cash and cash equivalents at the end of the period/year	10,30,37,325	10,47,15,360

Particulars	For the Year ended 31 March 2021	For the Year ended 31 March 2020
	(Amount in Rs.)	(Amount in Rs.)
Cash in hand	30	2,977
Cheque in transit	-	-
Balances with banks:		
- On current accounts	65,54,266	46,94,260
- Deposits with original maturity of less than 3 months	3,02,47,468	6,00,18,123
- Deposits with original maturity of more than 3 months	6,62,35,561	4,00,00,000
Total	10,30,37,325	10,47,15,360



Notes

- 1 The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Accounting Standard (AS 3) - 'Cash Flow Statements' notified under Section 133 of the Companies Act, 2013, read together with rule 7 of Companies (Accounts) Rules, 2014 and the Companies (Accounting Standards) Amendment Rules, 2016.
- 2 Cash and Cash equivalents in the balance sheet comprises of cash in hand, current account with bank and fixed deposit with bank.

Summary of significant accounting policies

2.1

The accompanying notes are an integral part of these financial statements.

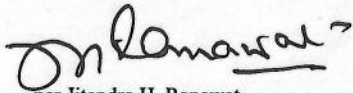
As per our report of even date

For and on behalf of the Board of Directors

For S. R. Batliboi & Co. LLP
ICAI Firm Registration No.: 301003E/E300005
Chartered Accountants

Rajiv Anand
Director
DIN No: 02541753

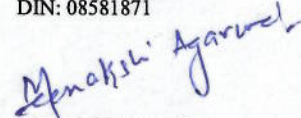
Prakash Sankaran
Managing Director & CEO
DIN: 08581871



per Jitendra H. Ranawat
Partner
Membership No. :- 103380
Place : Mumbai
Date : 14 April 2021



Vijay Dube
Chief Financial Officer



Meenakshi Agarwal
Company Secretary



A.Treds Limited

Notes forming part of the financial statements

1. Nature of operations and background

A.Treds Limited (the 'Company') is public company domiciled in India. The principal activity of the Company is to carry on business of setting up and operating of Trade Receivable Discounting System under Payment and Settlements Systems Act, 2007.

2. Basis of preparation

The financial statements have been prepared in accordance with the generally accepted accounting principles in India (Indian GAAP) under the historical cost convention on accrual basis. The Company has prepared these financial statements to comply in all material respects with the accounting standards notified under section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules 2014 and Companies (Accounting Standards) Amendment Rules, 2016. The financial statements have been prepared on an accrual basis and under the historical cost convention.

2.1 Significant accounting policies

Presentation and disclosure of financial statements

i. Use of estimates

The preparation of the financial statements in conformity with the Indian GAAP requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities, revenues and expenses and disclosure of contingent liabilities at the end of reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

ii. Current-non-current classification of assets/ liabilities

As required by Schedule III, the Company has classified all its assets / liabilities into current / non-current portion based on the time frame of 12 months from the date of financial statements. Accordingly, assets/liabilities expected to be realised / settled within 12 months from the date of financial statements are classified as current and other assets/liabilities are classified as non-current.

iii. Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognized:

a. Onboarding Fee, Transaction Fee and Annual Fee

Onboarding Fee is one time fee and is recognized at the time of onboarding of Buyer, Seller or financier. Transaction fee is recurring in nature and is recognised on time proportion basis over the of tenure of transaction. Transaction fees received from sellers is recognised upfront on the date of transaction. The Company follows recognition of annual fee on time proportion basis over the tenure of one year. Onboarding Fees, Transaction Fees and Annual fees are included under "Income from Operations" in the Statement of profit and loss.

b. Interest

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest is included under the head 'Other Income' in the Statement of profit and loss.

iv. Tangible assets

Fixed assets are stated at cost, net off accumulated depreciation and accumulated impairment losses, if any. The cost comprises the purchase price, borrowing costs if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for its intended use. Any trade discounts and rebates are deducted in arriving at the purchase price

Subsequent expenditure related to an item of fixed asset is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. All other expenses on existing fixed assets, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the Statement of profit and loss for the period during which such expenses are incurred.

Gains or losses arising from derecognition of fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of profit and loss when the asset is derecognized.

Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Internally generated intangible assets, excluding capitalised development costs, are not capitalised and expenditure is reflected in the statement of profit and loss in the year in which the expenditure is incurred.

Intangible assets are amortised on a straight line basis over the estimated useful economic life. The Company uses a rebuttable presumption that the useful life of an intangible asset will not exceed ten years from the date when the asset is available for use. If the persuasive evidence exists to the affect that useful life of an intangible asset exceeds ten years, the Company amortises the intangible asset over the best estimate of its useful life. All other intangible assets are assessed for impairment whenever there is an indication that the intangible asset may be impaired.



Handwritten signature in blue ink.



A.Treds Limited

v. Depreciation on Tangible asset / Amortization of intangible asset

Depreciation on fixed assets is calculated on straight-line basis using the rates arrived at, based on the useful lives estimated by the management. The company has used the following rates to provide depreciation on its fixed assets

Depreciation has been provided using the following estimated useful lives :

Particulars	Useful Life estimated by the management (same as specified in Schedule II of the Companies Act, 2013)
Office Equipment	5 Years
Computers	3 Years
Servers	6 Years
Softwares	5 Years
Furnitures & Fixtures	10 Years
Leasehold Improvement	9 Years (Over lease period)

The residual values, useful lives and methods of depreciation of property, plant and equipment and intangible assets are reviewed at each financial year end and adjusted prospectively, if appropriate.

Depreciation on assets sold during the year is recognised on a pro-rata basis to the Statement of profit and loss till the date of sale of assets.

vi. Impairment of tangible and intangible assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

An assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the Company estimates the asset's recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the Statement of profit and loss unless the asset is carried at a revalued amount, in which case the reversal is treated as a revaluation increase.

vii. Leases

Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognized as an expense in the Statement of profit and loss on a straight-line basis over the lease term.

viii. Retirement Benefits

a. Retirement and other employee benefits

Retirement benefit in the form of provident fund is a defined contribution scheme. The company has no obligation, other than the contribution payable to the provident fund. The company recognizes contribution payable to the provident fund scheme as an expenditure, when an employee renders the related service.

b. Gratuity

The Company provides for the gratuity, a defined benefit retirement plan covering all employees. The plan provides for lump sum payments to employees upon death while in employment or on separation from employment after serving for the stipulated year mentioned under 'The Payment of Gratuity Act, 1972'. The Company accounts for liability of future gratuity benefits based on an external actuarial valuation on projected unit credit method carried out for assessing liability as at the reporting date.

Actuarial gains and losses arising from experience adjustments and change in actuarial assumptions are recognised in the statement of profit and loss in the period in which they arise.

c. Leave avallment

Earned leave can be carried forward and availed during the tenure of the employment upto maximum of 50 days. Any accumulated leaves in excess of 50 days in subsequent years are bound to lapse. The company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. This liability is recognised based on an external actuarial valuation using the projected unit credit method.

Actuarial gains/losses are immediately taken to the statement of profit and loss and are not deferred. The company presents the leave as a current liability in the balance sheet, to the extent it does not have an unconditional right to defer its settlement for 12 months after the reporting date. Where company has the unconditional legal and contractual right to defer the settlement for a period beyond 12 months, the same is presented as non-current liability.



Handwritten signature or initials.



A.Treds Limited

ix. Income taxes

Tax expense comprises current and deferred tax. Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India and tax laws prevailing in the respective tax jurisdictions where the Company operates. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. Current income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit and loss

Deferred income taxes reflect the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences for the earlier years. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted at the reporting date. Deferred income tax relating to items recognized directly in equity is recognized in equity and not in the Statement of profit and loss.

Deferred tax liabilities are recognised for all taxable timing differences. Deferred tax assets are recognised for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. In situations where the Company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognised only if there is virtual certainty supported by convincing evidence that they can be realised against future taxable profits.

The carrying amount of deferred tax assets are reviewed at each reporting date. The Company writes-down the carrying amount of deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realised. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available

At each reporting date, the Company re-assesses unrecognised deferred tax assets. It recognises unrecognised deferred tax asset to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realised.

x. Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) 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 and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

xi. Provisions

A provision is recognized when the Company has a present obligation as a result of past event; 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 of the amount of obligation. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the reporting date. These are reviewed at each reporting date and adjusted to reflect the current best estimates.

xii. Cash and cash equivalents

Cash and Cash Equivalents for the purpose of cash flow statement comprise cash in hand and cash at bank including fixed deposit with original maturity period of three months and short term highly liquid investments with an original maturity of three months or less.

xiii. Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.



A. TREDS LIMITED

Notes to financial statements for the year ended 31 March 2021

3. Share capital

	31 March, 2021 (Amount in Rs.)	31 March, 2020 (Amount in Rs.)
Authorized share capital		
5,00,00,000 (31 March 2020 : 5,00,00,000) Equity Shares of Rs.10 each.	50,00,00,000	50,00,00,000
2,00,00,000 (31 March 2020 : 2,00,00,000) 9.69% Non-Cumulative Compulsorily Convertible Preference Shares of Rs.10 each	20,00,00,000	20,00,00,000
Issued, subscribed and fully paid-up shares share capital		
4,50,00,000 (31 March 2020 : 3,50,00,000) Equity Shares of Rs. 10/- each	45,00,00,000	35,00,00,000
2,00,00,000 (31 March 2020 : 2,00,00,000) 9.69% Non-Cumulative Compulsorily Convertible Preference Shares of Rs.10 each	20,00,00,000	20,00,00,000
Total issued & subscribed share capital	65,00,00,000	55,00,00,000

(a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Equity shares & Preference shares

	31 March, 2021		31 March, 2020	
	Nos	(Amount in Rs.)	Nos	(Amount in Rs.)
At the beginning of the Year	5,50,00,000	55,00,00,000	4,50,00,000	45,00,00,000
Add: Issued during the Year	1,00,00,000	10,00,00,000	1,00,00,000	10,00,00,000
Outstanding at the end of the Year	6,50,00,000	65,00,00,000	5,50,00,000	55,00,00,000

(b) Terms/ rights attached to equity shares and preference shares

The Company has only one class of equity shares having par value of Rs.10 per share. Each holder of equity shares is entitled to one vote per share. The dividend, if any, is proposed by the Board of Directors and is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

The Company has only one class of 9.69% Non-Cumulative Compulsorily Convertible Preference Shares having face value of Rs.10 per share. The shares will be convertible into equity shares at a date not later than 10 years from the date of allotment. The shares will be convertible at the option of the Company in the ratio will be 1:1

(c) Shares held by holding/ ultimate holding company and/ or their subsidiaries/ associates

Out of equity shares issued by the Company, shares held by its holding company, ultimate holding company and their subsidiaries/associates are as below:

	31 March, 2021 (Amount in Rs.)	31 March, 2020 (Amount in Rs.)
Axis Bank Limited, the holding company and its nominees 3,01,50,000 (31 March 2020: 2,34,50,000 shares) equity shares of Rs.10/- each	30,15,00,000	23,45,00,000
Axis Bank Limited, the holding company 1,34,00,000 (31 March 2020: 1,34,00,000) 9.69% non cumulative compulsory convertible pref shares of Rs.10/- each	13,40,00,000	13,40,00,000

(d) Details of shareholders holding more than 5% shares in the Company

Name of the shareholder	31 March, 2021		31 March, 2020	
	Nos	%	Nos	%
Axis Bank Limited, the holding company and its nominees 3,01,50,000 (31 March 2020 : 2,34,50,000 shares) equity shares of Rs.10/- each	3,01,50,000	67%	2,34,50,000	67%
Mjunction Services Limited 1,48,50,000 (31 March 2020 : 1,15,50,000 shares) equity shares of Rs.10/- each	1,48,50,000	33%	1,15,50,000	33%
Axis Bank Limited, the holding company and its nominees 1,34,00,000 (31 March 2020 : 1,34,00,000) 9.69% non cumulative compulsory convertible pref shares of Rs.10/- each	1,34,00,000	67%	1,34,00,000	67%
Mjunction Services Limited 66,00,000 (31 March 2020 : 66,00,000) 9.69% non cumulative compulsory convertible pref shares of Rs.10/- each	66,00,000	33%	66,00,000	33%

As per records of the Company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.



Handwritten signature/initials.



A. TRENDS LIMITED
Notes to financial statements for the year ended 31 March 2021

9. Fixed assets

(Amount in Rs.)

Assets	Gross Block					Depreciation				Net Block	
	As at 1 April, 2020	Addition for the year	Deductions/Adjustment for the year	As at 31 March 2021	As at 1 April, 2020	Addition during the year	Deductions/Adjustment for the year	As at 31 March 2021	As at 31 March 2021	As at 31 March 2020	
Tangible asset											
Leasehold improvement	1,31,34,682	-	-	1,31,34,682	45,67,995	14,53,373	-	60,21,368	71,13,314	85,66,688	
Furniture	10,61,441	-	-	10,61,441	2,93,205	1,05,642	-	3,98,847	6,62,592	7,51,832	
Office equipment	70,60,361	-	-	70,60,362	41,10,020	14,02,650	-	55,12,670	15,47,691	29,65,963	
Computers	1,31,71,775	14,62,800	-	1,46,34,576	76,37,083	24,37,280	-	1,00,74,363	45,60,214	55,35,470	
	2,22,68,726	14,62,800	-	3,58,91,061	1,66,08,303	53,98,945	-	2,20,07,248	1,38,83,811	1,78,19,953	
Intangible assets											
Software	5,96,27,290	89,19,703	-	6,85,46,993	2,47,68,979	1,73,14,977	-	4,20,83,956	2,64,63,037	3,48,58,311	
	4,39,89,942	89,19,703	-	6,85,46,993	2,47,68,979	1,73,14,977	-	4,20,83,956	2,64,63,037	3,48,58,311	
Work-in-progress											
Software	38,47,377	4,95,995	22,37,803	21,05,569	-	-	-	-	21,05,569	38,47,377	
	38,47,377	4,95,995	22,37,803	21,05,569	-	-	-	-	21,05,569	38,47,377	
Total	7,01,06,044	1,08,78,498	22,37,803	10,65,43,623	4,13,77,282	2,27,13,922	-	6,40,91,204	4,24,52,417	5,65,25,641	
Previous year 31 March 2020	8,08,86,476	2,07,12,937	36,96,488	9,79,02,926	2,23,88,696	1,89,88,589	-	4,13,77,285	5,65,25,641	5,84,97,780	



77

A. TREDIS LIMITED

Notes to financial statements for the year ended 31 March 2021

4. Reserve & surplus

Profit & Loss Account

	31 March, 2021 (Amount in Rs.)	31 March, 2020 (Amount in Rs.)
Surplus/ (deficit) in the statement of profit and loss	(38,71,00,677)	(24,42,64,687)
Loss for the year	(11,20,17,134)	(14,28,35,990)
Net deficit in the statement of profit & loss	(49,91,17,811)	(38,71,00,677)
Total Reserves & surplus	(49,91,17,811)	(38,71,00,677)

5. Provisions

	31 March, 2021		31 March, 2020	
	(Amount in Rs.)	(Amount in Rs.)	(Amount in Rs.)	(Amount in Rs.)
	Long term	Short term	Long term	Short term
Provision for bonus	-	80,00,000	-	93,83,000
Provision for gratuity	37,75,695	4,98,386	27,51,447	-
Provision for compensated absences	25,42,941	6,39,711	13,28,150	3,43,916
Total	63,18,636	91,38,097	40,79,597	97,26,916

6. Other non current liabilities

	31 March, 2021 (Amount in Rs.)	31 March, 2020 (Amount in Rs.)
Other non current liabilities	23,27,280	22,74,070
Total	23,27,280	22,74,070

7. Trade payable

	31 March, 2021 (Amount in Rs.)	31 March, 2020 (Amount in Rs.)
Total outstanding dues of micro enterprises and small enterprises	6,37,693	2,28,721
Total outstanding dues of creditors other than micro enterprises and small enterprises	1,03,65,585	1,06,54,211
Total	1,10,03,278	1,08,82,932

8. Other current liabilities

	31 March, 2021 (Amount in Rs.)	31 March, 2020 (Amount in Rs.)
Due to holding company- 'Axis Bank Limited'	56,12,459	64,40,804
Due to others	2,55,879	1,73,461
Statutory dues	16,81,066	20,38,943
Unearned revenue	1,14,77,180	1,09,64,000
Other current liabilities	1,09,836	28,622
Total	1,91,36,420	1,96,45,830

10. Loans and advances (Unsecured, considered good)

	31 March, 2021		31 March, 2020	
	(Amount in Rs.)	(Amount in Rs.)	(Amount in Rs.)	(Amount in Rs.)
	Long Term	Short Term	Long Term	Short Term
Security deposit				
-Unsecured, considered good	13,34,375	-	13,34,375	-
	A		13,34,375	
Other loans and advances				
Prepaid expenses	27,570	25,47,320	89,481	20,89,808
Accrued interest	-	9,21,009	-	6,37,012
Advance tax	20,83,014	18,96,512	15,78,368	15,05,209
GST input credit/ Service tax input	3,55,45,048	-	3,37,66,267	-
Other advances	-	1,75,126	-	4,64,522
	B		3,54,34,116	
Total	(A+B)		3,67,68,491	46,96,550

11. Cash and bank balance

	31 March, 2021 (Amount in Rs.)	31 March, 2020 (Amount in Rs.)
Cash and cash equivalents		
Cash on hand	30	2,977
Balances with banks:		
- On current accounts	65,54,266	46,94,260
- Deposits with original maturity of less than 3 months	3,02,47,468	6,00,18,123
Other bank balances:		
- Deposits with remaining maturity of less than 12 months	6,62,35,561	4,00,00,000
Total	10,30,37,325	10,47,15,360



Handwritten signature/initials.



A. TREDS LIMITED

Notes to financial statements for the year ended 31 March 2021

12. Trade receivables

	31 March, 2021 (Amount in Rs.)	31 March, 2020 (Amount in Rs.)
Outstanding for a period not exceeding six months from the date they Unsecured, considered good	1,29,06,640	70,45,410
Total	1,29,06,640	70,45,410
Provision for doubtful debts	(41,20,456)	(2,42,785)
Total	87,86,184	68,02,625

13. Revenue from operations

	31 March, 2021 (Amount in Rs.)	31 March, 2020 (Amount in Rs.)
Onboarding charges	1,11,15,714	1,02,50,211
Transaction charges	5,94,01,078	5,12,87,474
Annual charges	2,72,527	2,10,088
Other charges	1,50,000	5,00,000
Total	7,09,39,319	6,22,47,773

14. Other income

	31 March, 2021 (Amount in Rs.)	31 March, 2020 (Amount in Rs.)
Interest income on bank deposits	32,33,483	43,52,261
Miscellaneous receipts	-	594
Interest on income tax refund	50,873	1,28,826
Other Interest income	-	3,379
Total	32,84,356	44,85,061

15. Employee benefits expense

	31 March, 2021 (Amount in Rs.)	31 March, 2020 (Amount in Rs.)
Salaries, wages and bonus	11,35,00,569	12,34,94,746
Contribution to provident funds	30,84,009	31,20,567
Staff welfare expenses	2,04,994	9,04,043
Gratuity expenses	15,22,634	11,29,303
Compensated absences	14,75,497	24,00,255
Total	11,97,87,703	13,10,48,914

16. Other expense

	31 March, 2021 (Amount in Rs.)	31 March, 2020 (Amount in Rs.)
Travelling and conveyance	13,40,970	69,74,021
Professional fees	72,93,927	1,43,54,664
Rent, rates and taxes	75,57,957	76,48,802
Share issue expenses	5,000	19,22,500
Business promotion	16,916	3,79,259
Software expenses	73,30,865	63,57,610
Information technology expense	55,64,144	61,15,626
Telephone expenses	16,65,288	22,52,833
Director fees	12,00,000	12,00,000
Transaction charges	6,77,304	24,13,852
Electricity expenses	10,97,079	18,48,193
Printing & Stationery	89,701	7,70,032
Provision for doubtful debts	6,20,545	2,42,785
Bad debts written off	32,57,127	16,500
Training and induction expenses	-	11,441
Security services	10,45,549	10,34,345
Insurance expenses	2,88,718	3,43,344
Membership & subscription fees	1,61,454	2,24,588
House keeping charges	16,64,847	18,17,405
Auditor remuneration (Refer details below)	20,34,627	20,20,008
Repair & maintenance	4,26,425	4,23,832
Misc expenses	4,00,746	11,59,686
Total	4,37,39,187	5,95,31,325

Audit remuneration	31 March, 2021 (Amount in Rs.)	31 March, 2020 (Amount in Rs.)
Audit fee	15,50,000	14,50,000
Limited review	4,50,000	4,50,000
Out of Pocket expenses	34,627	70,008
Certification fee	-	50,000
Total	20,34,627	20,20,008



17 Leases

Operating Lease:

The Company has entered into agreements in the nature of cancellable and non-cancellable lease / leave and license agreements with different lessors / licensors for the purpose of establishment of office premises and office equipments. These are generally in the nature of operating leases / leave and licenses.

Generally the lease term is for upto 9 years with the escalation clause of up to 15% for office premises for every 3 completed years. There are no restrictions imposed by lease arrangements.

Future minimum rentals payable for premises under operating leases are as follows:

Particulars	2020-21 (Amount in Rs)	2019-20 (Amount in Rs)
Minimum lease payments :		
Not later than one year	1,34,74,011	66,91,338
Later than one year but not later than five	2,46,16,436	2,69,99,094
Later than five years	3,17,238	51,58,734
Lease charged for the year	68,74,057	75,01,827

Future minimum rentals payable for office equipment under operating leases are as follows:

Particulars	2020-21 (Amount in Rs)	2019-20 (Amount in Rs)
Minimum lease payments :		
Not later than one year	1,35,000	1,32,000
Lease charged for the year	1,35,000	1,32,000

18 Earnings per share ('EPS')

Particulars	2020-21 (Amount in Rs)	2019-20 (Amount in Rs)
Net Profit / (loss) after tax	(11,20,17,134)	(14,28,35,990)
Net profit / (loss) for calculation of basic and diluted EPS	(11,20,17,134)	(14,28,35,990)
Weighted average number of equity shares in calculating basic EPS	3,88,35,616	2,63,11,475
Effect of dilution:		
Convertible preference shares	2,00,00,000	2,00,00,000
Weighted average number of equity shares in calculating diluted EPS	5,88,35,616	4,63,11,475
Basic earnings per share	(2.88)	(5.43)
Diluted earnings per share	(1.90)	(3.08)

19 Details of dues to micro and small enterprises as defined under the MSMED Act, 2006

The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year

Particulars	2020-21 (Amount in Rs)	2019-20 (Amount in Rs)
Principal amount due to micro and small enterprises	6,37,693	2,28,721
Interest due on above	-	-

The Company also has not received any claims against interest outstanding amount due to any vendor registered under Micro, Small and Medium Enterprises Development Act, 2006. The information as required to be disclosed under Micro, Small and Medium Enterprises Development Act 2006 (Act) has been determined to the extent such parties have been identified on the basis of information available with the Company.

20 Estimated amount of contracts remaining to be executed on capital account and not provided for:

Particulars	2020-21 (Amount in Rs)	2019-20 (Amount in Rs)
Commitment for addition/acquisition of software	29,08,830	30,19,900
Commitment for acquisition of other capital asset	-	9,25,000



Handwritten signature/initials.



A. Treds Limited

Notes forming part of the financial statements

21 Gratuity and other post employment benefit plan

Liability for Gratuity and compensated leave absence has been determined by an actuary, appointed for the purpose, in conformity with the principles set out in the Accounting Standard 15 (Revised) as prescribed by Companies (Accounting Standards) Rules, 2006, the details of which are as under:

I Gratuity

A. Statement of profit and loss

Net employee benefit expense recognized in the employee cost

(Amount in Rs.)

Particulars	Gratuity (Funded)	Gratuity (Funded)
	March 31, 2021	March 31, 2020
Interest cost	2,59,258	1,38,248
Current service cost	10,24,706	8,97,379
Expected return on plan assets	(16,685)	(21,506)
Actuarial (gain)/ loss on obligations	2,55,355	10,14,297
Net gratuity cost	15,22,634	20,28,418
Actual return on plan asset	(1,22,227)	(8,87,480)

B. Balance Sheet

Benefit asset/liability

(Amount in Rs.)

Particulars	Gratuity (Funded)	Gratuity (Funded)
	March 31, 2021	March 31, 2020
Present value of funded obligation	39,63,718	29,50,599
Fair value of plan assets	(76,925)	(1,99,152)
Plan (asset)/liability	38,86,793	27,51,447

C. Change in present value of defined benefit obligation

Particulars	(Amount in Rs.)	(Amount in Rs.)
	Gratuity (Funded)	Gratuity (Funded)
	For the year ended March 31, 2021	For the year ended March 31, 2020
Present value of the obligation as at the beginning of the year	29,50,599	9,10,546
Interest cost	2,59,258	1,38,248
Current service cost	10,24,706	8,97,379
Benefit paid	-	-
Liabilities assumed on acquisition/ (settled on divestiture)	(3,87,288)	8,99,115
Actuarial (gain)/ loss on obligations	1,16,443	1,05,311
Present value of the obligation as at the end of the year	39,63,718	29,50,599

D. Change in fair value of plan assets

Particulars	(Amount in Rs.)	(Amount in Rs.)
	Gratuity (Funded)	Gratuity (Funded)
	For the year ended March 31, 2021	For the year ended March 31, 2020
Opening fair value of plan asset	1,99,152	1,87,517
Expected return on plan assets	16,685	21,506
Actuarial (gain)/losses	(1,38,912)	(9,08,986)
Contributions by employer	-	-
Asset acquired on acquisition/(distributed on divestiture)	-	8,99,115
Closing fair value of plan asset	76,925	1,99,152
Expected employer contribution next year	2,00,000	2,00,000

E. Experience adjustments

Particulars	(Amount in Rs.)	(Amount in Rs.)	(Amount in Rs.)
	Gratuity (Unfunded)	Gratuity (Funded)	Gratuity (Funded)
	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2021
Defined benefit obligation	9,10,546	29,50,599	39,63,718
Plan assets	1,87,517	1,99,152	76,925
Surplus/(deficit)	(7,23,039)	(27,51,447)	(38,86,793)
Exp. Adj. on plan liabilities	94,281	1,22,606	43,092
Exp. Adj. on plan assets	(12,483)	(9,08,986)	(1,38,912)



Handwritten signature or initials.



The principal assumptions used in determining obligations for the Company's plans are shown below:

Assumptions	(Amount in Rs.)	
	Gratuity (Funded)	Gratuity (Funded)
	March 31, 2021	March 31, 2020
Discount rate	6.45% p.a	6.65% p.a
Increase in compensation cost	10.00%p.a.	10.00%p.a.
Employee turnover		
21 to 30 (age in years)	0.00%	24.00%
31 to 44 (age in years)	0.00%	14.00%
45 to 59 (age in years)	0.00%	8.00%

II Compensated absences

Particulars	(Amount in Rs.)	
	March 31, 2021	March 31, 2020
Present value of obligations	31,82,652	16,72,066
Expense recognised in the Statement of Profit and Loss	14,75,497	24,00,255
Discount Rate (p.a.)	6.45%	6.65%
Increase in compensation cost	10.00%p.a.	10.00%p.a.
Employee turnover		
21 to 30 (age in years)	24.00%	24.00%
31 to 44 (age in years)	14.00%	14.00%
45 to 59 (age in years)	8.00%	8.00%



A.TREDS LIMITED

Notes forming part of the financial statements

22 Related Party Disclosure

The related parties of the Company are broadly classified as:

Holding Company	Axis Bank Limited ('ABL')
Key Management Personnel	Mr. Prakash Sankaran (Managing Director & Chief Executive Officer) ('MD & CEO') Mr. Vijay Dube (Chief Financial Officer) ('CFO') Mrs. Ruchi Sathe (Company Secretary) ('CS') (till 26th Oct'20) Ms. Meenakshi Agarwal (Company Secretary) ('CS') (w.e.f 27th Oct'20)
Fellow Subsidiaries	Axis Capital Limited ('ACL') Axis Asset Management Company Limited ('AAMC') Axis Private Equity Limited ('APEL') Axis Mutual Fund Trustee Limited ('AMFT') Axis Trustee Services Limited ('ATSL') Axis Bank UK Limited ('ABUKL') Axis Finance Limited ('AFL') Axis Securites Limited ('ASL') Freecharge Payment Technologies Private Limited ('FPTPL') Accelyst Solutions Private Limited ('ASPL')
Subsidiaries of fellow subsidiaries companies	Axis Capital USA LLC (subsidiary of Axis Capital Limited)
Investing Company	Mjunction Services Limited ('MSL')

The details of transactions and balances payable to/receivable of the Company with its related parties for the year ended 31 March, 2021 are given below

Transaction/Nature of Relationship	Holding Company	Key Management Personnel	Investing Company	Fellow Subsidiaries	Subsidiaries of Fellow subsidiaries	Grand Total
Transactions during the year ended 31 March 2021						
Assets						
Proceeds from fixed deposit	10,77,38,501	-	-	-	-	10,77,38,501
	(24,47,73,718)	-	-	-	-	(24,47,73,718)
Income						
Interest on fixed deposit	32,33,483	-	-	-	-	32,33,483
	(43,52,261)	-	-	-	-	(43,52,261)
Income from transaction charges	13,32,638	-	-	-	-	13,32,638
	(26,40,056)	-	-	-	-	(26,40,056)
Amount received for Capital Infusion	6,70,00,000	-	3,30,00,000	-	-	10,00,00,000
	(6,70,00,000)	-	(3,30,00,000)	-	-	(10,00,00,000)
Expenses						
Reimbursement for expenses	68,38,465	69,644	7,000	-	-	69,15,109
	(81,40,765)	(1,50,632)	-	-	-	(82,91,397)
Reimbursement for expenses (Deputation cost of MD & CEO)	97,39,234	-	-	-	-	97,39,234
	(77,53,501)	-	-	-	-	(77,53,501)
Reimbursement for expenses (Deputation cost other employee)	2,14,46,770	-	-	-	-	2,14,46,770
	(3,40,90,759)	-	-	-	-	(3,40,90,759)
Salary (CFO)	-	38,82,084	-	-	-	38,82,084
	-	(28,95,057)	-	-	-	(28,95,057)
Salary (CS)	-	9,24,193	-	-	-	9,24,193
	-	(11,60,024)	-	-	-	(11,60,024)
Outstanding balance as at 31 March 2021						
Other Payable	56,95,712	-	-	-	-	56,95,712
	(64,40,808)	-	-	-	-	(64,40,808)
Balances with banks in current account	65,54,266	-	-	-	-	65,54,266
	(46,94,260)	-	-	-	-	(46,94,260)
Fixed deposit	9,74,04,043	-	-	-	-	9,74,04,043
	(10,06,55,141)	-	-	-	-	(10,06,55,141)
Other receivables	-	-	5,00,000	-	-	5,00,000
	-	-	(5,00,000)	-	-	(5,00,000)



A.TREDS LIMITED

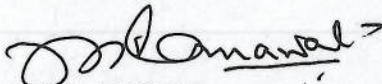
Notes forming part of the financial statements

Notes

- 1) Related party relationships have been identified by the management and relied upon by the auditors.
 - 2) There are no transaction during the period with fellow subsidiaries.
 - 3) Figures for the period ended 31 March 2020 are disclosed in brackets.
- 23 During the year, the holding company issued stock options to certain employees of the holding company who are either on deputation to or on payroll of the Company. Since these stock options are issued by the holding company directly to the employees of the Company/holding company and the related costs, if any, will be borne by the holding company, no provision is made in the accompanying financial statements.
- 24 As the global pandemic COVID-19 continues to spread, the management has assessed the internal and external information up to the date of approval of these financial statements including economic forecasts and concluded that there is no material impact of Covid-19 on the Company's future performance
- 25 The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified and the final rules/interpretation have not yet been issued. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.
- 26 **Previous year figures**
Previous year figures have been regrouped/reclassified wherever necessary, to confirm to the current year's classification.

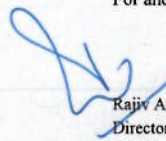
Summary of significant accounting policies 2.1
The accompanying notes are an integral part of the financial statements.
As per our report of even date

For S. R. Batliboi & Co. LLP
ICAI Firm Registration No.: 301003E/E300005
Chartered Accountants


per Jitendra H. Ranawat
Partner
Membership No. :- 103380
Place : Mumbai
Date : 14th April, 2021

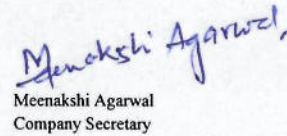


For and on behalf of the Board of Directors


Rajiv Anand
Director
DIN No: 02541753


Prakash Sankaran
Managing Director & CEO
DIN: 08581871


Vijay Dube
Chief Financial Officer


Meenakshi Agarwal
Company Secretary

