

23rd ANNUAL REPORT
2019-20
CORPORATE INFORMATION
CIN- L72200TG1996PLC025871

BOARD OF DIRECTORS:

- Smt.Bhuvanewari Seetharaman** - Managing Director (DIN:01666421)
From 31/01/2019
- Sri Prakesh Babu Kondeti** - Independent Director (DIN:01857170)
From: 29/09/2018
- Sri Chandra Sekhar Pattapurathi** - Independent Director (DIN: 01647212)
From: 31/01/2019
- Sri Seetha Raman Subramaniyam** - Director (DIN: 063643190)
From: 31/01/2019

REGISTERED OFFICE:

Spaces & More Business Park, #3
E1,5th Floor,1-89/A/8/C/2,
Vittal Rao Nagar, Madhapur,
Hyderabad – 500081, Telangana.
Ph. No:040-40037073

STATUTORY AUDITORS:

M/s. BRR & ASSOCIATES
Chartered Accountants
6-3-596/90, IIPM Lane,
Naveen Nagar, Road No:1,
Banjara Hills, Hyderabad-500 034.

SECRETARIAL AUDITOR:

Mr. VBSS PRASAD,
Practicing Company Secretary,
Flat. No:209, Kubera Towers,
Narayanaguda, Hyderabad -500029.

BANKERS:

Federal Bank Ltd., Panjagutta, Hyderabad
HDFC Bank Limited., Karkhana,
Secunderabad

**REGISTRAR & SHARE TRANSFER
AGENTS:**

M/s. Aarathi Consultants Pvt. Ltd.
1-2-285, Domalguda, Hyderabad – 29,
Tel:(040) 27642217/27638111,
Fax:(040) 27632184,
E-mail: info@aarthiconsultants.com

LISTED AT:

BSE Limited

DEMAT ISIN NUMBER IN

NSDL&CDSL:
INE401B01010

WEBSITE:

www.responseinformaticsltd.com

INVESTOR E-MAIL ID:

csresponseinfo@gmail.com

ABOUT US

- ❖ Incorporated in 1996, we strive towards one goal - the global adaption of the best technological and result driven practices to support our client's business growth.
- ❖ Globally established end to end technology and enterprise level management consulting company.
- ❖ From mere technological consultation to high end, in-depth centers of excellence for cutting edge technologies such as Blockchain, Artificial intelligence, Data analytics and Internet of Things.
- ❖ Every aspect of the technology dealt in and every service undertaken is entirely consumer-centric data-driven and most importantly, has its fundamentals dug deep into our result oriented strategies or ideologies.

OUR CULTURE

- ❖ Our core values form the pillars, the character of our company and are embedded in all the services we provide to our esteemed clients. We live the core values through individual behavior and they serve as the foundation of how decisions are made.
- ❖ Achieving a strong organizational culture and ethics requires more than simply adding rules and additional layers of controls. Every individual behavior works towards integrated effort and commitment to creating a strong culture of value, integrity, and people.

SKILL CAPABILITY

- ❖ **Java** – Core, Full stack, Advanced, UI Specialists
- ❖ **Salesforce** – Apex, Classic, Lightning, CPQ, Sales & Service Cloud
- ❖ **Oracle** – SQL/PLSQL, DBAs, EBS – Techno/Functional resources & Testers
- ❖ **.NET and Microsoft Technologies** - Azure, Dynamics 365, SharePoint etc.
- ❖ **Big Data Technologies** - Hadoop, HDFS, Hive, Scala, Spark, Kafka NoSQL
- ❖ **Cloud Computing** – AWS, Azure, Dev Ops
- ❖ **BI Analytics** – ETL, Cognos, Microsoft, SAP BI BO, Tableau, Qlikview
- ❖ **Mobile Developers** – iOS and Android
- ❖ **Hardware & Networking Engineers** – Unix, Linux, VMware, VDI
- ❖ **Techno Functional Areas** – Business Analysts, System/Data Analysts, Project Managers, Scrum Masters, Quality Analysts
- ❖ **Other Niche SkillSet** – Blockchain, Pega, Golang, etc.

CLIENTS



Technology Partnerships

We have partnered with key technology providers to empower our solutions.



registered consulting
partner



Notice

Notice is hereby given that the 23rd Annual General Meeting of the Members of the Company will be held on Thursday the 24th September, 2020 at 03.30 P.M through video conferencing("VC")/ Other Audio-Visual Means ("OAVM") to transact the following businesses.

Ordinary Business:

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2020 together with the reports of the Board of Directors and Auditors thereon; and in this regard, if consider and thought fit, to pass the following resolution, with or without modification(s), as **Ordinary Resolution**:

"**RESOLVED THAT** the audited financial statements including Balance Sheet of the Company as at March 31, 2020, the Profit & Loss Account and the Cash Flow Statement for the year ended on that date together with all the notes annexed, the Directors' and Auditors' Reports thereon, placed before the meeting, be and are hereby considered and adopted."

2. To appoint a Director in place of Mr. Seetha Raman Subramaniyam, who retires by rotation and being eligible, offers himself for re-appointment and in this regard, if consider and thought fit, to pass the following resolution, with or without modification(s), as an **Ordinary Resolution**:

"**RESOLVED THAT** Mr. Seetha Raman Subramaniyam (DIN: 06364310), who retires by rotation and being eligible offers himself for re-appointment, be and is hereby appointed as Director of the Company."

Place: Hyderabad
Date: 24-08-2020

For and on behalf of the Board
For Response Informatics Limited

Bhuvanewari Seetharaman
Managing Director

Notes:

- 1. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the AGM of the Company is being held through VC/OAVM.**
- 2. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.**
- 3. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.**
- 4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.**
- 5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.**
- 6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.responseinformaticsltd.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.**
- 7. Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to the Special Business in the Notice is annexed hereto and forms part of this Notice.**
- 8. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or arrangements in which the directors are interested under Section 189 of the Companies Act, 2013, will be available for inspection to the Members electronically without any fee by the members from the date of circulation of this Notice up to the date of AGM, i.e. 24th September, 2020.**

Members seeking to inspect such documents can send an email to csresponseinfo@gmail.com.

9. Corporate Members are requested to send to the Company's Registrar & Transfer Agent, a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the Annual General Meeting.

10. The Register of Members and Share Transfer Books of the Company will remain closed from **Friday 18th September, 2020 to Thursday 24th September, 2020 (both days inclusive)** for the purpose of AGM.

11. Shareholders holding shares in physical form may write to the company/company's R&T agents for any change in their address and bank mandates; shareholders holding shares in electronic form may inform the same to their depository participants immediately, where applicable.

12. The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their PAN details to the Company/Registrar and Share Transfer Agents (M/s. Aarhi Consultants Pvt. Ltd.)

13. In consonance with the company's sustainability initiatives and Regulation 36 of the SEBI (LODR) Regulations, 2015, the company is sharing all documents with shareholders in the electronic mode, wherever the same has been agreed to by the shareholders. Further The Ministry of Corporate Affairs (vide circular nos. 17/2011 and 18/2011 dated April 21 and April 29, 2011 respectively), has undertaken a 'Green Initiative in Corporate Governance' and allowed companies to share documents with its shareholders through an electronic mode. Shareholders are requested to support this green initiative by registering/ updating their e-mail addresses for receiving electronic communications. Members holding shares in the same name under different ledger folios are requested to apply for consolidation of such folios and send the relevant share certificates to M/s. Aarhi Consultants Pvt. Ltd., Share Transfer Agents of the Company for their doing the needful.

14. As per SEBI Notification No. SEBI/LAD-NRO/ GN/2018/24 dated June 8, 2018 and further amendment vide Notification No. SEBI/LADNRO/ GN/2018/49 dated November 30, 2018, w.e.f. April 1, 2019 the transfer of securities of listed companies shall not be processed unless the securities are held in the dematerialized form (Demat) with a depository. Hence, the members of the company are requested to dematerialize their shareholding to avail the benefits of dematerialization. Only the requests for transmission and transposition of securities in physical form, will be accepted by the RTA.

15. Members are requested to send their queries at least 10 days before the date of meeting so that information can be made available at the meeting.

16. In respect of shares held in physical mode, all shareholders are requested to intimate changes, if any, in their registered address immediately to the registrar and share transfer agent of the company and correspond with them directly regarding share transmission/transposition, Demat/Remat, change of address, issue of duplicate shares certificates, ECS and nomination facility.

17. In terms of Section 72 of the Companies Act, 2013, a member of the company may nominate a person on whom the shares held by him/her shall vest in the event of his/her death. Members desirous of availing this facility may submit nomination in prescribed Form-SH-13 to the company/RTA in case shares are held in physical form, and to their respective

depository participant, if held in electronic form.

18. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories.

19. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.

20. Instructions for e-voting and joining the AGM are as follows:

A. THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by Central Depository Services (India) Limited (CDSL) on all the resolutions set forth in this Notice. The instructions for e-voting are given herein below.

II. The remote e-voting period commences on **Monday 21st September 2020 (9:00 am IST) and ends on Wednesday 23rd September 2020 (5:00 pm IST)**. During this period, Members holding shares either in physical form or in dematerialized form, as on **Thursday, September 17, 2020** i.e. cutoff date, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Those Members, who will be present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.

III. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC/OAVM but shall not be entitled to cast their vote again. The members who have cast their vote by remote e- voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

IV. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.

V. The details of the process and manner for remote e-voting are explained herein below:

(i) The shareholders should log on to the e-voting website www.evotingindia.com.

(ii) Click on Shareholders tab

(iii) Now Enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

(iv) Next enter the Image Verification as displayed and Click on Login.

(v) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(vi) If you are a first-time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form

Enter your 10-digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)

PAN • Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/ RTA or contact Company/RTA.

Dividend Bank Details OR Date of Birth (DOB) Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.

If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iii).

(vii) After entering these details appropriately, click on "SUBMIT" tab.

(viii) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(x) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(xi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xvi) If a demat account holder has forgotten the changed password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvii) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m- Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

B. INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER: -

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

C. NOTE FOR NON – INDIVIDUAL SHAREHOLDERS AND CUSTODIANS

- (i) **Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.**
- (ii) **A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk. Voting @ cdslindia.com.**
- (iii) **After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.**
- (iv) **The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.**
- (v) **A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.**
- (vi) **Alternatively Non-Individual shareholders are required to send the relevant Board Resolution/Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer at the email address vbssprasad@gmail.com and to the Company at the email address viz; csresponseinfo@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.**

D. PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING:

- (i) **For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email id.**
- (ii) **For Demat shareholders, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to Company/RTA email id.**

- (iii) The company/RTA shall co-ordinate with CDSL and provide the login credentials to the above mentioned shareholders.

E. INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

- (i) Shareholder will be provided with a facility to attend the EGM/AGM through VC/ OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/ members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
- (ii) Shareholders are encouraged to join the Meeting through Laptops/IPads for better experience.
- (iii) Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- (iv) Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi- Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- (v) Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 5 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at company email id viz; csresponseinfo@gmail.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 5 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.

21. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e- voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or call 1800225533. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call 1800225533.

22. Mr. VBSS Prasad, Practicing Company Secretary, bearing C.P. Number 4139 has been appointed as the Scrutinizer to scrutinize the e-voting process. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.

23. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.responseinformaticsltd.com and on the website of CDSL within two(2) days of passing of the resolutions at the AGM of the Company and communicated to the National Stock Exchange of India Limited and BSE Limited.

24. **Voting at the Annual General Meeting:** The Members who have not cast their vote through remote e-voting can exercise their voting rights at the AGM through VC when window for e-voting is activated. Members who have already cast their votes by remote e-voting are eligible to attend the Meeting. However, those Members are not entitled to cast their vote again at the

Meeting.

25. A Member can opt for only single mode of voting i.e. through remote e-voting or voting at the AGM. If a Member casts votes by both modes i.e. voting at AGM and remote e-voting, voting done through remote e-voting shall prevail and vote at the AGM shall be treated as invalid.

26. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

Place: Hyderabad
 Date: 24.08.2020

For and on behalf of the Board
 For Response Informatics Limited

Bhuvanewari Seetharaman
 Managing Director

DIRECTOR'S REPORT

Dear members,

The Board of Directors hereby submits the report of the business and operations of your Company along with the audited financial statements, for the financial year ended March 31, 2020.

Financial Results:

Rs. In Lakhs

	2019-20	2018-19
Income	153.34	52.99
Other Income	1.11	--
Cash Profit/Loss	-57.63	6.27
Depreciation and Amortization	2.69	0.80
Profit before Taxes	-60.32	5.47
Provision for Taxation	0.98	1.67
Net Profit/Loss	-58.61	3.80

Note: Previous year figures have been regrouped wherever necessary.

OPERATIONS:

During the financial year the company sales revenue is Rs. 153.34 Lakhs as against Rs. 52.99Lakhs. However the Company has incurred losses due to increase in Employee Expenses. The company has taken Highly qualified sales force personnel and building teams for offshore and domestic Business. The Board foresees turnaround in Business in the coming years.

ISSUE OF SECURITIES

SHARE CAPITAL

The paid up Equity Share Capital of the Company stood at Rs. 5,97,64,000 (59,76,400 shares of Rs. 10/- each) as on March 31, 2020. There was no change in the paid up Equity Share Capital in the Financial Year 2019-20.

TRANSFER OF UN-CLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION:

There is no such amount of Un-paid or Unclaimed Dividend to be transferred to Investor Education and Protection Fund for the financial year ended 31st March 2020 as the Company has not declared any dividend till date.

PUBLIC DEPOSITS

The Company has not accepted any public deposits during the Financial Year ended March 31, 2020 and as such, no amount of principal or interest on public deposits was outstanding as on the date of the Balance sheet. Since the Company has not accepted any deposits during the Financial Year ended March 31, 2020, there has been no non-compliance with the requirements of the Act.

DIRECTORS:

Mr. Seetha Raman Subramaniyam (DIN: 06364310) retiring by rotation and being eligible offers himself for reappointment.

DECLARATION BY INDEPENDENT DIRECTORS

The Board has received the declaration from all the Independent Directors as per the Section 149(7) of the Act and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') and the Board is satisfied that all the Independent Directors meet the criteria of independence as mentioned in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations.

NON-EXECUTIVE DIRECTORS' COMPENSATION AND DISCLOSURES

None of the Independent Directors has any pecuniary relationship or transactions with the Company which in the Judgment of the Board may affect the independence of the Directors.

POLICIES ON APPOINTMENT OF DIRECTORS AND REMUNERATION

Your Company recognizes the importance and benefits of having the diverse Board to enhance quality of its performance and has adopted a Policy on Board Diversity formulated by the Nomination and Remuneration Committee. The Company's Remuneration Policy has laid down a framework for remuneration of Directors (Executive and Non-Executive), Key Managerial Personnel and Senior Management Personnel.

<http://www.responseinformaticsltd.com//>

NUMBER OF MEETINGS OF THE BOARD

Six Board Meetings were held during the financial year. The details of the Board and various Committee meetings are given in the Corporate Governance Report.

PERFORMANCE EVALUATION OF DIRECTORS AT BOARD AND INDEPENDENT DIRECTORS' MEETINGS

Pursuant to the provisions of the Act and Listing Regulations, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its various Committees for the financial year 2019-20. The evaluation was conducted on the basis of a structured questionnaire which comprises performance criteria such as performance of duties and obligations, independence of judgement, level of engagement and participation, attendance of directors, their contribution in enhancing the Board's overall effectiveness, etc. The Board has expressed their satisfaction with the evaluation process. The observations made during the evaluation process were noted and based on the outcome of the evaluation and feedback of the Directors, the Board and the management agreed on various action points to be implemented in subsequent meetings. The observations included those relating to further improvement in participation and deliberations at the meetings and conduct of the meetings, circulation of board presentations and its content.

The independent directors met on 30th March 2020 without the presence of other directors or members of Management. All the independent directors were present at the meeting. In the meeting, the independent directors reviewed performance of non-independent directors, the Board as a whole and Chairman. They assessed the quality, quantity and timeliness of flow of information between the Company management and the Board.

KEY MANAGERIAL PERSONNEL

There was no change (appointment/resignation) in the key managerial personnel namely, Managing Director and the Company Secretary of the Company during the financial year.

DIRECTORS RESPONSIBILITY STATEMENT:

Pursuant to Section 134 of the Companies Act, 2013 with respect to the Directors' Responsibility Statement, the Board of Directors of the Company hereby confirms:

- In the participation of Annual Accounts, the applicable accounting standards have been followed and that there have been no material departures.
- The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2020 and loss to the Company for that period.
- The Directors had taken proper and enough care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- The Directors had prepared the Annual accounts on a going concern basis.
- The Directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- 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.

MANAGEMENTS DISCUSSION AND ANALYSIS REPORT

As stipulated under Regg.34€ read with Schedule V, Part B of SEBI(LODR)2015, for the year under review The Management is exploring new opportunities of Business in USA markets. Due to Covid 19 pandemic the markets are facing slowdown in their operations and accordingly the economy is in down trend. However the Management is confident and expects a turnaround from this year end and the coming year will be looking promising.

World Economy

The global economy has been going through a slowdown over the past few years. As per the World Economic Outlook released by IMF in January 2020, the Global growth is projected to rise from an estimated 2.9 percent in 2019 to 3.3 percent in 2020 and 3.4 percent for 2021—a downward revision of 0.1 percentage point for 2019 and 2020 and 0.2 for 2021. However, the latest reports amidst the pandemic (COVID-19) crisis suggest that the world economy might see a downward trend for 2020 compared to previous years.

Indian Economy

The UN 'Economic and Social Survey of Asia and the Pacific (ESCAP) 2020: Towards sustainable economies' said that COVID-19 is having far-reaching economic and social consequences for India, with strong cross border spillover effects through trade, tourism and financial linkages. According to the latest IMF report, India would see a huge dip in terms of GDP growth for 2020 but will bounce back in 2021. Indian GDP growth is expected to fall to 1.9% in 2020 from 4.2 in 2019.

Indian IT-BPM Sector

The National Association of Software and Services Companies (NASSCOM) in its TECHADE 2020 report, mentioned that the IT-BPM sector's revenue grew 7.7% year-on-year to \$191 bn in FY2020 compared to \$177 bn in FY19. The exports grew by 8.1% to \$147 bn. The digital revenue share is between 26-28% for FY20. Post COVID, several analysts have cautioned that there will be a decrease in the IT spend by enterprises. However, there are few industries such as Healthcare, Education, Communications, and others that are seeing a positive impact, which may continue in the long term as well.

Security is critical

Security of systems has become the top priority for organizations as they try to identify and mitigate their vulnerabilities that may crop up with the requirement to work from home.

Focus on User Experience (UX)

User interface is the face of an application, which should be presentable, appealing, aesthetic, and intuitive. Moving everything to digital will result in more UX testing opportunities.

Emerging post COVID

The change in the consumer behaviour combined with elimination of human to human touch will lead to evolution of new. After this crisis, the need for unprecedented coordination, planning, and execution adeptness from governments, corporates and citizens to manoeuvre technology will emerge as the fundamental bedrock in orienting the outcomes towards greater good at lesser cost. Retail, banking, finance, education, healthcare, virtual meetings - the world is going to witness more and more online transactions. Enterprises will not be left with choice anymore and have to digitalize everything internal and external. This leads to assurance of online and secured transactions.

Industries that see the light

The future is uncertain for every organization of the world. No one knows for sure when everything will get

back to normal, and whether this normal will be anything like the normal that we know. Whatever the next normal be, we at **Response Informatics Ltd** are working on developing & fortifying our future-forward capabilities to support industries through and after the crisis. Gartner predicts that all the industries will be materially impacted directly or indirectly due to the impact of COVID-19 in regular operations. Many organizations will face a slowdown, but some industries will have a positive overall impact on technology investments compared to others. Banking & Securities, Insurance, Manufacturing, Retail, & Transportation industries have been the most affected by the Coronavirus outbreak, and uncertainty looms over the long-term impact on all of them. The Communications, Education, Public Sector, and Healthcare industries are seeing a positive impact, which may continue in the long term as well.

Opportunities and Threats

Though there may be a slumping business for 2 quarters, but more and more enterprises will focus on accelerating the digital transformation journey, so we see lot of opportunities. The pandemic is not slowing down, and enterprises have tightened their wallets. However, the change in consumer behaviour due to COVID has resulted in new channels and. While enterprises will cut down the costs, there will be an equal pressure on their IT teams to deliver the seamless experience to its customers, thus leading to more offshore shift.

Outlook

Even amidst such a global crisis, Response Informatics Ltd can win logos. We are confident that emergence of new will get new business and we will empower business resilience through our AI-driven quality engineering. We are hopeful that the economy will be back on track on a few months. While key industries like Communications, Healthcare, Public Sector and Education are continuing to grow, there is a dip in Travel & Hospitality where Response Informatics Ltd is focusing. Response Informatics Ltd looks forward to adopting state-of-the-art digital practices and assisting companies to actualize their business goals. We aim for penetrating into new geographies, winning new clients across industry and domains, and further strengthening our leadership.

Human Resources

HR is critical in ensuring that our most asset, employees, are empowered, enabled, and supported in driving our key business objectives. Our policies, processes, and practices are centred around to attract, engage, empower, and retain the best and the brightest talent. Over the last year, HR has focused on continuous process reengineering, automation and bringing in innovative ways of employee engagement.

Risks and concerns

While the U.S. contributes to a major of Response Informatics Ltd's revenue, Response Informatics Ltd has been planning expansion across geographies such as Canada & Asia Pacific and focusing on strategies to enhance revenues from existing geographies.

EXTRACT OF ANNUAL RETURN

Pursuant to the provisions of Section 92(3) of the Act, read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the extract of the annual return in form MGT-9 is annexed as **Annexure – A**.

DISCLOSURES AS PER THE SECTION 134 OF THE ACT READ WITH RULE 8 OF THE COMPANIES (ACCOUNTS) RULES, 2014

CONSERVATION OF ENERGY, TECHNICAL ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

Information with respect to the conservation of energy, technology absorption, foreign exchange earnings and outgo pursuant to provisions of Sec. 134(3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 is prepared and annexed as **Annexure B** to this report.

WHISTLE BLOWER POLICY/ VIGIL MECHANISM

The Board of Directors has adopted whistle Blower policy. The Whistle Blower policy aims for conducting the affairs in the fair and transparent manner by adopting highest standards of professionalism, honest, integrity and ethical behavior. All permanent employees of the Company are covered under the Whistle Blower Policy.

A mechanism has been established for employees to report concerns about unethical behavior, actual or suspected fraud or violation of Code of Conduct and Ethics. It also provides for adequate safeguards against the victimization of employees who avail of the mechanism and allows direct access to the chairperson of the audit committee in exceptional cases. The Whistle Blower Policy/Vigil Mechanism is uploaded on the Company's website: <http://www.responseinformaticsltd.com//>

SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES

There were no entity(ies) which became or ceased to be subsidiaries, joint ventures or associate companies of the Company during the financial year ended March 31, 2020.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The internal control systems are adequate to the size and nature of operations of the company.

NO FRAUDS REPORTED BY STATUTORY AUDITORS

During the Financial Year 2019-20, the Auditors have not reported any matter under section 143(12) of the Companies Act, 2013, therefore no detail is required to be disclosed under section 134(3) (ca) of the Companies Act, 2013.

COST RECORDS AND COST AUDIT

Maintenance of cost records and requirement of cost audit as prescribed under the provisions of Section 148(1) of the Act, are not applicable for the business activities carried out by the Company.

COMPOSITION OF AUDIT COMMITTEE

The Audit Committee comprised of following directors namely, Mr. P. Chandra Sekhar – Chairman, Mr. K. Prakash Babu, Member and Mr. Subramaniyam Seetha Raman, Member.

NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee consists of the following Directors namely Mrs. Bhuvaneshwari Seetharaman, Member, Mr. Subramaniyam Seetha Raman, Member and Mr. P. Chandra Sekhar, Chairman.

BRIEF DESCRIPTION OF TERMS OF REFERENCE

Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board for their appointment and removal;

Carry on the evaluation of every director's performance;

Formulation of the criteria for determining qualifications, positive attributes and independence of a director;

Recommend to the Board a policy relating to the remuneration of the directors, key managerial personnel and other employees; Formulation of criteria for evaluation of independent Directors and the Board;

Devising a policy on Board diversity; and

Any other matter as the Board may decide from time to time.

NOMINATION AND REMUNERATION POLICY

The objective of the Policy-

To lay down criteria and terms and conditions with regard to identifying persons who are qualified to become Directors (Executive and Non-Executive) and persons who may be appointed in Senior Management and Key Managerial positions and to determine their remuneration.

To determine remuneration based on the Company's size and financial positions and trends and practices on remuneration prevailing in peer companies.

To carry evaluation of the performance of Directors.

To provide them rewards linked directly to their effort, performance, dedication and achievement relating to the Company's operations.

To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and to create competitive advantage.

PARTICULARS OF LOANS, GUARANTEES & INVESTMENTS UNDER SECTION 186

The company has neither issued any Loans, guarantees nor made any investments during the Financial Year.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES REFERRED TO SEC. 188(1).

The Company has not entered any contracts or arrangements with related parties referred pursuant to section 188(1) during the Financial Year.

OTHER DISCLOSURES

- There were no material changes and commitments, affecting the financial position of the Company which has occurred between the end of the financial year of the Company and the date of the Directors' report.
- There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.
- No equity shares were issued with differential rights as to dividend, voting or otherwise.

- No equity shares (including sweat equity shares) were issued to employees of your company, under any scheme.
- The company has not resorted to any buy back of its equity shares during the year under review.
- There was no change in the nature of business of the Company.
- There was no fraud reported by the Auditors of the Company under the Section 143(12) of Act to the Audit Committee.

PARTICULARS OF EMPLOYEES

No employee of the company is in receipt of remuneration in the financial year in excess of the limits specified and whose particulars are required to be disclosed pursuant to Rule 5 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

CHANGE IN NATURE OF BUSINESS

There is no change in the Company's nature of business during the financial year ending March 31st, 2020.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS

No such orders have been received.

MATERIAL CHANGES AND COMMITMENTS

There are no Material changes and commitments in the business operations of the Company from the Financial Year ended 31st March, 2020 to the date of signing of the Director's Report.

STATUTORY AUDITORS

At the Annual General Meeting held on 29th September, 2018 M/s BRR & Associates Chartered Accountants, Hyderabad, were appointed as statutory Auditors of the Company to hold office till the conclusion of the Annual General Meeting to be held in the calendar year 2024.

INTERNAL AUDITORS

Pursuant to Sec138 of the Companies Act, 2013 read with Rule 13 of the Companies Accounts Rules, 2014 the company has internal audit system commensurate with the Business of the company.

COMPANY SECRETARY

Mr. Kanneganti Ravi Kumar is Company Secretary cum Compliance officer of the company.

SECRETARIAL AUDIT

Secretarial Audit Report pursuant to the provisions of Section 204 of the Act for the financial year 2019-20 issued by Mr. V.B.S.S. Prasad, Practicing Company Secretary (Certificate of Practice No. 4605) (Membership No. FCS 4139) is annexed to this report as **Annexure-D**. The report does not contain any qualification, reservation or adverse remark.

ANNUAL SECRETARIAL COMPLIANCE REPORT

SEBI vide its Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019 read with Regulation 24(A)

of the Listing Regulations, has directed listed entities to get the Annual Secretarial compliance audit done from a Practicing Company Secretary with respect to all applicable SEBI Regulations and circulars/guidelines issued thereunder. Further, Secretarial Compliance Report dated June 24, 2020, was given by Mr. VBSS Prasad, Practicing Company Secretary which was submitted to Stock Exchanges within 60 days of the end of the financial year. The Secretarial Compliance Report does not contain any qualification, reservation or adverse remark.

SECRETARIAL STANDARDS

Pursuant to the provisions of Section 118 of the Companies Act, 2013, the Company has complied with the applicable provisions of the Secretarial Standards issued by the Institute of Company Secretaries of India and notified by Ministry of Corporate Affairs.

CEO/CFO CERTIFICATION

As required Regulation 17(8) read with Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the MD certification is attached with the annual report as **Annexure-E**.

CORPORATE GOVERNANCE

Pursuant to Schedule V to the Listing Regulations, the following Reports/Certificates form part of the Annual Report:

- the Report on Corporate Governance;
- the Certificate duly signed by the Managing Director and Director on the Financial Statements of the Company for the year ended March 31, 2020 as submitted to the Board of Directors at their meeting held on 31-07-2020;
- the Management Discussion & Analysis Report

The Secretarial Auditors' Certificate on Corporate Governance is annexed to this report as **Annexure-F**

ACKNOWLEDGEMENTS

The board wishes to place its deep sense of gratitude to all the employees for their valuable co-operation and contribution. The board also thanks all Government/statutory organizations for their support extended to the company.

During the Financial year ended 31st march, 2020, the company has not received any Complaints pertaining to Sexual Harassment. The board is also grateful to Banks and all those associated with the company for their co-operation and help.

Place: Hyderabad
Date: 24.08.2020

For and on behalf of the Board
For **Response Informatics Limited**

Bhuvanewari Seetharaman
Managing Director

ANNEXURE 'A' TO THE DIRECTOR'S REPORT

**EXTRACT OF ANNUAL RETURN AS PER SECTION 134 (A) OF THE COMPANIES ACT,
2013**

MGT 9

Extract of Annual Return

As on 31.03.2020

[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	L72200TG1996PLC025871
ii.	Registration Date	05/12/1996
iii.	Name of the Company	Response Informatics Limited
iv.	Category / Sub-Category of the Company	Company limited by shares/ Non-Government Company
v.	Address of the Registered office and contact details	Spaces and More Business Park#3,E1,5 th Floor,1-89/A/8/C/2, Vittal Rao Nagar, Madhapur, Hyderabad – 500 081.
vi.	Whether listed company Yes / No	Yes
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	M/s. Aarthi Consultants Pvt. Ltd. 1-2-285, Domalguda, Hyderabad-29


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:-

Sl. No	Name and Description of main products /services	NIC Code of the Product / service	% to total turnover of the company
1	Software & Consulting Business	8524909-10	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:-

S. No.	Name and Address of the Company	CIN/GLN	Holding/Subsidiary /Associate	% of shares held	Applicable Section
NA					

IV. SHARE HOLDING 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			
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares
A. Promoters								
Indian								
Individual/ HUF	1244200	----	1244200	20.82	1248790	--	1248790	20.90
Central Govt	--	--	--	--	--	--	--	--
State Govt (s)	--	--	--	--	--	--	--	--
Bodies Corp.	--	--	--	--	--	--	--	--
Banks / FI	--	--	--	--	--	--	--	--
Any Other.... Individuals(directors/,promoters, relatives and friends)	--	--	--	--	--	--	--	--
Sub-total (A) (1) :-	1244200	----	1244200	20.82	1248790	--	1248790	20.90
(2) Foreign								
a) NRIs - Individuals	2973681	----	2973681	49.76	2973681	--	2973681	49.76
b) Other -	--	--	--	--	--	--	--	--
c) Bodies Corp.	--	--	--	--	--	--	--	--
d) Banks / FI	--	--	--	--	--	--	--	--
e) Any Other....	--	--	--	--	--	--	--	--
Sub-total (A) (2):-	--	--	--	--	--	--	--	--
Total								

shareholding of Promoter (A) =(A)(1)+(A)(2)	4217881	-	4217881	70.58	4222471	--	4222471	70.66
B. Public Shareholding								
1. Institutions								
a) Mutual Funds	--	--	--	--	--	--	--	--
b) Banks / FI	--	--	--	--	--	--	--	--
c) Central Govt	--	--	--	--	--	--	--	--
d) State Govt(s)	--	--	--	--	--	--	--	--
e) Venture Capital Funds	--	--	--	--	--	--	--	--
f) Insurance Companies	--	--	--	--	--	--	--	--
g) FIIs	--	--	--	--	--	--	--	--
h) Foreign Venture Capital Fund	--	--	--	--	--	--	--	--
i) Others (specify)	--	--	--	--	--	--	--	--
2. Non Institutions								
a) Bodies Corp.	--	--	--	--	--	--	--	--
i) Indian	210011	----	210011	3.51	376574	----	376574	6.30
ii) Overseas	--	--	--	--	--	--	--	--
b) Individuals								
i) Individual shareholders holding nominal share capital up to Rs.2lakhs	896173	----	896173	15.00	879030	----	879030	14.71
ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	645245	--	645245	10.80	498325	-----	498325	8.30
c) Others (specify) 1. NRI(non repatriable) NRI(Repatriable)	2500	-	2500	0.04	2500	----	2500	0.03
2. Clearing Members	4590	0	4590	0.08	0	0	0	0
Sub-total (B)(2):- Total Public Shareholding (B)=(B)(1)+(B)(2)	1758519	1659110	1758519	29.42	---	468610	1753929	29.34

C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	4317290	1659110	5976400	100	5507790	468610	5976400		100

(ii) Shareholding of Promoters

Sl. No.	Shareholder's Name	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year			
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares
1.	S.Bhuvanewari	344200	0	344200	5.76	348790	0	348790	5.83
2.	Seetharaman	300000	0	300000	5.02	300000	0	300000	5.02
3.	Sarita Suresh Bhumkar	300000	0	300000	5.02	300000	0	300000	5.02
4.	Bhagavan S Bhumkar	300000	0	300000	5.02	300000	0	300000	5.02
5.	Subramaniya m S	2973681	0	2973681	49.76	2973681	0	2973681	49.76

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

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year		Share holding at the end of the year	
		No. of shares	% of total shares of the company	No. of Shares	% of total shares of the company
1	S. Bhuvanewari				
	At the beginning of the year	344200	5.76	348790	5.83

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

Sl. No.	Shareholder Name	Shareholding at the beginning of the year		
		No. of Shares	% of total shares of The company	No. of shares
	At the beginning of the year			
1	Harvy Comtrade Ltd	0	0	200000
2	HV Capital Services P Ltd	144015	2.40	97460
3	Cherukupally Sudarshan	700	0	81800
4	Koushik I	61500	1.03	61500

5	Hemraj Baid	1830	0	58180
6	R Venkata Subba Raju	56500	0.94	56500
7	B.Appala Narasamma	50000	0.84	50000
8	Angel Broking Ltd	0	0	48385
9	R Rama jayasree	42500	0.71	42500
10	G.Gopa Kumar	42345	0.71	42345

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		
1	S. Bhuvanewari	No. of Shares	% of total shares of the company	No. of shares
	At the beginning of the year	344200	5.76	348790

Sl. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		
2	S Subramaniam	No. of shares	% of total shares of the company	No. of Shares
	At the beginning of the year	2973681	49.76	2973681

3	K Prakash Babu	6000	0.01	6000
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V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

Indebtedness at the beginning of the financial year	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Principal Amount	--	-	--	--
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	--		--	--
Change in Indebtedness during the financial year Addition Reduction	--	2315000	--	2315000
Net Change	--	2315000	--	2315000
Indebtedness at the end of the financial year	--	2315000	--	2315000
i) Principal Amount ii) Interest due but not paid iii) Interest accrued but not due				
Total (i+ii+iii)		2315000	----	2315000

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. no.	Particulars of Remuneration	Name of MD/WTD/ Manager:			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 (c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	NIL	NIL	NIL	NIL
2.	Stock Option	--	--	--	--
3.	Sweat Equity	--	--	--	--
4.	Commission - as % of profit - Others, specify...	--	--	--	--
5.	Others, please specify	--	--	--	--
6.	Total (A)	--	-	--	--
7.	Ceiling as per the Act	--	-	--	--

B. Remuneration to other directors:

Sl. no.	Particulars of Remuneration	Name of Director			Total Amount	
	3. Independent Directors · Fee for attending board / committee meetings · Commission · Others, please specify	--	--	--	--	--
	Total (1)	--	--	--	--	--
	4. Other Non-Executive Directors · Fee for attending board / committee meetings · commission · Others, please specify	--	--	--	--	--
	Total (2)	--	--	--	--	--
	Total (B)=(1+2)	--	--	--	--	--
	Total Managerial Remuneration	--	--	--	--	--
	Overall Ceiling as per the Act	--	--	--	--	--

Sl. no.	Particulars of Remuneration	Company Secretary (Sri K Ravi Kumar)	
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 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961		Rs.900000
2.	Stock Option		-----
3.	Sweat Equity		-----
4.	Commission - as % of profit - others, specify...		-----
5.	Others, please specify		-----
6.	Total		900000

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD/ NCLT / COURT]
Penalty	--	--	--	--
Punishment	--	--	--	--
Compounding	--	--	--	--
Penalty	--	--	--	--
Punishment	--	--	--	--
Compounding	--	--	--	--
Penalty	--	--	--	--
Punishment	--	--	--	--
Compounding	--	--	--	--

ANNEXURE 'B' TO THE DIRECTOR'S REPORT

The conservation of energy, Technology absorption, Foreign Exchange earnings and outgo pursuant to the provisions of section 134(3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014.

A. DETAILS OF CONSERVATION OF ENERGY

Your Company's operations are not energy intensive. Adequate measures have been taken to conserve energy wherever possible by using energy efficient computers and purchase of energy efficient equipment.

B. TECHNOLOGY ABSORPTION, ADAPTATION AND INNOVATION

Your Company has not undertaken any research and development activity for any manufacturing activity nor was any specific technology obtained from any external sources which needs to be absorbed or adapted.

(i). Foreign Exchange Earnings and Outgo.

	Rs. In Lakhs	
Particulars	2019-20	2018-19
Foreign exchange earnings	153.34	40.73
Foreign exchange outgo	Nil	Nil

MANAGEMENT DISCUSSIONS & ANALYSIS REPORT

The report forms a part of this Report. The Management is exploring all possible avenues to strengthen the resources of the company so that the net worth of the company will be enhanced over a period of time.

ANNEXURE 'C' TO THE DIRECTOR'S REPORT

REPORT ON CORPORATE GOVERNANCE (Schedule V – PART C Not applicable)

BOARD OF DIRECTORS

The Board of Directors comprising One Managing Director, One Non-Executive Non-Independent Director and Two Independent Directors. The composition of the Board is in conformity with SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

BOARD MEETING AND PROCEDURES

The detailed Agenda, setting out the business to be transacted at the Meeting(s), supported by detailed notes is sent to each Director at least seven days before the date of the Board Meeting(s) and of the Committee Meeting(s).

During the year under review, Six meetings of the Board of Directors were held on 17.04.19,15.05.19, 02.07.19,05.08.19,29.10.19, and 14.02.20. The necessary quorum was present for all the meetings. The maximum gap between any two meetings was not more than one hundred and twenty days. The Company complied with Regulation 17A(1) of the (LODR) Regulations as amended from time to time, which tells about the maximum number of directorships and also Regulation 26 of the (LODR) Regulations which tells about the maximum number of memberships and chairmanships of audit committee and the Stakeholders' Relationship Committee a director can have.

The names and categories of Directors, their attendance at Board Meetings held during the Financial Year and at the last Annual General Meeting (AGM), number of Memberships/ Chairmanships of Directors in other Boards and Committees of Board, Category of directorship and names of listed entities where person is a director are as follows:

COMPOSITION OF BOARD

The Company's policy is to maintain an optimum combination of Executive and Non-Executive Directors. The composition of Board of Directors is given in the table below and is in conformity with Regulation 17(1) of the Listing Regulations and other applicable regulatory requirements.

Name of the Director and Category of Directorship	No. of Board Meetings attended during the F.Y. 2019-20	Whether attended the last AGM held on 05/08/2019	Total No of Directorships	Memberships	Chairmanships	Category of the Directorship and Names of listed entities where person is a director
Mrs. Bhuvaneshwari Seetharaman	6	yes	2	4	1	NA
Mrs. Subramaniam Seetharaman	4	yes	2	4	-	NA
Mr. P. Chandra Sekhar	6	yes	6	4	2	Wholtime Director in Cybermate Infotek Limited

Mr. K. Prakash Babu	6	No	5	4	2	NA
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Note:

1. In the above table, the total number of Directorships of a Director includes his/her Directorships in the Company, Section 8 Company, Private Limited Companies and Foreign Companies.

2. The Memberships and Chairmanships of Directors in Committees include their Memberships and Chairmanships in the Company.

Pursuant to Regulation 34(3) read with Schedule V Part (C) (2)(h) of Listing Regulations the Board of Directors has identified the following the requisite skills/expertise and competencies for the effective functioning of the Company which are currently available with the Board.

The brief profiles of Directors are also available on the website of the Company <http://www.responseinformaticsltd.com//> Pursuant to Clause C(2)(i) of Schedule V read with Regulation 34(3) of Listing Regulations, in the opinion of the Board all the independent directors fulfill the conditions as specified in the Listing Regulations and are independent of the management.

FAMILIARIZATION PROGRAMME

Pursuant to Regulation 25(7) of the SEBI (LODR) Regulations, the Company has put in place a system to familiarize its Independent Directors about the Company, its financial products, the industry and business model of the Company. In addition, the Company also updates on continuous basis to the Independent Directors about the ongoing events and developments relating to the Company, significant changes in regulatory environment through the Board/Committee meetings and separate familiarisation programme(s).

DECLARATION BY INDEPENDENT DIRECTORS All the Independent Directors have confirmed that they meet the criteria of independence as mentioned under Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements), 2015 read with Section 149(6) of the Act.

DECLARATION BY BOARD

The Board has confirmed that in its opinion, the independent directors fulfill the conditions specified in these regulations and, are independent of the management. During the year under review, no Independent Director has resigned before expiry of his tenure.

POLICY FOR PROHIBITION OF INSIDER TRADING

Vide notification No.EBI/LAD-NRO/GN/2018/59 Securities and Exchange Board of India (SEBI) has notified SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018 with effect from April 01, 2019. The Company has accordingly amended its Prohibition of Insider Trading Code and Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information. The Company has formulated a policy on Insider trading and implementing it.

COMMITTEES OF DIRECTORS

AUDIT COMMITTEE

The Audit Committee of the Company is constituted in line with the provisions of Section 177 of the Companies Act 2013 ('the Act') and Regulation 18 read with Part C of the Schedule II of the SEBI (LODR) Regulations.

Terms of reference

The terms of reference of the Audit Committee, inter alia includes:

1. Overseeing the financial reporting process.
2. To ensure proper disclosure in the Quarterly, Half yearly and Annual Financial Statements. To recommend appointment, re- appointment of auditors, fixing of their remuneration and approval of payment to auditors for any other services rendered by them.
3. Reviewing, with the management, the Financial Statements before submission to the Board.
4. Reviewing the adequacy of internal audit function.
5. Reviewing the findings of any internal examinations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
6. Discussing with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
7. To discuss with the management, the senior internal audit executives and the auditor/s the Company's major risk exposures, guidelines and policies.
8. To review the functioning of the Whistle Blower Mechanism.
9. Approval of appointment of CFO (i.e., the Whole Time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background etc. of the candidate.
10. Review and monitor the Auditor's independence, performance and effectiveness of audit process.
11. Approval or any subsequent modification of transactions of the Company with related parties and granting omnibus approval to related party transactions which are in the ordinary course of business and on an arm's length basis and to review and approve such transactions.
12. Scrutiny of inter-corporate loans and investments.
13. Valuation of undertakings or assets of the Company, wherever it is necessary.

Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

During the year under review, four meetings were held on 15.05.19, 05.08.19, 29.10.19 and 14.02.20, The maximum gap between any two meetings was not more than one hundred and twenty days. The necessary quorum was present for all the meetings.

Composition

Name of the Member	Status	No of Meetings Attended
Mr. P. Chandra Sekhar	Chairman	4
Mr. K. Prakash Babu	Member	4
Mr. Subramaniyam Seetharaman	Member	4

The Company Secretary acts as the Secretary for the Audit Committee. The Statutory Auditors, Internal Auditor, the Managing Director & the Chief Financial Officer, the Head of Accounts Department of the Company and other invitees also attend the meeting.

NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee (NRC) has been constituted by the Board as per the requirements of the provisions of Section 178 of the Act and Regulation 19 read with Part D of the Schedule II of the SEBI (LODR) Regulations.

During the year, the Committee met twice on 05.08.19 and 14.02.20. The necessary quorum was present for all the meetings.

Composition

Name of the Member	Status	No of Meetings Attended
Mrs.Bhuvanewari Seetharaman	Member	2
Mr.Subramaniyam Seetharaman	Member	2
Mr. P. Chandra Sekhar	Chairman	2

CRITERIA FOR PERFORMANCE EVALUATION OF INDEPENDENT DIRECTORS

The criteria for performance evaluation of Independent Directors provide certain parameters like commitment to the Company's vision, level of participation at Board/Committee Meeting, level of engagement and contribution, Independence of judgment, understanding duties, responsibilities, qualifications, disqualifications & liabilities as an independent director, up-to-date knowledge / information pertaining to business of the Company in which the Company is engaged in, implementation of good corporate governance practices, enhancing long term shareholders' value, professional approach, providing guidance and counsel to senior management in strategic matters and rendering independent and unbiased opinion at the meetings etc., which is in compliance with applicable laws, regulations and guidelines.

SITTING FEES OF INDEPENDENT DIRECTORS

The Company is being benefited from the expertise, advice and inputs provided by the Independent Directors. The Independent Directors devote their valuable time in deliberating on the strategic and critical issues in the course of the Board and Committee meetings of the Company and give their valuable advise, suggestion and guidance to the management of the Company from time to time

REMUNERATION OF DIRECTORS:

Refer Remuneration policy uploaded on the Company's website at the web link:

The details of sitting fees/remuneration paid to the Directors during the year 2019- 20 are as under:

S. No.	Name of the Director	Sitting fees for attending the meetings (in Rs.)	Salary, Perquisites & ESOS (in Rs.)	Commission (to be paid in Rs.)	Total
1	Mrs. Bhuvanewari Seetharaman	Nil	Nil	Nil	Nil

Notes:

* No remuneration is drawn due to Losses during the year.

STAKEHOLDERS RELATIONSHIP COMMITTEE

The “Stakeholders’ Relationship Committee” is constituted in line with the provisions of Section 178 (5) of the Companies Act, 2013 and Regulation 20 of SEBI (LODR) Regulations.

Terms of reference

The Committee is responsible for assisting the Board of Directors in the Board’s overall responsibilities relating to attending and redressal of the grievances of the security holders of the Company.

The Committee in particular looks into:

1. To oversee and reviews redressal of shareholder and investor grievances, on matters relating to transfer of securities, non- receipt of annual report, non-receipt of dividends/interests.
2. To issue duplicate share/debenture certificate(s) reported lost, defaced or destroyed as per the laid down procedure and to resolve the grievances of security holders of the Company.
3. Attending to complaints of security holders routed by Stock Exchanges/RBI or any other Regulatory Authorities.
4. To monitor transfer of the amounts/shares transferable to Investor Education and Protection Fund.
5. To list the securities of the Company on Stock Exchanges.
6. Any other matters that can facilitate better investor services and relations.

During the year, the Committee met twice on 05.08.19 and 14.02.20. The necessary quorum was present for all the meetings.

Composition

Name of the Member	Status	No of Meetings Attended
Mr. P. Chandra Sekhar	Chairman	2
Mr. K. Prakash Babu	Member	2

Note:

Mr. Kanneganti Ravi Kumar, Company Secretary of the Company also acts as Compliance Officer of the Company.

The status of security holders’ grievances is monitored by the Committee periodically and the minutes of the Committee are made available to the Board.

SCORES

The Securities Exchange Board of India has initiated a platform for redressing the investor grievances through SCORES, a web-based complaints redressal system. The system processes complaints in a centralized web-based mechanism. The company is in compliance with this system.

NAME AND DESIGNATION OF COMPLIANCE OFFICER

Mr. KANNEGANTI RAVI KUMAR
 Company Secretary & Compliance officer
 Telephone No: 040-48522701
 E-mail: csresponseinfo@gmail.com

SECURITY HOLDERS COMPLAINTS:

No complaints were received from investors during the year under review.

GENERAL BODY MEETING

(i) Annual General Meeting (AGM):

Details of the last three Annual General Meetings (AGM) and Special Resolutions passed thereat are given below:

Year	AGM	Location	Date & Time	Details of Special Resolutions passed
2016-17	20 th AGM	FlatNo.302, Riviera Apartment, DP Colonny, Punjagutta, Hyderabad Telangana 500082	29/092017 & 12:00 Noon	NO
2017-18	21 st AGM	Flat No. 405, Riviera Apartment, DP Colonny, Punjagutta, Hyderabad Telangana 500082	29/09/2018& 12:00 Noon	NO
2018-19	22 nd AGM	JS Krishnamurthy Hall, Federation House, 11-6- 841, FAPCCI Marg, Red Hills, Hyderabad - 500004	05/08/2019 & 10:30 A.M	1. Alteration of Objects Clause 2. Alteration of Articles Association

SHARE CAPITAL AUDIT

The Share Capital Audit as required under Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018 and SEBI Circular No. D&CC / FITTC/Cir- 16/2002 dated December 31, 2002, a Qualified Practicing Company Secretary carries out Capital Audit to reconcile the total admitted equity capital with National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) and the total issued and listed equity capital. This audit is carried out every quarter and the reconciliation of share capital audit report thereon is submitted to the Stock Exchanges and to the Board of Directors.

CERTIFICATION BY MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER

In terms of Listing Regulations, the certification by the Managing Director and the Chief Financial Officer is annexed to this Annual Report.

MEANS OF COMMUNICATION

The Board recognizes the importance of two-way communication with shareholders and giving a balanced report of results and progress and responding to questions and issues raised in a timely and consistent manner. The Audited financial results, the quarterly results and half yearly results of the Company are published in English The India Mail and Telugu newspaper Nava Telangana.

Shareholders have been provided with an opportunity to provide their email id for receiving correspondence, financial results and annual report in electronic form. The annual report has been sent in electronic form to shareholders, who have provided their email id. Physical copies of the annual report have been provided to such shareholders based on a request received from them for this purpose.

Our Company does online filing with BSE Limited (BSE) through BSE Listing Centre. The Company discloses to the Stock Exchanges, all information required to be disclosed under Regulation 30 read with Part A of Schedule III of the Listing Regulations including material information having a bearing on the performance / operations of the Company or other price sensitive information. The Board of Directors has approved a policy for determining materiality of events and a team comprising of Senior Managerial Personnel for the purpose of determining materiality of an event or information and making disclosures to Stock Exchanges.

GENERAL SHAREHOLDER INFORMATION

POSTAL BALLOT

No special Resolutions were required to be passed through postal ballot last year.

GENERAL SHAREHOLDER INFORMATION

- | | |
|--|---|
| 1. Book Closure Date | : 18.09.2020 to 24.09.2020
(Both days Inclusive) |
| 2. Date, Time and Venue of the 23 rd Annual General Meeting | :24.09.2020 at 03.30 P.M. through video conferencing("VC")/
Other Audio- Visual Means ("OAVM") |
| 3. Listing on Stock Exchange | : BSE Limited, CSE Ltd |
| 4. Listing Fee | : Listing Fees for the year 2020-21 is paid to
BSE Ltd. |
| 5. Registered Office | :Spaces& More Business Park #3,
E1,5thFloor, 1-89/A/8/C/2, Vittal Rao
Nagar, Madhapur Hyderabad - 500081.
Ph.No: 040-48522701.
Email: csresponseinfo@gmail.com
response@responseinformaticsltd.com |
| 6 Registrar and Share Transfer Agent | : M/s. Aarthi Consultants Pvt. Ltd.
1-2-285, Domalguda, Hyderabad-29
Tel:(040)27642217/27638111 Fax:
(040)27632184 |

E-mail: info@aarthiconsultants.com

7. Company's ISIN No. : INE401B01010
8. Trading in shares (Electronic Form) : Compulsory De-mat
9. Dividend Declared in earlier years : The Company has not declared dividend so far
10. Publication of Unaudited/Audited Financial Results in the press : Normally Published

Note:

- The company has appointed M/s. Aarthi Consultants Pvt. Ltd as Registrars to the company. So far 5507,790 shares have been De-materialized.
- During the financial year 2019-20 no penalties/strictures have been imposed on the company by the stock exchange, Registrar of Companies, SEBI or any statutory authority in any manner related to capital market.

Distribution of Shareholding As on 31.03.2020

RANGE	NO. OF SHARE HOLDERS	%	NO .OF SHARES	AMOUNT(Rs.)	%
Up TO 5000	735	65.74	150427	1504270	2.52
5001 TO 10000	164	14.67	119614	1196140	2.00
10001 TO 20000	80	7.16	121888	1218880	2.04
20001 TO 30000	71	6.35	180170	1801700	3.01
30001 TO 40000	12	1.07	42275	422750	0.71
40001 TO 50000	14	1.25	68350	683500	1.14
50001 TO 100000	16	1.43	118135	1181350	1.98
100001 and above	26	2.33	5175541	51755410	86.60
TOTAL	1118	100	5976400	56794000	100

Market price data on company's scrip on Bombay Stock Exchange Ltd for the Financial Year 2019-2020.

Month	High	Low
	Rate (Rs.)	Rate (Rs.)
April	10.27	10.27
May	9.76	9.76
June	9.28	9.28
July	10.24	10.24
August	NIL	NIL
September	10.75	10.24
October	10.50	10.50
November	10.00	10.00
December	9.50	9.03
January	NIL	NIL
February	NIL	NIL
March	NIL	NIL

For and on behalf of the Board
For **Response Informatics Limited**

Declaration on Compliance with Code of Conduct

Response Informatics Limited is committed for conducting its Business in accordance with applicable laws, rules and regulations and with highest standards of business ethics. The company has adopted a "code of Ethics and Business conduct" which is applicable to all Directors, Officers of Senior Management.

I hereby certify that all the Directors and Senior Management personnel of the company, to whom the same is applicable, have affirmed the code of Ethics and Business conduct" for the financial year 2019-2020.

Date: 24.08.2020

Place: Hyderabad.

By Order of the Board of Directors

Response Informatics Limited

Bhuvaneshwari Seetharaman
Managing Director

SECRETARIAL AUDIT REPORT-Annex-D
FOR THE FINANCIAL YEAR ENDED 31.03.2020 FORM NO. MR.3

Pursuant to Section 204 (1) of the Companies Act, 2013 and the Rule 9 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014

To
The Members,
M/s. **RESPONSE INFORMATICS LIMITED**
Spaces & More Business Park,
E1,5thFloor,1-89/A/8/C/2, Vittal Rao Nagar,
Madhapur Hyderabad – 500081, Telangana.

1. We have conducted Secretarial Audit pursuant to Section 204 of the Companies Act 2013, on the compliance of applicable Statutory Provisions and the adherence to good corporate practices by M/s. **RESPONSE INFORMATICS LIMITED** CIN No: L72200TG1996PLC025871 (hereinafter called as “**the Company**”). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.
2. The company is engaged in the business of Software.
3. Based on our verification of the books, papers, minutes books, forms, returns filed and other records maintained by the Company and also the information and according to the examinations carried out by us and explanations furnished and representations made to us by the company, its officers, agents and authorised 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 31st March, 2020 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.
4. We have examined the books, papers, minute books, forms and returns filed and other records maintained by M/s. **RESPONSE INFORMATICS LIMITED** (hereinafter called as “**the Company**”) for the financial year from 1st April 2019 and ended with 31st March, 2020 (“Audit Period”) according to the provisions of :
 - i) The Companies Act, 1956 (to the extent applicable) and the Companies Act, 2013 (the Act) and the Rules made there under;
 - ii) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the Rules made there under;
 - iii) The Depositories Act, 1996 and the Regulations and bye-laws framed there under;
 - iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and external Commercial Borrowings;

- v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
- a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009.
 - d) The Securities and Exchange Board of India (Employee Stock Option Scheme) Guidelines 1999.
 - 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;
 - i) The following other laws as specifically applicable in the view of the Management.
 - (i) Income Tax act, 1961As the Company is not having sufficient no. of Workers/ employees to attract other Industrial and Labour laws compliance was not verified.

5. We have also examined compliance of:

- a. The applicable regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and
- b. the applicable Secretarial Standards.

6. We further report that, during the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, etc. Mentioned above. However, please note for the Audit period:

- (i) SEBI (ICDR) Regulations, 2009 are not applicable, as there being no further issues of any securities.
- (ii) SEBI (ESOS & ESOP) Guidelines, 1999 are not applicable, as there being no schemes of the Company under the said Guidelines.
- (iii) SEBI (Issue and Listing of Debt Securities) Regulations, 2008 are not applicable as there being no debt securities, which are listed on any of the recognized stock exchange.
- (iv) SEBI (Delisting of Equity Shares) Regulations, 2009 are not applicable, as there being not instances of delisting of equity Shares.
- (v) SEBI (Buyback of Securities) Regulations, 1998 are not applicable, as there being no instances of buy-back of shares
- (vi) The compliance of other specific applicable laws as listed in 4 (V) (i) above, were relied on the basis of representations and compliance certificates issued by the Managing director compliance officers and other officials of respective / concerned Departments of the company.

7. We further report that:

- a. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the compositions of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the act.
- b. Adequate Notice is given to all the Directors to Schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance.
- c. There exists a system for seeking and obtaining further information and clarifications on the agenda items before the meeting and meaningful participation at the meeting.

- d. Majority decision is carried through and there were not instances of dissenting members in the Board of Directors.
 - e. It is also noted that the Company has an Internal Audit System to constantly monitor the process for efficient compliances.
 - f. Required forms were filed with MCA, additional fee paid wherever required.
8. We further report that there exist adequate systems and processes in the Company that commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
9. We further report that during the audit period, there were no specific events / actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc., referred to the above.

UDIN number F004139B000376346

**VBSS PRASAD
COMPANY SECRETARY
M NO. F4139
CP NO.4605**

PLACE: HYDERABAD
DATE: 24/06/2020

Annexure to the Secretarial Audit Report

To
The Members,
M/s. **RESPONSE INFORMATICS LIMITED**
Hyderabad

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

1. It is the responsibility of the management of the Company to maintain Secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.
2. Our responsibility is to express an opinion on these Secretarial records, Standards and procedures followed by the Company with respect to secretarial compliance.
3. We believe that audit evidence and information obtained from the company's Management is adequate and appropriate for us to provide a basis for our opinion.
4. Wherever required, we have obtained the management's representations about the compliance of laws, rules and regulations and happening of events etc.
5. 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

PLACE: HYDERABAD

**VBSS PRASAD
COMPANY SECRETARY
M NO. F4139
CP NO.4605**

DATE: 24/06/2020

Managing Director's Certification & Declaration

Pursuant to the provisions of SEBI (LODR) Regulations, 2015, it is hereby certified that for the financial year ended March 31, 2020:

- A. We have reviewed the financial statements and the cash flow statements for the year and that to the best of our knowledge and belief, these statements:
 - 1) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - 2) Together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year that are fraudulent, illegal or violative of the Company's Code of Conduct. **(Regulation 46 Not applicable)**
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take, to rectify these deficiencies.
- D. We have indicated to the Auditors and the Audit Committee:
 - 1) Significant changes in internal control over financial reporting during the year;
 - 2) Significant change in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - 3) Instances of significant fraud, if any, of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Place: Hyderabad
Date: 24.08.2020

For and on behalf of the Board
For **Response Informatics Limited**

Bhuvanewari Seetharaman
Managing Director

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF RESPONSE INFORMATICS LIMITED

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of Response Informatics Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2020, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, the Loss and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Standalone 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 (ICAI) together with the independence requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's 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 standalone financial statements

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon.

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

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

If, based on the work we have performed, we conclude that there is no material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes 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 frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors are responsible for overseeing the Company's financial reporting process.

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

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls 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 system 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 standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our 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 standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit 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 including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
 - d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164 (2) of the Act.

- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of 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 has disclosed the impact of pending litigations on its financial position in its standalone financial statements.
 - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
2. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company as required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For and on behalf of BRR & Associates
Chartered Accountants
Firm's registration number:FRN013012S

Sd/-B. Ravinder Rao
Partner. M.No:221298
UDIN: **20221298AAAAAX8682**
Place: Hyderabad
Date:31.07.2020

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements section of our report to the Members of Response Informatics Limited of even date)

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

We have audited the internal financial controls over financial reporting of **RESPONSE INFORMATICS LIMITED** ("the Company") as of March 31, 2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Board of Directors of the Company 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. 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 respective 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 internal financial controls over financial reporting of the Company 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") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's 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 internal financial controls system over financial reporting of the Company.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial

reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and 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 being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For and on behalf of
BRR & Associates
Chartered Accountants
Firm's registration number:FRN013012S

Sd/_ B. Ravinder Rao
Partner M.No:221298

UDIN: **20221298AAAAAX8682**
Place: Hyderabad
Date:31.07.2020

ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Response Informatics Limited of even date)

- i. In respect of the Company's fixed assets:
 - (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) The Company has a program of verification to cover all the items of fixed assets in a phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
 - (c) According to the information and explanations given to us, the records examined by us and based on the examination of the conveyance deeds / registered sale deed provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date. In respect of immovable properties of land and building that have been taken on lease and disclosed as fixed assets in the standalone financial statements, the lease agreements are in the name of the Company.
- ii. The Company is in the business of providing software services and does not have any physical inventories. Accordingly, reporting under clause 3 (ii) of the Order is not applicable to the Company.
- iii. 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 Act. Accordingly, the provisions of clause 3 (iii) (a) to (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 explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act in respect of grant of loans, making investments and providing guarantees and securities, as applicable.
- v. The Company has not accepted deposits during the year and does not have any unclaimed deposits as at March 31, 2020 and therefore, the provisions of the clause 3 (v) of the Order are not applicable to the Company.
- vi. The maintenance of cost records has not been specified by the Central Government under section 148(1) of the Companies Act, 2013 for the business activities carried out by the Company. Thus reporting under clause 3(vi) of the order is not applicable to the Company.
- vii. According to the information and explanations given to us, in respect of statutory dues:
 - (a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Customs Duty, Cess and other material statutory dues applicable to it with the appropriate authorities.
 - (b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Customs Duty, Cess and other material statutory dues in arrears as at March 31, 2020 for a period of more than six months from the date they became payable.

- viii. The Company has not taken any loans or borrowings from financial institutions, banks and government or has not issued any debentures. Hence reporting under clause 3 (viii) of the Order is not applicable to the Company.
- ix. The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause 3 (ix) of the Order is not applicable to the Company.
- x. To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company by its officers or employees has been noticed or reported during the year. In our opinion and according to the information and explanations given to us, the Company has paid/provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- xi. The Company is not a Nidhi Company and hence reporting under clause 3 (xii) of the Order is not applicable to the Company.
- xii. In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- xiii. During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly paid convertible debentures and hence reporting under clause 3 (xiv) of the Order is not applicable to the Company.
- xiv. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected to its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xv. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For and on behalf of
BRR & Associates
Chartered Accountants
Firm's registration number: FRN013012S

B. Ravinder Rao
Partner M.No: 221298
UDIN: **20221298AAAAAX8682**
Place: Hyderabad
Date: 31.07.2020

RESPONSE INFORMATICS LIMITED Spaces & more Business Park E1, 5th Floor, 1-89/A/8/C/2, Vittal Rao Nagar, Madhapur, Hyderabad TG 500081 IN CIN : L72200TG1996PLC025871 BALANCE SHEET AS AT 31st MARCH 2020 (Amount in Rs.)				
	PARTICULARS	Note No.	As at March 31, 2020	As at March 31, 2019
I	<u>ASSETS:</u>			
(1)	Non-current assets			
	(a) Property, Plant and Equipment	2	7,12,136	1,34,064
	(b) Capital work-in-progress		-	-
	(c) Goodwill		-	-
	(d) Other Intangible Assets		-	-
	(e) Intangible Assets under development		-	-
	(f) Financial assets			
	(i) Investments	3	2,33,75,000	2,33,75,000
	(ii) Other Financial Assets			
	(g) Deferred tax assets (net)	4	-	13,667
	(h) Other non-current assets	5	44,02,546	44,02,546
(2)	Current assets			
	(a) Inventories	6	-	-
	(b) Financial assets			
	(i) Investments		-	-
	(ii) Trade receivables	7	1,35,65,403	1,63,92,407
	(iii) Cash and cash equivalents	8	3,20,332	47,213
	(iv) Bank Balances other than (iii) above		-	-
	(v) Loans and advances		-	-
	(vi) Investments held for Sale		-	-
	(c) Other current assets	9	6,23,707	6,000
	TOTAL ASSETS		4,29,99,123	4,43,70,897
II	<u>EQUITY AND LIABILITIES:</u>			
	Equity			
	(a) Equity Share Capital	10	5,97,64,000	5,97,64,000
	(b) Other Equity			
	(ii) Reserves and Surplus	11	(2,26,14,258)	(1,67,53,488)
	Liabilities			
(1)	Non Current Liabilities			
	(a) Financial Liabilities			
	(i) Borrowings	12	23,15,000	-
	(b) Provisions		-	-
	(c) Deferred tax liability (net)	4	84,031	-
(2)	Current Liabilities			
	(a) Financial Liabilities			
	(i) Borrowings		-	-
	(ii) Trade Payables	13	-	-
	(iii) Other financial liabilities		-	-
	(b) Other current liabilities	14	32,21,810	9,14,700
	(c) Provisions	15	2,28,540	4,45,685
	(d) Current tax liabilities(Net)		-	-
	TOTAL EQUITY AND LIABILITIES		4,29,99,123	4,43,70,897
	Significant accounting policies and notes to accounts	1 to 22		

The Notes referred to above and the notes to accounts form an integral part of the Balance Sheet

For BRR & ASSOCIATES.,
Chartered Accountants
FRN : 013012S

For and on behalf of the Board of Directors of
RESPONSE INFORMATICS LIMITED

B.Ravinder Rao
Partner
Membership No. 221298
UDIN:20221298AAAAAX8682
Place : Hyderabad
Date :31.07.2020

S,Bhuvaneswari
Managing Director

S.Subramaniam
Director

K.Ravi kumar
Company Secretary

RESPONSE INFORMATICS LIMITED

Spaces & more Business Park E1,5th Floor, 1-89/A/8/C/2, Vittal Rao Nagar, Madhapur, Hyderabad TG 500081 IN

CIN : L72200TG1996PLC025871

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH 2020

(Amount in Rs.)

	PARTICULARS	Note No.	Year Ended March 31, 2020	Year Ended March 31, 2019
I	Revenue from operations	16	1,53,34,020	52,99,000
II	Other Income	17	1,11,424	-
III	Total Income (I+II)		1,54,45,444	52,99,000
IV	Expenses:			
	Cost of raw material and components consumed	18	-	-
	Employee Benefit Expenses	19	1,47,23,939	36,66,600
	Depreciation and amortization expense	2	2,68,962	79,812
	Finance Cost	20	19,099	558
	Other expenses	21	61,96,515	10,04,874
	Total Expenses		2,12,08,516	47,51,844
V	Profit before tax (III-IV)		(57,63,072)	5,47,156
VI	Tax Expense			
	- Current tax			1,51,308
	- Deferred tax		97,698	15,463
VII	Profit for the period (V-VI)		(58,60,770)	3,80,385
VIII	Other Comprehensive Income (OCI)			
	i) Items that will not be reclassified to profit & loss			-
	ii) Income tax relating to items that will not be reclassified to profit & loss		-	-
	Other comprehensive income for the year (net of tax)		-	-
IX	Total Comprehensive Income (VII+VIII)		(58,60,770)	3,80,385
X	Earnings per equity share: (Equity shares of par value of Rs.10/- each)			
	- Basic	22	(0.98)	0.06
	- Diluted	22	(0.98)	0.06
	Significant accounting policies and notes to accounts	1 to 22		

For BRR & ASSOCIATES.,
Chartered Accountants
FRN : 013012S

B. Ravinder Rao
Partner
Membership No. 221298
UDIN:20221298AAAAAX8682
Place : Hyderabad
Date :31.07.2020

For and on behalf of the Board of Directors of
RESPONSE INFORMATICS LIMITED

S, Bhuvanewari
Managing Director

S. Subramaniam
Director

K. Ravi kumar
Company Secretary

RESPONSE INFORMATICS LIMITED
Statement of Changes in Equity For the year
ended 31 March 2020

a. Equity share capital

(Amount in Rs.)

	Amount
Balance as at the 31 March 2019	5,97,64,000
Changes in equity share capital during 2019-20	-
Balance as at the 31 March 2020	5,97,64,000

b. Other equity

(Amount in Rs.)

	Reserves and surplus		Items of Other comprehensive income (OCI)	Total
	Capital Reserve	Retained earnings	Others	
Balance at 31 March 2019	3,69,500	(1,71,22,988)	-	(1,67,53,488)
Total comprehensive income for the year ended 31 March 2020				
Profit or loss	-	(58,60,770)	-	(58,60,770)
Other comprehensive income (net of tax)	-	-	-	-
Total comprehensive income	-	(58,60,770)	-	(58,60,770)
Transactions with owners in their capacity as owners	-	-	-	-
Balance at 31 March 2020	3,69,500	(2,29,83,758)	-	(2,26,14,258)

As per our report of even date
 For BRR & ASSOCIATES.,
 Chartered
 Accountants
 FRN : 013012S

f For and on behalf of the Board of
 Directors of RESPONSE
 INFORMATICS LIMITED

B.Ravinder Rao
 Partner
 Membership No. 221298

S,Bhuvanewari
 Managing Director

S.Subramaniam
 Director

Place: Hyderabad
 Date :31.07.2020

K.Ravi kumar
 Company Secretary

RESPONSE INFORMATICS LIMITED
 Spaces & more Business Park E1,5th Floor, 1-89/A/8/C/2, Vittal Rao Nagar, Madhapur, Hyderabad
 TG 500081 IN CIN : L72200TG1996PLC025871

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31st MARCH, 2020

PARTICULARS	Year ended 31- 03-2020 Amount in Rs.	Year ended 31- 03-2019 Amount in Rs.
A. CASH FLOW FROM OPERATING ACTIVITIES :		
Net profit before tax	(57,63,072)	5,47,156
Adjustment for:		
Depreciation and Amortisation	2,68,962	79,812
Interest Expenses	-	-
Interest Earned	-	-
Cash Flows from Operations before changes in assets and liabilities	(54,94,109)	6,26,968
Movements in Working Capital::		
(Increase)/ Decrease in trade receivables	28,27,004	(13,19,365)
(Increase)/Decrease in other Current Assets	(6,17,707)	(6,000)
(Increase) / Decrease in Inventories	-	-
Increase/ (Decrease) in Trade Payables	-	(90,168)
Increase / (Decrease) in Short Term Provision	(2,17,145)	(5,01,409)
Increase/(Decrease) in Other current liabilities	23,07,110	9,14,700
Change in Working Capital	42,99,262	(10,02,242)
Changes in non current assets and liabilities		
Decrease/(Increase) in Other non Current Assets	-	7,60,000
Decrease/(Increase) in Long Term Provisions	-	-
Changes in non current assets and liabilities	-	7,60,000
Cash Generated From Operations	(11,94,847)	3,84,726
Less: Taxes	-	1,51,308
Net Cash from operating activities(A)	(11,94,847)	2,33,418
B. CASH FLOW FROM INVESTING ACTIVITIES		
(Increase) / Decrease in Fixed assets and Capital Work In progress	(8,47,034)	-
Bank Balances not considered as Cash and Cash equivalents	-	-
Investment in equity Shares	-	-
Net cash used in Investing activities (B)	(8,47,034)	-
C. CASH FLOW FROM FINANCING ACTIVITIES		
Increase / (Decrease) in Share Capital	-	-
Increase / (Decrease) in Borrowings	23,15,000	(4,50,000)
Interest paid	-	-
Net cash Flow from Financing Activities (C)	23,15,000	4,50,000
Net Increase/(Decrease) in cash & cash equivalents [A+B+C]	2,73,119	(2,16,582)
CASH & CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	47,213	2,63,795
CASH & CASH EQUIVALENTS AT THE END OF THE YEAR	3,20,332	47,213

As per our report of even date
For BRR & ASSOCIATES.,
Chartered Accountants
FRN: 013012S

For and on behalf of the Board
RESPONSE INFORMATICS LIMITED

S,Bhuvaneswari **S.Subramaniam**

Managing Director Director

B. Ravinder Rao
Partner
Membership No. 221298
Place: Hyderabad
Date :31.07.2020

K. Ravi Kumar
Company Secretary

RESPONSE INFORMATICS LIMITED				
Notes to accounts				
NOTE NO. 2: PROPERTY, PLANT AND EQUIPMENT:				
(Amount in Rs.)				
	Computers	Furniture and Fixtures	Printers	Total
Deemed cost (gross carrying amount)				
Balance at 1 April 2019	37,10,830	8,66,639	11,000	45,88,469
Additions	8,47,034	-	-	8,47,034
Disposals	-	-	-	-
Balance at 31 March 2020	45,57,864	8,66,639	11,000	54,35,503
Accumulated depreciation at 1 April 2019	36,20,717	8,23,234	10,454	44,54,405
Depreciation for the year	2,68,962	-	-	2,68,962
Balance at 31 March 2020	38,89,679	8,23,234	10,454	47,23,367
Carrying amounts(net)				
				-
At 31 March 2019	90,113	43,405	546	1,34,064
At 31 March 2020	6,68,185	43,405	546	7,12,136

RESPONSE INFORMATICS LIMITED
Notes to accounts
NOTE NO: 3 NON CURRENT INVESTMENTS:

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	Amount in Rs.
(A) Investment In Subsidiary Company carried at Cost	-	-
(B) Investment In Other Companies carried at Cost		
East India Sports Wear (334500 shares of 10/- each)	33,45,000	33,45,000
Ganapathi sugars (850000 shares of 10/- each)	85,00,000	85,00,000
Others (1153000 shares of 10/- each)	1,15,30,000	1,15,30,000
	2,33,75,000	2,33,75,000

NOTE NO: 4 Deffred Tax(Assets/liability)

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	Amount in Rs.
Opening Balance	13,667	29,130
Add: Provided for the year	(97,698)	15,463
	(84,031)	13,667

NOTE :5 Long Term Loans & Advances

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	Amount in Rs.
Security Deposits	1,000	1,000
Unsecured-Considered and good- Related Parties	-	-
Unsecured-Considered and good- Others	44,01,546	44,01,546
Total	44,02,546	44,02,546

NOTE NO: 6 INVENTORIES:

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	Amount in Rs.
(a) Finished Goods	-	-
	-	-

NOTE NO: 7 Trade receivables

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	Amount in Rs.
(a) Outstanding for a period exceeding six months from the date they are due for payment Unsecured, considered good	1,35,65,403	1,63,92,407
(b) Outstanding for a period not exceeding six months Unsecured, considered good	-	-
	1,35,65,403	1,63,92,407

NOTE NO: 8 CASH AND CASH EQUIVALENTS:

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	Amount in Rs.
(a) Balance with banks	2,60,402	26,676
(b) Cheques in Hand	-	-
(c) Cash on Hand	59,930	20,537
	3,20,332	47,213

NOTE NO: 9 OTHER CURRENT ASSETS:

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	Amount in Rs.
(a) GST	-	6,000.00
(b) MAT Credit Entitlement	-	-
(c) Advance Tax & TDS	75,000	-
(d) Supplier advances	-	-
(e) Others	5,48,707	-
	6,23,707	6,000

RESPONSE INFORMATICS LIMITED
Notes to accounts
NOTE NO: 10: EQUITY SHARE CAPITAL:

PARTICULARS	As At March 31, 2020		As At March 31, 2019	
	Number	Amount in Rs.	Number	Amount in Rs.
Authorised Equity Shares of Rs. 10/- each	80,00,000	8,00,00,000	80,00,000	8,00,00,000
Issued, Subscribed Equity Shares of Rs. 10/- each fully paid up (Refer foot note (a) to (d) below)	60,50,300	6,05,03,000	60,50,300	6,05,03,000
Total	60,50,300	6,05,03,000	60,50,300	6,05,03,000
Paid Up Capital Equity shares of 10 each	59,76,400	5,97,64,000	59,76,400	5,97,64,000
Total	59,76,400	5,97,64,000	59,76,400	5,97,64,000

Foot note:
(a) Reconciliation of the number of shares outstanding as at March 31, 2020 and March 31, 2019:

PARTICULARS	As At March 31, 2020		As At March 31, 2019	
	Number	Amount in Rs.	Number	Amount in Rs.
Equity Shares outstanding at the beginning of the year	59,76,400	5,97,64,000	59,76,400	5,97,64,000
Equity Shares Issued during the year for Cash	-	-	-	-
Equity Shares Issued during the year for other than cash*	-	-	-	-
Equity Shares bought back during year	-	-	-	-
Equity Shares outstanding at the end of the year	59,76,400	5,97,64,000	59,76,400	5,97,64,000

(b) Details of Shareholders holding more than 5 % shares:

PARTICULARS	As At March 31, 2020		As At March 31, 2019	
	No. of Shares	% of Holding	No. of Shares	% of Holding
1 Subramaniyam Seetha Raman	2973,681	49.76	2973,681	49.76
2 Bhuvaneswari Seetharaman	348,790	5.84	344,200	5.76
3 Sarita Suresh Bhumkar	300,000	5.02	300,000	5.02
4 Bhagawan Suresh Bhumkar	300,000	5.02	300,000	5.02
5 seetharaman Manchapara	300,000	5.02	300,000	5.02

RESPONSE INFORMATICS LIMITED
Notes to accounts
NOTE NO: 11 Reserves and Surplus

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	Amount in Rs.
(a) Capital Reserve:	3,69,500	3,69,500
(b) Retained earnings:		
Opening balance	(1,71,22,988)	(1,75,03,373)
(+) Net profit during the year	(58,60,770)	3,80,385
Closing balance	(2,29,83,758)	(1,71,22,988)
(c) Other Comprehensive income:	-	-
Total (a+b+c)	(2,26,14,258)	(1,67,53,488)

NOTE NO:12 BORROWINGS

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	Amount in Rs.
Long term borrowings		
Unsecured Loans from related companies	-	-
Short term borrowings	23,15,000	
Unsecured Loans /from related companies Advances/ from customers	-	-
	23,15,000	

NOTE NO: 13 Trade Payables

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	Amount in Rs.
Other Trade payables	-	-
	-	-

NOTE NO: 14 OTHER CURRENT LIABILITIES:

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	Amount in Rs.
(a) Statutory Liabilities	24,850	600
(b) Expenses Payable		1,32,500
(c) Security deposits from customers	-	-

(d) Employee Benefits Payable	27,22,040	7,81,600
(e) Other payables	4,74,920	
	32,21,810	9,14,700

NOTE NO: 15 Short Term Provisions

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	Amount in Rs.
TDS Payable	32,171	25500
Audit Fee	1,00,000	90,000
Other Provisions	75,642	87,500
Secretarial Audit fees	-	67,500
Telephone Charges	-	-
Rent Payables	-	30,000
Sri Vinayaka Ads	20,727.00	19,377.00
Income Tax Payable	-	1,51,308
	2,28,540	4,45,685

RESPONSE INFORMATICS LIMITED
Notes to accounts
NOTE NO:16 REVENUE FROM OPERATIONS :

PARTICULARS	Year ended March 31, 2020	Year ended March 31, 2019
	Amount in Rs.	Amount in Rs.
Operating Income		
i)Sale of Paddy Seeds	-	-
ii)Export Services	1,47,37,660.00	52,99,000
iii)Domestic Services	3,13,560.00	
iv)Training Fee	2,82,800.00	-
	1,53,34,020.00	52,99,000

NOTE NO: 17 OTHER INCOME :

PARTICULARS	Year ended March 31, 2020	Year ended March 31, 2019
	Amount in Rs.	Amount in Rs.
Non Operating Income		
Finance Income on		
Deposits with bank	-	-
Others	1,11,424.00	-
	1,11,424.00	-

NOTE NO: 18 Cost of raw material and components consumed

PARTICULARS	Year ended March 31, 2020	Year ended March 31, 2019
	Amount in Rs.	Amount in Rs.

Inventory at the beginning of the year	-	-
Add: Purchases	-	-
Less: inventory at the end of the year	-	-
Cost of raw material and components consumed	-	-
NOTE NO: 19 EMPLOYEE BENEFIT EXPENSE:		
PARTICULARS	Year ended March 31, 2020	Year ended March 31, 2019
	Amount in Rs.	Amount in Rs.
(a) Salaries & Wages	1,42,47,090.00	34,36,600
(b) Contribution to provident and other funds	1,30,792.00	-
(c) Gratuity and Leave Encashment	-	-
(d) Staff welfare expenses	3,46,057.00	2,30,000
	1,47,23,939.00	36,66,600
NOTE NO: 20 FINANCE COST :		
PARTICULARS	Year ended March 31, 2020	Year ended March 31, 2019
	Amount in Rs.	Amount in Rs.
Bank Charges	19,099.38	558
	19,099.38	558

NOTE NO: 21 OTHER EXPENSES:		
PARTICULARS	Year ended	Year ended
	March 31, 2020	March 31, 2019
	Amount in Rs.	Amount in Rs.
Annual Custody Fees	56,460.00	56,460.00
Advertisement Charges	19,810.00	19,377.00
AGM Expenses	29,430	25,000.00
Audit Fee	1,00,000.00	1,00,000.00
Bad Debts Written Off	23,53,657.00	96,000.00
Business Promotion Exp	-	-
Computers Amc Charges	94,538.00	-
Consultancy Charges	8,52,209.00	-
Conveyance	95,518.00	-
Professional Fee	-	-
Electricity Charges	64,885.62	13,500.00
E-Voting Fees	1,135.00	1,423.00
Festival Expenses	-	-
FIM Fees CDSL	10,000.00	11,800.00
General Exp	-	-
Internet expenses	32,995.00	-
Issuer & NSDL Fee	45,000.00	-
Software license	1,08,371.00	-
Office Expenses	7,708.00	6,390.00
Office Maintenance	1,19,998.00	18,500.00
Incentives	1,73,369.00	-
Postage & Courier	22.00	11,000.00
Printer Maintenance	-	-
Printing & Stationary	17,540.00	11,000.00
Registrar & STA Fees	61,967.00	68,403.00
Rent	10,59,161.00	1,80,000.00
Repairs & Maintenance	-	-
Roc Fees	-	-
Secraterial Audit Fee	1,65,200.00	75,000.00
Stock Exchange Listing Charges	3,00,000.00	2,99,500.00
Tally Renewal Charges	-	-
TDS Return Filing Charges Paid	-	-
Telephone Exp	22,514.46	-
Training Expenses	-	-
Travelling Expenses	20,800.00	-
Taxes and Levies	32,802.00	9,021.00
Water Charges	12,000.00	-
Website Maintenance Charges	45,600.00	2,500.00
Vehicle Maintenance Charges	9,105.00	-
Man power services	2,83,720.00	-
	61,96,515.08	10,04,874.00

Note No.22: Earnings Per Share (EPS)

	As at 31.03.2020	As at 31.03.2019
EPS – Basic		
Net Profit (Loss)	- 58,60,770	3,80,385
Appropriations	-	-
Net Profit (Loss) Attributable to Share Holders as at 31st March (Numerator)	- 58,60,770	3,80,385
No of Shares outstanding at the beginning of the year	59,76,400	59,76,400
No of Shares outstanding at the end of the year	59,76,400	59,76,400
Adjusted Weighted average number of equity shares of Face Value Rs.10 each (Denominator)	59,76,400	59,76,400
Nominal Value of Ordinary Shares	10	10
Computation of EPS - Basic (in Rs)	(0.98)	0.06
EPS – Diluted		
Net Profit (Loss) Attributable to Share Holders as at 31st March of Face Value Rs.10 each (Numerator)	(58,60,769.76)	3,80,384.87
Adjusted Weighted average number of equity shares	59,76,400.00	59,76,400.00
Weighted average number of equity shares that would be issued on conversion of all Shae Warrants into Equity shares		
Total Weighted average number of equity shares for Diluted EPS (Denominator)	59,76,400.00	59,76,400.00
Nominal Value of Ordinary Shares	10.00	10.00
Computation of EPS - Diluted (in Rs)	(0.98)	0.06

otes to accounts

1. Significant Accounting Policies & Notes annexed to and forming part of the financial Statements

1.1. Basis for preparation of financial statements:

a) Compliance with Indian Accounting Standards (Ind As)

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind As) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under section 133 of the Companies Act, 2013.

b) Use of estimates and judgement

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized prospectively.

1.2. Property, Plant and Equipment & Depreciation

Items of Property, Plant and Equipment are stated at cost less accumulated depreciation.

Cost of an item of property, plant and equipment comprises its purchase price, excluding import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labour, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

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

Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less cost of disposal and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units).

Depreciation on the fixed assets has been provided based on useful lives as prescribed under part C of the schedule II of the companies act, 2013.

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (up to) the date on which asset is ready for use (disposed of).

1.3 Impairment of non-financial assets

The Company's non-financial assets, other than deferred tax assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, 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 CGU (or the asset).

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of profit and loss. Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU (or group of CGUs) on a pro rata basis.

1.4 Intangible assets

Intangible assets are amortized over the estimated useful lives and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method are reviewed at least at each financial year end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortization period or method, as appropriate, and are treated as change in accounting estimates. The amortization expense on intangible assets with finite useful lives is recognized in profit or loss.

1.5 Inventory

Cost of inventories have been computed to include all costs of purchases (including materials), cost of conversion and other costs incurred, as the case may be, in bringing the inventories to their present location and condition.

Stores and consumables are valued at cost arrived at on FIFO basis or net realisable value, whichever is lower

1.6 Foreign currencies transactions and translations

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rates of exchange at the reporting date.

The gain or loss on decrease/increase in reporting currency due to fluctuations in foreign exchange rates, in case of monetary current assets and liabilities in foreign currency, are recognised in the Statement of Profit and Loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are recorded using the exchange rates at the date of the transaction.

1.7 Provisions

A provision is recognised when the Company has a present legal or constructive obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made. Provisions (other than employee benefits) are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

1.8 Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable.

Interest Income

Interest income from a financial asset is recognised using effective interest rate method. However, in respect of certain financial assets where it is not probable that the economic benefits associated with the transaction will flow to the entity and amount of revenue cannot be measured reliably, in such cases interest income is not recognised.

1.9 Dividend Income

Dividends will be recognised when the company's right to receive has been established

1.10 Employee benefits

1.10.1 Short term employee benefits

The undiscounted amount of short term employee benefits are expected to be paid in exchange for the services rendered by employees are recognised as an expense during the period when the employees render the services.

1.10.2 Defined benefit plans

a) Gratuity

In accordance with the Payment of Gratuity Act, 1972, Company provides for gratuity, a defined retirement plan (the "Gratuity Plan") covering the eligible employees. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on

the respective employee salary and the tenure of employment. Liability with regard to the Gratuity Plan are determined by actuarial valuation as of the balance sheet date, based upon which, the Company contributes the ascertained liabilities to Insurer.

b) Provident fund

Eligible employees receive benefits from a provident fund, which is a defined contribution plan. Aggregate contributions along with interest thereon is paid at retirement, death, incapacitation or termination of employment. Both the employee and the Company make monthly contributions to the Regional Provident Fund Commissioner equal to a specified percentage of the covered employee's salary.

c) Employee State Insurance Fund

Eligible employees (whose gross salary is less than ` 15,000 per month) are entitled to receive benefit under employee state insurance fund scheme. The employer makes contribution to the scheme at a predetermined rate (presently 4.75%) of employee's gross salary. The Company has no further obligations under the plan beyond its monthly contributions. These contributions are made to the fund administered and managed by the Government of India. Monthly contributions are charges to income in the year it is incurred.

1.11 Tax Expenses

The tax expense for the period comprises current and deferred tax. Tax is recognised in Statement of Profit and Loss, except to the extent that it relates to items recognised in the comprehensive income or in equity. In which case, the tax is also recognised in other comprehensive income or equity.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Current tax assets and current tax liabilities are off set only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognised on temporary differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax is also recognised in respect of carried forward tax losses and tax credits.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset is realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The carrying amount of deferred tax liabilities and assets are reviewed at the end of each reporting period.

1.12 Leases

Leases are classified as finance lease whenever the terms of the lease, transfers substantially all the risks and rewards of ownership to the lessee. Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases are charged to the Statement of Profit and Loss on a straight line basis over the period of the lease.

1.13 Borrowing costs

Borrowing costs incurred for obtaining assets which takes substantial period to get ready for their intended use are capitalized to the respective assets wherever the costs are directly attributable to such assets and in other cases by applying weighted average cost of borrowings to the expenditure on such assets. Other borrowing costs are treated as expense for the year.

Transaction costs in respect of long-term borrowings are amortized over the tenor of respective loans using effective interest method.

1.14 Earnings per equity share

(i) Basic earnings per share

Basic earnings per share are calculated by dividing:

- The profit attributable to owner of the company.
- By the weighted number of equity shares outstanding during the financial year

(ii) Diluted earnings per share

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 share outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

1.15 Financial Instruments

i. Financial assets

A. Initial recognition and measurement

All financial assets and liabilities are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition.

a) Financial assets carried at amortized cost (AC)

A financial asset is measured at amortized cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

b) Financial assets at fair value through profit or loss (FVTPL)

A Financial asset which is not classified as AC or FVOCI are measured at FVTPL e.g. investments in mutual funds. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss is recognised in profit or loss and presented net in the Statement of Profit and Loss within other gains/(losses) in the period in which it arises.

c) Financial assets at fair value through other comprehensive income (FVTOCI)

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

ii. Financial Liabilities

A. Initial recognition

All financial liabilities are recognized at fair value.

B. Subsequent measurement

Financial liabilities are carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

23. Related Party Disclosures

As per Ind As 24 the disclosure of transactions with the related parties are given below

a) Related Parties and nature of relationship:

Ariston Tek Inc (USA)	Common director
Response Informatics Inc (USA)	Common director
Ariston Tek Solutions Pvt. Ltd	Common Directors

b) Related parties transactions/ balances:

Name of the related party	Particulars	As at 31-03-2020 (Rupees)	As at 31-03-2019 (Rupees)
Artston tek Inc (USA)	Revenue (Exports)	44,46,725	Nil
Response Informatics Inc (USA)	Revenue (Exports)	81,68,607	Nil
Ariston Tek Solutions Pvt. Ltd	Unsecured borrowings	23,15,000	Nil

24. Auditors remuneration:

PARTICULARS	2019-2020 (Rupees)	2018-2019 (Rupees)
Statutory Audit Fee	80,000	1,00,000
Tax audit fee	20,000	
Total	1,00,000	1,00,000

25. Managerial remuneration:

PARTICULARS	2019-2020 (Rupees)	2018-2019 (Rupees)
Managerial Remuneration	Nil	Nil
Total		

25. The Board of Directors assesses the financial performance of the Company and make strategic decisions and has been identified as being the Chief Operating Decision Maker (CODM). Based on the internal reporting provided to the CODM, the Company has only one reportable segment i.e. 'IT Software Products ' and hence no separate disclosures are required under Ind AS 108.

26. Earnings per share (EPS):

The details of number of Equity shares used in calculating Basic and Diluted earnings per share are set out below: Particulars	Year ended 31-03-2020	Year ended 31-03-2019
Weighted average Equity shares for computing Basic EPS	59,76,400	59,76,400
Dilutive impact of Share Warrants	-	-
Weighted average Equity shares for computing Diluted EPS	59,76,400	59,76,400
Profit After Tax	-58,60,770	3,80,385
Earnings per Share	-0.98	0.06

27. The Company has not received any information from any of the supplier of their being Micro, Small and medium enterprises. Hence, the amounts due to Micro, Small and Medium enterprises outstanding as on 31-03-2020 was Rs. Nil

28. Balances in respect of trade payables, various advances, Investments and trade receivables are subject to confirmation from the respective parties.

29. Financial assets

Financial Assets Valuation	Year ended 31-03-2020	Year ended 31-03-2019
Non-Current Investments		
Investment in equity instruments of subsidiaries (cost)	-	-
Total Investment in subsidiaries (a)	-	-

Investment in equity instruments of other companies (cost) Unquoted: (b) Details to be mentioned	2,33,75,000	2,33,75,000
TOTAL (a+b)	2,33,75,000	2,33,75,000
Aggregate book value of quoted investments	-	-
Aggregate market value of quoted investments -	-	-
Other Financial Assets (Non-Current) Security Deposits (at amortised cost)	-	-
Total non-current Financial assets	2,33,75,000	2,33,75,000

29.1 Financial Risk Management

In course of its business, the company is exposed to certain financial risk such as market risk (Including currency risk and other price risks), credit risk and liquidity risk that could have significant influence on the company's business and operational/financial performance. The Board of directors reviews and approves risk management framework and policies for managing these risks and monitor suitable mitigating actions taken by the management to minimize potential adverse effects and achieve greater predictability to earnings.

29.2 Credit risk

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the company. The company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, a means of mitigating the risk of financial loss from defaults.

The company makes an allowance for doubtful debts/advances using expected credit loss model.

29.3 Liquidity risk

Liquidity risk refers to the risk that the company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as pre requirements. The Company's exposure to liquidity risk is minimal.

As per our report of even date
For BRR & Associates.,
 Chartered Accountants
 Firm Registration No.013012S

For and on behalf of the Board
RESPONSE INFORMATICS LIMITED

S. Bhuvaneshwari
 Managing Director

S. Subramaniam
 Director

B.Ravinder Rao
 PARTNER
 (M.NO.221298)
 Place: Hyderabad
 Date: 31.07.2020

K. Ravi Kumar
 Company Secretary