

# BSR & Co. LLP

Chartered Accountants

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## Independent Auditors' Report

### To the Members of CMS Info Systems Limited

#### Report on the Audit of Consolidated Financial Statements

##### Opinion

We have audited the consolidated financial statements of CMS Info Systems Limited (hereinafter referred to as the 'Holding Company') and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), which comprise the consolidated balance sheet as at 31 March 2020, and the consolidated statement of profit and loss (including other comprehensive income), consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of other auditors on separate financial statements of such subsidiaries as were audited by the other auditors, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31 March 2020, of its consolidated profit and other comprehensive income, consolidated changes in equity and consolidated cash flows for the year then ended.

##### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence obtained by us along with the consideration of audit reports of the other auditors referred to in sub paragraph (a) of the "Other Matters" paragraph below, is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statements.

##### Other Information

The Holding Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the holding Company's annual report, but does not include the financial statements and our auditors' report thereon.

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

BSR & Co (a partnership firm  
with Registration No. BA61223)  
converted into  
BSR & Co. LLP (a Limited  
Liability, Partnership with LLP  
Registration No. AAB-8181)  
with effect from October 14, 2013

Registered Office:  
5th Floor, Lodha  
Excelus Apollo  
Mills Compound  
N. M. Joshi Marg,  
Mahalaxmi Mumbai - 400  
011, India

## **Independent Auditors' Report (Continued)**

### **CMS Info Systems Limited**

#### **Other Information (Continued)**

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

#### **Management's and Board of Directors' Responsibilities for the Consolidated Financial Statements**

The Holding Company's Management and Board of Directors are responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Act that give a true and fair view of the consolidated state of affairs, consolidated profit/ loss and other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. The respective Management and Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of each company, and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Management and Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Management and Board of Directors of the companies included in the Group are responsible for assessing the ability of each company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group is responsible for overseeing the financial reporting process of each company.

#### **Auditor's Responsibilities for the Audit of the Consolidated Financial Statements**

Our objectives are to obtain reasonable assurance about whether the consolidated 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 consolidated financial statements.

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



## Independent Auditors' Report *(Continued)*

### CMS Info Systems Limited

#### Auditor's Responsibilities for the Audit of the Consolidated Financial Statements *(Continued)*

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on the internal financial controls with reference to the consolidated financial statements and the operating effectiveness of such controls based on our audit.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of Management and Board of Directors use of the going concern basis of accounting in preparation of consolidated financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of such entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in para (a) of the section titled 'Other Matters' in this audit report.

We believe that the audit evidence obtained by us along with the consideration of audit reports of the other auditors referred to in sub-paragraph (a) of the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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



## Independent Auditors' Report (Continued)

### CMS Info Systems Limited

#### Auditor's Responsibilities for the Audit of the Consolidated Financial Statements (Continued)

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

#### Other Matters

- (a) We did not audit the financial statements / financial information of five subsidiaries, whose financial statements/financial information reflect total assets of Rs. 2,220.70 million as at 31 March 2020, total revenues of Rs. 3,127.50 million and net cash outflows amounting to Rs. 48.18 million for the year ended on that date, as considered in the consolidated financial statements. These financial statements/financial information have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries is based solely on the audit reports of the other auditors.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

#### Report on Other Legal and Regulatory Requirements

- A. As required by Section 143(3) of the Act, based on our audit and on the consideration of reports of the other auditors on separate financial statements of such subsidiaries as were audited by other auditors, as noted in the 'Other Matters' paragraph, we report, to the extent applicable, that:
- We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
  - In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
  - The consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated statement of cash flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
  - In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under section 133 of the Act.
  - On the basis of the written representations received from the directors of the Holding Company as on 31 March 2020 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies incorporated in India, none of the directors of the Group companies incorporated in India is disqualified as on 31 March 2020 from being appointed as a director in terms of Section 164(2) of the Act.



## Independent Auditors' Report *(Continued)*

### CMS Info Systems Limited

#### Report on Other Legal and Regulatory Requirements *(Continued)*

- f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company and its subsidiary companies incorporated in India and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".
- B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate financial statements of the subsidiaries, as noted in the 'Other Matters' paragraph:
- i. The consolidated financial statements disclose the impact of pending litigations as at 31 March 2020 on the consolidated financial position of the Group. Refer Note 31 to the consolidated financial statements.
  - ii. The Group did not have any material foreseeable losses on long-term contracts including derivative contracts during the year ended 31 March 2020.
  - iii. There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the Holding Company or its subsidiary companies incorporated in India during the year ended 31 March 2020.
  - iv. The disclosures in the consolidated financial statements regarding holdings as well as dealings in specified bank notes during the period from 8 November 2016 to 30 December 2016 have not been made in the financial statements since they do not pertain to the financial year ended 31 March 2020.
- C. With respect to the matter to be included in the Auditor's report under section 197(16):

In our opinion and according to the information and explanations given to us and based on the reports of the statutory auditors of such subsidiary companies incorporated in India which were not audited by us, the remuneration paid during the current year by the Holding Company and its subsidiary companies to its directors is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director by the Holding Company and its subsidiary companies is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

For B S R & Co. LLP  
Chartered Accountants  
Firm's Registration No: 101248W/W-100022



**Koosai Leheri**  
Partner

Membership No: 112399  
ICAI UDIN: 20112399AAAABY8931

Mumbai  
26 August 2020

## CMS Info Systems Limited

### **Annexure (A) (f) to the Independent Auditors' report on the consolidated financial statements of CMS Info Systems Limited for the year ended 31 March 2020**

**Report on the internal financial controls with reference to the aforesaid consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013**

**(Referred to in paragraph (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

#### **Opinion**

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended 31 March 2020, we have audited the internal financial controls with reference to consolidated financial statements of CMS Info Systems Limited (hereinafter referred to as "the Holding Company") and such companies incorporated in India under the Companies Act, 2013 which are its subsidiary companies, as of that date.

In our opinion, the Holding Company and such companies incorporated in India which are its subsidiary companies, have, in all material respects, adequate internal financial controls with reference to consolidated financial statements and such internal financial controls were operating effectively as at 31 March 2020, based on the internal financial controls with reference to consolidated financial statements criteria established by such companies considering the essential components of such internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

#### **Management's Responsibility for Internal Financial Controls**

The respective Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls with reference to consolidated financial statements based on the criteria established by the respective Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the 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 (hereinafter referred to as "the Act").

#### **Auditors' Responsibility**

Our responsibility is to express an opinion on the internal financial controls with reference to consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to consolidated financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements were established and maintained and if such controls operated effectively in all material respects.



## CMS Info Systems Limited

### **Annexure (A) (f) to the Independent Auditors' report on the consolidated financial statements of CMS Info Systems Limited for the year ended 31 March 2020 (Continued)**

#### **Auditors' Responsibility (Continued)**

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to consolidated financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of the internal controls 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 consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors of the relevant subsidiary companies in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements.

#### **Meaning of Internal Financial controls with Reference to Consolidated Financial Statements**

A company's internal financial controls with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to consolidated financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

#### **Inherent Limitations of Internal Financial controls with Reference to consolidated Financial Statements**

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



## CMS Info Systems Limited

### **Annexure (A) (f) to the Independent Auditors' report on the consolidated financial statements of CMS Info Systems Limited for the year ended 31 March 2020 (Continued)**

#### **Other Matters**

Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to consolidated financial statements insofar as it relates to four subsidiary companies, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

For **B S R & Co. LLP**

*Chartered Accountants*

Firm's Registration No: 101248W/W-100022



**Koosai Leherly**

*Partner*

Membership No: 112399

ICAI UDIN: 20112399AAAAABY8931

Mumbai  
26 August 2020



# CMS Info Systems Limited

## Consolidated Balance Sheet

as at March 31, 2020

(₹ in million)

	Notes	As at March 31, 2020	As at March 31, 2019
<b>Assets</b>			
<b>Non-current assets</b>			
(a) Property, Plant and Equipment	4	1,206.13	803.52
(b) Capital work-in-progress		28.86	4.01
(c) Right-of-use assets	5(a)	838.59	-
(d) Goodwill	5	2,033.63	2,033.63
(e) Other intangible assets	5	183.36	164.23
(f) Intangible assets under development		10.47	21.48
<b>(g) Financial Assets</b>			
(i) Investments	6(a)	0.08	0.08
(ii) Other financial assets	7	226.19	259.91
(h) Deferred tax assets (net)	8	272.96	327.58
(i) Income tax assets (net)		196.54	249.26
(j) Other non-current assets	9	134.00	78.72
		<u>5,130.81</u>	<u>3,942.42</u>
<b>Current assets</b>			
(a) Inventories	10	430.44	416.38
<b>(b) Financial Assets</b>			
(i) Investments	6(b)	566.23	115.70
(ii) Trade receivables	11	3,244.57	2,502.33
(iii) Cash and cash equivalents	12	1,591.30	1,220.33
(iv) Bank Balances other than (iii) above	12	314.19	171.68
(v) Other financial assets	7	1,453.64	1,421.38
(c) Other current assets	9	496.20	213.97
		<u>8,196.57</u>	<u>6,161.77</u>
<b>Total</b>		<u><b>13,327.38</b></u>	<u><b>10,104.19</b></u>
<b>Equity and Liabilities</b>			
<b>Equity</b>			
(a) Equity Share capital	13(a)	1,480.00	1,480.00
(b) Other Equity	13(b)	7,023.91	5,998.74
<b>Total Equity attributable to Equity Share holders</b>		<u><b>8,503.91</b></u>	<u><b>7,478.74</b></u>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
<b>(a) Financial liabilities</b>			
(i) Other financial liabilities	15	633.66	-
<b>Provisions</b>			
	16	190.96	168.24
		<u>824.62</u>	<u>168.24</u>
<b>Current Liabilities</b>			
<b>(a) Financial liabilities</b>			
<b>(i) Trade payables</b>			
1. Dues of micro enterprises and small enterprises	14	100.37	11.09
2. Dues of creditors other than micro enterprises and small enterprises		1,612.34	745.88
(ii) Other financial liabilities	15	1,801.68	1,463.49
<b>(b) Provisions</b>			
	16	26.72	43.15
<b>(c) Other current liabilities</b>			
	17	457.74	193.60
		<u>3,998.85</u>	<u>2,457.21</u>
<b>Total</b>		<u><b>13,327.38</b></u>	<u><b>10,104.19</b></u>

Summary of significant accounting policies

The accompanying notes form an integral part of the financial statements.

As per our report of even date.

For HSR & Co. LLP

Chartered Accountants

Firm's Registration No: 101248W/W-100022

  
Koonil Leher

Partner

Membership No.: 112399

Mumbai

26 August 2020

For and on behalf of the Board of Directors of  
CMS Info Systems Limited

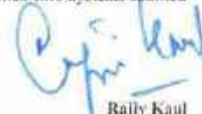
  
Ashish Agrawal

Director

DIN No.: 00163344

  
Pankaj Khandelwal

Chief Financial Officer

  
Rajiv Kaul

Whole Time Director  
and Chief Executive Officer

DIN No.: 02581313

  
Praveen Soni

Company Secretary



# CMS Info Systems Limited

## Consolidated Statement of Profit and Loss

for the year ended March 31, 2020

(₹ in million)

	Notes	For the year ended March 31, 2020	For the year ended March 31, 2019
<b>Income</b>			
Revenue from Operations	18	13,832.38	11,461.59
Other Income	19	21.28	95.25
Finance Income	20	29.28	14.38
<b>Total Income</b>		<b>13,882.94</b>	<b>11,571.22</b>
<b>Expenses</b>			
Purchase of traded goods	21	1,832.01	1,011.55
Decrease / (Increase) in inventories	22	98.58	(113.90)
Employee benefits expenses	23	2,193.53	2,134.78
Depreciation and amortization expense	4 & 5	565.87	342.18
Finance costs	24	73.15	5.48
Other expenses	25	7,169.19	6,661.97
<b>Total Expenses</b>		<b>11,932.33</b>	<b>10,042.06</b>
<b>Profit before tax</b>		<b>1,950.61</b>	<b>1,529.16</b>
<b>Tax expense</b>			
Current tax		540.83	542.60
Adjustment of tax relating to earlier years		5.21	(1.40)
Deferred tax charge		57.48	6.78
<b>Total tax expense</b>		<b>603.52</b>	<b>547.98</b>
<b>Profit for the year attributable to equity shareholders</b>		<b>1,347.09</b>	<b>981.18</b>
<b>Other comprehensive income ('OCI')</b>			
<b>Items that will not be reclassified to profit or loss</b>			
Remeasurement gains / (losses) on defined benefit plans		(14.11)	(1.18)
Income tax effect		2.86	(0.23)
<b>Other Comprehensive income for the year, net of tax</b>		<b>(11.25)</b>	<b>(1.41)</b>
<b>Total Comprehensive Income for the year</b>		<b>1,335.84</b>	<b>979.77</b>
<b>Earning per equity share (nominal value of share ₹ 10)</b>			
Basic	26	9.10	6.63
Diluted		8.87	6.46
Summary of significant accounting policies	2		

The accompanying notes form an integral part of the financial statements.

As per our report of even date.

For BSR & Co. LLP  
Chartered Accountants  
Firm's Registration No: 101248W/W-100022

  
Koosai Lebery  
Partner  
Membership No.: 112399

Mumbai  
26 August 2020

For and on behalf of the Board of Directors of  
CMS Info Systems Limited

  
Ashish Agrawal  
Director  
DIN No.: 00163344

  
Pankaj Khandelwal  
Chief Financial Officer

  
Rajiv Kaul  
Whole Time Director  
and Chief Executive Officer  
DIN No.: 02581313

  
Praveen Soni  
Company Secretary



# CMS Info Systems Limited

## Consolidated Cash flow statement

for the year ended March 31, 2020

(₹ in million)

	For the year ended March 31, 2020	For the year ended March 31, 2019
<b>Cash flow from operating activities</b>		
Profit before tax	1,950.61	1,529.16
<b>Adjustments to reconcile profit before tax to net cash flow:</b>		
Depreciation and amortisation on Property, plant and equipment and Intangible asset	357.44	342.18
Depreciation on Right-of-use assets	208.43	-
Unrealised foreign exchange (gain) / loss	1.73	(8.94)
Impairment allowance for bad and doubtful receivables and deposits	133.60	235.55
Advances written off ( refer note 43 )	88.17	-
Bad debts written off	387.48	50.32
Debit balance written off	4.69	-
(Profit) on disposal of property, plant and equipment (net)	(3.73)	(3.72)
Sundry balances written back	(0.29)	(51.17)
Impairment for doubtful claims receivables	33.76	14.01
Bad debts written back	-	(3.33)
Finance income	(20.28)	(14.38)
Profit on sale of current investments	(12.92)	(30.83)
Net change in fair value of current investments measured at FVTPL	(4.28)	(1.53)
Employee stock option compensation cost	10.48	43.26
Finance costs	73.15	5.48
<b>Operating profit before working capital changes</b>	<b>3,208.04</b>	<b>2,106.06</b>
<b>Movement in working capital :</b>		
Increase in trade payables and other liabilities	1,325.08	351.95
(Decrease) / Increase in provisions	(7.81)	24.43
Increase in inventories	(14.06)	(179.91)
(Increase) / Decrease in trade receivables	(1,363.33)	(834.18)
(Increase) / Decrease in other assets and prepayments	(513.08)	(83.70)
<b>Cash flow generated from operations</b>	<b>2,634.84</b>	<b>1,384.65</b>
Direct taxes paid (net of refunds)	(493.28)	(600.93)
<b>Net cash flow from operating activities (A)</b>	<b>2,141.56</b>	<b>783.72</b>
<b>Cash flows from investing activities</b>		
Proceeds from sale of property, plant and equipment	4.29	3.98
Purchase of property, plant and equipment, Intangible assets (including CWIP and capital advances)	(835.98)	(313.08)
Purchase consideration paid on acquisition of business	-	(391.04)
Investment in mutual funds	(3,830.00)	(2,813.82)
Proceeds from redemption of mutual funds	3,396.66	3,646.34
Investment in deposits with banks	(202.89)	(128.88)
Proceeds from maturity of deposits with banks (including interest)	273.50	58.38
<b>Net cash flow (used in) / generated from investing activities (B)</b>	<b>(1,194.42)</b>	<b>61.88</b>
<b>Cash flows from financing activities</b>		
Dividend Paid	(321.16)	(285.47)
Finance costs	(5.83)	(4.38)
Finance costs on Lease liability	(67.32)	-
Payment of Principal portion of lease liabilities	(181.86)	-
<b>Net cash flow (used in) / financing activities (C)</b>	<b>(576.17)</b>	<b>(289.85)</b>
<b>Net increase in cash and cash equivalents (A+B+C)</b>	<b>370.97</b>	<b>555.75</b>
<b>Cash and cash equivalents at the beginning of the year</b>	<b>1,220.33</b>	<b>664.58</b>
<b>Cash and cash equivalents at the end of the year (refer note below)</b>	<b>1,591.30</b>	<b>1,220.33</b>



# CMS Info Systems Limited

## Consolidated Cash flow statement (Continued)

for the year ended March 31, 2020

(₹ in million)

### Components of cash and cash equivalents:

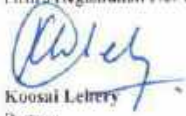
	As at March 31, 2020	As at March 31, 2019
Cash on hand	11.71	6.29
Balance with Current accounts	708.43	526.58
In deposits account with original maturity of less than three months	871.16	687.46
<b>Cash and cash equivalents at the end of the year ( Refer note 12 )</b>	<b>1,591.30</b>	<b>1,220.33</b>

As per our report of even date.

For **BSR & Co. LLP**

Chartered Accountants

Firm's Registration No. 101248W/W-100022



**Koosai Lehrery**

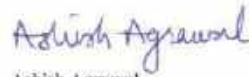
Partner

Membership No: 112399

Mumbai

26 August 2020

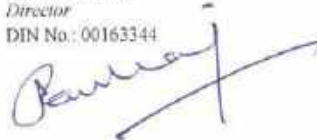
For and on behalf of the Board of Directors of  
CMS Info Systems Limited



**Ashish Agrawal**

Director

DIN No.: 00163344



**Pankaj Khandelwal**

Chief Financial Officer



**Rajiv Kaul**

Whole Time Director

and Chief Executive Officer

DIN No.: 02581313



**Praveen Soni**

Company Secretary



# CMS Info Systems Limited

## Statement of Changes in Equity for the year ended March 31, 2020

(₹ in million)

Particular	Reserve and surplus			Total equity
	Equity Share Capital	Securities premium	Share based payment reserve (refer note-40 & 41)	
As at March 31, 2018	1,490.00	42.87	333.08	1,865.95
Profit for the year	-	-	-	981.18
Other comprehensive income	-	-	-	(1.41)
<b>Total comprehensive income</b>	-	-	-	979.77
Employee stock option compensation cost	-	-	43.26	43.26
Dividend Paid (including dividend distribution tax ₹ 48.67 million)	-	-	-	285.47
As at March 31, 2019	1,490.00	42.87	376.34	1,909.21
Profit for the year	-	-	-	1,347.09
Other comprehensive income	-	-	-	(11.25)
<b>Total comprehensive income</b>	-	-	-	1,335.84
Employee stock option compensation cost	-	-	10.48	10.48
Dividend Paid (including dividend distribution tax ₹ 54.76 million)	-	-	-	321.16
As at March 31, 2020	1,490.00	42.87	386.82	1,919.69

Summary of significant accounting policies (Refer Note 2)

The accompanying notes form an integral part of the financial statements

As per our report of even date.

For BSR & Co. LLP

Chartered Accountants

Firm's Registration No.: 101248/W/-100022

*Koosai Lebery*

Koosai Lebery

Partner

Membership No.: 112399

Mumbai  
26 August 2020

For and on behalf of the Board of Directors of  
CMS Info Systems Limited

*Rajiv Kaul*

Rajiv Kaul

Whole Time Director

and Chief Executive Officer

DIN No.: 02581313

*Praveen Soni*

Praveen Soni

Company Secretary



# CMS Info Systems Limited

## Notes to consolidated financial statements

for year ended March 31, 2020

(₹ in million)

### 1. Corporate Information:

CMS Info Systems Limited (the 'Company' or the 'Holding Company' or the 'Parent') is a Company domiciled in India and incorporated under the provisions of the Companies Act, 1956. The Company became subsidiary of Sion Investment Holdings Pte. Limited (with effect from August 27, 2015), the ultimate Holding Company is Baring Private Equity Asia GP VI Limited pursuant to acquisition of 100% shares from BLACKSTONE FP CAPITAL PARTNERS (MAURITIUS) V LTD, CMS Computers Limited, Mr. Ramesh Grover and others (together known as 'erstwhile shareholders').

The Company and its subsidiaries (together known as the 'Group') is engaged in the business of providing ATM and Cash Management services, supply, installation and maintenance of ATM and cash deposit machines, and also engaged in card trading and personalization services. The registered office of the Company as at March 31, 2020 is Silver Metropolis, 11<sup>th</sup> Floor, Jay coach compound, off. Western Express Highway, Goregaon (East), Mumbai 400063. With effect from July 27, 2020 the registered office of the company is shifted to T-151, 5<sup>th</sup> Floor, Tower No.10, Sector 11, Railway station complex, CBD Belapur, Navi Mumbai 400614.

The consolidated financial statements ('CFS') were authorised for issue in accordance with a resolution of the directors on August 26, 2020.

### 2. Summary of significant accounting policies:

#### a) Basis of Preparation

The Group's CFS have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards), Rules, 2015, as amended under the provision of the Companies Act, 2013 (the 'Act') and subsequent amendments thereof. The CFS have been prepared under the historical cost basis except for certain financial assets and liabilities that have been measured at fair value (refer accounting policy regarding financial instruments).

The CFS are presented in Indian Rupees ('INR' or '₹') in million, which is also the Group's functional currency. The CFS are prepared on a going concern basis.

#### b) Current versus non-current classification

The Group presents assets and liabilities in the balance sheet based on current / non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle or expected to be realised within twelve months after the reporting period
- Held primarily for the purpose of trading
- Cash or cash equivalents unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when it is:

- Expected to be settled in normal operating cycle and is due to be settled within twelve months after the reporting period



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# CMS Info Systems Limited

## Notes to consolidated financial statements (Continued)

for year ended March 31, 2020

(₹ in million)

### 2. Summary of significant accounting policies: (Continued)

#### b) Current versus non-current classification (Continued)

- Held primarily for the purpose of trading
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Group classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities. The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Group has identified period of twelve months as its operating cycle.

#### c) Basis of consolidation and consolidation procedures:

The CFS comprise the financial statements of the Company and its subsidiaries as at March 31, 2020.

The list of entities, controlled by the group, which are included in the CFS are as under:

Sr. No	Name of entities*	Percentage of ownership interest as at	
		March 31, 2020	March 31, 2019
1	Securitrans India Private Limited ('SIPL')	100	100
2	CMS Securitas Limited ('CSL')	100	100
3	CMS Marshall Limited ('CML')	100	100
4	Quality Logistics Services Private Limited	100	100
5	CMS Securitas Employees Welfare Trust ('CMS Trust')	100	100

\* All entities are incorporated and have place of business in India

Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee);
- Exposure, or rights, to variable returns from its involvement with the investee; and
- The ability to use its power over the investee to affect its returns.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the CFS from the date the Group gains control until the date the Group ceases to control the subsidiary.



# CMS Info Systems Limited

## Notes to consolidated financial statements *(Continued)*

for year ended March 31, 2020

(₹ in million)

### 2. Summary of significant accounting policies: *(Continued)*

#### c) Basis of consolidation and consolidation procedures: *(Continued)*

All the companies in the Group follow uniform accounting policies for like transactions and other events in similar circumstances. The financial statements of all entities used for the purpose of consolidation are drawn up to the same reporting date as that of the parent company, i.e., year ended on March 31, 2020

##### Consolidation procedures:

- (i) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiaries are based on the amounts of the assets and liabilities recognized in the CFS at the acquisition date.
- (ii) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary. Business combinations policy explains how to account for any related goodwill / capital reserve.
- (iii) Eliminate in full intra group assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the Group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and Property, plant and equipment, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the CFS. Ind AS12 applies to temporary differences that arise from the elimination of profits and losses resulting from intra group transactions.

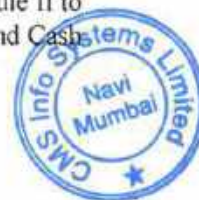
#### d) Property, plant and equipment

Property, plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Cost comprises the purchase price and any cost attributable to bringing the asset to its working condition for its intended use. While deriving cost, refundable taxes and discounts are excluded. Borrowing cost relating to acquisition of tangible assets which take substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use. Capital work in progress is stated at cost.

When significant parts of plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in the Statement of Profit or Loss as incurred.

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

The Group provides depreciation on property, plant and equipment using the straight line method at the rates computed based on the estimated useful lives of the assets as estimated by the management which are equal to the corresponding rates prescribed in Schedule II to the Act for all property, plant and equipment except for Vehicles (used for ATM and Cash Management business) and plant and machinery.



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# CMS Info Systems Limited

## Notes to consolidated financial statements (Continued)

for year ended March 31, 2020

(₹ in million)

### 2. Summary of significant accounting policies: (Continued)

#### d) Property, plant and equipment (Continued)

The Group has used the following lives to provide depreciation:

Category	Useful lives (in years)
Plant and machinery	7*
Electric installations	5*
Furniture, fixtures and fittings	7*
Vehicles (used for ATM and Cash Management business)	6*
Other vehicles	8
Office equipment	5
Computers servers and peripherals	3 to 6

\*The Group, based on technical assessment made by the management, depreciates certain items of plant and equipment and vehicles (used for ATM and Cash Management business) over the estimated useful lives which are different from the useful lives prescribed in Schedule II to the Act. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

Leasehold improvements are depreciated on a straight line basis over the shorter of the estimated useful life of the asset or the lease term, which does not exceed 7 years.

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

#### e) Intangible assets and goodwill

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

Intangible assets are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible assets may be impaired. The amortisation period and the amortisation method for intangible assets with finite useful lives are reviewed at least at the end of each reporting period and adjusted prospectively, if appropriate.

Intangible assets are amortised on straight line basis over the estimated useful life as follows:

Particulars	Useful Life
Computer Software	3-6 years
Customer Contracts (fair value of business combination)	5-6 years
Customer Contracts (Purchased)	2-3 years
Non-compete Fees	6 years (non-Compete period)



# CMS Info Systems Limited

## Notes to consolidated financial statements *(Continued)*

for year ended March 31, 2020

(₹ in million)

### 2. Summary of significant accounting policies: *(Continued)*

#### e) Intangible assets and goodwill *(Continued)*

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised. Goodwill is tested for impairment annually at the cash-generating unit level.

#### f) Impairment of non-financial assets

The Group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

The Group bases its impairment calculation on detailed budgets and forecast calculations which are prepared separately for each of the Group's CGU to which the individual assets are allocated. These budgets and forecast calculations are generally covering a period of five years. For longer periods, wherever applicable, a long term growth rate is calculated and applied to projected future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the Group extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the entity operates, or for the market in which the asset is used.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognized impairment losses no longer exist or have decreased. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

#### g) Leases

The group adopted Ind AS 116, leases (which replaces earlier standard Ind AS 17) using the modified retrospective method of adoption with the date of initial application of April 1, 2019. Under this method, the standard is applied retrospectively with the cumulative effect of initially applying the standard recognized at the date of initial application. The Group elected to use the transition practical expedient to not reassess whether a contract is or contains a lease at April 1, 2019. The group applies a single recognition and measurement approach for all leases and hence the group has not considered recognition exemptions for any of its leases. The group recognizes lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.



# CMS Info Systems Limited

## Notes to consolidated financial statements *(Continued)*

for year ended March 31, 2020

(₹ in million)

### 2. Summary of significant accounting policies: *(Continued)*

#### g) Leases *(Continued)*

The effect of adoption Ind AS 116 as at April 1, 2019 is given in notes to accounts, Refer Note 29. The lease liabilities were discounted using the incremental borrowing rate (same as group average borrowing rate) of the group as at April 1, 2019. The weighted average discount rate used for recognition of lease liabilities was 8.5%.

#### Leases previously accounted for as operating leases

The group recognized right-of-use assets and lease liabilities for all leases previously classified as operating leases. The right-of-use assets for most leases were recognized based on the carrying amount as if the standard had always been applied, apart from the use of incremental borrowing rate at the date of initial application. Lease liabilities were recognized based on the present value of the remaining lease payments, discounted using the incremental borrowing rate at the date of initial application.

#### The group also applied the available practical expedients wherein it:

- Used a single discount rate to a portfolio of leases with reasonably similar characteristics
- Relied on its assessment of whether leases are onerous immediately before the date of initial application
- Excluded the initial direct costs from the measurement of the right-of-use asset at the date of initial application
- Used hindsight in determining the lease term where the contract contained options to extend or terminate the lease

#### i) Right-of-use assets

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

#### ii) Lease Liability

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



# CMS Info Systems Limited

## Notes to consolidated financial statements *(Continued)*

for year ended March 31, 2020

(₹ in million)

### 2. Summary of significant accounting policies: *(Continued)*

#### g) Leases *(Continued)*

##### ii) Lease Liability *(Continued)*

In calculating the present value of lease payments, the group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

##### iii) Short-term leases and leases of low-value assets

The group does not apply the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option) and low-value assets recognition exemption.

#### Company as a lessor

Leases in which the group does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit or loss due to its operating nature. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognized over the lease term on the same basis as rental income. Contingent rents are recognized as revenue in the period in which they are earned.

#### h) Inventories

Inventories are valued at lower of cost and net realisable value. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost of trading goods, stores and spares is determined on a weighted average basis. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

#### i) Revenue recognition

Revenue is measured at fair value of the consideration received or receivable, after deduction of any trade discounts, volume rebates and any taxes or duties collected on behalf of the government such as goods and services tax, etc. Accumulated experience is used to estimate the provision for such discounts and rebates. Revenue is only recognised to the extent that it is highly probable a significant reversal will not occur.

The Group has concluded that it is the principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements as it has pricing latitude and is also exposed to inventory and credit risks.

The specific recognition criteria described below must also be met before revenue is recognised.



# CMS Info Systems Limited

## Notes to consolidated financial statements *(Continued)*

for year ended March 31, 2020

(₹ in million)

### 2. Summary of significant accounting policies: *(Continued)*

#### i) Revenue recognition *(Continued)*

##### Sale of goods:

Revenue from sale of goods is recognised at point in time when control of the products being sold is transferred to our customer and when there are no longer any unfulfilled obligations. The Performance Obligations in our contracts are fulfilled at the time of dispatch, delivery or upon formal customer acceptance depending on customer terms.

The group provides and commits preventive maintenance services on its certain products at the time of sale for one or two years from the date the sale. These maintenance services are sold together with the sale of product. Contracts for such sales of product and preventive maintenance services comprise two performance obligations because the promises to transfer the product and to provide the preventive maintenance services are capable of being distinct. Accordingly, a portion of the transaction price is allocated to the preventive maintenance services and recognised as a contract liability. Revenue is recognised over the period in which the preventive maintenance services are provided based on the time elapsed.

##### Sale of services:

Revenue from ATM and cash management services, card personalization services and allied operations is recognised over time when the required services are rendered in accordance with the contracts / agreements entered into with the customer and is disclosed net off deductions for shortages, etc. charged by the customers as per the terms of the agreement.

Revenue from annual maintenance contracts is recognised, over the period of the maintenance contract.

Revenue recognized, in excess of billing is classified as unbilled revenue; while billing in excess of revenue is classified as unearned revenue.

##### Sale of ATM Sites:

Revenue from sale of ATM sites is recognised based on customer acceptance received on completion of the ATM sites as per the terms of agreement entered with the customers.

#### j) Interest Income:

For all debt instruments measured either at amortised cost, interest income is recorded using the effective interest rate ('EIR'). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Group estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses. Interest income is included in finance income in the statement of profit and loss.



# CMS Info Systems Limited

## Notes to consolidated financial statements *(Continued)*

for year ended March 31, 2020

(₹ in million)

### 2. Summary of significant accounting policies: *(Continued)*

#### k) Foreign currencies

Transactions in foreign currencies are initially recorded by the respective entities of the Group at their respective functional currency spot rates, at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognised as income or expenses in the period in which they arise.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

#### l) Retirement and other employee benefits

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

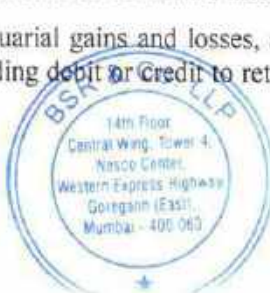
Gratuity liability is a defined benefit obligation and is provided for on the basis of an actuarial valuation done as per projected unit credit method, carried out by an independent actuary at the end of the year. The Group makes contributions to a trust administered and managed by an insurance company to fund the gratuity liability. Under this scheme, the obligation to pay gratuity remains with the Group, although insurance company administers the scheme.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Group recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss - Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements and net interest expense or income.

Remeasurement comprising of actuarial gains and losses, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to the Statement of Profit and Loss in subsequent periods.

Accumulated leave, which is expected to be utilised within the next 12 months, is treated as short term employee benefit. The Group measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Group treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year end. The Group presents the leave as a short-term provision in the balance sheet to the extent it does not have an unconditional right to defer its settlement for 12 months after the reporting date.

Remeasurement, comprising of actuarial gains and losses, are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur.



# CMS Info Systems Limited

## Notes to consolidated financial statements *(Continued)*

for year ended March 31, 2020

(₹ in million)

### 2. Summary of significant accounting policies: *(Continued)*

#### m) Income taxes

##### Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities in accordance with the Income-tax Act, 1961. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in OCI or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

##### Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amount of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes.

Deferred tax liabilities are recognised for all taxable temporary differences, except in respect of taxable temporary differences associated with investments in subsidiaries, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

A deferred tax liability is recognised based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted, or substantively enacted, by the end of the reporting period. Deferred tax assets are recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that the related tax benefit will be realised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities; and the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority.

Deferred tax relating to items not recognised in the Statement of Profit and Loss is recognised either in OCI or in equity (where the item on which deferred tax is arising is recognised). Deferred tax on differences arising in business combination is recognised in Goodwill.

#### n) Earnings per share

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders by the weighted average number of equity shares outstanding during the year.



# CMS Info Systems Limited

## Notes to consolidated financial statements *(Continued)*

for year ended March 31, 2020

(₹ in million)

### 2. Summary of significant accounting policies: *(Continued)*

#### n) Earnings per share *(Continued)*

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders (after adjusting the cost recognised in the current year in relation to employee stock options schemes) by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

#### o) Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to a provision is presented in the Statement of Profit and Loss net of any reimbursement, if any.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

#### p) Contingent liabilities

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

#### q) Cash and cash equivalents

Cash and cash equivalent in the balance sheet and cash flow statement comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of overdrafts as they are considered an integral part of the Group's cash management.

#### r) Share based payment

Employees (including senior management) of the Group receive remuneration in the form of share-based payments, whereby employees render services as consideration for equity instruments (equity-settled transactions).

The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model.





# CMS Info Systems Limited

## Notes to consolidated financial statements *(Continued)*

for year ended March 31, 2020

(₹ in million)

### 2. Summary of significant accounting policies: *(Continued)*

#### r) Share based payment *(Continued)*

That cost is recognised, together with a corresponding increase in share-based payment (SBP) reserves in equity, over the period in which the performance and / or service conditions are fulfilled in employee benefits expense. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate of the number of equity instruments that will ultimately vest. The Statement of Profit and Loss expense or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense.

No expense is recognised for awards that do not ultimately vest because non-market performance and / or service conditions have not been met. When an award is cancelled by the Group or by the counterparty, any remaining element of the fair value of the award is expensed immediately through the Statement of Profit and Loss.

#### s) Fair value measurement

The Group measures financial instruments, such as, investment in mutual funds unit at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.



②

# CMS Info Systems Limited

## Notes to consolidated financial statements *(Continued)*

for year ended March 31, 2020

(₹ in million)

### 2. Summary of significant accounting policies: *(Continued)*

#### s) Fair value measurement *(Continued)*

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1: Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

External valuers are involved for valuation of significant assets, such as such as impairment testing of goodwill, non-current assets and fair value of employee stock options schemes. Involvement of external valuers is decided upon annually by the management. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

#### t) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

##### Financial assets

Financial assets are recognised when the Group becomes a party to the contractual provisions of the instrument.

##### Initial recognition and measurement

On initial recognition, a financial asset is recognised at fair value. In case of Financial assets which are recognised at fair value through profit and loss (FVTPL), its transaction cost is recognised in the statement of profit and loss. In other cases, the transaction cost is attributed to the acquisition value of the financial asset.

Financial assets are subsequent classified and measured at:

- Amortised cost
- Fair value through profit and loss (FVTPL)
- Fair value through other comprehensive income (FVOCI)

Financial assets are not reclassified subsequent to their recognition, except during the period the group changes its business model for managing financial assets



# CMS Info Systems Limited

## Notes to consolidated financial statements *(Continued)*

for year ended March 31, 2020

(₹ in million)

### 2. Summary of significant accounting policies: *(Continued)*

#### t) Financial instruments *(Continued)*

##### Debt instruments at amortised cost

A debt instrument' is measured at the amortised cost if both the following conditions are met:

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss. This category generally applies to trade and other receivables.

##### Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

In addition, the Group may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch').

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

##### Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Group of similar financial assets) is primarily derecognised (i.e. removed from the balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either
  - (a) the Group has transferred substantially all the risks and rewards of the asset, or
  - (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.



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# CMS Info Systems Limited

## Notes to consolidated financial statements *(Continued)*

for year ended March 31, 2020

(₹ in million)

### 2. Summary of significant accounting policies: *(Continued)*

#### t) Financial instruments *(Continued)*

##### **Derecognition *(Continued)***

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

##### **Financial liabilities**

###### **Initial recognition and measurement**

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts.

###### **Subsequent measurement**

The measurement of financial liabilities depends on their classification, as described below:

###### **Financial liabilities at fair value through profit or loss**

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ loss are not subsequently transferred to Profit and Loss. However, the Group may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. The Group has not designated any financial liability as at fair value through profit and loss.



# CMS Info Systems Limited

## Notes to consolidated financial statements *(Continued)*

for year ended March 31, 2020

(₹ in million)

### 2. Summary of significant accounting policies: *(Continued)*

#### t) Financial instruments *(Continued)*

##### Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

##### Financial guarantee contracts

Financial guarantee contracts issued by the Group are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

##### Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

##### Offsetting of financial instruments

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

##### Impairment of financial assets

In accordance with Ind AS 109, the Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the financial assets which are not fair valued through profit or loss and equity instruments recognised in OCI. Loss allowance for trade receivables and insurance claim is measured at an amount equal to lifetime ECL at each reporting date, right from its initial recognition. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.



Q

# CMS Info Systems Limited

## Notes to consolidated financial statements *(Continued)*

for year ended March 31, 2020

(₹ in million)

### 2. Summary of significant accounting policies: *(Continued)*

#### t) Financial instruments *(Continued)*

##### Impairment of financial assets

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss. This amount is reflected under the head 'other expenses' in the statement of profit and loss.

As a practical expedient, the Group uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward looking estimates are analysed.

#### u) Business combinations and goodwill

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred.

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their acquisition date fair values. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred, over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in OCI and accumulated in equity as capital reserve. However, if there is no clear evidence of bargain purchase, the entity recognises the gain directly in equity as capital reserve, without routing the same through OCI.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.



# CMS Info Systems Limited

## Notes to consolidated financial statements *(Continued)*

for year ended March 31, 2020

(₹ in million)

### 2. Summary of significant accounting policies: *(Continued)*

#### u) Business combinations and goodwill *(Continued)*

A cash generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised in profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

Where goodwill has been allocated to a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash-generating unit retained. Goodwill is tested for impairment annually as at March 31 and when circumstances indicate that the carrying value may be impaired.

#### v) Rounding of amount:

Amount disclosed in the financial statements and notes have been rounded off to the nearest million as per the requirement of schedule III, unless otherwise stated

#### w) Cash dividend distribution to equity holders of the parent

The Company recognizes a liability to make cash distributions to equity holders of the parent when the distribution is authorized and the distribution is no longer at the discretion of the Company. As per the corporate laws in India, a distribution is authorized when it is approved by the shareholders. A corresponding amount is recognized directly in equity.

### 3. Significant accounting judgments, estimates and assumptions:

The preparation of the Group's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

#### Significant judgement:

##### Leases

The application of Ind AS 116 requires group to make judgements and estimates that affect the measurement of right-of-use assets and liabilities. The Group determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to terminate the lease if the group is reasonably certain not to exercise that option. In assessing whether the group is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the group to exercise the option to extend the lease, or not to exercise the option to terminate the lease.

B



# CMS Info Systems Limited

## Notes to consolidated financial statements *(Continued)*

for year ended March 31, 2020

(₹ in million)

### 3. Significant accounting judgments, estimates and assumptions: *(Continued)*

#### Significant judgement:

##### Leases *(Continued)*

The group cannot readily determine the interest rate implicit in the lease, therefore, it uses its incremental borrowing rate (IBR) to measure lease liabilities. The Group has adopted average borrowing rate as its incremental borrowing rate (IBR).

##### Estimates

##### Defined benefit plans

The cost of the defined benefit plans and the present value of the defined obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation. Future salary increases are based on expected future inflation rates. The mortality rate is based on publicly available mortality tables for the country. Those mortality tables tend to change only at interval in response to demographic changes. Refer note 28 for sensitivity analysis in relation to this estimate.

##### Property, plant and equipment

Property, plant and equipment represent a significant proportion of the asset base of the Group. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of Group assets are determined by management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets.

##### Impairment of Goodwill

Goodwill is tested for impairment at-least on an annual basis and when events that occur / changes in circumstances - indicate that the recoverable amount of the CGU is less than its carrying value.

The impairment indicators, the estimation of expected future cash flows and the determination of the fair value of CGU (including Goodwill) require the Management to make significant judgements, estimates and assumptions concerning the identification and validation of impairment indicators, fair value of assets, Revenue growth rates and operating margins used to calculate projected future cash flows, relevant risk-adjusted discount rate, future economic and market conditions, etc. For the details as to carrying amount of Goodwill and impairment testing (including related sensitivity analysis), refer note 33.





# CMS Info Systems Limited

## Notes to consolidated financial statements *(Continued)*

for year ended March 31, 2020

(₹ in million)

### 3. Significant accounting judgments, estimates and assumptions: *(Continued)*

#### Significant judgement: *(Continued)*

##### Share-based payments

The Group initially measures the cost of equity-settled transactions with employees using Black Scholes model to determine the fair value of the liability incurred. Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them. The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in note 40.

##### Claims receivable

It represents the claims made the Group from Insurance companies and others on account of cash loss due to theft or loot etc. at the time of replenishment of cash in ATM's and cash deposits and pick-ups.

The Group has recognised the claims in books, when the amount thereof can be measured reliably and ultimate collection is reasonably certain. The claims receivable balances are reviewed annually by the management and necessary doubtful provision percentage is calculated on the basis of group's historical experiences and recoverability of amount from Insurance companies and others.

##### Provision for doubtful receivables

The Group has large number of individual customers. Management assesses the level of allowance for doubtful debts after taking into account ageing analysis and any other factor specific to individual counterparty and a collective estimate based on historical experience adjusted for certain current factors.

##### Other Provisions

The recognition and measurement of other provisions are based on the assessment of the probability of an outflow of resources, and on past experience and circumstances known at the balance sheet date. The actual outflow of resources at a future date may therefore, vary from the amount included in other provisions.



# CMS Info Systems Limited

## Notes to Consolidated financial statements (Continued) as at March 31, 2020

(₹ in million)

### 4 Property, Plant and Equipment

Particulars	Plant and machinery	Electrical installations	Furniture, fixtures and fittings	Vehicles	Office equipment	Leasehold Improvements	Computers, Servers and peripherals	Total
<b>Gross block value as at March 31, 2018</b>	<b>385.06</b>	<b>60.37</b>	<b>203.96</b>	<b>1,627.12</b>	<b>92.87</b>	<b>83.52</b>	<b>306.10</b>	<b>2,759.00</b>
Additions during the year	167.57	5.76	30.04	37.86	4.12	12.14	20.26	297.75
Acquisitions through business combinations. (Refer note 34)	8.75	0.22	1.69	15.36	0.11	1.64	0.01	27.78
Deletions during the year	28.49	13.40	36.31	16.50	13.09	-	-	107.79
<b>Gross block value as at March 31, 2019</b>	<b>532.89</b>	<b>52.95</b>	<b>199.38</b>	<b>1,663.84</b>	<b>84.01</b>	<b>117.50</b>	<b>326.37</b>	<b>3,976.74</b>
Additions during the year	152.49	6.23	64.67	415.47	5.80	16.36	43.24	704.26
Deletions during the year	12.28	5.03	11.34	33.29	3.90	-	5.76	71.60
<b>Gross block value as at March 31, 2020</b>	<b>673.10</b>	<b>54.15</b>	<b>252.71</b>	<b>2,046.02</b>	<b>85.91</b>	<b>133.66</b>	<b>363.85</b>	<b>3,609.40</b>
<b>Accumulated depreciation as at March 31, 2018</b>	<b>170.61</b>	<b>52.63</b>	<b>134.77</b>	<b>1,249.37</b>	<b>70.74</b>	<b>44.95</b>	<b>272.89</b>	<b>1,995.96</b>
Depreciation for the year	59.98	3.56	17.86	170.48	6.15	8.59	18.16	284.78
Accumulated depreciation on disposals	28.49	13.40	36.31	16.23	13.09	-	-	107.52
<b>Accumulated depreciation as at March 31, 2019</b>	<b>292.10</b>	<b>42.79</b>	<b>116.32</b>	<b>1,403.62</b>	<b>63.80</b>	<b>53.54</b>	<b>291.05</b>	<b>3,173.22</b>
Depreciation for the year	83.08	3.97	24.06	144.03	9.27	11.36	24.41	301.08
Accumulated depreciation on disposals	12.21	5.03	11.28	32.88	3.88	-	5.75	71.03
<b>Accumulated depreciation as at March 31, 2020</b>	<b>273.87</b>	<b>41.73</b>	<b>129.10</b>	<b>1,514.77</b>	<b>69.19</b>	<b>64.90</b>	<b>309.71</b>	<b>2,403.27</b>
<b>Net block as at March 31, 2020</b>	<b>399.23</b>	<b>12.42</b>	<b>123.61</b>	<b>531.25</b>	<b>16.72</b>	<b>68.76</b>	<b>54.14</b>	<b>1,206.13</b>
<b>Net block as at March 31, 2019</b>	<b>330.79</b>	<b>10.16</b>	<b>83.06</b>	<b>260.22</b>	<b>20.21</b>	<b>63.76</b>	<b>35.32</b>	<b>803.52</b>



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# CMS Info Systems Limited

## Notes to Consolidated financial statements (Continued) as at March 31, 2020

(₹ in million)

### 5 Intangible assets

Particulars	Computer software	Non compete fees	Customer Contract	Total	Goodwill
Gross block value as at March 31, 2018	72.29	150.10	23.15	245.54	1,847.68
Additions during the year	10.03	-	-	10.03	-
Acquisitions through business combinations, (Refer note 34)	-	18.00	159.31	177.31	185.95
Deletion during the year	-	-	-	-	-
Gross block value as at March 31, 2019	82.32	168.10	182.46	432.88	2,033.63
Additions during the year	36.37	-	39.12	75.49	-
Deletion during the year	-	-	-	-	-
Gross block value as at March 31, 2020	118.69	168.10	221.58	508.37	2,033.63
Accumulated amortisation as at March 31, 2018	56.09	145.70	9.45	211.24	-
Amortisation for the year	10.90	7.16	39.35	57.41	-
Deletion during the year	-	-	-	-	-
Accumulated amortisation as at March 31, 2019	66.99	152.86	48.80	268.65	-
Amortisation for the year	19.79	3.34	33.23	56.36	-
Deletion during the year	-	-	-	-	-
Accumulated amortisation as at March 31, 2020	86.78	156.20	82.03	325.01	-
Net block as at March 31, 2020	31.91	11.90	139.55	183.36	2,033.63
Net block as at March 31, 2019	15.53	15.24	133.66	164.23	2,033.63

### 5(a) Right-of-use assets

Particulars	Lease property	Total
Gross block value as at April 01, 2019	761.69	761.69
Additions during the year	285.33	285.33
Deletion during the year	-	-
Gross block value as at March 31, 2020	1,047.02	1,047.02
Accumulated depreciation as at April 01, 2019	-	-
Depreciation charge for the year	208.43	208.43
Deletion during the year	-	-
Accumulated depreciation as at March 31, 2020	268.43	268.43
Net block as at March 31, 2020	838.59	838.59
Net block as at March 31, 2019	-	-



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# CMS Info Systems Limited

## Consolidated Notes to financial statements (Continued)

as at March 31, 2020

(₹ in million)

	As at March 31, 2020	As at March 31, 2019
<b>6 Investments</b>		
<b>(a) Non-current investments</b>		
<b>Investments in equity shares of other companies (unquoted, fully paid up, at fair value through profit and loss)</b>		
7,500 (March 31, 2019 : 7,500) Equity shares of ₹ 10 each, fully paid up, in Belapur Railway Station Complex Limited	0.08	0.08
	<u>0.08</u>	<u>0.08</u>
<b>(b) Current investments in units of unquoted mutual fund (at fair value through profit and loss)</b>		
99,728 Units (March 31, 2019 - 99,728 Units ) of face value of ₹ 10 each in ICICI Prudential Short term Plan- Growth	4.42	4.02
250,520 (March 31, 2019 - 250,520 Units ) of face value of ₹ 10 each in HDFC Corporate Debt Opportunities Fund Growth	4.37	3.99
166,260 Units (March 31, 2019 - 166,260 Units ) of face value of ₹ 10 each each in Aditya Birla Sun Life Medium term Plan-Growth	4.07	3.95
1,022,211 Units (March 31, 2019: Nil Units) in ICICI Prudential Liquid Plan- Growth	300.31	-
934,082 Units (March 31, 2019: 412,166 Units) ABSL Money Manager Fund - Growth	253.06	103.74
	<u>566.23</u>	<u>115.70</u>

## 7 Other Financial Assets

	Non - Current		Current	
	As at March 31, 2020	As at March 31, 2019	As at March 31, 2020	As at March 31, 2019
<b>Unsecured, considered good</b>				
Claims receivable	98.50	122.24	-	-
Accrued Interest	-	-	5.31	4.95
Unbilled revenue	-	-	1,425.90	1,403.62
Balance in fixed deposit accounts with original maturity more than 12 months	16.23	28.11	-	-
Margin money deposits [refer note: below]	19.76	16.71	-	-
Advances to employees	-	-	22.43	12.81
Sundry deposits	91.70	92.85	-	-
	<u>226.19</u>	<u>259.91</u>	<u>1,453.64</u>	<u>1,421.38</u>
<b>Unsecured, considered doubtful</b>				
Sundry deposits	2.33	2.33	-	-
Claims receivable	107.23	88.07	-	-
	<u>109.56</u>	<u>90.40</u>	<u>-</u>	<u>-</u>
Less: Impairment allowance for doubtful assets	(109.56)	(90.40)	-	-
	<u>226.19</u>	<u>259.91</u>	<u>1,453.64</u>	<u>1,421.38</u>

### Notes:

Margin money deposits given as security

Margin money deposits with carrying amount of ₹ 11.81 million (March 31, 2019 : ₹ 8.76 million) are subject to first charge to secure the Bank guarantees / fixed deposits given by banks on behalf of the Company for pending court cases and deposits of ₹ 7.95 million (March 31, 2019 - ₹ 7.95 million) are subject to first charge to secure the facilities for Vaulting and ATM operations.



# CMS Info Systems Limited

## Consolidated Notes to financial statements (Continued)

as at March 31, 2020

(₹ in million)

	As at March 31, 2020	As at March 31, 2019
<b>8 Deferred Tax Assets (NET)</b>		
<b>Deferred tax assets</b>		
Impairment allowance for bad and doubtful receivables	120.84	138.37
Impairment allowance for doubtful advances, claims receivable and deposits	27.57	31.18
Provision for employee benefits and bonus payable	101.46	112.86
Difference between depreciation and amortisation as per books of accounts and tax	14.16	35.56
Lease arrangements (net)	6.70	-
Others	2.23	9.61
<b>Deferred tax assets (net)</b>	<u>272.96</u>	<u>327.58</u>
<b>Deferred tax reconciliation</b>		
<b>Opening balance</b>	327.58	447.36
Tax during the year recognised in Statement of Profit and Loss	(57.48)	(6.78)
Impact on Employee stock option compensation cost adjusted with tax provision	-	(112.77)
Tax during the year recognised in other comprehensive income	2.86	(0.23)
<b>Closing balance</b>	<u>272.96</u>	<u>327.58</u>
<b>Tax reconciliation</b>		
<b>Profit before tax</b>	1,950.61	1,529.16
At statutory income tax rate of 25.168% (March 31, 2019: 34.944%)	490.93	534.35
Difference in tax rates between subsidiaries and Holding Company	-	(7.40)
Effect of change in tax rate	69.82	-
Effect of non-deductible items under tax laws	42.77	22.43
Adjustment of tax relating to earlier years	-	(1.40)
<b>At the effective income tax rate of 25.168% (March 31, 2019: 35.835%)</b>	<u>603.52</u>	<u>547.98</u>
Income tax expense reported in the Statement of Profit and Loss	603.52	547.98

## 9 Other Assets

	Non-Current		Current	
	As at March 31, 2020	As at March 31, 2019	As at March 31, 2020	As at March 31, 2019
<b>Unsecured, considered good</b>				
Advances recoverable in kind or for value to be received (refer note 27 & 43)	20.30	20.30	169.25	171.05
Capital advances	55.55	13.64	-	-
Receivable from Government Authorities	44.78	44.78	114.37	67.37
Prepaid expenses	13.37	-	212.58	75.55
	<u>134.00</u>	<u>78.72</u>	<u>496.20</u>	<u>313.97</u>
<b>Unsecured, considered doubtful</b>				
Advances recoverable in kind or for value to be received	-	1.98	-	-
Receivable from Government Authorities	-	-	-	4.43
	<u>-</u>	<u>(1.98)</u>	<u>-</u>	<u>(4.43)</u>
<b>Less: Impairment allowance for doubtful advances</b>	<u>-</u>	<u>(1.98)</u>	<u>-</u>	<u>(4.43)</u>
	<u>134.00</u>	<u>78.72</u>	<u>496.20</u>	<u>313.97</u>



# CMS Info Systems Limited

## Consolidated Notes to financial statements (Continued)

as at March 31, 2020

(₹ in million)

	As at March 31, 2020	As at March 31, 2019
<b>10 Inventories</b>		
<b>Valued at lower of cost and net realisable value</b>		
Trading goods (refer note below)	183.42	282.00
Stores and spares	247.02	134.38
	<u>430.44</u>	<u>416.38</u>

**Note:**

(i) Trading stock includes stock at ATM sites which are not installed as at March 31, 2020 amounting to ₹ 63.94 million (March 31, 2019 - ₹ 87.56 million)

(ii) Trading stock includes goods-in-transit of ₹ NIL (March 31, 2019 - ₹ 35.47 million)

(iii) Trading stock includes goods lying with customer at year end amounting to ₹ NIL (March 31, 2019 - ₹ 77.30 million)

## 11 Trade Receivables

Secured and considered good	-	-
Unsecured and considered good	3,344.57	2,502.33
Credit impaired	480.24	419.48
	<u>3,824.81</u>	<u>2,921.81</u>
Less - Loss allowance	(480.24)	(419.48)
	<u>3,344.57</u>	<u>2,502.33</u>

## 12 Cash and Bank Balances

### Cash and cash equivalents

#### Balances with banks

On current accounts	708.43	526.58
In deposits account with original maturity of less than three months	871.16	687.46
Cash on hand	11.71	6.29
	<u>1,591.30</u>	<u>1,220.33</u>

#### Bank balances other than above

Funds held relating to cash management activity [refer note (i) below]	220.58	32.77
In deposits account with original maturity for more than 12 months	2.20	-
In deposits account with original maturity for less than 12 months	14.88	54.50
Margin money deposits [refer note (ii) below]	76.53	84.41
	<u>314.19</u>	<u>171.68</u>

**Note:**

(i) Funds held relating to cash management activity represents the net funds invested by the Company in one of the services of Cash management business. These include Bank balances and Cash in Vaults as reduced by the amounts payable to customers.

(ii) Margin money deposits with carrying amount of ₹ 49.91 million (March 31, 2019 ₹ 50.75 million) are subject to first charge to secure the Bank guarantees / fixed deposits given by banks on behalf of the Company for pending court cases and deposits of ₹ 26.62 million (March 31, 2019 - ₹ 33.66 million) are subject to first charge to secure the facilities for Vaulting and ATM operations.



# CMS Info Systems Limited

## Consolidated Notes to financial statements (Continued)

as at March 31, 2020

(₹ in million)

### 13(a) Share Capital

	As at March 31, 2020	As at March 31, 2019
<b>Authorised share capital</b>		
173,000,000 (March 31, 2019 - 173,000,000) equity shares of ₹ 10 each	1,730.00	1,730.00
1,500,000 (March 31, 2019 - 1,500,000) 0.01% Optionally convertible cumulative redeemable preference shares of ₹ 100 each	150.00	150.00
	<u>1,880.00</u>	<u>1,880.00</u>
<b>Issued, subscribed and fully paid up shares:</b>		
148,000,000 (March 31, 2019 - 148,000,000) equity shares of ₹ 10 each	1,480.00	1,480.00

#### (i) Terms and rights attached to equity shares

The Company has only one class of equity shares having par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividend in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend which is approved by the Board of Directors.

In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive the remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

#### (ii) Details of shares held by the holding Company and other shareholders in the Company including details of shareholders holding more than 5% shares in the Company

Name of the Shareholder	As at March 31, 2020		As at March 31, 2019	
	No of Shares	% Shareholding	No of Shares	% Shareholding
<b>Equity shares of ₹ 10 each fully paid up</b>				
Sion Investment Holdings Pte. Limited (Holding company)	148,000,000	100.00%	148,000,000	100.00%
<b>Total</b>	<u>148,000,000</u>	<u>100.00%</u>	<u>148,000,000</u>	<u>100.00%</u>

#### Notes:

(i) As per records of the Company, including its register of share holders / members and other declarations received from shareholders regarding beneficial interest, the above share holding represents both legal and beneficial ownership of shares.

#### (ii) Shares reserved for issue under options

For details of options allotted under employee stock option schemes, refer note 40

(iii) During the year 2019-20, the Board has paid ₹ 266.40 million interim dividends. The first dividend was declared on May 8, 2019 at the rate of ₹ 0.92 per equity share (9.2% of the face value of ₹ 10 each) and the second dividend was declared on November 20, 2019 at the rate of ₹ 0.88 per equity share (8.8% of the face value of ₹ 10 each). The dividend distribution tax on the said dividends is ₹ 54.76 million.



# CMS Info Systems Limited

## Consolidated Notes to financial statements (Continued)

as at March 31, 2020

(₹ in million)

### 13(b) Other equity

	As at March 31, 2020	As at March 31, 2019
<b>A) Summary of Other Equity balance</b>		
<b>Securities premium</b>		
Opening balance	42.87	42.87
Add: Securities premium on shares issued during the year	-	-
Closing balance	<u>42.87</u>	<u>42.87</u>
<b>Share based payment reserve (refer note 40 &amp; 41)</b>		
Opening balance	376.34	333.08
Add: Employee stock option compensation cost during the year	10.48	43.26
Closing balance	<u>386.82</u>	<u>376.34</u>
<b>Capital redemption reserve</b>		
Opening balance	150.50	150.50
Add: Transfer during the year	-	-
Closing balance	<u>150.50</u>	<u>150.50</u>
<b>Retained earnings</b>		
Opening balance	5,429.04	4,734.74
Add: Net profit after tax transferred from Statement of Profit and Loss	1,347.09	981.18
Less: Dividend Paid (Including dividend distribution tax)	(321.16)	(285.47)
Less: Other comprehensive income	(11.25)	(1.41)
Closing balance	<u>6,443.72</u>	<u>5,429.04</u>
<b>Total</b>	<u><u>7,023.91</u></u>	<u><u>5,998.74</u></u>

### B) Nature and purpose of reserves

- (i) **Securities Premium** : The amount received in excess of face value of the equity shares is recognised in Securities Premium. In case of equity-settled share based payment transactions, the difference between fair value on grant date and nominal value of share is accounted as securities premium, on exercise of the option.
- (ii) **Share based payment reserves** : The fair value of the equity-settled share based payment transactions is recognised in Statement of Profit and Loss with corresponding credit to Share based payment reserves.
- (iii) **Capital Redemption Reserve**: The Company has recognised Capital Redemption Reserve on buyback of equity shares from its retained earnings. The amount in Capital Redemption Reserve is equal to nominal amount of the equity shares bought back.
- (iv) **Retained Earnings**: Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders.





# CMS Info Systems Limited

## Consolidated Notes to financial statements (Continued) as at March 31, 2020

(₹ in million)

### 14 Trade Payables

	Current	
	As at March 31, 2020	As at March 31, 2019
Debt of micro enterprises and small enterprises (refer note 32)	100.37	11.09
Debt of creditors other than micro enterprises and small enterprises	1,612.34	745.88
	<u>1,712.71</u>	<u>756.97</u>

### 15 Other Financial liabilities

	Non-current		Current	
	As at March 31, 2020	As at March 31, 2019	As at March 31, 2020	As at March 31, 2019
Capital creditors	-	-	76.83	77.27
Lease liabilities	633.66	-	231.50	-
Claims payable	-	-	9.86	9.86
Payable to employees	-	-	526.69	506.41
Accrued expenses	-	-	956.80	869.95
	<u>633.66</u>	<u>-</u>	<u>1,801.68</u>	<u>1,463.49</u>

### 16 Provisions

	Non-Current		Current	
	As at March 31, 2020	As at March 31, 2019	As at March 31, 2020	As at March 31, 2019
<b>Provision for employee benefits</b>				
For gratuity (refer note 28)	142.89	126.46	16.10	13.94
For compensated absences	48.07	40.78	10.62	10.65
<b>Other provisions</b>				
Provision for warranty (refer note 38)	-	1.00	-	18.56
	<u>190.96</u>	<u>168.24</u>	<u>26.72</u>	<u>43.15</u>

### 17 Other Current Liabilities

	Current	
	As at March 31, 2020	As at March 31, 2019
Statutory liabilities	248.53	193.54
Unearned revenue	209.21	0.06
	<u>457.74</u>	<u>193.60</u>



# CMS Info Systems Limited

## Consolidated Notes to financial statements (Continued)

for year ended March 31, 2020

(₹ in million)

	For the year ended March 31, 2020	For the year ended March 31, 2019
<b>18 Revenue from operations (refer note 44)</b>		
Sale of ATM and ATM Sites	1,412.06	679.86
Sale of products	1,198.50	436.99
Sale of services (refer note 29)	11,221.82	10,344.74
<b>Revenue from operations</b>	<b>13,832.38</b>	<b>11,461.59</b>
<b>Details of products sold</b>		
ATM Spares and related Products	1,110.31	316.76
Cards	76.81	118.62
Others	11.38	1.61
	<b>1,198.50</b>	<b>436.99</b>
<b>Details of services rendered</b>		
ATM and Cash management services	9,776.45	8,921.70
AMC services	1,088.41	957.69
Card Personalisation	356.96	465.35
	<b>11,221.82</b>	<b>10,344.74</b>
<b>19 Other Income</b>		
Sundry credit balances written back	0.29	51.17
Profit on sale of property, plant and equipment (net)	3.73	3.72
Bad debts written back	-	3.33
Foreign exchange gain (net)	-	3.47
Profit on sale of current investments	12.92	30.83
Net change in fair value of current investments measured at FVTPL	4.28	1.53
Miscellaneous income	0.06	1.20
	<b>21.28</b>	<b>95.25</b>
<b>20 Finance Income</b>		
Interest income on:		
Bank deposits	16.82	10.51
Security deposits measured at amortised cost	3.46	2.81
Custom refund	-	1.06
Income Tax refund	9.00	-
	<b>29.28</b>	<b>14.38</b>
<b>21 Purchase of traded goods</b>		
Purchase of traded goods	1,832.01	1,011.55
<b>Details of purchases</b>		
ATM and ATM Sites	916.72	695.35
ATM Spares and related Products	859.41	211.86
Cards	55.88	104.34
	<b>1,832.01</b>	<b>1,011.55</b>



# CMS Info Systems Limited

## Consolidated Notes to financial statements (Continued)

for year ended March 31, 2020

(₹ in million)

	For the year ended March 31, 2020	For the year ended March 31, 2019
<b>22 Decrease / (Increase) in Inventories</b>		
Inventories at the end of the year		
Traded goods	183.42	282.00
Inventories at the beginning of the year		
Traded goods	282.00	168.10
	<u>98.58</u>	<u>(113.90)</u>
<b>23 Employee Benefit Expense</b>		
Salaries, wages and bonus	1,943.44	1,854.28
Contribution to provident and other funds (refer note 28)	158.06	151.62
Gratuity expense (refer note 28)	33.51	31.93
Share based payments to employees (refer note 40 and 41)	10.48	43.26
Staff welfare expenses	48.04	53.69
	<u>2,193.53</u>	<u>2,134.78</u>
<b>24 Finance Costs</b>		
Interest on bank overdraft	5.53	4.37
Interest others	0.30	-
Interest on lease liability	67.32	-
Unwinding of discount on warranty (refer note 38)	-	1.11
	<u>73.15</u>	<u>5.48</u>
<b>25 Other Expenses</b>		
Service and security charges	3,036.58	2,868.83
Conveyance and traveling expenses	792.17	792.53
Vehicle maintenance, hire and fuel cost	1,303.13	1,271.38
Consumption of stores and spares	234.34	258.16
Annual maintenance charges	162.18	134.26
Lease rentals	12.42	228.88
Legal, professional and consultancy fees	172.13	124.99
Freight and forwarding charges	135.99	111.15
Power and electricity charges	80.47	73.91
Insurance	137.04	129.22
Communication costs	35.98	45.25
Advances written off ( refer note 43)	88.17	-
Trade receivables written off	460.31	275.16
Less : Out of the provision of earlier years	(72.83)	(224.84)
Impairment allowance for bad and doubtful receivables and deposits	133.60	235.55
Cash disposal charges	196.64	37.73
Insurance Claims receivables written off	14.60	-
Less : Out of the provision of earlier years	(14.60)	-
Impairment allowance for doubtful insurance claims	33.76	14.01
Advances and other Debit balance written off	6.67	-
Less : Out of the provision of earlier years	(1.98)	-
Cash lost in transit	23.97	47.76
Repairs and maintenance- Building	3.55	4.69
- Plant and Machinery	0.30	1.07
- Others	23.84	14.73
Payment to auditors		
As auditors:		
Audit fees	6.57	6.57
Reimbursement of expenses	0.28	-
Foreign exchange loss (net)	6.64	-
Expenditure on corporate social responsibility (Refer Note 35)	25.06	42.45
Miscellaneous expenses	132.21	168.53
	<u>7,169.19</u>	<u>6,661.97</u>



# CMS Info Systems Limited

## Notes to consolidated financial statements (Continued)

As at and for year ended March 31, 2020

(₹ in million)

### 26. Earnings Per Share (EPS)

The following reflects the profit and equity shares data used in the basic and diluted EPS computations:

Particulars	March 31, 2020	March 31, 2019
Profit for the year attributable to equity shareholders	1347.09	981.18
Weighted average number of equity shares for Basic EPS	148,000,000	148,000,000
Weighted average number of equity shares on account of Employees' stock option scheme for dilutive impact	39,07,106	39,49,371
Weighted average number of equity shares for diluted EPS	151,907,106	151,949,371
Earnings Per Share		
Basic (in ₹)	9.10	6.63
Diluted (in ₹)	8.87	6.46

### 27. Non-current advances

Non-current advances pertaining to one subsidiary includes ₹ 20.30 million (March 31, 2019 – ₹ 20.30 million) relating to the recoveries made by the Legal authorities in form of cash as well as property in various cases which are presently pending at different stages of completion. These amounts are recovered from the accused who have allegedly committed thefts / robberies and will be handed over to the Group subject to completion of the criminal proceedings. Based on the Group's previous experience, documentation in respective cases, the Group believes that these amounts are fully recoverable.

### 28. Employee benefits

#### Defined contribution plan

During the year ended March 31, 2020 and March 31, 2019 the Group contributed the following amounts to defined contribution plans:

Particulars	March 31, 2020	March 31, 2019
Provident fund and Employees family pension scheme	123.28	99.76
Employees' State Insurance Corporation	34.78	51.86
<b>Total</b>	<b>158.06</b>	<b>151.62</b>

#### Defined benefit plan

As per The Payment of Gratuity Act, 1972, the Group has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets gratuity on departure at 15 days' salary (last drawn salary) for each completed year of service. The Group (other than Securitrans India Private Limited, where the scheme is managed on an unfunded basis) has purchased an insurance policy to provide for payment of gratuity to the employees. Every year, the insurance company carries out a funding valuation based on the latest employee data provided by the Group. Any deficit in the assets arising as a result of such valuations is funded by the Group.



# CMS Info Systems Limited

## Notes to consolidated financial statements (Continued)

As at and for year ended March 31, 2020

(₹ in million)

### 28. Employee benefits (Continued)

#### Defined benefit plan (Continued)

The Group has purchased insurance policy, which is basically a year-on-year cash accumulation plan in which the interest rate is declared on yearly basis and is guaranteed for a period of one year. The insurance Company, as part of the policy rules, makes payment of all gratuity outgoes happening during the year (subject to sufficiency of funds under the policy). The policy, thus, mitigates the liquidity risk. However, being a cash accumulation plan, the duration of assets is shorter compared to the duration of liabilities. Thus, the Group is exposed to movement in interest rate in particular, the significant fall in interest rates, which should result in an increase in liability without corresponding increase in the asset.

The following tables summaries the components of benefit expense recognised in the Statement of Profit and Loss and the funded status and amounts recognized in the balance sheet for the gratuity plan of the Group.

#### Statement of Profit and Loss- Net employee benefits expense (recognised in employee cost)

Particulars	March 31, 2020	March 31, 2019
Current service cost	23.04	21.92
Past service cost	-	-
Net interest cost	10.47	10.01
<b>Expenses recognised in the Statement of Profit and Loss</b>	<b>33.51</b>	<b>31.93</b>

#### Net employee benefits expense (recognised in other comprehensive income)

Particulars	March 31, 2020	March 31, 2019
<b>Actuarial losses / (gains)</b>		
- change in demographic assumptions	(0.05)	-
- change in financial assumptions	7.73	1.52
- experience variance ( i.e. actual experience vs assumptions)	5.96	(0.36)
- Return on plan assets, excluding amount recognized in net interest expense	0.46	0.02
<b>Components of defined benefit cost recognized in other comprehensive income</b>	<b>14.11</b>	<b>1.18</b>

#### Balance Sheet:

#### Details of provision and fair value of plan assets

Particulars	March 31, 2020	March 31, 2019
Present value of obligation	201.03	180.21
Fair value of plan asset	42.04	39.81
<b>Net liability</b>	<b>158.99</b>	<b>140.40</b>

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# CMS Info Systems Limited

## Notes to consolidated financial statements (Continued)

As at and for year ended March 31, 2020

(₹ in million)

### 28. Employee benefits (Continued)

#### Balance Sheet: (Continued)

##### Changes in present value of obligation

Particulars	March 31, 2020	March 31, 2019
Present value of obligation at the beginning of the year	180.21	165.71
Current service cost	23.04	21.92
Interest expense	13.47	11.91
Re-measurement (gain) / loss arising from		
- change in demographic assumptions	(0.05)	-
- change in financial assumptions	7.73	1.52
- experience variance (i.e actual experience vs assumptions)	5.96	(0.36)
Past service cost	-	-
Benefits paid	(29.33)	(20.49)
<b>Present value of obligation at the end</b>	<b>201.03</b>	<b>180.21</b>

##### Changes in the fair value of plan asset are as follows:

Particulars	March 31, 2020	March 31, 2019
Fair value of plan assets at the beginning	39.81	32.34
Investment income	3.00	2.45
Employer's contribution	-	6.45
Benefits paid	(0.31)	(1.41)
Re-measurement gain / (loss) arising from		
Return on plan assets, excluding amount recognized in net interest expense	(0.46)	(0.02)
<b>Fair value of plan assets as at the end</b>	<b>42.04</b>	<b>39.81</b>

The major categories of plan assets as a percentage of the fair value of total plan assets are as follows:

Particulars	March 31, 2020	March 31, 2019
Investment with insurer	100%	100%

The Group expects to contribute ₹ Nil (March 31, 2019 - ₹ Nil) to gratuity fund during the annual period beginning after balance sheet date.

The following is the maturity profile of the Group's defined benefit obligation

Particulars	March 31, 2020	March 31, 2019
Weighted average duration (based on discounted cash flows)	7 to 12 years	8 to 11 years



# CMS Info Systems Limited

## Notes to consolidated financial statements (Continued)

As at and for year ended March 31, 2020

(₹ in million)

### 28. Employee benefits (Continued)

Changes in the fair value of plan asset are as follows: (Continued)

Group's expected cash flows over the future period (on undiscounted basis)	March 31, 2020
1 year	18.34
2 to 5 years	70.32
6 to 10 years	83.92
More than 10 years	222.04

The principal assumptions used in determining gratuity benefit obligations for the Group's plan are shown below:

Particulars	March 31, 2020	March 31, 2019
Discount rate	6.25% - 6.60%	7.40% - 7.55%
Salary Growth rate	0% for FY 2021 and 5% there after	5%
<b>Employee Attrition rate</b>		
- Less than 5 years of service	25%	25%
- More than 5 years of service	5%	5%-10%

The estimates of future salary increases, considered in actuarial valuation, takes in account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

The overall expected rate of return on assets is determined based on the market prices prevailing on that date, applicable to the period over which the obligation is to be settled.

A quantitative sensitivity analysis for the significant assumptions on defined benefit obligation as at March 31, 2020 is as shown below:

Particulars	March 31, 2020		March 31, 2019	
	Decrease in assumption	Increase in assumption	Decrease in assumption	Increase in assumption
Discount Rate (-/+1%)	18.85	(16.35)	16.03	(13.96)
(% change compared to base due to sensitivity)	9.38%	-8.13%	8.89%	-7.75%
Salary Growth Rate (-/+1%)	(16.50)	18.63	(14.14)	15.90
(% change compared to base due to sensitivity)	-8.21%	9.27%	-7.84%	8.83%
Attrition Rate (-/+ 50% of attrition rates)	(3.50)	1.47	(7.47)	4.13
(% change compared to base due to sensitivity)	-1.74%	0.73%	-4.15%	2.29%
Mortality Rate (-/+10% of Mortality rates)	(0.06)	0.06	(0.09)	0.09
(% change compared to base due to sensitivity)	-0.03%	0.03%	-0.05%	0.05%



# CMS Info Systems Limited

## Notes to consolidated financial statements (Continued)

As at and for year ended March 31, 2020

(₹ in million)

### 28. Employee benefits (Continued)

Changes in the fair value of plan asset are as follows: (Continued)

The sensitivity analysis above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of reporting period.

#### Other long term employee benefits

In accordance with its leave policy, the Group has provided for leave encashment on the basis of an actuarial valuation carried out by an independent actuary at the end of the year.

### 29. Operating Leases

#### Group as lessee:

Effective April 1, 2019, the group adopted Ind AS 116 "Leases" and applied the standard to all lease contracts existing on 1 April 2019 using the modified retrospective method. Under this method, the standard is applied retrospectively with the cumulative effect of initially applying the standard recognized at the date of initial application. The group elected to use the transition practical expedient to not reassess whether a contract is, or contains a lease at April 1, 2019. Consequently, the group recorded the lease liability at the present value of the lease payments discounted at the incremental borrowing rate and the right of use assets representing the right to use the underlying assets.

The following is the break-up of current and non-current lease liabilities as at 31 March 2020:

Particulars	March 31, 2020
Current Lease Liabilities	231.50
Non-current Lease Liabilities	633.66
<b>Total</b>	<b>865.16</b>

The following is the movement in lease liabilities during the year ended 31 March 2020:

Particulars	March 31, 2020
Balance as at 01 April 2019	761.69
Additions	285.33
Finance cost accrued during the year	67.32
Payment of lease liability	(249.18)
<b>Balance as of 31 March 2020</b>	<b>865.16</b>





# CMS Info Systems Limited

## Notes to consolidated financial statements (Continued)

As at and for year ended March 31, 2020

(₹ in million)

### 29. Operating Leases (continued)

The table below provides details regarding the contractual maturities of lease liabilities as at 31 March 2020 on an undiscounted basis:

Particulars	March 31, 2020
Less than one year	250.14
One to five years	736.69
More than five years	175.21
<b>Total</b>	<b>1162.04</b>

The following is the movement in Right-of-use assets during the year ended 31 March 2020:

Particulars	March 31, 2020
Balance as of 01 April 2019	761.69
Additions during the year	285.33
De-recognition of right to use asset	(208.43)
<b>Balance as of 31 March 2020</b>	<b>838.59</b>

The table below provides details of Impact of adoption of IND AS 116 in statement of Profit and Loss:

Particulars	March 31, 2020
Decrease in Rent expenses	(249.18)
Increase in Depreciation	208.43
Increase in Finance cost	67.32
<b>Decrease of Profit before Tax</b>	<b>26.57</b>

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

The difference between lease liabilities as at April 1, 2019 and operating lease commitments as of March 31, 2019 is due to discounting of long term lease liabilities and lease payments relating to renewal periods & certain ATM premises not included in operating lease commitments as on March 31, 2019.



# CMS Info Systems Limited

## Notes to consolidated financial statements (Continued)

As at and for year ended March 31, 2020

(₹ in million)

### 29. Operating Leases (continued)

The weighted average incremental borrowing rate applied to lease liabilities as at 1 April 2019 is 8.5%.

The outflow on account of lease liabilities for the year ended 31 March 2020 is ₹ 249.18 million.

#### Group as lessor: lease receivables

The Group has entered into lease arrangement for its ATM management service business. The lease at inception is classified as operating lease. These leases have terms ranging between five and seven years. Future minimum rentals receivable under non-cancellable operating leases are, as follows:

Particulars	March 31, 2020	March 31, 2019
Within one year	123.80	125.23
After one year but not more than five years	72.28	200.24
More than five years	-	1.20
<b>Total</b>	<b>196.08</b>	<b>326.67</b>

During the current year, the Group has recognized ₹ 123.80 million (March 31, 2019 - ₹ 172.17 million) as income in relation to the above arrangements. These are reported under sale of services (refer note 18). The above lease rentals are fixed monthly fees.

The following are the details of the fixed assets given on operating lease:

Particulars	March 31, 2020	March 31, 2019
Gross block value	125.06	99.50
Less: Accumulated Depreciation	(53.46)	(30.40)
<b>Net block value</b>	<b>71.60</b>	<b>69.10</b>
Depreciation for the year	19.93	15.36



# CMS Info Systems Limited

## Notes to consolidated financial statements (*Continued*)

As at and for year ended March 31, 2020

(₹ in million)

### 30. Related party disclosures

#### (a) Names of related parties and related party relationship

Related parties where control exists	
Ultimate Holding Company	Baring Private Equity Asia GP VI Limited
Parent of Holding Company	Baring Private Equity Asia VI Holdings Pte. Limited
Entities under common control	Vault Co-Investment Vehicle L.P.
Holding Company	Sion Investment Holdings Pte. Limited

#### Names of related parties and related party relationship (*Continued*)

Other Related parties	
Key Management Personnel (KMP)	<p><b>Whole Time Director &amp; Chief Executive Officer</b> - Mr. Rajiv Kaul</p> <p><b>Chief Financial Officer</b> - Mr. Pankaj Khandelwal</p> <p><b>Non-Executive Independent Director</b> - Mr. Gopal Krishna Pillai (upto December 31,2019) - Mr. Krzysztof Wieslaw Jamroz (upto December 31,2019) - Ms. Shyamala Gopinath - Mr. Krishna Mohan Sahani (w.e.f. April 01, 2020)</p> <p><b>Non- Executive Directors</b> - Mr. Ashish Agrawal - Mr. Jimmy Lachmandas Mahtani</p>



# Cms Info Systems Limited

## Notes to consolidated financial statements (Continued)

for the year ended March 31, 2020

(₹ in million)

### 30(b) Details of transactions with related parties:

	Transactions For the year ended		Receivable / (Payable) As at	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
<b>Remuneration to KMP (short-term employee benefits)</b>				
Mr. Rajiv Kaul	66.99	57.82	(35.52)	(18.65)
Mr. Pankaj Khandelwal	12.19	12.34	(2.63)	(2.46)
<b>Remuneration to non executive independent directors</b>				
Mr. Gopal Krishna Pillai	2.10	2.10	-	(0.53)
Mrs. Shyamala Gopinath	2.10	2.10	(0.53)	(0.53)
Mr. Krzysztof Wieslaw Jamroz	2.10	2.10	-	(0.53)
<b>Employee stock option compensation cost</b>				
Mr. Rajiv Kaul (refer note 40 and 41)	15.69	15.69	-	-
Mr. Pankaj Khandelwal	1.62	3.15	-	-
<b>Sitting fees paid to Directors</b>				
Mr. Gopal Krishna Pillai	0.30	0.40	-	(0.10)
Mrs. Shyamala Gopinath	0.30	0.40	(0.10)	(0.10)
Mr. Krzysztof Wieslaw Jamroz	0.20	0.40	-	(0.10)
<b>IPO Expenses recoverable</b>				
Sion Investment Holdings Pte. Limited (refer note 43 and note (ii) below)	-	7.09	-	88.17

#### Notes:

- (i) As the future liability for gratuity and compensated absences is provided on an actuarial basis for the Company as a whole, the amount pertaining to KMP's is not ascertainable separately and, therefore not included above.
- (ii) IPO expenses recoverable from Sion Investment Holdings Pte. Limited of ₹.88.17 million were written off in the current period.



# CMS Info Systems Limited

## Notes to consolidated financial statements (Continued)

As at and for year ended March 31, 2020

(₹ in million)

### 31. Contingent liabilities and Capital commitments

#### a) Contingent Liabilities:

Particulars	March 31, 2020	March 31, 2019
Claims against the Group not acknowledged as debt		
a) Disputed Customs matters*	42.78	42.78
b) Disputed VAT matters*	245.89	68.21
c) Disputed Excise matters*	69.03	69.03
d) Disputed CST matters *	6.30	-
e) Employee litigation matters	28.61	13.56
<b>Total</b>	<b>392.61</b>	<b>193.58</b>

\*In relation to the matters of Customs duty, VAT, CST and Excise matters as listed above, the Group is contesting the demands from the respective Government Departments. The management believes that its position will likely be upheld in the appellate process. No expense has been accrued in the financial statements for these demand raised. The management believes that the ultimate outcome of this proceeding will not have a material adverse effect on the Group's financial position and results of operations.

- b) During the year 2016-17, one of the customers withheld the amount due to Securitrans India Private Limited ("SIPL"), subsidiary of the Company for providing cash replenishment services on account of an alleged instance of misappropriation by two employees of SIPL. Since the parties failed to resolve the dispute amicably, SIPL served a notice of pending dues to the customer on January 17, 2017. SIPL and the customer have appointed their respective arbitrators and the matter is currently pending before arbitration Tribunal and the management is confident of recovering the entire amount.

Considering the litigation involved, the Company has provided for doubtful receivables based on the best judgment assessment of the case. The management believes that the provision made in the books is sufficient to cover the liability for loss, if any, which would be confirmed only after the final result of the litigation.

Since the matter is under litigation, the disclosures required as per the provisions of Ind AS 37 relating to the provisions made are not given as it is expected to prejudice seriously the position of the Company with regards to the litigation.

- c) The estimated amount of contracts remaining to be executed on capital account and not provided for as at March 31, 2020 is ₹ 67.61 million (March 31, 2019 ₹ 2.54 million).
- d) There has been a Supreme Court (SC) judgement dated 28th February 2019, relating to components of salary structure that need to be taken into account while computing the contribution to provident fund under the EPF Act. The group believes, based on legal opinion, that the liability if any would be prospective from the date of order. Based on such opinion and pending clarification from PF authorities, the group has recorded the cost prospectively from March 2019.
- e) In addition, there are certain civil claims against the Group, the impact of which is not quantifiable. The Management is confident, that these will not have any material impact in the financial statement.



# CMS Info Systems Limited

## Notes to consolidated financial statements (Continued)

As at and for year ended March 31, 2020

(₹ in million)

### 32. Details of dues to Micro and Small Enterprises as per Micro, Small and Medium Enterprises Development Act, 2006

The Group has ₹ 100.37 million (March 31, 2019 ₹ 11.09) dues outstanding to the micro and small enterprises as defined in Micro, Small and Medium Enterprise Development Act, 2006. The information regarding Micro and Small Enterprises has been determined to the extent such parties have been identified on the basis of information available with the Group. This has been relied upon by the auditors.

Particulars	March 31, 2020	March 31, 2019
<b>Total outstanding dues of micro enterprises and small enterprises (as per the intimation received from vendors)</b>	<b>100.37</b>	<b>11.09</b>
a. Principal and interest amount remaining unpaid	-	-
b. Interest paid by the Group in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day	-	-
c. Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding interest specified under the Micro, Small and Medium Enterprises Act, 2006	-	-
d. Interest accrued and remaining unpaid	-	-
e. Interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises	-	-

### 33. Impairment test of Goodwill

Goodwill acquired through business combinations have indefinite lives. Out of the total Goodwill of the Group, the material amount of goodwill is allocated to the following segments:

- ₹ 694.25 million (March 31, 2019: ₹ 694.25 million), relates to the Cash Management division of the Holding Company.
- ₹ 1,147.52 million (March 31, 2019: ₹ 1,147.52 million), relates to one of the subsidiary- "Securitrans India Private Limited".
- ₹ 185.94 million (March 31, 2019: ₹ 185.94), relates to the acquisition of door step banking business from Checkmate Services Private Limited; also a part of Cash management business.

The Group performed its annual impairment test for years ended March 31, 2020 and March 31, 2019. The Group considers the relationship between its value in use and its carrying value, among other factors, when reviewing for indicators of impairment.

The recoverable amount of the goodwill is determined based on a value in use ("VIU") calculated using cash flow projections from financial budgets approved by management covering a period of five year period and the terminal value (after considering the relevant long-term growth rate) at the end of the said forecast periods. The Group has extrapolated cash flows beyond 5 years using a growth rate of 4% for the year ended March 31, 2020 (March 31, 2019: 4.5%). The pre-tax discount rate applied to the cash flow projections for impairment testing is 13.4% for March 31, 2020 (March 31, 2019: 13.7%).



# CMS Info Systems Limited

## Notes to consolidated financial statements (Continued)

As at and for year ended March 31, 2020

(₹ in million)

### 33. Impairment test of Goodwill (Continued)

The said cash flow projections are based on the senior management past experience as well as expected trends for the future periods. The calculation of weighted average cost of capital (WACC) is based on the group's estimated capital structure as relevant and attributable to the CGU. The WACC is also adjusted for specific risks, market risks and premium, and other inherent risks associated with similar type of investments to arrive at an approximation of the WACC of a comparable market participant. The said WACC being pre-tax discount rates reflecting specific risks relating to the relevant CGUs, are then applied to the above mentioned projections of the estimated future cash flows to arrive at the discounted cash flows.

The key assumptions used in the determination of VIU are the revenue annual growth rates and the EBITDA growth rate.

Based on the above assumptions and analysis, no impairment was identified as at March 31, 2020. Further, on the analysis of the said calculation's sensitivity to a reasonably possible change in any of the above mentioned key assumptions / parameters on which the Management has based determination of the CGU's recoverable amount, there are no scenarios identified by the Management wherein the carrying value could exceed its recoverable amount.

### 34. Business combinations

On May 01, 2018, the CMS Info Systems Limited had acquired the door step banking business of Checkmate Services Private Limited, a Company based in Mumbai for ₹ 361.00 million. The fair values of the identifiable assets as on the date of acquisition were as follows:

Assets acquired	₹ in million
<b>Assets</b>	
Vehicles	15.35
Other assets (Plant and machinery, furniture and fixtures and computers etc.)	12.43
Business contracts (intangible assets)	129.27
Non-compete fees (intangible assets)	18.00
<b>Total assets acquired</b>	<b>175.05</b>
<b>Total purchase consideration</b>	<b>361.00</b>
<b>Goodwill on acquisition</b>	<b>185.95</b>

If the acquisition had occurred on April 01, 2018, revenue and profit before tax for the year ended March 31, 2019 would have been ₹ 11,480.00 million and ₹ 1,533.00 million respectively.



# CMS Info Systems Limited

## Notes to consolidated financial statements (Continued)

As at and for year ended March 31, 2020

(₹ in million)

### 35. Expenditure on corporate social responsibility

As per section 135 of the Act, a CSR committee has been formed by the Group. The funds are utilised throughout the year on activities which are specified in Schedule VII of the Act. Gross amount required to be spent by the group during the year is ₹ 26.97 million (March 31, 2019 ₹ 20.35 million).

Particulars	March 31, 2020			March 31, 2019			
	Amounts spent during the year :-	In cash	Yet to be paid in cash	Total	In cash	Yet to be paid in cash	Total
(i) Construction / acquisition of any asset	-	-	-	-	-	-	-
(ii) On purpose other than (i) above	25.06	-	25.06	42.44	-	42.44	

### 36. Fair value hierarchy

The following table provides the fair value measurement hierarchy of the Group's financial assets and financial liabilities.

#### Quantitative disclosures fair value measurement hierarchy as at March 31, 2020

	Cost	Fair value	Level 1	Level 2	Level 3
<b>Assets measured at fair value</b>					
<b>FVTPL financial investments</b>					
Investment in mutual fund units	560.50	566.23	566.23	-	-
Investment in unquoted equity shares	0.08	0.08	-	-	0.08

#### Quantitative disclosures fair value measurement hierarchy as at March 31, 2019

	Cost	Fair value	Level 1	Level 2	Level 3
<b>Assets measured at fair value</b>					
<b>FVTPL financial investments</b>					
Investment in mutual fund units	113.41	115.70	115.70	-	-
Investment in unquoted equity shares	0.08	0.08	-	-	0.08

The fair value for the investments is arrived at with reference to the Net asset value (NAV) of the mutual fund unit as disclosed by the Asset Management Company.

The management assessed that cash and cash equivalents, trade receivables, trade payables, and other current financial assets and financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments. Further the difference between carrying amount and fair value of insurance receivables, deposit measured at amortised cost is not significantly different in each of the year presented.





# CMS Info Systems Limited

## Notes to consolidated financial statements (Continued)

As at and for year ended March 31, 2020

(₹ in million)

### 36. Fair value hierarchy (Continued)

#### Break up of financial assets carried at amortised cost

Particulars	March 31, 2020	March 31, 2019
Trade receivables	3,344.57	2,502.33
Cash and cash equivalents	1,591.30	1,220.33
Other bank balances	314.19	171.68
Other financial assets	1,679.83	1,681.29
<b>Total financial assets carried at amortised cost</b>	<b>6,929.89</b>	<b>5,575.63</b>

#### Break up of financial liabilities carried at amortised cost

Particulars	March 31, 2020	March 31, 2019
Trade payables	1,712.71	756.97
Other financial liabilities	2,435.34	1,463.49
<b>Total financial liabilities carried at amortised cost</b>	<b>4,148.05</b>	<b>2,220.46</b>

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

### 37. Financial risk management objectives and policies

The Group through its operations is exposed to credit risk and liquidity risk. The Group's senior management oversees the management of these risks. The Group's senior management ensures that the Group's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Group's policies and risk objectives. The senior management reviews and agrees policies for managing each of these risks, which are summarised below.

#### Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities (primarily trade receivables).

#### Trade receivables

Customer credit risk is managed by the Group's established policy. To minimise the risk from the counter parties the Group enters into financial transaction with counter parties who are major names in the industry.

A significant risk in respect of receivables is related to the default risk and credit risk. An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The calculation is based on historical data. The maximum exposure to credit risk at the reporting date is the carrying value of receivables disclosed in Note 11. The Group does not hold collateral as security.



# CMS Info Systems Limited

## Notes to consolidated financial statements (Continued)

As at and for year ended March 31, 2020

(₹ in million)

### 37. Financial risk management objectives and policies (Continued)

#### Trade receivables

Credit risk is the risk of financial loss to the Group if a customer or counter-party fails to meet its contractual obligations. Trade receivables concentration of credit risk with respect to trade receivables are limited, due to the Group's customer base being large and diverse.

The following table provides information about the exposure to credit risk from customers:

Gross Carrying Amount	March 31, 2020	March 31, 2019
Current (not past due)	1,293.68	629.20
1 to 30 days past due	504.97	482.53
31 to 60 days past due	393.67	243.14
61 to 180 days past due	647.68	514.12
Above 180 days past due	984.81	1,052.42
<b>Grand Total</b>	<b>3,824.81</b>	<b>2,921.81</b>

The above exposure includes Three customers whose individual credit exposure exceeds 10% of total trade receivables.

#### Movement in allowance of impairment in respect of trade receivables

Particulars	March 31, 2020	March 31, 2019
Balance as at April 01	419.47	414.42
Amounts written off ( Net )	(72.83)	(228.17)
Net re-measurement of loss allowances	133.60	233.22
Balance as at March 31	480.24	419.47

Security deposits are interest free deposits given by the group for properties taken on Lease. Provision is taken on a case to case basis depending on circumstances with respect to non-recoverability of the amount. The gross carrying amount of Security deposit is ₹ 91.70 million as at 31st March 2020 and ₹ 92.85 million as at 31st March 2019.

Other financial asset includes claims receivable, Unbilled revenue and other receivables (refer note 7). Provision is made where there is significant increase in credit risk of the asset.

#### Movement in allowance of impairment in respect of other receivables:

Particulars	March 31, 2020	March 31, 2019
Balance as at April 01	90.40	76.39
Amounts written off ( Net )	(14.60)	-
Net re-measurement of loss allowances	33.76	14.01
Balance as at March 31	109.56	90.40



# CMS Info Systems Limited

## Notes to consolidated financial statements (Continued)

As at and for year ended March 31, 2020

(₹ in million)

### 37. Financial risk management objectives and policies (Continued)

#### Trade receivables (Continued)

#### Liquidity risk

The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of cash credit, working capital demand loan and bank loans. The Group assessed the concentration of risk with respect to refinancing its debt and concluded it to be low. The Group has access to a sufficient variety of sources of funding. The table below provides details regarding the contractual maturities of significant financial liabilities as at March 31, 2020:

Particulars	On demand	Within 12 months	1 to 5 years	Above 5 years	Total
Trade payables	-	1,712.71	-	-	1,712.71
Other financial liabilities	-	1,801.68	733.23	176.90	2,711.81
<b>Total</b>	<b>-</b>	<b>3,514.39</b>	<b>733.23</b>	<b>176.90</b>	<b>4,424.52</b>

The table below provides details regarding the contractual maturities of significant financial liabilities as at March 31, 2019:

Particulars	On demand	Within 12 months	1 to 5 years	Above 5 years	Total
Trade payables	-	756.97	-	-	756.97
Other financial liabilities	-	1,463.49	-	-	1,463.49
<b>Total</b>	<b>-</b>	<b>2,220.46</b>	<b>-</b>	<b>-</b>	<b>2,220.46</b>

#### Capital management

For the purpose of the Group's capital management, capital includes issued equity capital, securities premium and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Group's capital management is to maximize the shareholder value.

The Group manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Group monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Group includes within net debt, interest bearing loans and borrowings, less cash and cash equivalents. In order to achieve this overall objective, the Group's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. The Group does not have any loans outstanding as at March 31, 2020. It has taken adequate credit facilities from various banks to maintain its liquidity.

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2020 and March 31, 2019.



# CMS Info Systems Limited

## Notes to consolidated financial statements (Continued)

As at and for year ended March 31, 2020

(₹ in million)

### 38. Provision for warranty

A provision of ₹ NIL as at March 31, 2020 (March 31, 2019: ₹ 19.56 million) is carried against expected warranty claims on sale of ATM sites and related products as at March 31, 2020. The provision is recognized based on historical experience and expected costs that will be incurred on providing repairs and maintenance services during the warranty period. Assumptions used to calculate the provision for warranty is based on current sales levels and current information available based on the warranty period for the ATM sites and related products sold. The table below gives information about movement in warranty provision during the year ended March 31, 2020 and March 31, 2019.

Particulars	March 31, 2020	March 31, 2019
At the beginning of the year	19.56	5.37
Arising during the year	-	19.61
Utilized / reversed during the year	(19.56)	(6.53)
Unwinding of finance cost	-	1.11
At the end of the year	-	19.56

### 39. Operating Segment

The segment reporting format is determined to be business segments as the Group's risks and rates of return are affected predominantly by differences in the products sold and services rendered. The operating businesses are organized and managed separately according to the nature of the products sold and services rendered, with each segment representing a strategic business unit that offers different products and services. For management purposes, the Group is organized into business units based on the nature of services rendered and products sold into the following reportable segments.

- Cash management services include ATM services; Cash delivery and pick-up, Network cash management services (together known as "Retail cash management services") and other related services
- Managed services division includes income from sale of ATM and ATM sites and related products and maintenance services.
- Card division includes revenue from trading in card and card personalization services.

No operating segments have been aggregated to form the above reportable operating segments. The Board of Directors of the Group monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the consolidated financial statements. However, the Group's financing (including finance costs and finance income) and income taxes are managed on a Group basis and are not allocated to operating segments.

Finance income and certain finance costs, and fair value gains and losses on financial asset are not allocated to individual segments as the underlying instruments are managed on a Group basis. Current taxes, deferred taxes and certain financial assets and liabilities are not allocated to those segments as they are also managed on Group basis. Capital Expenditure consists of addition of property, plant and equipment, intangible assets and capital advances.



CMS Info Systems Limited

Consolidated Notes to financial statements (Continued)  
for year ended March 31, 2020

(₹ in million)

39 Segment information

Particulars	Cash management services			Managed services			Cash			Total	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Net Segment Revenue:											
External Sales	9,776.45	8,965.51	3,622.16	1,072.11	583.96	13,832.28	11,461.99				
Intra-segment Sales	67.00	38.51	-	-	-	67.00	38.51				
Total segment revenue	9,843.45	9,004.02	3,622.16	1,072.11	583.96	13,899.28	11,500.50				
Less: Unallocated corporate expenses	1,666.17	1,383.04	634.66	334.56	78.64	2,390.66	1,796.24				
(b) Segment result											
Profit from continuing operations before other income, finance contribution and tax											
Add: Other income	4.09	47.12	-	9.34	4.92	4.09	61.39				
Add: Unallocated other income											
Add: Finance income											
Less: Finance costs	35.45		34.75			11.13					
Less: Unallocated finance costs											
Profit before tax	7,514.44	5,545.15	2,464.41	1,422.54	266.33	983.18	33.87				
Less: tax expenses											
Profit after tax											
(c) Segment Assets											
Unallocated corporate assets											
Total Assets	7,514.44	5,545.15	2,464.41	1,422.54	266.33	983.18	33.87				
(d) Segment Liabilities											
Unallocated Corporate Liabilities	1,276.96	1,338.62	2,117.67	721.97	100.81	2,837.77	3,041.57				
Total Liabilities	1,276.96	1,338.62	2,117.67	721.97	100.81	2,837.77	3,041.57				
(e) Capital Expenditure											
Unallocated corporate expenditure	641.12	473.69	176.40	109.51	62.92	25.90	9.13				
Total Capital Expenditure	641.12	473.69	176.40	109.51	62.92	25.90	9.13				
(f) Depreciation and Amortisation											
Unallocated depreciation and amortisation	339.36	262.28	172.39	58.24	14.03	24.70	7.63				
Total Depreciation and Amortisation	339.36	262.28	172.39	58.24	14.03	24.70	7.63				
(g) Non-cash expenses other than depreciation											
Unallocable non-cash expenses other than depreciation	488.08	268.88	77.86	31.00	*	0.73	299.88				
Total non-cash expenses other than depreciation	488.08	268.88	77.86	31.00	*	0.73	299.88				

Note:

In formation about major customers

- a) Revenue for the year ended March 31, 2020 includes revenue from one customer of the Group relating to Cash management services and Managed service segments amounting to ₹ 1,628.88 million representing 12% and another customer amounting to ₹ 2,891.91 million representing 21% of the Group's total revenue
- b) Revenue for the year ended March 31, 2019 includes revenue from one customer of the Group relating to Cash management services and Managed service segments amounting to ₹ 1,618 million representing 14% and another customer amounting to ₹ 1,163 million representing 10% of the Group's total revenue



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# CMS Info Systems Limited

## Notes to consolidated financial statements (Continued)

As at and for year ended March 31, 2020

(₹ in million)

### 40. Employee Stock Option Schemes

The Holding company has granted stock options to its employees through its equity settled schemes referred to as Employee Stock Option Scheme 2016, CEO Stock Option Scheme 2016 and Management Scheme 2016. Following are details of the scheme:

Particulars	Employee Scheme	CEO Scheme	Management Scheme
Number of options reserved under the scheme	4,604,444	9,866,667	1,973,333
Number of option granted under the scheme	4,175,000	9,866,667	-

The vesting period of the grants is as follows:

Vesting Period	Employee Scheme		CEO Scheme
	Time Based	Performance Based*	Time Based
12 months from date of grant	25%	0.00%	100%
21 months from date of grant	8.33%	16.67%	-
33 months from date of grant	8.33%	16.67%	-
45 months from date of grant	8.34%	16.66%	-

\*For options granted under Employee scheme, 21st month vesting will be based on Group / business unit performance for the second financial year after the financial year in which the options have been granted and so on. The performance condition are assessed as non-market conditions.

The vested options can be exercised by the employees only upon happening of liquidity event. In case of listing, being a liquidity event, the vested options can be exercised within 1 year of the date such options are vested in case of employee scheme and within 2 years from date of such options vested in case of CEO scheme. In any other liquidity event, the vested options can be exercised within such period as may be prescribed by the Board in this regard.



# CMS Info Systems Limited

## Notes to consolidated financial statements (Continued)

As at and for year ended March 31, 2020

(₹ in million)

### 40. Employee Stock Option Schemes (Continued)

The following table summarizes the movement in stock options granted during the year:

Particulars	March 31, 2020		March 31, 2019	
	Employee scheme	CEO Scheme	Employee scheme	CEO Scheme
Outstanding at the beginning of the year	3,809,409	9,866,667	4,050,000	9,866,667
Granted during the period	125,000	-	-	-
Forfeited / cancelled during the period	(378,659)	-	(240,591)	-
Exercised during the period	-	-	-	-
Expired during the period	-	-	-	-
<b>Outstanding at the end of the year</b>	<b>3,555,750</b>	<b>9,866,667</b>	<b>3,809,409</b>	<b>9,866,667</b>
<b>Weighted average exercise price of options (in ₹):</b>				
Outstanding at the beginning of the year	125	123	125	123
Granted during the year	-	-	-	-
Outstanding at the end of the year	125	123	125	123
Exercisable at the end of the year	-	-	-	-
Weighted average remaining contractual life (in years)	0.07	-	0.42	-
Weighted average fair value of options granted during the year (in ₹)	-	-	-	-

The Group has used Black Scholes option pricing model. The following tables list the inputs to the models used for the both Employee and CEO plans

Particulars	Assumptions	
	March 31, 2020	March 31, 2019
Dividend yield (%)	0%	0%
Expected volatility (%)	25% - 29%	25% - 29%
Risk-free interest rate (%)	6%	6%
Expected life of share options (years)	3.7 years	3.7 years
Weighted average fair value per share (in ₹)	143	143

The expected life of the share options is based on current expectations and is not necessarily indicative of exercise patterns that may occur. The expected volatility reflects the assumption that the historical volatility over a period similar to the life of the options is indicative of future trends, which may not necessarily be the actual outcome. The historical volatility is based on price volatility of listed companies in same or similar industry. The holding company has allotted employee stock options to some of its employees through its Employee Stock Option Scheme. Over the years, 619,250 stock options has expired and lapsed on account of employees left the organization and accordingly reversal on account of same is recognized in the profit and loss account aggregating to ₹15.19 million. The group has recognized ₹9.98 million, (March 31, 2019 – ₹ 27.57 million) as employee benefit expense in relation to all the active options outstanding as at March 31, 2020.



# CMS Info Systems Limited

## Notes to consolidated financial statements (Continued)

As at and for year ended March 31, 2020

(₹ in million)

### 41. Agreement between Promoter and CEO

On September 26th, 2017, Vault Co-Investment Vehicle L.P. ("Vault L.P."), a limited liability partnership incorporated in the Cayman Islands and controlled by Barings Private Equity Asia GP VI Limited, the ultimate promoter of SION Investment Holdings Pte. Limited ("Sion"), the holding company, entered into an agreement with Chief Executive Officer of the Company (CEO) pursuant to which, the CEO was granted options under the stock option plan of Vault L.P. These options vested immediately to entitle base units in Vault L.P. to the extent of amount equivalent to 0.61% of the value of the Company for a consideration equivalent to such value of the Company as per the terms and conditions of the agreement. As per the plan, the base units are entitled for upward adjustment subject to fulfilment of certain market and service conditions.

Upon redemption of base or adjusted base units, CEO will receive from Vault L.P., an amount equivalent to value of the Company vis-vis such units at the time of sale of Sion's shareholding in the Company subject to certain conditions set out in the agreement.

Since the option granted to CEO is for the services rendered to the Company, the Option has been valued considering the various probable scenarios and using specific assumptions relating to expected volatility and risk free return. The total charge over the period of vesting estimated is ₹ 70.20 million. The proportionate charge recognized during the current year is ₹ 15.69 million (March 31, 2019: ₹ 15.69 million)

### 42. Additional information to be disclosed as required under Schedule III to the Companies Act, 2013, of all enterprises consolidated:

Particulars	As at March 31, 2020							
	Net assets i.e., total assets minus total liabilities		Share in profit		Share in other comprehensive income		Share in total comprehensive income	
	As a %	₹ in million	As a %	₹ in million	As a %	₹ in million	As a %	₹ in million
<b>Parent</b>								
CMS Info Systems Limited	87%	8,338.95	95%	1,276.63	10%	(1.17)	93%	1,275.46
<b>Subsidiaries</b>								
Securitrans India Private Limited	13%	1,170.21	5%	68.99	39%	(4.35)	5%	64.64
CMS Securitas Limited	0%	18.25	0%	(0.83)	26%	(2.96)	0%	(3.79)
CMS Marshall Limited	0%	(0.35)	0%	1.18	25%	(2.75)	0%	1.57
Quality Logistics Services Private Limited	0%	0.10	0%	-	0%	-	0%	-
CMS Securitas Employees Welfare Trust	0%	15.28	0%	1.06	0%	-	0%	1.06





# CMS Info Systems Limited

## Notes to consolidated financial statements (Continued)

As at and for year ended March 31, 2020

(₹ in million)

### 42. Additional information to be disclosed as required under Schedule III to the Companies Act, 2013, of all enterprises consolidated: (Continued)

Particulars	As at March 31, 2019							
	Net assets i.e., total assets minus total liabilities		Share in profit		Share in other comprehensive income		Share in total comprehensive income	
	As a %	₹ in million	As a %	₹ in million	As a %	₹ in million	As a %	₹ in million
<b>Parent</b>								
CMS Info Systems Limited	87%	7,374.16	93%	911.98	43%	(0.60)	93%	911.38
<b>Subsidiaries</b>								
Securitrans India Private Limited	13%	1,105.76	7%	62.52	-114%	1.61	7%	64.13
CMS Securitas Limited	0%	21.41	0%	2.59	62%	(0.88)	0%	1.71
CMS Marshall Limited	0%	1.22	0%	3.29	109%	(1.54)	0%	1.75
Quality Logistics Services Private Limited	0%	0.10	0%	-	0%	-	0%	-
CMS Securitas Employees Welfare Trust	0%	14.22	0%	0.80	0%	-	0%	0.80

### 43. Advances recoverable from Selling Shareholder:

During financial year 2017-18 the Company had incurred the IPO related expenses amounting to ₹ 88.17 million which was shown as recoverable from the selling shareholders and classified as advances recoverable in kind or value to be received. The reimbursement was to be deducted from the sale proceeds of a successful IPO. However, given that the Company has no near term IPO plans, this recoverable has been written off during the current year.

### 44. Ind AS 115 Revenue from Contracts with Customers

#### Sale of Product

The Group applies practical expedient in paragraph 121 of IND AS 115 for all contract entered for sale of product and does not disclose information about remaining performance obligation that have original expected duration of one year or less.

#### Revenue for services

The Group applies practical expedient in paragraph 121 of IND AS 115 for all contract entered for revenue from services, whereby it has right to receive consideration from a customer in an amount that corresponds directly with the value to the customer of the entity's performance completed to date. Hence the Group does not disclose information of remaining performance obligation of such contracts.



# CMS Info Systems Limited

## Notes to consolidated financial statements (Continued)

As at and for year ended March 31, 2020

(₹ in million)

### 44. Ind AS 115 Revenue from Contracts with Customers (Continued)

#### Disaggregation of revenue from contract with customers

Revenue from sale of goods is recognized at point in time when control of the products being sold is transferred to our customer and Revenue from services is recognized over time as and when services are rendered. Revenue from contracts with customers is disaggregated by primary business units as given in the note 18.

#### Reconciliation of revenue recognized with contracted price

Particulars	March 31, 2020	March 31, 2019
Revenue as per Contracted Price	13,978.29	11,619.39
Reduction (Rebate/discount)	(145.91)	(157.80)
Revenue recognized as per the statement of profit and loss	13,832.38	11,461.59

#### Movement of Deferred Contract Liability (unearned revenue)

The deferred contract liability relates to the consideration received/receivable from customers, for which services have not been provided and revenue is deferred for the year.

Particulars	March 31, 2020	March 31, 2019
Opening Balance	0.06	1.59
i) Additions during the year (net)	209.21	0.06
ii) Income recognized during the year	(0.06)	(1.59)
Closing Balance	209.21	0.06

#### Revenue expected to be recognised in the future from Deferred Contract Liability:

Time Band	March 31, 2020	March 31, 2019
within 1 years	171.61	0.06
1 - 2 Year	9.40	-
2 - 3 Year	9.40	-
3 - 4 Year	9.40	-
4 - 5 Year	9.40	-
<b>Total</b>	<b>209.21</b>	<b>0.06</b>

#### Obligations for returns, refunds and other similar obligations:

There are no obligation for returns, refunds and other similar obligation as at 31 March 2020 and as at March 2019.



# CMS Info Systems Limited

## Notes to consolidated financial statements (*Continued*)

As at and for year ended March 31, 2020

(₹ in million)

### 45. Impact of Corona Virus outbreak (COVID-19)

In the short term, Group has adequate resources to sustain the impact of Covid-19. We do not foresee any material adverse impact in the medium to long term on the business. Based on our current assessment, no significant impact on carrying value on goodwill, inventory, trade receivables, intangible assets, investments and other financial assets is expected. The actual impact of global pandemic could be different from estimated, as the COVID scenario evolves in India. The group will continue to closely monitor any material changes to future economic conditions.

46. The disclosures regarding details of specified bank notes held and transacted during 8 November does not pertain to financial year ended 31 March 2020. 2016 to 30 December 2016 has not been made in these financial statements since the requirement.

47. As per amendments in the Income Tax Act, 1961, new Section 115BAA has been introduced with effect from FY 2019-20 (AY 2020-21) to provide an option for a concessional tax at the rate of 22%. The Group has evaluated and opted for concessional tax rate.



A handwritten signature in blue ink, consisting of a stylized 'P' followed by a flourish.

# CMS Info Systems Limited

## Notes to consolidated financial statements (Continued)

As at and for year ended March 31, 2020

(₹ in million)

48. Previous year figures have been regrouped / reclassified, where necessary, to conform to this year classification.

Particulars	Note No	Amount as per previous period financials	Adjustments	Revised amount for previous year
<u>Balance sheet</u>				
Other financial assets (Current)	7	1,454.16	(32.77)	1,421.39
Cash and Cash Equivalents (Other bank balances)	12	139.91	32.77	171.68
<u>Statement of Profit and loss</u>				
Other income :	19			
Profit on sale of current investments		32.36	(1.53)	30.83
Net change in fair value of current investments measured at FVTPL		-	1.53	1.53
Purchase of traded goods:	21	799.69	211.86	1,011.55
Employee benefit expense :	23			
Salaries wages and Bonus		2,054.24	(199.95)	1,854.29
Other expenses :	25			
Conveyance and travelling		592.58	199.95	792.53
Consumptions of stores & spares		470.02	(211.86)	258.16

As per our report of even date

For B S R & Co. LLP

Chartered Accountants

Firm's Registration No: 101248W/W-100022

**Koosai Leher**

Partner

Membership No. 112399

Mumbai

26 August 2020

For and behalf of Board of Directors of  
CMS Info Systems Limited

**Ashish Agrawal**

Director

DIN No: 00163344

**Rajiv Kaul**

Whole Time Director

and Chief Executive Officer

DIN No.: 02581313

**Pankaj Khandelwal**

Chief Financial Officer

**Praveen Soni**

Company Secretary

